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長城汽車股份有限公司 GREAT WALL MOTOR COMPANY LIMITED*

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

Stock Code: 02333 (HKD counter) and 82333 (RMB counter)

POLL RESULTS OF (1) ANNUAL GENERAL MEETING, (2) H SHAREHOLDERS' CLASS MEETING AND (3) A SHAREHOLDERS' CLASS MEETING

The board of directors (the "Board") of Great Wall Motor Company Limited (the "Company") is pleased to announce the poll results of the annual general meeting (the "AGM"), the H shareholders' class meeting (the "H Shareholders' Class Meeting") and the A shareholders' class meeting (the "A Shareholders' Class Meeting") (together with the AGM and the H Shareholders' Class Meeting, collectively referred to as the "Meetings") of the Company convened on Friday, 10 May 2024, at the Conference Room, Great Wall Motor HAVAL Research and Development Center, No. 2076 Chaoyang Road South, Lianchi District, Baoding, Hebei Province, the People's Republic of China (the "PRC"). The resolutions proposed were duly passed by the shareholders of the Company (the "Shareholders") present at the relevant Meetings.

For details of the resolutions considered at the Meetings, Shareholders may refer to the notice of the AGM (the "Notice of AGM"), the notice of the H Shareholders' Class Meeting (the "Notice of H Shareholders' Class Meeting") and the circular (the "Circular") of the Company, all dated on Friday, 19 April 2024. Unless otherwise stated in the context of this announcement, the capitalised terms used herein shall have the same meanings as those defined in the Circular.

1. POLL RESULTS OF THE MEETINGS

(i) Convening of the Meetings

The Meetings were held on Friday, 10 May 2024 at the Conference Room, Great Wall Motor HAVAL Research and Development Center, No. 2076 Chaoyang Road South, Lianchi District, Baoding, Hebei Province, the PRC. The Meetings were convened as on-site meetings by the Board and chaired by Mr. Wei Jian Jun, an executive Director. Executive Director Mr. Zhao Guo Qing, Ms. Li Hong Shuan, non-executive Director Mr. He Ping, and independent non-executive Directors Ms. Yue Ying, Mr. Fan Hui and Mr. Tom Siulun Chau attended the Meetings. No resolutions were vetoed or amended and no new resolutions were proposed for voting at the Meetings.

Both on-site voting and online voting methods were adopted for the Meetings. Online voting was conducted through the trading system of the Shanghai Stock Exchange and was participated by the holders of A shares of the Company (the "A Shareholders").

(ii) Attendance of the Meetings

(i) Attendance of the AGM

A poll was demanded by the chairman of the Board for voting on the proposed resolutions as set out in the Notice of AGM which had been delivered to all Shareholders, and the resolutions were approved by the Shareholders by way of poll.

As at the record date of the AGM, the total number of the issued shares of the Company was 8,543,823,936, representing the total number of the issued Shares which entitled their holders to attend the AGM and vote for or against the resolutions proposed thereat. None of the Shareholders who were entitled to attend the AGM was required to vote only against the resolutions proposed thereat and none of the Shareholders was required to abstain from voting on the proposed resolutions at the AGM.

The Shareholders holding 6,023,999,169 Shares (comprising 5,287,306,735 A Shares and 736,692,434 H Shares) with voting rights (representing 70.51% of the entire issued share capital of the Company) or their proxies were present at the meeting, and constituted a quorum of the meeting prescribed by the Company Law of the PRC and the Articles of Association of the Company (the "Articles of Association").

(ii) Attendance of the H Shareholders' Class Meeting

A poll was demanded by the chairman of the Board for voting on the proposed resolutions as set out in the Notice of the H Shareholders' Class Meeting which had been delivered to all the holders of H shares of the Company (the "**H Shareholders**"), and the resolutions were approved by the H Shareholders by way of poll.

As at the record date of the H Shareholders' Class Meeting, the total number of the issued H shares of the Company ("H Shares") was 2,318,776,000 representing the total number of the issued H Shares which entitled their holders to attend the H Shareholders' Class Meeting and vote for or against the resolutions proposed thereat. None of the H Shareholders who were entitled to attend the H Shareholders' Class Meeting was required to vote only against the resolution(s) proposed thereat and none of the H Shareholders was required to abstain from voting on the proposed resolutions at the H Shareholders' Class Meeting.

H Shareholders holding 736,717,434 H Shares with voting rights (representing 31.77% of the total issued H Shares with voting rights) or their proxies were present at, and constituted a quorum of, the H Shareholders' Class Meeting in accordance with the Company Law of the PRC and the Articles of Association. There were no restrictions on H Shareholders to cast vote on the proposed resolution at the H Shareholders' Class Meeting.

(iii) Attendance of the A Shareholders' Class Meeting

A poll was demanded by the chairman of the Board for voting on the resolutions to be considered at the A Shareholders' Class Meeting as set out in the Notices of Convening the Annual General Meeting for 2023, the Second H Shareholders' Class Meeting for 2024 and the Second A Shareholders' Class Meeting for 2024 of Great Wall Motor Company Limited (《 長城汽車股份有限公司關於召開2023年年度股東大會、2024年第二次H股類別股東會議及2024年第二次A股類別股東會議的通知》) published on the website of Shanghai Stock Exchange, and the resolutions was approved by the A Shareholders by way of poll.

As at the record date of the A Shareholders' Class Meeting, the total number of issued A shares of the Company ("A Shares") was 6,225,047,936 representing the total number of issued A Shares which entitled their holders to attend and vote for or against the resolutions proposed at the A Shareholders' Class Meeting. None of the A Shareholders who were entitled to attend the A Shareholders' Class Meeting was required to vote only against the resolution(s) proposed thereat at the A Shareholders' Class Meeting and none of the A Shareholders was required to abstain from voting on the proposed resolutions at the A Shareholders' Class Meeting.

A Shareholders holding 5,287,303,735 A Shares with voting rights (representing 84.94% of the total issued A Shares with voting rights) or their proxies were present at, and constituted a quorum of, the A Shareholders' Class Meeting in accordance with the Company Law of the PRC and the Articles of Association.

2. VOTING RESULTS OF THE MEETINGS

(i) Poll results of the resolutions proposed at the AGM

The resolutions set out below were the same as those set out in the Notice of AGM. The Shareholders present at the AGM considered and approved the following resolutions by way of poll (on-site voting and online voting). The percentage of voting in respect of each of the following resolutions is based on the total number of A Shares and H Shares held by the Shareholders who attended and voted at the AGM in person or by proxies.

Ordinary Resolutions

(1) Resolution: to consider and approve the audited financial report for the year 2023 (details of which were stated in the annual report of the Company for the year 2023);

Voting result: Passed

Poll results:

	For	For		ainst	Abstained	
Type of shareholders	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	5,286,913,296	99.99256	229,139	0.00433	164,300	0.00311
H Shares	721,887,108	97.99029	14,104,826	1.91462	700,500	0.09509
Total ordinary shares	6,008,800,404	99.74769	14,333,965	0.23795	864,800	0.01436

(2) Resolution: to consider and approve the Report of the Board for the year 2023 (details of which were stated in the annual report of the Company for the year 2023);

Voting result: Passed

		For		Aga	ainst	Abstained	
Type shareholders	of	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares		5,286,776,333	99.98997	366,102	0.00692	164,300	0.00311
H Shares		717,667,063	97.41752	18,324,371	2.48739	700,500	0.09509
Total ordinary shares		6,004,443,396	99.67537	18,690,473	0.31027	864,800	0.01436

(3) Resolution: to consider and approve the profit distribution proposal for the year 2023 (details of which were stated in the announcement of the Company dated 28 March 2024 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) and in the circular of the Company dated 19 April 2024 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

Voting result: Passed

Poll results:

		For		Ag	ainst	Abstained	
Type shareholders	of	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares		5,287,115,235	99.99638	57,100	0.00108	134,400	0.00254
H Shares		736,691,934	100	0	0	0	0
Total ordinary shares		6,023,807,169	99.99682	57,100	0.00095	134,400	0.00223

(4) Resolution: to consider and approve the annual report of the Company for the year 2023 and its summary (full text of which was published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

Voting result: Passed

		For		Aga	ainst	Abstained	
Type shareholders	of	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares		5,286,912,335	99.99254	230,100	0.00435	164,300	0.00311
H Shares		721,900,793	97.99222	14,090,641	1.91269	700,500	0.09509
Total ordinary shares		6,008,813,128	99.74791	14,320,741	0.23773	864,800	0.01436

(5) Resolution: to consider and approve the Performance Report of the Independent Directors for the year 2023 (details of which were stated in the circular of the Company dated 19 April 2024 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

Voting result: Passed

Poll results:

	For		Ag	ainst	Abstained	
Type of shareholders	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	5,286,914,035	99.99257	228,400	0.00432	164,300	0.00311
H Shares	721,900,793	97.99222	14,090,641	1.91269	700,500	0.09509
Total ordinary shares	6,008,814,828	99.74794	14,319,041	0.23770	864,800	0.01436

(6) Resolution: to consider and approve the Report of the Supervisory Committee for the year 2023 (details of which were stated in the annual report of the Company for the year 2023);

Voting result: Passed

		For		Aga	ainst	Abstained	
Type shareholders	of	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares		5,286,912,335	99.99254	230,100	0.00435	164,300	0.00311
H Shares		721,498,293	97.99112	14,090,641	1.91374	700,500	0.09514
Total ordinary shares		6,008,410,628	99.74790	14,320,741	0.23774	864,800	0.01436

(7) Resolution: to consider and approve the operating strategies of the Company for the year 2024 (details of which were stated in the circular of the Company dated 19 April 2024 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

Voting result: Passed

Poll results:

		For		Aga	ainst	Abstained	
Type shareholders	of	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares		5,287,116,935	99.99641	55,400	0.00105	134,400	0.00254
H Shares		733,330,714	99.99063	0	0	68,720	0.00937
Total ordinary shares		6,020,447,649	99.99571	55,400	0.00092	203,120	0.00337

(8) Resolution: to consider and approve the re-appointment of Deloitte Touche Tohmatsu Certified Public Accountants LLP as the Company's external auditor for the year ending 31 December 2024 for the audit and review of the financial statements and audit of internal control (the term of such re-appointment shall commence from the date on which this resolution is passed until the date of the convening of the 2024 AGM) and to authorise the board of directors (the "Board") of the Company to fix its remunerations not exceeding RMB3,500,000 (details of which were stated in the announcement of the Company dated 28 March 2024 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn)).

Voting result: Passed

	For		Aga	ainst	Abstained		
Type shareholders	of	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares		5,286,691,190	99.98836	481,145	0.00910	134,400	0.00254
H Shares		728,061,489	98.82849	8,630,445	1.17151	0	0
Total ordinary shares		6,014,752,679	99.84652	9,111,590	0.15125	134,400	0.00223

Special Resolutions

(9) Resolution: to consider the mandate to the Board to issue A Shares and H Shares of the Company. Please refer to the Circular for details of this resolution.

Voting result: Passed

Poll results:

	For		,	Aga	ainst	Abstained	
Type shareholders	of	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares		5,256,049,537	99.40883	31,122,798	0.58863	134,400	0.00254
H Shares		327,367,058	44.43744	409,197,376	55.54525	127,500	0.01731
Total ordinary shares		5,583,416,595	92.68622	440,320,174	7.30943	261,900	0.00435

(10) Resolution: to authorize the Board to repurchase A Shares and H Shares of the Company. Please refer to the Circular for details of this resolution.

Voting result: Passed

	For		Aga	ainst	Abstained	
Type of shareholders	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Shares	5,287,242,735	99.99879	64,000	0.00121	0	0
H Shares	730,197,509	99.85553	928,925	0.12703	127,500	0.01744
Total ordinary shares	6,017,440,244	99.98138	992,925	0.01650	127,500	0.00212

(ii) Poll results of the resolution proposed at the H Shareholders' Class Meeting

The resolution set out below was the same as that set out in the Notice of the H Shareholders' Class Meeting. The H Shareholders present at the H Shareholders' Class Meeting considered and approved the following resolution by way of poll (on-site voting). The percentage of votes on the following resolution was based on the total number of H Shares held by the H Shareholders who attended and voted at the H Shareholders' Class Meeting in person or by proxies.

Special Resolutions

(1) Resolution: to authorize the Board to repurchase A Shares and H Shares of the Company. Please refer to the Circular for details of this resolution.

Voting result: Passed

		For		Against		Abstained	
Type shareholders	of	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
H Shares		736,468,609	99.96622	121,325	0.01647	127,500	0.01731

(iii) Poll results of the resolution proposed at the A Shareholders' Class Meeting

The resolution set below was the same as that considered by the A Shareholders' Class Meeting as set out in the Notices of Convening the Annual General Meeting for 2023, the Second H Shareholders' Class Meeting for 2024 and the Second A Shareholders' Class Meeting for 2024 of Great Wall Motor Company Limited (《 長城汽車股份有限公司關於召開2023年年度股東大會、2024年第二次H股類別股東會議及2024年第二次A股類別股東會議的通知》). The A Shareholders present at the A Shareholders' Class Meeting considered and approved the following resolution by way of poll (both on-site voting and online voting). The percentage of votes on the following resolution was based on the total number of A Shares held by the A Shareholders who attended and voted at the A Shareholders' Class Meeting in person or by proxies.

Special Resolutions

(1) Resolution: to authorize the Board to repurchase A Shares and H Shares of the Company. Please refer to the Materials for Annual General Meeting for 2023, the Second H Shareholders' Class Meeting for 2024 and the Second A Shareholders' Class Meeting for 2024 of Great Wall Motor Company Limited (《長城汽車股份有限公司2023年年度股東大會、2024年第二次H股類別股東會議、2024年第二次A股類別股東會議會議資料》) for this resolution published on Shanghai Stock Exchange website (www.sse.com.cn) for details of this resolution.

Voting result: Passed

		For		Against		Abstained		
Type shareholders	of	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)	
A Shares		5,287,239,735	99.99879	64,000	0.00121	0	(0

3. Scrutineer

Deloitte Touche Tohmatsu Certified Public Accountants LLP, the auditor of the Company, acted as the scrutineer and compared the poll results summary to the poll forms collected and provided 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 the Auditing Standards for Certified Public Accountants of China, Review Standards for Certified Public Accountants of China or other standards on assurance engagements for certified public accountants of China, nor did it provide any assurance or advice on matters such as the legal interpretation of the voting or voting rights.

4. Witnessing by Lawyers

The Meeting was witnessed by lawyers assigned by Jincheng Tongda & Neal Law Firm, Beijing, the PRC legal adviser of the Company. According to the legal opinion issued by Jincheng Tongda & Neal Law Firm, Beijing, the convening and convening procedures for the Meeting were in compliance with the Company Law, Rules for Shareholders' General Meeting of the PRC and other laws, regulations, normative documents and the Articles of Association of the Company; The qualifications of the convenor and participants of the Meeting were in compliance with the Company Law, Rules for Shareholders' General Meeting of the PRC and other laws, regulations, normative documents and the Articles of Association of the Company; The voting procedures of the Meeting were in compliance with relevant laws, regulations, normative documents and the provisions of the Articles of Association, and the voting results thereat were legitimate and valid.

5. Dividend payment

The payment of a final dividend of RMB 0.30 per Share (inclusive of tax) for the year ended 31 December 2023 to Shareholders whose names appear on the H Share register of members of the Company as at the close of business on Tuesday, 4 June 2024 ("**Record Date**"), was approved by the Shareholders at the AGM.

The Company will distribute dividends as follows:

- (1) For H Shareholders (excluding Shareholders who are individual or corporate investors in Mainland China and who invest in the shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect)
 - ① In accordance with the relevant regulations and the Articles of Association, dividend payable to the H Shareholders shall be calculated in RMB and paid in Hong Kong dollars.

The following conversion formula shall apply:

 $Dividend in foreign currency = \frac{Dividend in RMB currency}{Hong Kong dollar exchange rate published by}$ the People's Bank of China on the day prior to the announcement of the dividend

Pursuant to the Articles of Association and for the purpose of the above-mentioned final dividend, the date of the announcement of dividend is 10 May 2024. The Hong Kong dollar exchange rate published by the People's Bank of China on 9 May 2024 was RMB0.90878 (HK\$1= RMB0.90878). Based on the above formula, the dividend for each H Share is HK\$0.33011.

- 2 Pursuant to the Articles of Association, the Company has appointed Bank of China (Hong Kong) Trustees Limited (the "Receiving Agent"), which is registered as a trust company under the Trustee Ordinance (Chapter 29 of the Laws of Hong Kong), to receive the H Share dividends on behalf of H Shareholders. The dividend cheques will be issued by the Receiving Agent and will be posted by ordinary mail to H Shareholders at their own risk on or before 26 June 2024 (i.e. the date of distribution of H Share dividends).
- (2) Dividends payable to Shareholders who are individual and corporate investors in Mainland China and who invest in the shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect will be distributed in RMB by the Shanghai Branch of China Securities Depository and Clearing Corporation Limited ("CSDC Shanghai Branch") as entrusted by the Company. The relevant dividends will be issued by the Company to CSDC Shanghai Branch on 26 June 2024, and will be distributed by CSDC Shanghai Branch on a centralized basis.
- (3) Dividends payable to Shareholders who are individual and corporate investors in Mainland China and who invest in the shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect will be distributed in RMB by the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited ("CSDC Shenzhen Branch") as entrusted by the Company. The relevant dividends will be issued by the Company to CSDC Shenzhen Branch on 26 June 2024, and will be distributed by CSDC Shenzhen Branch on a centralized basis.
- (4) The Company will make separate arrangements regarding the payment of dividend to the A Shareholders and related matters.

6. Withholding of income taxes on dividends paid to non-resident enterprise shareholders

According to the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法》), which took effect on 29 December 2018, and the Rules of the Implementation of the Enterprise Income Tax Law of the People's Republic of China (《中華人民共和國企業所得稅法實施條例》) (collectively, "Enterprise Income Tax Law"), which latest revised on 23 April 2019 and the Notice of the State Administration of Taxation on Issues Relevant to the Withholding of Enterprise Income Tax on Dividends Paid by PRC Resident Enterprises to Offshore Non-resident Enterprise Holders of H Shares (Guo Shui Han [2008] No. 897) (《國家稅務總局關於中國居民企業向境外H股非居民企業股東派發股息代扣代繳企業所得稅有關問題的通知》(國稅函[2008]897號)) promulgated on 6 November 2008 by State Administration of Taxation, when the Company distributes the interim dividends to nonresident enterprise Shareholders whose names appear on the H Share register of members of the Company, the Company is required to withhold and pay on behalf of such Shareholders an enterprise income tax at the rate of 10%. Any Shares registered in the name of a non-individual Shareholder, including HKSCC Nominees Limited, other nominee or trustee, or

other organization and group, are deemed to be Shares held by non-resident enterprise Shareholders. As such, the dividends that he or she is entitled to are subject to the enterprise income tax.

The above requirements are not applicable to the income tax regulations on dividends received by individual and corporate investors in Mainland China who invest in the shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen- Hong Kong Stock Connect.

According to the relevant requirements of the Notice on the Tax Policies Concerning the Pilot Program of the Shanghai-Hong Kong Stock Connect (Cai Shui [2014] No. 81) (《關於滬港股 票市場交易互聯互通機制試點有關稅收政策的通知(財稅[2014]81號)》), the Notice on the Tax Policies Concerning the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Cai Shui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有 關稅收政策的通知(財稅[2016]127號)》) and the Announcement on Continuing the Implementation of the ShanghaiHong Kong, Shenzhen-Hong Kong Stock Connect and the Personal Income Tax Policies Related to Mutual Recognition of Funds between Mainland China and Hong Kong(《關於延續實施滬港、深港股票市場交易互聯互通機制和內地與香港 基金互認有關個人所得稅政策的公告(財政部 稅務總局中國證監會公告 2023年第23號)》) jointly published by the Ministry of Finance, State Administration of Taxation and China Securities Regulatory Commission, the Company shall withhold an individual income tax at the rate of 20% on dividends derived from investing in H Shares listed on the Hong Kong Stock Exchange through the Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect by mainland individual investors. As to the withholding tax having been paid abroad, an individual investor may file an application for tax credit with the competent tax authority of China Securities Depository and Clearing Corporation Limited with an effective credit document. Reference shall be made to individual income tax regulations for dividends received by mainland securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through ShanghaiHong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect. Dividends received by mainland enterprise investors from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect shall be included in their total income and subject to enterprise income tax. The Company shall not withhold income tax on dividends to mainland enterprise investors who shall report and pay their income tax on their own.

The Company will strictly comply with the laws and the requirements of relevant government departments, and will withhold and pay the enterprise income taxes in strict compliance with the Company's register of H Shareholders on the Record Date. The Company shall not be liable to those Shareholders and shall not accept any requests raised due to the failure to confirm the identification of such Shareholders in time or due to the incapability to confirm their identification, or shall not accept any disputes over withholding tax arrangements. However, the Company may provide assistance to the extent of its ability as appropriate.

This announcement is available on the website of the Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Company (www.gwm.com.cn).

By Order of the Board

Great Wall Motor Company Limited

Li Hong Shuan

Joint Company Secretary

Baoding, Hebei Province, the PRC, 10 May 2024

As at the date of this announcement, members of the Board comprise:

Executive Directors: Mr. Wei Jian Jun, Mr. Zhao Guo Qing and Ms. Li Hong Shuan.

Non-executive Director: Mr. He Ping.

Independent Non-executive Directors: Ms. Yue Ying, Mr. Fan Hui and Mr. Tom Siulun Chau.

* For identification purpose only