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北京汽车
BAIC MOTOR

北京汽車股份有限公司

BAIC MOTOR CORPORATION LIMITED*

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

(Stock Code: 1958)

CHANGE OF COMPANY SECRETARY ASSISTANT

AND

AGENT FOR ACCEPTANCE OF SERVICE OF PROCESS IN HONG KONG

CHANGE OF COMPANY SECRETARY ASSISTANT AND AGENT FOR ACCEPTANCE OF SERVICE OF PROCESS IN HONG KONG

The board of directors (the “**Board**”) of BAIC Motor Corporation Limited (the “**Company**”) hereby announces that Ms. Mok Ming Wai (“**Ms. Mok**”) has tendered her resignation as a company secretary assistant and the person authorized to accept service of process and notices on behalf of the Company in Hong Kong (the “**Agent for Acceptance of Service of Process in Hong Kong**”) of the Company for the purpose of Rule 19A.13(2) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) due to work reallocation effective from October 23, 2018.

Ms. Mok has confirmed that she has no disagreement with the Board and there is no other matter in relation to her resignation that needs to be brought to the attention of the Stock Exchange and the shareholders of the Company.

The Board is pleased to announce that Mr. Lee Kwok Fai (“**Mr. Lee**”) has been appointed in replacement of Ms. Mok as a company secretary assistant and the Agent for Acceptance of Service of Process in Hong Kong of the Company effective from October 23, 2018.

Mr. Lee is the head of corporate secretarial services of TMF Hong Kong Limited. He has over 20 years of experience in the providing transaction services and in financial due diligence, specialized in mergers and acquisitions. He is a member of the American Institute of Certified Public Accountants, an associate member of Hong Kong Institute of Certified Public Accountants and a Chartered Financial Analyst.

WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE LISTING RULES

Pursuant to Rule 8.17 of the Listing Rules, a listed issuer must appoint a company secretary who meets the requirements under Rule 3.28 of the Listing Rules. Rule 3.28 of the Listing Rules provides that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience.

Reference is made to the announcement of the Company dated September 20, 2017. The Stock Exchange has granted a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules in relation to the company secretary of the Company (the “**Company Secretary**”), Mr. Gu Xin (“**Mr. Gu**”)’s eligibility to act as the Company Secretary (the “**Waiver**”) for a period of three years (the “**Waiver Period**”) with effect from September 20, 2017, on the condition that, (i) Mr. Gu will be assisted by Ms. Mok during the Waiver Period and the Waiver will be revoked immediately if and when Ms. Mok ceases to assist Mr. Gu in discharging her functions as the company secretary; (ii) the Company will notify the Stock Exchange at the end of the Waiver Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that, after the end of the Waiver Period, the Company will be able to demonstrate that Mr. Gu can satisfy Rule 3.28 of the Listing Rules after having the benefit of Ms. Mok’s assistance such that a further waiver will not be necessary; and (iii) the Company announces the details of the Waiver, including its reasons and conditions, by way of an announcement.

The Company has applied to the Stock Exchange for, and the Stock Exchange has granted the Company, a new waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Listing Rules for the remaining period of the Waiver (the “**New Waiver**”), with effect from October 23, 2018 (the effective date of appointment of Mr. Lee as a company secretary assistant) to September 19, 2020 (the “**Remaining Waiver Period**”), on the condition that (i) Mr. Gu will be assisted by Mr. Lee during the Remaining Waiver Period; (ii) the Company shall notify the Stock Exchange at the end of the Remaining Waiver Period for the Stock Exchange to re-visit the situation. The Stock Exchange expects that, after the end of the Remaining Waiver Period, the Company will be able to demonstrate that Mr. Gu can satisfy Rules 3.28 after having the benefit of Mr. Lee’s assistance such that a further waiver will not be necessary; and (iii) the Company discloses details of the New Waiver, including its reasons and conditions, by way of an announcement.

The Board would like to take this opportunity to express its sincere gratitude to Ms. Mok for her contribution to the Company and extend its warm welcome to Mr. Lee on joining the Company.

By Order of the Board
BAIC Motor Corporation Limited
Gu Xin

Secretary to the Board of Directors and Company Secretary

Beijing, the PRC, October 23, 2018

As at the date of this announcement, the Board comprises Mr. Xu Heyi, as Chairman of the Board and non-executive Director; Ms. Shang Yuanxian and Mr. Yan Xiaolei, as non-executive Directors; Mr. Chen Hongliang, as executive Director; Mr. Xie Wei, Mr. Qiu Yinfu, Mr. Hubertus Troska, Mr. Bodo Uebber, Ms. Jiao Ruifang and Mr. Lei Hai, as non-executive Directors; and Mr. Ge Songlin, Mr. Wong Lung Tak Patrick, Mr. Bao Robert Xiaochen, Mr. Zhao Fuquan and Mr. Liu Kaixiang, as independent non-executive Directors.

* *For identification purpose only*