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# **CIMC VEHICLES**

**CIMC Vehicles (Group) Co., Ltd.**

**中集車輛(集團)股份有限公司**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1839)**

## **POLL RESULTS OF THE ANNUAL GENERAL MEETING, THE FIRST DOMESTIC SHAREHOLDERS' CLASS MEETING OF 2021 AND THE FIRST H SHAREHOLDERS' CLASS MEETING OF 2021 HELD ON 31 MAY 2021**

References are made to the notices of the annual general meeting (the “AGM”), the first domestic shareholders’ class meeting of 2021 (the “**First Domestic Shareholders’ Class Meeting of 2021**”) and the first H Shareholders’ class meeting of 2021 (the “**First H Shareholders’ Class Meeting of 2021**”) all dated 26 April 2021 (collectively, the “**Notices**”), and the circular dated 26 April 2021 (the “**Circular**”) of CIMC Vehicles (Group) Co., Ltd. (the “**Company**”). Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as defined in the Notices and the Circular.

### **Poll Results of the AGM, the First Domestic Shareholders’ Class Meeting of 2021 and the First H Shareholders’ Class Meeting of 2021**

The Board is pleased to announce that the AGM, the First Domestic Shareholders’ Class Meeting of 2021 and the First H Shareholders’ Class Meeting of 2021 (collectively, the “**Meetings**”) were held at Unit 1803, 18/F, Prince Plaza, Shekou, Nanshan District, Shenzhen, Guangdong, the PRC on Monday, 31 May 2021 at 2:30 p.m. in order and all resolutions contained in the Notices were duly passed by way of poll. Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, was appointed for the vote-taking and scrutineer at the Meetings. Two representatives from the Shareholders, a Supervisor and an external PRC lawyer also participated in vote-taking and scrutineering.

#### **(A) Poll Results of the AGM**

As at the date of the AGM, the total number of issued Shares of the Company was 1,765,000,000 Shares, comprising 1,201,080,000 Domestic Shares and 563,920,000 H Shares. These Shares entitle the holders to attend and vote for or against or abstain from voting on the proposed resolutions at the AGM. Shareholders holding an aggregate of 1,546,089,654 Shares with voting rights, representing approximately 87.60% of the total number of issued Shares of the Company with voting rights, attended the AGM either in person or by proxies. No Shareholder was required under the Listing Rules to abstain from voting on any resolution and no Shareholder was entitled to attend and abstain from voting in favour of any resolution at the AGM pursuant to Rule 13.40 of the Listing Rules. No Shareholder has stated his/her intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The poll results of the AGM were as follows:

ORDINARY RESOLUTIONS		No. of Votes <sup>Note 1</sup>		
		For	Against	Abstain <sup>Note 2</sup>
1.	To consider and approve the Company's final financial accounts for 2020.	1,545,950,654 (99.991010%)	139,000 (0.008990%)	0 (0.000000%)
2.	To consider and approve the Company's report for financial budget for 2021.	1,540,739,654 (99.653966%)	0 (0.000000%)	5,350,000 (0.346034%)
3.	To consider and approve the Company's proposal on investment plans for 2021.	1,540,739,654 (99.653966%)	0 (0.000000%)	5,350,000 (0.346034%)
4.	To consider and, if thought fit, to approve the Company's profit distribution proposal for 2020, that is, it is recommended not to pay any final dividend for the year ended 31 December 2020.	1,546,089,654 (100.000000%)	0 (0.000000%)	0 (0.000000%)
5.	To consider and approve the re-appointment of auditors for 2021, that is, to re-appoint PricewaterhouseCoopers Zhong Tian LLP as the Company's domestic auditor and PricewaterhouseCoopers as the Company's overseas auditor with a term until the next annual general meeting of the Company to be held in 2022, and to authorize the board of directors of the Company to determine their remuneration.	1,546,009,654 (99.994826%)	80,000 (0.005174%)	0 (0.000000%)
6.	To consider and approve the Company's report of the Board of Directors for 2020.	1,545,950,654 (99.991010%)	0 (0.000000%)	139,000 (0.008990%)
7.	To consider and approve the Company's report of the Supervisory Committee for 2020.	1,545,950,654 (99.991010%)	0 (0.000000%)	139,000 (0.008990%)

SPECIAL RESOLUTIONS		No. of Votes <sup>Note 1</sup>		
		For	Against	Abstain <sup>Note 2</sup>
8.	To consider and approve the Company's external guarantee scheme for 2021.	1,486,483,500 (96.144716%)	21,678,154 (1.402127%)	37,928,000 (2.453157%)
9.	To consider and, if thought fit, to approve the grant of a general mandate to the Board to allot and issue, either separately or concurrently, (1) additional Domestic Shares not exceeding 20% of the aggregate number of the Domestic Shares in issue on the date of passing this resolution; and (2) additional H Shares not exceeding 20% of the aggregate number of the H Shares in issue on the date of passing this resolution, and to authorize the Board to make such corresponding amendments the provisions of the Articles of Association as it think fit so as to reflect the new share capital structure upon the allotment or issue of the Shares.	1,486,145,500 (96.122854%)	22,016,154 (1.423989%)	37,928,000 (2.453157%)
10.	To consider and approve the proposed extension of the validity period of the A Share Offering Plan and the Authorization concerning the A Share Offering.	1,546,089,654 (100.000000%)	0 (0.000000%)	0 (0.000000%)

*Notes:*

- 1. The number of votes and the percentages are calculated on the total number of Shares with voting rights represented by the Shareholders attending the AGM in person or by proxy.*
- 2. Abstention or waiver to vote shall be disregarded as Shares with voting rights for the purpose of calculating the total number of votes.*

As more than 50% of votes were cast in favour of the above ordinary resolutions numbered (1) to (7) at the AGM, all of the above resolutions were duly passed as ordinary resolutions of the Company. As more than two-third of votes were cast in favour of the above special resolutions numbered (8) to (10) at the AGM, the above resolutions were duly passed as special resolutions of the Company.

**(B) Poll Results of the First Domestic Shareholders’ Class Meeting of 2021**

As at the date of the First Domestic Shareholders’ Class Meeting of 2021, the total number of the Domestic Shares in issue of the Company was 1,201,080,000 Shares. These Shares are those entitling the Domestic Shareholders to attend and vote for or against or abstain from voting on the proposed resolution at the First Domestic Shareholders’ Class Meeting of 2021. Domestic Shareholders and proxies holding an aggregate of 1,201,080,000 Domestic Shares with voting rights, representing 100% of the total number of Domestic Shares in issue of the Company with voting rights, attended the First Domestic Shareholders’ Class Meeting of 2021. No Domestic Shareholder was required under the Listing Rules to abstain from voting on the resolution and no Domestic Shareholder was entitled to attend and abstain from voting in favour of the resolution at the First Domestic Shareholders’ Class Meeting of 2021 pursuant to Rule 13.40 of the Listing Rules. No Domestic Shareholder has stated his/her intention in the Circular to vote against or to abstain from voting on the resolution at the First Domestic Shareholders’ Class Meeting of 2021.

The poll results of the First Domestic Shareholders’ Class Meeting of 2021 were as follows:

SPECIAL RESOLUTION		No. of Votes <sup>Note 1</sup>		
		For	Against	Abstain <sup>Note 2</sup>
1.	To consider and approve the proposed extension of the validity period of the A Share Offering Plan and the Authorization concerning the A Share Offering.	1,201,080,000 (100.000000%)	0 (0.000000%)	0 (0.000000%)

*Notes:*

- 1. The number of votes and the percentages are calculated on the total number of Domestic Shares with voting rights represented by the Domestic Shareholders attending the First Domestic Shareholders’ Class Meeting of 2021 in person or by proxy.*
- 2. Abstention or waiver to vote shall be disregarded as Domestic Shares with voting rights for the purpose of calculating the total number of votes.*

As more than two-third of votes were cast in favour of the above special resolution numbered (1) at the First Domestic Shareholders’ Class Meeting of 2021, the above resolution was duly passed as a special resolution of the Company.

### (C) Poll Results of the First H Shareholders' Class Meeting of 2021

As at the date of the First H Shareholders' Class Meeting of 2021, the total number of the H Shares in issue of the Company was 563,920,000 Shares. These Shares are those entitling the H Shareholders of the Company to attend and vote for or against or abstain from voting on the proposed resolution at the First H Shareholders' Class Meeting of 2021. Shareholders holding an aggregate of 345,009,654 H Shares with voting rights, representing approximately 61.18% of the total number of H Shares in issue of the Company with voting rights, attended the First H Shareholders' Class Meeting of 2021 either in person or by proxies. No H Shareholder was required under the Listing Rules to abstain from voting on the resolution and no H Shareholder was entitled to attend and abstain from voting in favour of the resolution at the First H Shareholders' Class Meeting of 2021 as set out in Rule 13.40 of the Listing Rules. No H Shareholder has stated his/her intention in the Circulars to vote against or to abstain from voting on the resolution at the First H Shareholders' Class Meeting of 2021.

The poll results of the First H Shareholders' Class Meeting of 2021 were as follows:

SPECIAL RESOLUTION		No. of Votes <sup>Note 1</sup>		
		For	Against	Abstain <sup>Note 2</sup>
1.	To consider and approve the proposed extension of the validity period of the A Share Offering Plan and the Authorization concerning the A Share Offering.	345,009,654 (100.000000%)	0 (0.000000%)	0 (0.000000%)

Notes:

- The number of votes and the percentages are calculated on the total number of H Shares with voting rights represented by the H Shareholders attending the First H Shareholders' Class Meeting of 2021 in person or by proxy.*
- Abstention or waiver to vote shall be disregarded as H Shares with voting rights for the purpose of calculating the total number of votes.*

As more than two-third of votes were cast in favour of the above special resolution numbered (1) at the First H Shareholders' Class Meeting of 2021, the above resolution was duly passed as a special resolution of the Company.

By Order of the Board  
**CIMC Vehicles (Group) Co., Ltd.**  
**Li Guiping**  
*Executive Director*

Hong Kong, 31 May 2021

*As at the date of this announcement, the Board comprises nine members, being Mr. Mai Boliang\*\*, Mr. Li Guiping\*, Ms. Zeng Beihua\*\*, Mr. Wang Yu\*\*, Mr. Chen Bo\*\*, Mr. Huang Haicheng\*\*, Mr. Feng Jinhua\*\*\*, Mr. Fan Zhaoping\*\*\* and Mr. Cheng Hok Kai Frederick\*\*\*.*

\* *Executive Director*

\*\* *Non-executive Directors*

\*\*\* *Independent non-executive Directors*