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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)

(Stock Code: 1122)

## SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

This notice is supplement to the notice of the annual general meeting (the “AGM”) of Qingling Motors Co. Ltd (the “**Company**”) dated 18 April 2024 (the “**Original Notice**”) and the announcement of the Company (the “**Announcement**”) regarding the postponement of the AGM and extension of period for closure of register of shareholders to convene the AGM to be held at the New Conference Hall of the Company, 1st Floor, 1 Xiexing Cun, Zhongliangshan, Jiulongpo District, Chongqing, the People's Republic of China (the “**PRC**”) on Thursday, 27 June 2024 at 10:00 a.m. as re-scheduled.

Details of the proposed resolutions nos. 1 to 3 to be considered at the AGM were stated in the Original Notice. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 12 June 2024 (the “**Circular**”).

This **SUPPLEMENTAL NOTICE IS HEREBY GIVEN THAT** in addition to the resolutions set out in the Original Notice, the following resolutions will be considered and, if though fit, to pass, with or without modification, by the shareholders of the Company at the AGM:

4. Each as a separate resolution, to re-elect or elect each of the following persons as a Director for the next term of office commencing from the date of the AGM to the date of the annual general meeting of the Company in 2027 (the “**Next Term**”):
  - (1) To re-elect Mr. LUO Yuguang as an executive Director for the Next Term;
  - (2) To elect Mr. NAKAMURA Koji as an executive Director for the Next Term;
  - (3) To elect Mr. TSUKUI Mikio as an executive Director for the Next Term;
  - (4) To re-elect Mr. KIJIMA Katsuya as an executive Director for the Next Term;

- (5) To re-elect Mr. XU Song as an executive Director for the Next Term;
  - (6) To re-elect Mr. LI Juxing as an executive Director for the Next Term;
  - (7) To re-elect Mr. LI Xiaodong as an executive Director for the Next Term;
  - (8) To re-elect Mr. LONG Tao as an independent non-executive Director for the Next Term;
  - (9) To re-elect Mr. SONG Xiaojiang as an independent non-executive Director for the Next Term;
  - (10) To re-elect Mr. LIU Tianni as an independent non-executive Director for the Next Term; and
  - (11) To elect Ms. CHEN Yen Yung as an independent non-executive Director for the Next Term.
- 5. To authorise the Board to determine the remuneration of Directors.
  - 6. To authorise the Board to enter into a service contract or an appointment letter with each of the newly elected executive Directors and independent non-executive Directors respectively on such terms and conditions as it may think fit and to do all such acts and things to give effect to such matters.
  - 7. To elect Mr. XIAN Feng as a Supervisor representing the Shareholders of the Company for the Next Term.
  - 8. To authorise the Board to determine the remuneration of Supervisors of the Company.
  - 9. To authorise the Board to enter into an appointment letter with each of the newly elected Supervisors of the Company on such terms and conditions as it may think fit and to do all such acts and things to give effect to such matters.
  - 10. To consider the appointment of Pan-China Certified Public Accountants LLP as the Company's PRC and international auditors for the year of 2024 and to authorise the Board to determine its remuneration and to enter into a service agreement and other related documents with the new auditors.

11. THAT:

- (a) the conditional agreement dated 13 May 2024 entered into between Bosch Hydrogen Powertrain Systems (Chongqing) Co. Ltd. (博世氫動力系統(重慶)有限公司) (“**Bosch**”) and the Company in respect of the sales of the parts, namely, gearbox sub-assemblies, by the Company to Bosch (the “**Sale Agreement**”, a copy of which marked “A” has been produced to the meeting and signed by the chairman of the meeting for the purpose of identification) and the transactions contemplated thereunder be and are hereby approved, confirmed and ratified; and
- (b) the relevant annual caps for each of the two years ending 31 December 2025 (as set out in the Circular) be and are hereby approved;

and any one Director, company secretary or the authorised person(s) of the Company be and is (are) hereby authorised on behalf of the Company to sign, seal and execute all such other documents and agreements and to do all such acts and things as he/she may in his/her discretion consider necessary or desirable or expedient to implement and/or to give effect to the Sale Agreement and the transactions thereby contemplated as well as the proposed annual caps.

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

Chongqing, the PRC, 12 June 2024

*Notes:*

1. This notice is supplement to the Original Notice and should be read in conjunction with the Original Notice. Details of the proposed resolutions nos. 1 to 3 are stated in the Original Notice, while the details of the above resolutions nos. 4 to 11 are set out in the Circular.
2. Since the proxy form (the “**Original Proxy Form**”) issued along with the 2023 annual report of the Company did not set out the additional resolutions as set out in this supplemental notice, an amended proxy form (the “**Amended Proxy Form**”) will be despatched together with the Circular.
3. Shareholders who have not lodged the Original Proxy Form in accordance with the instructions set out in the Original Notice, are requested to lodge the Amended Proxy Form if he/she intends to appoint a proxy to attend the AGM on his/her behalf. Under such circumstances, the Shareholder should not lodge the Original Proxy Form.
4. In order to be valid, the Amended Proxy Form and, if such Amended Proxy Form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notarially certified copy of that power of attorney or authority shall be deposited at the legal address of the Company at 1 Xiexing Cun, Zhongliangshan, Jiulongpo District, Chongqing, the PRC (in the case of proxy form of holder(s) of Domestic Share(s)) or at the Company’s H Share Registrars, Hong Kong Registrars Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong (in the case of proxy form of holder(s) of H Share(s)) not less than 24 hours before the time for holding the AGM (i.e. not later than 26 June 2024 at 10:00 a.m. (Hong Kong time)) or 24 hours before the time appointed for taking the poll.
5. Shareholders who have lodged the Original Proxy Forms in accordance with the instructions set out in the Original Notice should note that:
  - (i) If no Amended Proxy Form is lodged, the Original Proxy Form will be treated as a valid proxy form lodged by the Shareholder if duly completed. The proxy appointed under the Original Proxy Form will also be entitled to vote at the AGM in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on the resolutions proposed in the Original Notice, and vote at his/her discretion on the additional resolutions set out in this supplemental notice; and
  - (ii) If an Amended Proxy Form is lodged before the deadline set out in the supplemental notice, the Amended Proxy Form will be treated as a valid proxy form lodged by the Shareholder if duly completed and the Original Proxy Form will be revoked. The proxy appointed under the Amended Proxy Form will be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolutions properly put to the AGM, including the the resolutions as set out in the Original Notice as well as the additional resolutions as set out in this supplemental notice.
6. Completion and return of the Original Proxy Form and/or the Amended Proxy Form will not preclude you from attending and voting in person at the AGM or any adjournment thereof should you so wish.

7. To ascertain the H shareholders' entitlement to attend and vote at the AGM, the register of shareholders of the Company will be closed from Monday, 6 May 2024 to Thursday, 27 June 2024 (both dates inclusive), during which period no transfer of shares will be registered and no transfer of shares of the Company may be registered during such period. Shareholders whose names appear on the register of shareholders of the Company on Monday, 6 May 2024 are entitled to attend and vote at the AGM.
8. Shareholders who intend to attend the AGM shall complete and lodge the amended reply slip for attending the AGM at the Company's legal address at 1 Xiexing Cun, Zhongliangshan, Jiulongpo District, Chongqing, the PRC on or before Friday, 7 June 2024. The amended reply slip may be delivered to the Company by hand, by post, by cable or by fax (at fax no.: (86) 23-6883 0397).
9. As at the date of this supplemental notice, the Board comprises 11 Directors, of which Mr. LUO Yuguang, Mr. YASUTA Tatsuya, Mr. NAKAMURA Osamu, Mr. KIJIMA Katsuya, Mr. XU Song, Mr. LI Juxing 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.