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**GUANGZHOU AUTOMOBILE GROUP CO., LTD.**

**廣州汽車集團股份有限公司**

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

**(Stock Code: 2238)**

## **NOTICE OF 2024 FIRST H SHAREHOLDERS' CLASS MEETING**

**NOTICE IS HEREBY GIVEN** that the 2024 first class meeting for holders of H shares (“**H Shareholders’ Class Meeting**”) of Guangzhou Automobile Group Co., Ltd. (the “**Company**”) will be held at Conference Room, 32/F, GAC Center, No. 23 Xingguo Road, Zhujiang New Town, Tianhe District, Guangzhou, Guangdong Province, the PRC at 2:00 p.m. (to be held in the order of the 2023 annual general meeting, the 2024 first class meeting for holders of A shares and the 2024 first class meeting for holders of H shares of the Company) on Monday, 20 May 2024 to consider and, if thought fit, approve the following resolution:

### **ORDINARY RESOLUTION**

1. The resolution on the plan of repurchase of shares through centralized price bidding

By order of the Board  
**Guangzhou Automobile Group Co., Ltd.**  
**ZENG Qinghong**  
*Chairman*

Guangzhou, the PRC, 26 April 2024

*Notes:*

1. Details of the above-mentioned resolution are set out in the circular of the Company dated 26 April 2024.
2. Any holder of H share of the Company (“**H Shareholder(s)**”) entitled to attend and vote at the above-mentioned H Shareholders’ Class Meeting is entitled to appoint one or more than one proxy to attend and vote on his/her behalf. A proxy need not be a shareholder of the Company.
3. The H Shareholder’s form of proxy must be signed by the H Shareholder or his attorney duly authorised in writing. In case of a corporation, the same must be either under its common seal or signed by its director(s) or other duly authorised person(s). If the H Shareholder’s form of proxy is signed by other duly authorised person(s), the power of attorney authorising that attorney to sign or other authorisation document must be notarised. In order to be valid, the H Shareholder’s form of proxy together with the power of attorney or other authorisation document (if any), shall be deposited at the Company’s H Share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 24 hours before the time for holding the meeting (i.e. 2:00 p.m. on Sunday, 19 May 2024) or 24 hours before the time appointed for taking the poll.
4. H Shareholders or their proxies shall present proofs of identities when attending the meeting.
5. The register of members of the Company will be closed from Wednesday, 15 May 2024 to Monday, 20 May 2024 (both days inclusive), during which no transfer of shares will be effected so as to ascertain the H Shareholders’ entitlement to attend and vote at the forthcoming H Shareholders’ Class Meeting. In order to be eligible to attend and vote at the forthcoming H Shareholders’ Class Meeting, all completed transfer documents accompanied by the relevant share certificates must be lodged with the Company’s H share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong on or before 4:30 p.m. on Tuesday, 14 May 2024.
6. H Shareholders or their proxies attending the H Shareholders’ Class Meeting are responsible for their own transportation and accommodation expenses.
7. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands, all votes at the H Shareholders’ Class Meeting will be taken by poll and the Company will announce the results of the poll in the manner prescribed under Rules 13.39(5) and 13.39(5A) of the Hong Kong Listing Rules.
8. This notice of H Shareholders’ Class Meeting is despatched to H Shareholders of the Company only.
9. The contact person of the H Shareholders’ Class Meeting is Mr. Liu Yong and his contact number is (86)-20-83151202/(86)-20-83151139, Ext. 8104.

*As at the date of this notice, the executive directors of the Company are ZENG Qinghong and FENG Xingya, the non-executive directors of the Company are CHEN Xiaomu, DING Hongxiang, GUAN Dayuan, DENG Lei and WANG Yiwei, and the independent non-executive directors of the Company are ZHAO Fuquan, XIAO Shengfang, WONG Hakkun and SONG Tiebo.*