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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)

**(1) POLL RESULTS OF
2026 FIRST EXTRAORDINARY GENERAL MEETING
HELD ON 23 JANUARY 2026 AND
(2) APPOINTMENT OF EXECUTIVE DIRECTOR**

Reference is made to the circular (the “**Circular**”) and the notice of 2026 first extraordinary general meeting (the “**EGM Notice**”) dated 7 January 2026 of Guangzhou Automobile Group Co., Ltd. (the “**Company**”). Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

The Board is pleased to announce that the EGM was 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 Friday, 23 January 2026.

The holding of the EGM was in compliance with the requirements of the PRC Company Law and the provisions of the Articles of Association. The EGM was chaired by Mr. Feng Xingya, the chairman, and save for Mr. Zhao Fuquan, Mr. Xiao Shengfang, Mr. Zhou Kaiquan, Mr. Wang Yiwei and Ms. Hong Suli who were unable to attend due to other business engagements, all other Directors attended the said meeting in person. In compliance with the requirements of the Hong Kong Listing Rules, Tricor Investor Services Limited, the Company’s H Share registrar, acted as the scrutineer for the vote-taking and Beijing Tian Yuan Law Firm acted as the witnessing lawyer at the EGM.

The record date and time for determining the entitlement of the Shareholders to attend and vote at the EGM was 4:30 p.m. on Monday, 19 January 2026 (the “**Record Date**”). There was no book close period in respect of the EGM.

RESULTS OF THE EGM

As at the Record Date, the total number of issued and fully paid-up Shares was 10,197,065,900 Shares, including (1) 7,383,697,595 A Shares, out of which 14,799,854 A Shares were treasury Shares held by the Company (the “**Treasury Shares**”); and (2) 2,813,368,305 H Shares. The Treasury Shares were excluded from the total number of Shares entitling the holder to attend and vote on the resolutions proposed at the EGM and the Company has not exercised the voting rights of the Treasury Shares at the EGM. Therefore, the total number of Shares with voting right is 10,182,266,046 Shares, including 7,368,897,741 A Shares and 2,813,368,305 H Shares.

To the best knowledge, information and belief of the Directors, there were no Shares entitling the holder to attend the EGM and abstain from voting in favour of the resolutions as set out in Rule 13.40 of the Hong Kong Listing Rules and there were no Shareholders which were required under the Hong Kong Listing Rules to abstain from voting on such resolutions at the EGM. No parties had stated their intention in the Circular to vote against or abstain from the proposed resolutions. There were no Shares actually voted but excluded from calculating the poll results of the proposed resolutions.

Shareholders and proxies who attended the EGM held an aggregate of 6,146,285,901 Shares with voting right, representing approximately 60.36% of the total number of Shares with voting right.

All resolutions at the EGM were put to vote by way of poll and were approved by the Shareholders. The poll results of the resolutions voted at the EGM were as follows:

Ordinary resolutions ^(Note)		No. of Shares voted and percentage of total number of Shares voted (approximate %)			
		For	Against	Abstain	Total
As more than half (1/2) of the votes from the Shareholders who attended and voted at the EGM were cast in favour of each of the following resolutions, the following resolutions were duly passed as ordinary resolutions:					
1.	The resolution on the election of Director	6,140,950,891 (99.9132%)	4,716,610 (0.0767%)	618,400 (0.0101%)	6,146,285,901 (100%)
2.	The resolution on the amendments to the Rules for the Independent Directors	6,141,895,294 (99.9286%)	3,675,507 (0.0598%)	715,100 (0.0116%)	6,146,285,901 (100%)
3.	The resolution on the amendments to the Decision-making Management Rules of Related Party Transactions	6,141,855,193 (99.9279%)	3,713,208 (0.0604%)	717,500 (0.0117%)	6,146,285,901 (100%)

Note: The full text of the above resolutions was set out in the EGM Notice.

APPOINTMENT OF EXECUTIVE DIRECTOR

As the resolution on the election of Mr. Xia Xianqing (“**Mr. Xia**”) as a Director of the seventh session of the Board was duly passed at the EGM upon deliberation, the Board is pleased to announce that Mr. Xia has been appointed as an executive Director, with a term of office commencing on 23 January 2026 and expiring at the end of the term of the seventh session of the Board. The biographical details of Mr. Xia are set out as follows:

Mr. Xia Xianqing, aged 52, a bachelor’s degree holder, is currently a director and the general manager of the Company. He concurrently serves as the chairman of GAC Toyota Motor Co., Ltd. (廣汽豐田汽車有限公司), GAC AION New Energy Automobile Co., Ltd. (廣汽埃安新能源汽車股份有限公司) and Huawang Automobile Technology (Guangzhou) Co., Ltd. (華望汽車技術(廣州)有限公司), respectively, the vice chairman of GAC Toyota Engine Co., Ltd. (廣汽豐田發動機有限公司), and a director of GAC International Automobile Sales & Service Co., Ltd. (廣汽國際汽車銷售服務有限公司). Mr. Xia previously served as the deputy general manager and the head of the strategic development department of the Company, the chairman of GAC Motor Co., Ltd. (廣汽傳祺汽車有限公司), the chairman and general manager of GAC Business Co., Ltd. (廣汽商貿有限公司), the deputy general manager and head of the sales department of GAC Honda Automobile Co., Ltd. (廣汽本田汽車有限公司), and a director of Wuyang-Honda Motors (Guangzhou) Co., Ltd. (五羊-本田摩托(廣州)有限公司).

As at the date of this announcement, Mr. Xia beneficially owned 110,300 A Shares and 360,000 A Share options of the Company.

Mr. Xia will not receive any Directors’ fees, and will be remunerated with a salary, discretionary bonus and other benefits and allowances for being an employee of the Company. His specific remuneration amount will be disclosed in the Company’s annual report. The Company implements a remuneration mechanism that links remuneration distribution with operating performance, under which the remuneration is determined by reference to his duties and responsibilities within the Group, performance evaluation results, as well as the operating results of the Company. Mr. Xia will not receive any additional remuneration for concurrently serving as the general manager of the Company.

Save as disclosed above, as at the date of this announcement:

- (1) Mr. Xia did not hold any directorship in any other listed companies in Hong Kong or overseas or any other position with the Company and other members of the Group in the past three years;
- (2) Mr. Xia has no interest in the Shares of the Company within the meaning of Part XV of the SFO;
- (3) Mr. Xia does not have any relationship with any Directors, senior management, substantial Shareholders or controlling Shareholders of the Company; and

- (4) there is no other information relating to the appointment of Mr. Xia as an executive Director which is required to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Hong Kong Listing Rules, and there are no other matters that need to be brought to the attention of the Shareholders.

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

Guangzhou, the PRC, 23 January 2026

As at the date of this announcement (and after the appointment of the executive Director), the executive directors of the Company are FENG Xingya and XIA Xianqing, 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.