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**GUANGZHOU AUTOMOBILE GROUP CO., LTD.**

**廣州汽車集團股份有限公司**

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

**(Stock Code: 2238)**

**NOTICE OF 2025 THIRD EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2025 third extraordinary general meeting (the “**EGM**”) of Guangzhou Automobile Group Co., Ltd. (the “**Company**”) will be held at Conference Room 102, 1/F, Tower T2, No. 668 Jinshan Road East, Panyu District, Guangzhou, Guangdong Province, the PRC at 2:00 p.m. on Monday, 29 September 2025 to consider and, if thought fit, approve the following resolutions:

1. The resolution on the Company’s eligibility to issue corporate bonds
2. The resolution on the Company’s proposed issuance of corporate bonds
  - 2.01 Size of issuance
  - 2.02 Face value and issue price
  - 2.03 Issue rate
  - 2.04 Bond maturity
  - 2.05 Method of underwriting
  - 2.06 Issue target
  - 2.07 Principal and interest repayment method
  - 2.08 Use of proceeds
  - 2.09 Guarantee status

- 2.10 The Company's creditworthiness and debt repayment measures
- 2.11 Listing arrangements
- 2.12 Validity period of the resolution regarding the issuance
3. The resolution on the Company's proposed issuance of medium-term notes
  - 3.01 Size of issuance
  - 3.02 Face value and issue price
  - 3.03 Issue rate
  - 3.04 Maturity date
  - 3.05 Method of underwriting
  - 3.06 Issue target
  - 3.07 Principal and interest repayment method
  - 3.08 Use of proceeds
  - 3.09 Guarantee status
  - 3.10 The Company's creditworthiness and debt repayment measures
  - 3.11 Validity period of the resolution regarding the issuance
4. The resolution on the proposed authorization of the board of directors of the Company at the EGM and for the board to further authorize the management to handle all matters related to the registration and issuance of corporate bonds and medium-term notes
5. The resolution on the change of the Company's registered capital and the amendments to the Articles of Association
6. The resolution on the amendments to the Rules of Procedures of General Meetings
7. The resolution on the amendments to the Rules of Procedures of the Board

Resolution Nos. 2 to 5 above will be considered and approved by way of special resolutions, and Resolution Nos. 1, 6 and 7 will be considered and approved by way of ordinary resolutions.

By order of the Board  
**Guangzhou Automobile Group Co., Ltd.**  
**FENG Xingya**  
*Chairman*

Guangzhou, the PRC, 12 September 2025

*Notes:*

1. Details of the resolutions in this notice are set out in the circular of the Company dated 12 September 2025. The information regarding the proposed amendments to the Articles of Association, the proposed amendments to the Rules of Procedures of General Meetings, and the proposed amendments to the Rules of Procedures of the Board are set out in Appendices I to III to the circular.
2. Any shareholder of the Company who is entitled to attend and vote at the said meeting is entitled to appoint one or more than one proxy to attend and vote on his/her behalf. A proxy need not be a Shareholder.
3. The Shareholder's form of proxy must be signed by the Shareholder or his attorney duly authorised in writing. In case of a corporation, the same must be either under its common seal or signed by its director(s) or other duly authorised person(s). If the form of proxy is signed by other duly authorised person(s), the power of attorney authorising that attorney to sign or other authorisation document must be notarised. In order to be valid, the form of proxy together with the power of attorney or other authorisation document (if any), shall be deposited at the Company's H share registrar, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not less than 24 hours before the time for holding the meeting (i.e. 2:00 p.m. on Sunday, 28 September 2025) or 24 hours before the time designated for taking the poll.
4. Shareholders or their proxies shall present proofs of identities when attending the meeting.
5. The record date and time for determining the entitlement of the Shareholders to attend and vote at the EGM will be 4:30 p.m. on Wednesday, 24 September 2025. There will be no book close period in respect of the EGM. In order to be eligible to attend and vote at the EGM, all relevant completed transfer documents accompanied by the relevant share certificates must be lodged with the Company's H share registrar, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong no later than 4:30 p.m. on Wednesday, 24 September 2025.
6. Shareholders or their proxies attending the EGM are responsible for their own transportation and accommodation expenses.
7. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**"), except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands, all votes at the EGM will be taken by poll and the Company will announce the results of the poll in the manner prescribed under Rules 13.39(5) and 13.39(5A) of the Hong Kong Listing Rules.

8. The notice of the EGM is despatched to holders of H shares of the Company only. The notice of the EGM to holders of A shares and the form of proxy are separately published on the websites of the Company (<http://www.gac.com.cn>) and the Shanghai Stock Exchange (<http://www.sse.com.cn>).
9. The contact persons of the EGM are Mr. Liu Yong and Mr. Zong Weihao, and their contact number is (86)-20- 83151139, Ext. 8104/8107. The email address is DB-GAC@gac.com.cn.

*As at the date of this notice, the executive director of the Company is FENG Xingya, the non-executive directors of the Company are CHEN Xiaomu, DENG Lei, ZHOU Kaiquan WANG Yiwei and HONG Suli, and the independent non-executive directors of the Company are ZHAO Fuquan, XIAO Shengfang, WONG Hakkun and SONG Tiebo.*