

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 content of this announcement.



比亞迪股份有限公司
BYD COMPANY LIMITED

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

Stock Code: 01211 (HKD counter) and 81211 (RMB counter)

Website: <http://www.bydglobal.com>

(1) POLL RESULTS OF ANNUAL GENERAL MEETING
(2) PROPOSED 2024 PROFIT DISTRIBUTION PLAN AND CAPITAL RESERVE CAPITALIZATION PLAN

The Board is pleased to announce that the resolutions set out in the notice of AGM dated 7 May 2025 were duly passed by way of poll at the AGM held on 6 June 2025.

References are made to the circular of the Company dated 7 May 2025 (the “**Circular**”) and the notice of annual general meeting of the Company (the “**AGM**”) dated 7 May 2025. The Board is pleased to announce the results of voting taken by way of poll at the AGM pursuant to Rule 13.39(5) of the Listing Rules. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE AGM

The AGM was held at the Company’s Conference Room at No. 3009, BYD Road, Pingshan District, Shenzhen, the PRC on Friday, 6 June 2025 at 10:00 a.m.

The number of issued Shares as at the date of the AGM was 3,039,065,855 Shares, comprising 1,811,265,855 A Shares (including the 2,204,410 A Shares in the designated securities account of the 2022 Employee Share Ownership Plan) and 1,227,800,000 H Shares, which were the total number of Shares entitling the holders to attend and vote for or against all the resolutions (except resolutions no. 9 and no. 14) at the AGM. Save for resolutions no. 9 and no. 14, there were no restrictions on the Shareholders to cast votes on the rest of the resolutions at the AGM, and/or to abstain from voting in favour of any of the resolutions proposed pursuant to Rule 13.40 of the Listing Rules. There were no Shares entitling the Shareholders to attend and vote only against all the resolutions at the AGM; and save for the aforesaid resolutions no. 9 and no. 14, no Shareholder was required under the Listing Rules (and/or the Rules Governing the Listing of Securities on the Shenzhen Stock Exchange) to abstain from voting at the AGM.

As at the date of this announcement, Mr. Wang Chuan-fu, the chairman, an executive director and the president of the Company, is interested in 517,351,550 A Shares (including the 3,727,700 A shares held by Mr. Wang Chuan-fu in No.1 Assets Management Plan through E Fund BYD) and 1,000,000 H Shares of the Company. Mr. Lv Xiang-yang, the vice chairman and a non-executive director of the Company, is interested in 239,228,620 A Shares of the Company, and is an actual controller of each of Dongguan Tec-Rich Engineering Co., Ltd. (東莞市德瑞精密設備有限公司), Chengdu Youngy Lithium Technology Co., Ltd. (成都融捷鋰業科技有限公司), Chengdu Youngy Energy Materials Co., Ltd. (成都融捷能源材料有限公司), Hefei Rongjie Energy Materials Co., Ltd. (合肥融捷能源材料有限公司) and Youngy Co., Ltd. (融捷股份有限公司) (“**Youngy**”) and the chairman and president of Youngy. Youngy Investment Holding Group Co., Ltd. (融捷投資控股集團有限公司) (“**Youngy Investment**”), a shareholder of the Company, is controlled by Mr. Lv Xiang-yang, and, under the Securities and Futures Ordinance, Mr. Lv Xiang-yang is therefore deemed to be interested in 155,149,602 A Shares of the Company held by Youngy Investment. Mr. Xia Zuo-quan, a non-executive director of the Company and a director of Shenzhen UBTECH Robotics Co., Ltd. (深圳市優必選科技股份有限公司), is interested in 82,635,607 A Shares and 500,000 H Shares of the Company. Ms. Zhu Ai-yun, a supervisor of the Company, is interested in 615,965 A Shares of the Company. Ms. Li Ke, an executive vice president of the Company, is interested in 10,861,400 A Shares of the Company. Mr. He Zhi-qi, an executive vice president of the Company and the chairman of Meihao Chuxing (Hangzhou) Automotive Technology Co., Ltd. (美好出行(杭州)汽車科技有限公司) (“**Meihao Chuxing**”), is interested in 2,411,824 A Shares of the Company. Mr. He Long, an executive vice president of the Company, is interested in 2,514,360 A Shares of the Company. Mr. Luo Hong-bin, a senior vice president of the Company, is interested in 48,300 A Shares of the Company. Ms. Zhou Ya-lin, the senior vice president and chief financial officer of the Company and the chairman of BYD Auto Finance Company Limited (比亞迪汽車金融有限公司) and a director of each of Shenzhen Faurecia Auto Parts Co., Ltd. (深圳佛吉亞汽車部件有限公司) (“**Shenzhen Faurecia**”) and Meihao Chuxing, is interested in 321,700 A Shares of the Company. Mr. Yang Dong-sheng, the senior vice president of the Company and the chairman and general manager of Shenzhen Dipai Zhixing Technology Co., Ltd. (深圳市迪派智行科技有限公司), is interested in 39,700 A Shares of the Company. Mr. Liu Huan-ming, a vice president of the Company, is interested in 3,948,980 A Shares of the Company. Mr. Wang Chuanfang, a vice president of the Company and a director of Yinchuan Sky Rail Operation Co., Ltd. (銀川雲軌運營有限公司) during the past 12 months, is interested in 8,824,680 A Shares of the Company. Mr. Luo Zhong-liang, the vice president of the Company, is interested in 18,200 A Shares of the Company. Ms. Li Wei, the vice president of the Company, is interested in 15,200 A Shares of the Company. Mr. Li Qian, the secretary to the Board, company secretary, a director of each of Foshan Greifen New Energy Co., Ltd. (佛山市格瑞芬新能源有限公司), Shenzhen Shangshui Intelligent Co., Ltd. (深圳市尚水智能股份有限公司), Shenzhen Faurecia, Chengxin Lithium Group Co., Ltd. (盛新鋰能集團股份有限公司), Meihao Chuxing, Advanced Materials Technology & Engineering, Inc. (無錫邑文微電子科技股份有限公司), Sichuan Road and Bridge Group Co., Ltd. (四川路橋建設集團股份有限公司), is interested in 27,500 A Shares of the Company.

In light of the existence of a connected relationship between the parties and the Company as defined in the Rules Governing the Listing of Securities on the Shenzhen Stock Exchange, Mr. Lv Xiang-yang, Mr. Xia Zuo-quan, Mr. He Zhi-qi, Ms. Zhou Ya-lin, Mr. Yang Dong-sheng, Mr. Wang Chuan-fang, Mr. Li Qian and Youngy Investment have to abstain from voting on special resolution no. 9 at the AGM. As a result, the total number of Shares entitling the Shareholders to attend and vote for or against special resolution no. 9 proposed at the AGM was 2,549,926,622 Shares, comprising 1,322,626,622 A Shares and 1,227,300,000 H Shares of the Company.

As Mr. Wang Chuan-fu, Mr. Lv Xiang-yang, Mr. Xia Zuo-quan, Ms. Zhu Ai-yun, Ms. Li Ke, Mr. He Zhi-qi, Mr. He Long, Mr. Luo Hong-bin, Ms. Zhou Ya-lin, Mr. Yang Dong-sheng, Mr. Liu Huan-ming, Mr. Wang Chuan-fang, Mr. Luo Zhong-liang, Ms. Li Wei and Mr. Li Qian are the insured under the liability insurance for directors, supervisors, senior management and other related persons as stated in ordinary resolution no. 14 considered at the AGM and interested in the Shares of the Company, they (including Youngy Investment, a company controlled by Mr. Lv Xiang-yang) have to abstain from voting on ordinary resolution no. 14 at the AGM. As a result, the total number of Shares entitling the Shareholders to attend and vote for or against ordinary resolution no. 14 at the AGM was 2,017,280,367 Shares, comprising 790,980,367 A Shares and 1,226,300,000 H Shares of the Company.

Save as disclosed above, none of the Shareholders has stated his or her intention in the Circular to vote against and/or to abstain from voting on any of the resolutions at the AGM.

All members of the Board comprises Mr. Wang Chuan-fu (an executive Director), Mr. Lv Xiang-yang and Mr. Xia Zuo-quan (the non-executive Directors) and Mr. Cai Hong-ping, Mr. Zhang Min and Ms. Yu Ling (the independent non-executive Directors) attended the AGM in person.

Set out below are the votes and poll results in respect of the resolutions approved at the AGM:

ORDINARY RESOLUTIONS		Number of votes cast (Percentage of total number of votes cast)			Total number of votes cast
		For	Against	Abstain	
1.	To consider and approve the report of the board of directors of the Company (the “ Board ”) for the year ended 31 December 2024.	1,856,842,153 (99.1495%)	11,242,328 (0.6003%)	4,686,119 (0.2524%)	1,872,770,600
As more than one-half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.					
2.	To consider and approve the report of the supervisory committee of the Company (the “ Supervisory Committee ”) for the year ended 31 December 2024.	1,866,914,137 (99.6873%)	774,344 (0.0413%)	5,082,119 (0.2722%)	1,872,770,600
As more than one-half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.					
3.	To consider and approve the audited financial report of the Company for the year ended 31 December 2024.	1,866,150,375 (99.6465%)	2,014,106 (0.1075%)	4,606,119 (0.2460%)	1,872,770,600
As more than one-half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.					
4.	To consider and approve the annual report of the Company for the year ended 31 December 2024 and the summary thereof.	1,865,212,109 (99.5964%)	2,462,572 (0.1315%)	5,095,919 (0.2721%)	1,872,770,600
As more than one-half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.					

SPECIAL RESOLUTIONS		Number of votes cast (Percentage of total number of votes cast)			Total number of votes cast
		For	Against	Abstain	
5.	To consider and approve the profit distribution plan and capital reserve capitalization plan of the Company for the year ended 31 December 2024.	1,869,375,959 (99.8187%)	107,621 (0.0057%)	3,287,020 (0.1755%)	1,872,770,600
As more than two-thirds (2/3) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.					
6.	To consider and approve the change of registered capital and amendments to the articles of association.	1,868,596,784 (99.7771%)	91,712 (0.0049%)	4,082,104 (0.2180%)	1,872,770,600
As more than two-thirds (2/3) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.					
ORDINARY RESOLUTION		Number of votes cast (Percentage of total number of votes cast)			Total number of votes cast
		For	Against	Abstain	
7.	To consider and approve the appointment of Ernst & Young Hua Ming LLP as the sole external auditor and internal control audit institution of the Company for the financial year of 2025 and to hold office until the next annual general meeting of the Company, and to authorise the Board and the Board delegates the management of the Company to determine their remuneration.	1,838,781,124 (98.1851%)	28,697,504 (1.5324%)	5,291,972 (0.2826%)	1,872,770,600
As more than one-half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.					
SPECIAL RESOLUTIONS		Number of votes cast (Percentage of total number of votes cast)			Total number of votes cast
		For	Against	Abstain	
8.	To consider and approve the provision of guarantees by the Group.	1,321,473,976 (70.5625%)	503,326,296 (26.8760%)	47,970,328 (2.5615%)	1,872,770,600
As more than two-thirds (2/3) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.					
9.	To consider and approve the estimated cap of ordinary connected transactions of the Group for the year 2025.	1,380,242,679 (99.7191%)	419,512 (0.0303%)	3,469,176 (0.2506%)	1,384,131,367
As more than two-thirds (2/3) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.					

SPECIAL RESOLUTIONS		Number of votes cast (Percentage of total number of votes cast)			Total number of votes cast
		For	Against	Abstain	
10.	<p>To consider and approve:</p> <p>(a) the grant to the Board a general mandate to allot, issue and deal with additional H shares in the capital of the Company subject to the following conditions:</p> <p>(i) that the aggregate nominal amount of H shares of the Company allotted, issued and dealt with or agreed conditionally or unconditionally to be allotted, issued or dealt with by the Board pursuant to the general mandate shall not exceed 20 per cent of the aggregate nominal amount of H shares of the Company in issue;</p> <p>(ii) that the exercise of the general mandate shall be subject to all governmental and/or regulatory approval(s), if any, and applicable laws (including but without limitation, the Company Law of the PRC and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”));</p> <p>(iii) that the general mandate shall remain valid until the earliest of (1) the conclusion of the next annual general meeting of the Company; or (2) the expiration of a 12-month period following the passing of this resolution; or (3) the date on which the authority set out in this resolution is revoked or varied by a special resolution of the shareholders of the Company in a general meeting; and</p>	1,333,756,167 (71.2183%)	533,928,083 (28.5101%)	5,086,350 (0.2716%)	1,872,770,600

SPECIAL RESOLUTIONS		Number of votes cast (Percentage of total number of votes cast)			Total number of votes cast
		For	Against	Abstain	
	(b) the authorisation to the Board to approve, execute and do or procure to be executed and done, all such documents, deeds and things as it may consider necessary or expedient in connection with the allotment and issue of any new shares pursuant to the exercise of the general mandate referred to in paragraph (a) of this resolution.				
As more than two-thirds (2/3) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.					
11.	To consider and approve a general and unconditional mandate to the directors of BYD Electronic (International) Company Limited (“BYD Electronic”) to allot, issue and deal with new shares of BYD Electronic (including the sale or transfer of any treasury shares listed on the Stock Exchange) not exceeding 20 per cent of the number of the issued shares of BYD Electronic.	1,333,213,890 (71.1894%)	534,197,560 (28.5245%)	5,359,150 (0.2862%)	1,872,770,600
As more than two-thirds (2/3) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.					
ORDINARY RESOLUTION		Number of votes cast (Percentage of total number of votes cast)			Total number of votes cast
		For	Against	Abstain	
12.	To consider and approve the proposed formulation of the Rules of Remuneration Management of Directors and Senior Management by the Company.	1,868,655,079 (99.7802%)	582,200 (0.0311%)	3,533,321 (0.1887%)	1,872,770,600
As more than one-half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution.					
SPECIAL RESOLUTION		Number of votes cast (Percentage of total number of votes cast)			Total number of votes cast
		For	Against	Abstain	
13.	To consider and approve the authorisation to the Board to determine the proposed plan for the issuance of debt financing instrument(s).	1,419,312,086 (75.7868%)	449,974,269 (24.0272%)	3,484,245 (0.1860%)	1,872,770,600
As more than two-thirds (2/3) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as a special resolution.					

ORDINARY RESOLUTION		Number of votes cast (Percentage of total number of votes cast)			Total number of votes cast
		For	Against	Abstain	
14.	To consider and approve matters in connection with the purchase of liability insurance for the Company and all directors, supervisors, senior management and other related persons, and subject to obtaining authorization from general meeting, to agree with the delegation of the Board to authorize the chairman or its authorised persons (provided that the aggregate annual indemnification limit not exceeding RMB100 million) to approve and handle matters in connection with the purchase of liability insurance for the Company and all directors, supervisors, and senior management (including but not limited to the determination of other related responsible persons, the determination of the insurance company, the determination of the insurance amount, the premium and other insurance clauses, the signing of relevant legal documents and dealing with other matters relating to the purchase of insurance, etc.), and to deal with matters relating to the renewal or repurchase of the insurance upon or before the expiration of the abovementioned liability insurance contracts.	842,262,574 (98.8009%)	5,509,318 (0.6463%)	4,713,220 (0.5529%)	852,485,112
As more than one-half (1/2) of the votes held by the Shareholders and proxies who attended the AGM were cast in favour of the resolution, the resolution was passed as an ordinary resolution					

Full text of the resolutions were set out in the notice of AGM dated 7 May 2025.

Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, acted as the scrutineer at the AGM for the purpose of vote-taking.

(2) PROPOSED 2024 PROFIT DISTRIBUTION PLAN AND CAPITAL RESERVE CAPITALIZATION PLAN

The Board is pleased to announce that the 2024 Profit Distribution and Capital Reserve Capitalization Plan has been approved by the Shareholders at the AGM. Application will be made by the Company to the Listing Committee of the Stock Exchange for the approval for the listing of, and permission to deal in, the new H Shares to be allotted and issued under the Bonus Issue and the Capitalization Issue. Subject to the satisfaction of other conditions as set out in the section headed “Conditions to the Bonus Issue and the Capitalization Issue” in the Circular, according to the 2024 Profit Distribution Plan and Capital Reserve Capitalization Plan, the Company will:

- (i) distribute a cash dividend of RMB39.74 per ten (10) Shares (including tax) to all Shareholders with the total amount of cash dividends to be distributed by the Company to all Shareholders being approximately RMB12,077,248,000;
- (ii) issue eight (8) Bonus Shares for every ten (10) Shares in issue; and
- (iii) issue twelve (12) Capitalization Shares for every ten (10) Shares in issue by way of capitalization of capital reserve;

If the Company’s total share capital changes on the record date of distribution, the Company will maintain the amount of distribution per Share and transfer proportion unchanged, and adjust the total amount of distribution and transfer accordingly. In such case, the Company will make further announcement to the Shareholders.

The final dividend will be denominated and declared in RMB. The holders of A Shares will be paid in RMB and the holders of H Shares will be paid in Hong Kong dollars. The exchange rate for the dividend to be paid in foreign currency is HKD1 to RMB0.91652, which is the mean of the exchange rates of RMB to Hong Kong dollars as announced by the People’s Bank of China during the five business days prior to the date of declaration of the dividend at the AGM.

Subject to the satisfaction of other conditions as set out in the section headed “Conditions to the Bonus Issue and the Capitalization Issue” in the Circular, the Bonus A Shares and the Capitalization A Shares will be listed on the Shenzhen Stock Exchange. The Bonus H Shares and Capitalization H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS. All necessary arrangements will be made by the Company for the Bonus H Shares and the Capitalization H Shares to be admitted into CCASS. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

The record date for determining the qualification of the H Shareholders for the proposed distribution of the cash dividend, Bonus H Shares and Capitalization H Shares is Tuesday, 17 June 2025. In connection therewith, the register of members of H Shares will be closed from Thursday, 12 June 2025 to Tuesday, 17 June 2025, both days inclusive. In order to qualify for receiving the cash dividend, Bonus H Shares and Capitalization H Shares, all transfer documents in respect of H Shares must be lodged with the Company's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Wednesday, 11 June 2025 for registration.

Full details of the 2024 Profit Distribution and Capital Reserve Capitalization Plan, including but not limited to, the expected timetable, conditions to and reasons for the Bonus Issue and Capitalization Issue, status of the Bonus Shares and Capitalization Shares, fractional entitlements and odd lots arrangement for the Bonus Shares and Capitalization Shares, applicable tax arrangements, eligibility for Bonus Shares and Capitalization Shares of Shareholders trading through Southbound Trading and Northbound Trading, effect to the shareholding upon completion of the Bonus Issue and Capitalization Issue, and risk warning for trading in H Shares are set out in the Circular. Shareholders and potential investors should peruse the Circular with care and shall seek professional advice from their own professional consultants should they have any doubt on their situations.

The Company will make further announcement(s) on the final distribution details including but not limited to the final distribution per Share and consequential changes (if any) to the book closure period or the expected timetable as and when appropriate.

By order of the Board of
BYD Company Limited
Wang Chuan-fu
Chairman

Shenzhen, the PRC, 6 June 2025

As at the date of this announcement, the Board of directors of the Company comprises Mr. Wang Chuan-fu being the executive director, Mr. Lv Xiang-yang and Mr. Xia Zuo-quan being the non-executive directors, and Mr. Cai Hong-ping, Mr. Zhang Min and Ms. Yu Ling being the independent non-executive directors.