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Nexteer Automotive Group Limited

耐世特汽車系統集團有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 1316)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON JUNE 18, 2025; RETIREMENT OF NON-EXECUTIVE DIRECTOR AND APPOINTMENT OF NON-EXECUTIVE DIRECTOR

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON JUNE 18, 2025

Reference is made to the circular (the “**Circular**”) and the notice of the annual general meeting (the “**Notice**”) of Nexteer Automotive Group Limited (the “**Company**”) both dated May 26, 2025. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Board announces that at the annual general meeting held on June 18, 2025 (the “**AGM**”), all proposed resolutions as set out in the Notice were duly voted on by shareholders of the Company (the “**Shareholders**”) by way of poll.

Computershare Hong Kong Investor Services Limited, the Hong Kong branch share registrar of the Company, was appointed by the Company as the scrutineer for the vote-taking at the AGM.

The poll results in respect of each resolution proposed at the AGM were as follows:

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		For	Against	
1.	To consider and adopt the audited consolidated financial statements of the Company and the reports of the directors (the “ Directors ”) and auditors of the Company for the year ended December 31, 2024.	1,912,348,019 99.538020%	8,875,671 0.461980%	1,921,223,690
As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed by the Shareholders as ordinary resolution.				

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		For	Against	
2.	To declare a final dividend of US\$0.0087 per Share for the year ended December 31, 2024.	1,921,223,690 100.000000%	0 0.000000%	1,921,223,690
	As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed by the Shareholders as ordinary resolution.			
3(A).	(i) To re-elect Mr. MILAVEC, Robin Zane as an executive Director.	1,912,516,487 99.546789%	8,707,203 0.453211%	1,921,223,690
	As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed by the Shareholders as ordinary resolution.			
	(ii) To re-elect Mr. QIAO, Kun as a non-executive Director.	1,756,080,999 91.404297%	165,142,691 8.595703%	1,921,223,690
	As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed by the Shareholders as ordinary resolution.			
	(iii) To re-elect Dr. WANG, Bin as an independent non-executive Director.	1,858,862,660 96.754098%	62,361,030 3.245902%	1,921,223,690
	As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed by the Shareholders as ordinary resolution.			
3(B).	To authorise the board of Directors (the “ Board ”) to fix the remuneration of the Directors.	1,920,401,110 99.957185%	822,580 0.042815%	1,921,223,690
	As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed by the Shareholders as ordinary resolution.			
4.	To re-appoint Deloitte Touche Tohmatsu as auditor of the Company and to authorise the Board to fix their remuneration.	1,917,945,421 99.829366%	3,278,269 0.170634%	1,921,223,690
	As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed by the Shareholders as ordinary resolution.			
5(A).	To give a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the total number of issued Shares (excluding treasury shares) (the “ Issue Mandate ”).	1,655,437,150 86.165768%	265,786,540 13.834232%	1,921,223,690
	As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed by the Shareholders as ordinary resolution.			

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		For	Against	
5(B).	To give a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of issued Shares (excluding treasury shares).	1,921,223,690 100.000000%	0 0.000000%	1,921,223,690
	As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed by the Shareholders as ordinary resolution.			
5(C).	To extend the Issue Mandate by the number of Shares repurchased by the Company.	1,727,321,202 89.907345%	193,902,488 10.092655%	1,921,223,690
	As more than 50% of the votes were cast in favour of the above resolution, the above resolution was duly passed by the Shareholders as ordinary resolution.			

On March 19, 2025, the Directors recommended the declaration and payment of a final dividend of US\$0.0087 per ordinary share of the Company (the “**Dividend**”). The Board’s recommendation was approved by the Shareholders at the AGM on June 18, 2025.

The Dividend is payable on July 9, 2025 and the record date for entitlement to the Dividend is June 27, 2025. For determining the entitlement to the Dividend, the register of members of the Company will be closed from June 25, 2025 to June 27, 2025, both days inclusive, during which no transfer of Shares will be registered. In order to qualify for the Dividend, all transfers accompanied by the relevant share certificates must be lodged with the Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, for registration no later than 4:30 p.m. on June 24, 2025.

The payment shall be made in US dollars, except that payment to Shareholders whose names appear on the register of members in Hong Kong shall be paid in Hong Kong dollars. The exchange rate shall be US\$1.00 to HK\$7.82, being the opening buying rate of Hong Kong dollars to US dollars as announced by the Hong Kong Association of Banks (www.hkab.org.hk) on June 18, 2025. Accordingly, the Dividend payable in Hong Kong dollars on July 9, 2025 will be HK\$0.068 per ordinary share.

As of the date of the AGM, the total number of issued shares of the Company was 2,509,824,293 Shares and the Company did not have any treasury shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. No Shareholders were required under the Listing Rules to abstain from voting on any of the resolutions at the AGM and no Shareholders were entitled to attend and abstain from voting in favour as set out in rule 13.40 of the Listing Rules. No shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the proposed resolutions at the AGM.

The Board consists of eight Directors, seven of whom presented at AGM, Mr. WANG, Jian did not attend the AGM due to other work arrangements.

RETIREMENT OF NON-EXECUTIVE DIRECTOR

The Board announces that Mr. WANG, Jian (“**Mr. WANG**”) has retired as a non-executive Director due to personal pursuits with effect from the conclusion of the AGM.

Mr. WANG has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

The Board would like to take this opportunity to express its sincerest gratitude to Mr. WANG for his valuable contributions over his distinguished career with the Group. Mr. WANG’s immense experience have guided the Group through the years and laid the foundation ensuring the future success of the Group. The Board extends our heartfelt thanks to Mr. WANG and wish him all the best in his future endeavours.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. DING, Fengtao (“**Mr. DING**”) has been appointed as a non-executive Director with effect from June 18, 2025.

The biographical details of Mr. DING are set out as follows:

Mr. DING, Fengtao, aged 47, currently serves as the director and general manager of AVIC Automotive Systems Holding Co., Ltd.. He has been the chairman of Guizhou Guihang Automotive Components Co., Ltd. (listed on the Shanghai Stock Exchange with stock code 600523.SH) since November 2022, and a director of Henniges Automotive Holdings, Inc. and HYD International Holdings Limited since December 2023. Mr. DING has more than 23 years of relevant experience in the automotive industry. Additionally, he is a council member of the Society of Automotive Engineers of China. Previously, Mr. DING served as deputy general manager of AVIC Automotive Systems Holding Co., Ltd from June 2022 to July 2023. He also worked at Xinxiang Aviation Industry (Group) Co., Ltd. in various roles, including director of the general administration office, head of strategic planning, head of overseas business management, and assistant general manager of its automotive parts division from 2011 to 2018. From 2018 to 2021, he also served as deputy general manager of Xinxiang Aviation Industry (Group) Co., Ltd., concurrently as general manager of its Yubei subsidiary. He later served as general manager, director of Xinxiang Aviation Industry (Group) Co., Ltd until June 2022. Mr. DING holds a degree in Mechatronic Engineering from the PLA Information Engineering University, China.

Mr. DING will enter into a service agreement with the Company for a term of three years with effect from June 18, 2025, subject to the retirement and rotation provisions as set out in the articles of association of the Company. Mr. DING is entitled to receive a director’s fee of US\$50,700 per annum and a discretionary bonus as determined by the Board with reference to his experience, responsibility, workload, time devoted, contribution to the Group, emoluments paid by comparable companies and performance of the Group.

As at the date of this announcement, Mr. DING does not hold any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, (i) Mr. DING has no relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company; (ii) he does not hold any directorship in any other listed companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (iii) he also does not hold other major appointments and professional qualifications, or any other position with the Company or other members of the Group.

Save as disclosed above, Mr. DING confirms that there is no other information required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange, and there is no other matter relating to his appointment which needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Mr. DING in joining the Board.

By order of the Board
Nexteer Automotive Group Limited
Zili LEI
Chairman and Chief Executive Officer

Hong Kong, June 18, 2025

As at the date of this announcement, the Company's Executive Directors are Mr. Zili LEI (Chairman and Chief Executive Officer) and Mr. Robin Zane MILAVEC, the non-Executive Directors are Mr. Fengtao DING, Ms. Wendong ZHANG and Mr. Kun QIAO, and the Independent non-Executive Directors are Mr. Jianjun LIU, Dr. Bin WANG and Mr. Yun YUE.