

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

**POLL RESULTS OF 2018 SECOND EXTRAORDINARY GENERAL
MEETING
APPOINTMENT OF SHAREHOLDER REPRESENTATIVE SUPERVISOR**

BAIC Motor Corporation Limited (the “**Company**”) is pleased to announce that the 2018 second extraordinary general meeting (the “**2018 Second EGM**”) was held at Multi-purpose Hall, 1st Floor, the South Tower of Beijing Automotive Industry Research and Development Base, No. 99 Shuanghe Street, Renhe Town, Shunyi District, Beijing, the PRC at 9:30 a.m. on Friday, 28 December 2018.

Reference is made to the Company’s circular (the “**Circular**”) dated 12 November 2018. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the 2018 Second EGM, the total number of issued Shares of the Company was 8,015,338,182, comprising 5,494,647,500 Domestic Shares and 2,520,690,682 H Shares, being the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the 2018 Second EGM.

Shareholders and proxies attending the 2018 Second EGM represented, in aggregate, 7,013,239,648 Shares carrying voting rights, being approximately 87.497739% of the entire issued Shares of the Company as at the date of the 2018 Second EGM.

No Shareholder was required to abstain from voting on any of the 2018 Second EGM resolutions. There was no Share entitling the holder to attend and vote only against the 2018 Second EGM resolutions.

The 2018 Second EGM was legally and validly convened in compliance with the requirements of the Company Law of the PRC and the Articles of Association. The 2018 Second EGM was chaired by Mr. Chen Hongliang, the executive Director and the president of the Company.

To comply with the requirements under the Listing Rules, Computershare Hong Kong Investor Services Limited, the Company’s H Share registrar, one Shareholder’s representative and one Supervisor acted as the scrutineers in respect of the voting at the 2018 Second EGM.

POLL RESULTS OF THE 2018 SECOND EGM

At the 2018 Second EGM, the following resolutions were considered and passed by way of poll and the poll results are set out as below:

Special Resolution ⁽¹⁾		Number of votes cast and the percentage of total number of votes cast		
		For	Against	Abstain ⁽²⁾
1	Proposed Amendments to the Articles of Association	6,457,709,147 (92.078832%)	529,225,401 (7.546090%)	26,305,100 (0.375078%)
Ordinary Resolution ⁽¹⁾		Number of votes cast and the percentage of total number of votes cast		
		For	Against	Abstain ⁽²⁾
2	Appointment of Mr. Meng Meng as the Shareholder Representative Supervisor of the Company	6,860,785,721 (97.826198%)	145,920,927 (2.080650%)	6,533,000 (0.093152%)

(1) Please refer to the Circular for the full text of the resolutions.

(2) The Shares abstained will be counted in the calculation of the required majority.

As majority of more than two-thirds of the votes were cast in favour of resolution 1 above, such resolution was duly passed as a special resolution. As majority of more than half of the votes were cast in favour of resolution 2 above, such resolution was duly passed as an ordinary resolution.

Save as the resolutions above, the Company has not received any proposal put forward by any Shareholders holding 3% or more of the Shares carrying voting rights of the Company.

APPOINTMENT OF SHAREHOLDER REPRESENTATIVE SUPERVISOR

The Company is pleased to announce that at the 2018 Second EGM, Mr. Meng Meng was appointed as the shareholder representative Supervisor for a term commencing from 28 December 2018 until the expiration of the term of the third session of the Board of Supervisors.

Due to other job assignment, from the effective date of the above appointment of Mr. Meng Meng as the shareholder representative Supervisor, Mr. Jiang Dali will cease to serve as the shareholder representative Supervisor. Mr. Jiang Dali confirmed that he has no disagreement with the Board and the Board of Supervisors in any respect and there are no other matters relating to his resignation that need to be brought to the attention of the Shareholders.

The biographical details of Mr. Meng Meng which are discloseable pursuant to Rule 13.51(2) of the Listing Rules are as follows:

Biography of Mr. Meng Meng:

Mr. Meng Meng (孟猛先生), aged 45, holds a master's degree in business administration and currently serves as the deputy general manager of Beijing Industrial Developing Investment Management Co., Ltd. (北京工業發展投資管理有限公司). Mr. Meng Meng previously served as the division manager of Zhonghongxin Jianyuan Certified Public Accountants Co., Ltd. (中鴻信建元會計師事務所有限責任公司) and Zhonghong Assets Appraisal Co., Ltd. (中鴻資產評估有限責任公司), the deputy director of finance department and legal and internal risk control department of China Network Communications Group Co., Ltd. (中國網絡通信集團有限公司), the director of risk management and legal affairs department of China Network Communications Group Co., Ltd., the director of legal and risk management department and finance department of China United Network Communications Co., Ltd. (中國聯合網絡通信集團有限公司), and the director of financing department and internal audit department of HyalRoute Communication Group Limited (海容通信集團有限公司). He has been serving as the deputy general manager of Beijing Industrial Developing Investment Management Co., Ltd. since January 2018.

Save as disclosed above, Mr. Meng Meng confirmed that, (1) he does not hold any other positions in the Company or any of its subsidiaries and also has not served as a director nor a supervisor in any other listed companies in the past three years; (2) he does not have any relationship with any other Directors, Supervisors, senior management or substantial or controlling Shareholders of the Company or any of its subsidiaries; and (3) he does not have any interest in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the Latest Practicable Date.

Mr. Meng Meng will not receive any remuneration from the Company for his role as the shareholder representative Supervisor.

By Order of the Board
BAIC Motor Corporation Limited
Gu Xin
Secretary to the Board and Company Secretary

Beijing, the PRC, 28 December 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*