

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 contents of this announcement.



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)

CHANGE OF CHAIRMAN; CHANGE OF EXECUTIVE DIRECTOR; REDESIGNATION OF DIRECTOR; AND CHANGE OF AUTHORISED REPRESENTATIVE

The Board announces that, with effect from August 13, 2025:

- (i) Mr. LEI Zili has resigned as the Chairman and CEO;
- (ii) Mr. LEI Zili has been redesignated from executive Director to non-executive Director;
- (iii) Mr. LEI Zili has ceased to act as an authorized representative under the Listing Rules; and
- (iv) Mr. DING Fengtao has been redesignated from non-executive Director to executive Director, and has been appointed as the Chairman and CEO, as well as the authorized representative of the Company.

RESIGNATION OF CHAIRMAN, CHIEF EXECUTIVE OFFICER AND REDESIGNATION OF DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Nexteer Automotive Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that Mr. LEI Zili (“**Mr. LEI**”) has resigned from his positions as the chairman of the Board (the “**Chairman**”) and Chief Executive Officer of the Group (the “**CEO**”), with effect from August 13, 2025, due to other work arrangements. Following his resignation, the Board has redesignated Mr. LEI as a non-executive Director with effect from August 13, 2025.

Mr. LEI confirms that he has no claim against the Company and has no disagreement with the Board. In addition, there is no matter relating to his resignation as the Chairman and the CEO and his redesignation that needs to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

In respect of the redesignation, Mr. LEI has entered into a new service agreement with the Company, pursuant to which he was appointed as a non-executive Director for an initial term of three years commencing August 13, 2025, subject to retirement by rotation and re-election at the general meeting in accordance with the articles of association of the Company, among others. Pursuant to the service agreement, Mr. LEI is entitled to receive a director's fee of US\$50,700 per annum as a non-executive Director of the Board 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 of the date of this announcement, Mr. LEI has an interest in 555,990 underlying shares of the Company in respect of the share options granted under the share option scheme of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The biographical details of Mr. LEI have been disclosed in the annual report of the Company published on April 16, 2025.

Save as disclosed above, as of the date of this announcement, Mr. LEI (i) has not held any directorships in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years; (ii) does not have any relationship with any Directors, senior management, substantial or controlling shareholder of the Company; (iii) does not hold other major appointments and professional qualifications, or any other positions in the Group; (iv) confirms that there is no other information which is discloseable pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”); and (v) confirms that there are no other matters relating to his appointment that need to be brought to the attention of the Shareholders.

The Board would like to take this opportunity to express its appreciation to Mr. LEI for his valuable contributions to the Company. His leadership and vision have left a lasting impact, and we sincerely look forward to his continued support and guidance as the Company moves forward.

REDESIGNATION OF DIRECTOR, APPOINTMENT OF CHAIRMAN AND CHIEF EXECUTIVE OFFICER

The Board is pleased to announce that, with effect from August 13, 2025, Mr. DING Fengtao (“**Mr. DING**”), currently a non-Executive Director, has been redesignated as an executive Director, and has been appointed as the Chairman and the CEO.

The biographical details of Mr. DING are set out below:

Mr. DING, Fengtao, aged 47, was appointed as a non-executive Director on June 18, 2025. He currently serves as the director and general manager of AVIC Automotive Systems Holding Co., Ltd. Since November 2022, he has also served as the Chairman of Guizhou Guihang Automotive Components Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 600523.SH), and since December 2023, as a director of both Henniges Automotive Holdings, Inc. and HYD International Holdings Limited. Mr. DING has more than 23 years of experience in the automotive industry and 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. From 2011 to 2018, he held various roles at Xinxiang Aviation Industry (Group) Co., Ltd., 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 2018 to 2021, he served as deputy general manager of Xinxiang Aviation Industry (Group) Co., Ltd., concurrently holding the position of general manager of its Yubei subsidiary. He was later appointed general manager and director of Xinxiang Aviation Industry (Group) Co., Ltd., serving until June 2022.

Mr. DING holds a degree in Mechatronic Engineering from the PLA Information Engineering University, China.

Mr. DING has entered into a new service agreement with the Company for a term of three years with effect from August 13, 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\$124,000 per annum as the Chairman 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 Listing Rules, and there is no other matters relating to his appointment which needs to be brought to the attention of the Shareholders.

Pursuant to code provision C.2.1 in Part 2 of Appendix C1 to the Listing Rules, the roles of chairman and the chief executive should be segregate and should not be performed by the same individual. The division of responsibilities between the chairman and chief executive should be clearly established and set out in writing. Upon the appointment, Mr. DING will assume the dual roles of the Chairman and CEO, which constitutes a deviation from code provision C.2.1 in Part 2 of Appendix C1 to the Listing Rules. The Board considers that the appointment of Mr. DING as both chairman and chief executive can provide the Group with consistent leadership going forward and allow more effective implementation of the overall strategy of the Group. Furthermore, this structure does not compromise the balance of power and authority, as major decisions are made in consultation with the Board. The current senior management team of the Group also possesses rich knowledge and experience in different professional fields to assist Mr. DING to make decisions about the businesses and operations of the Group.

The Board is confident that Mr. DING's comprehensive experience and in-depth industry knowledge will guide the Group towards achieving its new milestones. His appointment aligns with our strategic goals and is expected to significantly benefit our development, daily operations and management. Looking forward, the Group is poised to embrace future opportunities and challenges, aiming to enhance its leadership in the industry.

CHANGE OF AUTHORIZED REPRESENTATIVE

The Board further announces that following the resignation of Mr. LEI as the Chairman and CEO, with effect from August 13, 2025, Mr. LEI will cease to be an authorized representative of the Company (the “**Authorized Representative**”) under Rule of 3.05 of the Listing Rules; and Mr. DING will be appointed as an Authorized Representative with effect from August 13, 2025.

By order of the Board
Nexteer Automotive Group Limited
DING Fengtao
Chairman and Chief Executive Officer

Hong Kong, August 13, 2025

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