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慶鈴汽車股份有限公司

QINGLING MOTORS CO. LTD

(a Sino-foreign joint venture joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1122)

POLL RESULTS OF EXTRAORDINARY GENERAL MEETING AND CHANGE OF EXECUTIVE DIRECTORS

The Board is pleased to announce that all the resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the EGM.

The Board also announces that the following changes became effective on 25 August 2022:

- (1) Mr. MASUDA Yoichi and Mr. YAGI Naoto resigned as executive Directors; and
- (2) Mr. NAKAMURA Osamu and Mr. KIJIMA Katsuya were elected as executive Directors.

Reference is made to the circular on the resignation of executive directors and proposed election of executive directors (the “**Circular**”) and the notice of extraordinary general meeting (the “**Notice**”) of Qingling Motors Co. Ltd (the “**Company**”) dated 8 July 2022. Unless the context otherwise defined, terms used in this announcement shall have the same meanings as those defined in the Circular and the Notice.

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING

The board (the “**Board**”) of directors (the “**Director(s)**”) of the Company is pleased to announce that all the resolutions as set out in the Notice were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll at the extraordinary general meeting of the Company held on 25 August 2022 (the “**EGM**”).

The poll results of the resolutions are summarized as follows:

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast		Number of votes cast
		For	Against	Abstain <i>(note)</i>
1.	To accept the resignation of Mr. MASUDA Yoichi as an executive Director, with effect from the date of the EGM, and authorize the Board to terminate the service contract entered into between the Company and Mr. MASUDA Yoichi on such terms and conditions as it may think fit and to do all such acts and things to give effect to such matters.	1,884,565,167 (100.00%)	0 (0.00%)	12,758,000
2.	To accept the resignation of Mr. YAGI Naoto as an executive Director, with effect from the date of the EGM, and authorize the Board to terminate the service contract entered into between the Company and Mr. YAGI Naoto on such terms and conditions as it may think fit and to do all such acts and things to give effect to such matters.	1,884,565,167 (100.00%)	0 (0.00%)	12,758,000
3.	To consider and approve the election of Mr. NAKAMURA Osamu as an executive Director, for a term commencing on the date of the EGM and ending on the date of the annual general meeting of the Company in 2024 and authorize the Board to determine his director's remuneration and enter into a service contract with Mr. NAKAMURA Osamu on such terms and conditions as it may think fit and to do all such acts and things to give effect to such matters.	1,878,829,332 (99.70%)	5,735,835 (0.30%)	12,758,000
4.	To consider and approve the election of Mr. KIJIMA Katsuya as an executive Director, for a term commencing on the date of the EGM and ending on the date of the annual general meeting of the Company in 2024 and authorize the Board to determine his director's remuneration and enter into a service contract with Mr. KIJIMA Katsuya on such terms and conditions as it may think fit and to do all such acts and things to give effect to such matters.	1,878,829,332 (99.70%)	5,735,835 (0.30%)	12,758,000

Note: In accordance with Article 71 of the Articles of Association of the Company, any abstain vote shall be disregarded as voting rights for the purpose of calculating the voting result of that resolution.

As more than 50% of the votes were cast in favour of each of the resolutions, the resolutions proposed at the EGM were duly passed as ordinary resolutions of the Company.

As at the date of the EGM, there were a total of 2,482,268,268 issued shares of the Company (the “**Share(s)**”), which comprised 1,238,651,865 H Shares and 1,243,616,403 Domestic Shares. The total number of Shares entitling the Shareholders to attend the EGM and vote for or against all the resolutions were 2,482,268,268. There were no Shares entitling the holders thereof to attend and abstain from voting in favour of the resolutions at the EGM as set out in Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and there were no holders of Shares that are required under the Listing Rules to abstain from voting at the EGM.

Deloitte Touche Tohmatsu Certified Public Accountants LLP, the auditor of the Company, has acted as the scrutineer and compared the poll results summary to the poll forms collected by the Company. The work performed by Deloitte Touche Tohmatsu Certified Public Accountants LLP in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlements to vote.

The Company would like to report that the following Directors attended the EGM: Mr. LUO Yuguang, Mr. YASUTA Tatsuya, Mr. LI Juxing, Mr. LONG Tao and Mr. LIU Erh Fei.

CHANGE OF EXECUTIVE DIRECTORS

Reference is made to the announcement on the resignation of executive Directors and proposed election of executive Directors published by the Company on 7 July 2022.

The Board also announces that the following changes became effective on 25 August 2022:

- (1) Mr. MASUDA Yoichi and Mr. YAGI Naoto resigned as executive Directors; and
- (2) Mr. NAKAMURA Osamu and Mr. KIJIMA Katsuya were elected as executive Directors.

Biographical details of the new executive Directors are set out below:

NAKAMURA Osamu, aged 55, graduated from the Faculty of Fisheries of Tokyo University of Fisheries. Mr. NAKAMURA joined Isuzu Motors Limited (“**Isuzu**”) in April 1990, and held number of important positions in various departments such as the Domestic Business Management Office and the Business Development Department. He was assigned to work in various departments for Yokohama Isuzu Motors Ltd (橫濱五十鈴汽車公司), Isuzu Network Ltd (五十鈴網絡公司) and Isuzu Motors Sales Ltd (五十鈴汽車銷售公司). Mr. NAKAMURA currently serves as the executive officer of Isuzu, the executive officer of the Head Office of Business Department, the GR Domestic Coordination Department, the GR Domestic Business Development Department and the GR Domestic Commodity Policy Department as well as the Program Business Development Department and a managerial staff in the head office of the China Business Department.

KIJIMA Katsuya, aged 59, graduated from the Faculty of Engineering of Chiba University. Mr. KIJIMA joined Isuzu in April 1987, and held number of important positions in various departments such as certain technical units and vehicle body engineering units in Isuzu. He was assigned to work in various departments for Isuzu Motors America, LLC and Isuzu Motors Co., (Thailand) Ltd. (泰國五十鈴汽車股份有限公司). Mr. KIJIMA currently serves as the executive officer of the Vehicle Public Works Department and the Vehicle Quality Management Department of Isuzu. As at the date of this announcement, he is interested in 3,200 shares of Isuzu, representing approximately 0.0004% of the issued shares of Isuzu.

Save as disclosed above, the new executive Directors did not hold any directorship in other listed public companies in the past three years or any other position in the Company and other members of the Group. The new executive Directors do not have any relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders of the Company. The new executive Directors have no interest in the Shares within the meaning of Part XV of the Securities and Futures Ordinance.

The Company has entered into service contracts with the new executive Directors, and the Board has determined their remuneration in accordance with the terms and conditions of the said service contracts having regard to their duties and responsibilities with the Company, the Company’s performance and profitability and the prevailing market condition. However, pursuant to the agreement between the Company and Isuzu and with the consent of the new executive Directors, they have waived their remuneration as executive Directors.

Save as disclosed above, there is no other matter relating to their appointment that needs to be brought to the attention of the Shareholders and there is no other information required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

The Board would like to express its gratitude to Mr. MASUDA Yoichi and Mr. YAGI Naoto for their valuable contributions to the Company during the tenure of their service rendered in their respective roles of the Company and welcome Mr. NAKAMURA Osamu and Mr. KIJIMA Katsuya to join the Board.

By Order of the Board
QINGLING MOTORS CO. LTD
LEI Bin
Company Secretary

Chongqing, the People's Republic of China, 25 August 2022

As at the date of this announcement, the Board comprises 11 Directors, of which Mr. LUO Yuguang, Mr. YASUTA Tatsuya, Mr. NAKAMURA Osamu, Mr. KIJIMA Katsuya, Mr. LI Juxing, Mr. XU Song and Mr. LI Xiaodong are executive Directors and Mr. LONG Tao, Mr. SONG Xiaojiang, Mr. LIU Tianni and Mr. LIU Erh Fei are independent non-executive Directors.