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DONGFENG MOTOR GROUP COMPANY LIMITED*

東 風 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: 489)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Dongfeng Motor Group Company Limited* (東風汽車集團股份有限公司) (the “**Company**”), will be held at 9:00 a.m. on Monday, 9 March 2026 at Special No.1 Dongfeng Road, Wuhan Economic and Technology Development Zone, Wuhan, Hubei, the PRC for the purpose of considering and, if thought fit, passing the following special resolutions.

Save as defined otherwise, capitalised terms defined in the composite document (the “**Composite Document**”) dated 13 February 2026 jointly issued by DFM, the Offeror and the Company shall have the same meanings when used herein.

AS SPECIAL RESOLUTIONS

1. (a) To consider and, if thought fit, to approve, confirm and ratify the Merger Agreement dated 22 August 2025 entered into between the Company and the Offeror, and the Merger and the transactions contemplated under the Merger Agreement; and

(b) To consider and, if thought fit, to approve that any Director be authorised to do all such acts and things, to sign and execute all such other documents, deeds and instruments, to make applications to the relevant regulatory authorities and to take such steps as he/she may consider necessary, appropriate, expedient and in the interest of the Company to give effect to or in connection with any transactions contemplated under the Merger Agreement.
2. (a) To consider and, if thought fit, to declare and approve the Distribution (on the terms and subject to the Distribution Conditions as described in the Rule 3.5 Announcement and the Composite Document); and

- (b) To consider and, if thought fit, to approve that any Director be authorised to do all such acts and things, to sign and execute all such other documents, deeds and instruments, to make applications to the relevant regulatory authorities and to take such steps as he/she may consider necessary, appropriate, expedient and in the interest of the Company to give effect to or in connection with the Distribution.

By order of the Board
DONGFENG MOTOR GROUP COMPANY LIMITED*
(東風汽車集團股份有限公司)
YANG Qing
Chairman

Wuhan, the PRC
13 February 2026

As at the date of this notice, Mr. Yang Qing, Mr. Feng Changjun and Mr. You Zheng are the executive directors of the Company, Ms. Liu Yanhong is the non-executive director of the Company, Mr. Zong Qingsheng, Mr. Leung Wai Lap, Philip and Mr. Hu Yiguang are the independent non-executive directors of the Company.

Notes:

1. As set out in the Composite Document, it is one of the Merger Conditions to Effectiveness that the special resolution in the EGM approving the Merger under the Merger Agreement is passed by not less than two-thirds of the votes cast by way of poll by the Shareholders present and voting in person or by proxy at the EGM. It is also one of the Distribution Conditions and the Merger Conditions to Effectiveness that the special resolution in the EGM approving the Distribution is passed by not less than two-thirds of the votes cast by way of poll by the Shareholders present and voting in person or by proxy at the EGM.
2. The Company's register of members will be closed from Wednesday, 4 March 2026 to Monday, 9 March 2026 (both dates inclusive), during which no transfer of Shares will be registered. Shareholders whose names appear on the Company's register of members on Monday, 9 March 2026 are entitled to attend and vote at the EGM. In order to qualify for attending and voting at the EGM, all transfers of Shares accompanied by the relevant share certificates must be lodged with the H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong for registration not later than 4:30 p.m. on Tuesday, 3 March 2026.
3. A Shareholder who has the right to attend and vote at the EGM (or at any adjournment thereof) is entitled to appoint in writing one or more proxies, whether a Shareholder or not, to attend and vote on his behalf at the EGM. A proxy of a Shareholder who has appointed more than one proxy may only vote on a poll.
4. The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorised in writing. If that instrument is signed by an attorney of the appointor, the power of attorney authorising that attorney to sign, or other documents of authorisation, must be notarially certified.

5. To be valid, the form of proxy, and if the form of proxy is signed by a person under a power of attorney or other authority on behalf of the appointor, a certified copy of that power of attorney or other authority (such certification to be made by a notary public), must be delivered, for holders of Domestic Shares, to the Company's Secretary Board Office of the Board at Special No.1 Dongfeng Road, Wuhan Economic and Technology Development Zone, Wuhan, Hubei, the PRC, or, for holders of H shares of the Company, to the H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time for holding the EGM (i.e. not later than 9: 00 a.m. on Sunday, 8 March 2026) or any adjournment thereof.
6. A Shareholder or his/her/its proxy shall produce proof of identity when attending the EGM. If a Shareholder is a corporation, its legal representative or other person authorised by the board of directors or other governing body of such Shareholder may attend the EGM by producing a notarially certified copy or other certified copy approved by the Company of the resolution of the board of directors or other governing body of such Shareholder appointing such person to attend the meeting (except for a recognised clearing house as defined by relevant ordinances in force from time to time in accordance with Hong Kong laws and its proxies in accordance with the Articles). In accordance with the Articles, where two or more persons are registered as the joint holders of any Share, only the person whose name appears first in the register of members shall be titled to receive this notice, to attend and exercise all the voting rights attached to such Share at the EGM, and this notice shall be deemed to be given to all joint holders of such Share.
7. The EGM is expected to last for half a day. Shareholders attending the EGM are responsible for their own transportation and accommodation expenses.

* *For identification purposes only*