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長城汽車股份有限公司
GREAT WALL MOTOR COMPANY LIMITED*

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

Stock Code: 02333 (HKD counter) and 82333 (RMB counter)

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the "**AGM**") of Great Wall Motor Company Limited (the "**Company**") for the year ended 31 December 2025 will be held at 2:00 p.m. on Friday, 26 June 2026 at the Conference Room, Great Wall Motor HAVAL Research and Development Center, No. 2076 Chaoyang Road South, Lianchi District, Baoding, Hebei Province, the People's Republic of China (the "**PRC**") to consider, approve and authorise the following:

ORDINARY RESOLUTIONS

1. to consider and approve the audited financial report for the year 2025 (details of which were stated in the annual report of the Company for the year 2025);

2. to consider and approve the Report of the Board for the year 2025 (details of which were stated in the annual report of the Company for the year 2025);

3. to consider and approve the profit distribution proposal for the year 2025 (details of which were stated in the announcement of the Company dated 27 March 2026 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) and in the circular of the Company dated 4 June 2026 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

4. to consider and approve the annual report of the Company for the year 2025 and its summary (full text of which was published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

5. to consider and approve the Performance Report of the Independent Directors for the year 2025 (details of which were stated in the circular of the Company dated 4 June 2026 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

* *For identification purpose only*

6. to consider and approve the operating strategies of the Company for the year 2026 (details of which were stated in the circular of the Company dated 4 June 2026 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

7. to consider and approve the re-appointment of Deloitte Touche Tohmatsu Certified Public Accountants LLP as the Company's external auditor for the year ending 31 December 2026 for the audit and review of the financial statements and audit of internal control (the term of such re-appointment shall commence from the date on which this resolution is passed until the date of the convening of the 2026 AGM) and to authorise the board of directors (the "**Board**") of the Company to fix its remunerations not exceeding RMB4,500,000 (details of which were stated in the announcement of the Company dated 27 March 2026 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) and in the circular of the Company dated 4 June 2026 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

8. to consider and approve the amendments to the Remuneration Management System of Great Wall Motor Company Limited (details of which were stated in the circular of the Company dated 4 June 2026 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

9. to consider and approve the ordinary related party transactions for the year 2026 under the SSE Listing Rules as set out in the circular published by the Company on 4 June 2026 (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

SPECIAL RESOLUTIONS

10. to consider the mandate to the Board to issue A Shares and H Shares of the Company;

An unconditional general mandate shall be granted to the Board to separately or concurrently allot, issue and/or deal with additional shares, whether A Shares or H Shares, in the share capital of the Company, which can be exercised once or more during the Relevant Period, subject to the following conditions:

(a) the effect of such mandate must not extend beyond the Relevant Period except that the Board may during the Relevant Period enter into or grant offer proposals, agreements or share options which may require the exercise of such mandate after the end of the Relevant Period;

(b) the aggregate nominal amount of A Shares and H Shares, including but not limited to ordinary shares, preference shares, securities convertible into shares, options, warrants or similar rights for the subscription of any shares or of such convertible securities, approved to be allotted and issued or agreed conditionally or unconditionally to be allotted and issued by the Board under such mandate must not respectively exceed:

(i) 20% of the aggregate nominal amount of A Shares of the Company in issue; and/or

(ii) 20% of the aggregate nominal amount of H Shares of the Company in issue,

in each case as at the date of this resolution; and

(c) the Board of the Company will only exercise such rights in accordance with the Company Law of the People's Republic of China (the "**PRC**") and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time), and only if approvals from the China Securities Regulatory Commission and/or other relevant PRC government authorities are obtained.

A mandate shall be granted to the Board, subject to issuance of shares mentioned above in this resolution, to:

(a) approve, conclude, make, procure to conclude, and act on all such documents, deeds and matters it considers relevant to the issuance of such new shares, including but not limited to:

(i) determining the class and number of shares to be issued;

(ii) determining the pricing method, target subscribers and issue interest rate of the new shares and issue/conversion/exercise price (including the price range);

(iii) determining the commencement and closing dates for offering new shares;

(iv) determining the use of the proceeds from offering new shares;

(v) determining the class and number of new shares (if any) to be issued to existing shareholders;

(vi) entering into or granting such offer proposals, agreements or share options that may be required as a result of the exercise of such rights; and

(vii) excluding shareholders residing in places outside the PRC or the Hong Kong Special Administrative Region of the PRC ("**Hong Kong**") due to prohibitions or requirements enacted by overseas laws or regulations on offering or placing shares to shareholders of the Company and as considered necessary or appropriate by the Board after making inquiries on such ground;

(b) engage intermediaries in relation to the issuance, approve and sign all acts, agreements, documents and other relevant matters necessary, appropriate and desirable for or related to the issuance; consider and approve and sign on behalf of the Company agreements related to the issuance, including but not limited to underwriting agreements, placement agreements and intermediaries engagement agreements;

(c) consider and approve and sign on behalf of the Company issuance documents related to the issuance for delivery to the relevant regulatory authorities, perform relevant approval procedures in accordance with the requirements of the regulatory authorities and places where the shares of the Company are listed, and carry out necessary procedures including filing, registration and recording with the relevant government departments in Hong Kong and/or any other regions and jurisdictions (if applicable);

(d) make amendments to the relevant agreements and statutory documents in accordance with the requirements of domestic and foreign regulatory authorities;

(e) register the increase in capital with the relevant PRC authorities based on the actual increase in registered capital of the Company due to issuance of shares in accordance with sub-paragraph I of this resolution, and make amendments to the articles of association of the Company as it considers appropriate to reflect the additional registered capital; and

(f) carry out all necessary filing and registration in the PRC and Hong Kong and/or do the same with other relevant authorities. For the purpose of this resolution:

"**A Shares**"	means the domestic shares in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and traded in RMB by PRC investors;
"**Board**"	means the board of directors of the Company;
"**H Shares**"	means the overseas listed foreign shares in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollars; and
"**Relevant Period**"	means the period from the passing of this resolution until whichever is the earliest of the following three dates:

(i) the conclusion of the next annual general meeting of the Company following the passing of this resolution; or

(ii) the expiration of a period of twelve months following the passing of this resolution; or

(iii) the date on which the authority conferred by this resolution is revoked or varied by a special resolution of shareholders of the Company at a general meeting;

11. "**THAT** the Board be and is hereby authorised to repurchase A Shares and H Shares of the Company:

(a) subject to paragraphs (b) and (c) below, the exercise by the Board during the Relevant Period of all the powers of the Company to repurchase H Shares with a nominal value of RMB1 each of the Company in issue and listed on the Hong Kong Stock Exchange and A Shares with a nominal value of RMB1 each of the Company in issue and listed on the Shanghai Stock Exchange, subject to and in accordance with all applicable laws, regulations and rules and/or requirements of the governmental or regulatory body of securities in the PRC, the Hong Kong Stock Exchange, the Shanghai Stock Exchange or any other governmental or regulatory body be and is hereby approved;

(b) the aggregate nominal amount of H Shares and A Shares authorised to be repurchased by the Company pursuant to the approval in paragraph (a) above during the Relevant Period shall not exceed 10% of the number of H Shares in issue as at the date of passing this resolution and passing the relevant resolutions at the class meetings of shareholders of the Company and 10% of the number of A Shares in issue as at the date of passing this resolution and passing the relevant resolutions at the class meetings of shareholders of the Company;

(c) the approval in paragraph (a) above shall be conditional upon:

(i) a special resolution on the same terms as the resolution set out in this paragraph (except for this sub-paragraph (c)(i)) having been passed at the H Shareholders' Class Meeting of the Company to be held on Friday, 26 June 2026 (or on such adjourned date as may be applicable) and the A Shareholders' Class Meeting of the Company to be held on Friday, 26 June 2026 (or on such adjourned date as may be applicable);

(ii) the approvals of all relevant competent regulatory authorities (if applicable) having been obtained as required by the laws, regulations and rules of the PRC; and

(iii) the Company not being required by any of its creditors to repay or to provide guarantees in respect of any amount due to any of them (or if the Company is so required by any of its creditors, the Company having, at its absolute discretion, repaid or provided guarantees in respect of such amount) pursuant to the notification procedure under article 22 of the articles of association of the Company as described above. If the Company determines to repay any amount to any of its creditors in circumstances described under this sub-paragraph (c)(iii), it is expected that the Company will do so out of its internal funds;

(d) subject to the approval of all relevant government authorities in the PRC for the repurchase of such shares of the Company being granted and subject to the above-mentioned conditions, the Board be and is hereby authorised to:

(i) determine the time, duration, price and number of shares of the repurchase;

(ii) notify creditors and issue announcements;

(iii) open overseas share accounts and carry out related change of foreign exchange registration procedures;

(iv) carry out relevant approval and filing procedures as required by regulatory authorities and the stock exchanges where the shares of the Company are listed;

(v) execute, do, sign and take all such documents, acts, things and steps as they consider desirable, necessary or expedient in connection with and to give effect to the repurchase of shares contemplated under paragraph (a) above in accordance with the applicable laws, regulations and rules;

(vi) carry out cancellation procedures for repurchased shares, reduce the registered capital, and make amendments which it deems appropriate to the articles of association of the Company to reflect the new capital structure of the Company, and carry out statutory registration and filing procedures; and

(vii) execute and handle other documents and matters related to the share repurchase;

(e) for the purpose of this resolution:

"**A Shareholders' Class Meeting**"	means the class meeting of A Shareholders;
"**Board**"	means the board of directors of the Company;
"**H Shares**"	means the overseas listed foreign shares in the share capital of the Company, with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong dollars;
"**H Shareholders' Class Meeting**"	means the class meeting of H Shareholders;
"**Hong Kong Stock Exchange**"	means The Stock Exchange of Hong Kong Limited; and
"**Relevant Period**"	means the period from the passing of this special resolution until whichever is the earliest of:

(i) the conclusion of the next annual general meeting of the Company following the passing of this resolution;

(ii) the expiration of a period of twelve months following the passing of this resolution at the annual general meeting, and the relevant resolutions at the H Shareholders' Class Meeting and the A Shareholders' Class Meeting; or

(iii) the date on which the authority conferred by this special resolution is revoked or varied by a special resolution of shareholders at a general meeting, or by a special resolution of shareholders at an H Shareholders' Class Meeting or an A Shareholders' Class Meeting."

Specific authorisation for the Board to handle the repurchase of A Shares and H Shares: that a mandate shall be granted to any Director of the Company to act on behalf of the Board, based on the Company's needs and market conditions and subject to approval by relevant regulatory authorities and compliance with laws, administrative regulations and the Articles of Association of Great Wall Motor Company Limited ("**Articles of Association**"), to make timely decision on matters relating to the repurchase of H Shares not exceeding 10% of the number of issued H Shares of the Company as at the date of passing this resolution and A Shares not exceeding 10% of the number of issued A Shares of the Company as at the date of passing this resolution during the period of the relevant mandate (including but not limited to determining the timing, quantity and price of share repurchase, opening overseas securities account and going through the corresponding procedures for changes of foreign exchange registration, informing creditors and making announcement, cancelling the repurchased shares, reducing the registered capital, amending the Articles of Association, and going through procedures for changes of registration and executing and handling other documents and matters related to the share repurchase);

12. to consider and approve the 2026 Restricted Share Incentive Scheme of Great Wall Motor Company Limited (Draft) and its summary in the circular published by the Company on 4 June 2026 (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

13. to consider and approve the Appraisal Management Measures for Implementation of the 2026 Restricted Share Incentive Scheme of Great Wall Motor Company Limited in the circular published by the Company on 4 June 2026 (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

14. to consider and approve the proposal to the general meeting to grant authority to the Board and such persons as delegated by the Board to handle in full discretion all matters in connection with the 2026 Restricted Share Incentive Scheme of the Company in the circular published by the Company on 4 June 2026 (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

15. to consider and approve the proposal regarding the repurchase and cancellation of some Shares under the 2023 ESOP and the termination of the 2023 ESOP as set out in the circular published by the Company on 4 June 2026 (published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn)).

ORDINARY RESOLUTIONS

16.00 to consider and approve the election of executive directors and non-executive directors of the ninth session of the Board of the Company and to determine their remuneration plans;

16.01 to consider and approve the re-election of Mr. Wei Jian Jun as an executive director for the ninth session of the Board and to determine his remuneration plan;

16.02 to consider and approve the re-election of Mr. Zhao Guo Qing as an executive director for the ninth session of the Board and to determine his remuneration plan;

16.03 to consider and approve the re-election of Ms. Li Hong Shuan as an executive director for the ninth session of the Board and to determine her remuneration plan;

16.04 to consider and approve the re-election of Mr. He Ping as a non-executive director for the ninth session of the Board and to determine his remuneration plan;

(details of which were stated in the announcement of the Company dated 27 March 2026 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) and the circular of the Company dated 4 June 2026 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn));

17.00 to consider and approve the election of independent non-executive directors of the ninth session of the Board of the Company and to determine their remuneration plans;

17.01 to consider and approve the re-election of Mr. Tom Siulun Chau as an independent non-executive director for the ninth session of the Board and to determine his remuneration plan;

17.02 to consider and approve the re-election of Mr. Fan Hui as an independent non-executive director for the ninth session of the Board and to determine his remuneration plan;

17.03 to consider and approve the election of Ms. Tian Ya Juan as an independent non-executive director for the ninth session of the Board and to determine her remuneration plan;

(details of which were stated in the announcement of the Company dated 27 March 2026 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn) and the circular of the Company dated 4 June 2026 and published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.gwm.com.cn)).

By Order of the Board
Wei Jian Jun
Chairman

Baoding, Hebei Province, the People's Republic of China
4 June 2026

Notes:

(A) The register of members of the Company will be closed from Tuesday, 23 June 2026 to Friday, 26 June 2026 (both days inclusive), during which no transfer of shares will be effected. H shareholders of the Company, whose names appear on the Company's register of members at the close of business on Monday, 22 June 2026, are entitled to attend and vote at the AGM after completing the registration procedures for attending the meeting. In order to be entitled to attend and vote at the AGM, all completed share transfer documents should be lodged with the Company's H share registrar not later than 4:30 p.m. on Monday, 22 June 2026 (Hong Kong time).

The address of the share registrar for the Company's H shares is as follows:

Computershare Hong Kong Investor Services Limited
Shops 1712-1716
17th Floor, Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

(B) Holders of H shares, who intend to attend the AGM, must complete the reply slips for attending the AGM and return them to the office of the secretary to the Board not later than Monday, 22 June 2026. Details of the office of the secretary to the Board are as follows:

No. 2266 Chaoyang Road South, Lianchi District
Baoding, Hebei Province
the People's Republic of China
Tel: (86-312) 2197813
Fax: (86-312) 2197812

(C) Each holder of H shares who has the right to attend and vote at the AGM is entitled to appoint in writing one or more proxy(ies), whether a shareholder or not, to attend and vote on his/her behalf at the AGM. A proxy of a shareholder who has appointed more than one proxy may only vote on a poll.

(D) The instrument appointing a proxy must be in writing under the hand of the appointor or his/her attorney duly authorised in writing. If the 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.

(E) To be valid, the proxy form, and if the proxy form is signed by a person under a power of attorney or other authority on behalf of the appointor, a notarially certified copy of that power of attorney or other authority, must be delivered to the Company's 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 fixed for holding the AGM or any adjournment thereof.

(F) If a proxy attends the AGM on behalf of a shareholder, he/she should produce his/her ID card and the instrument signed by the proxy or his/her legal representative, which specifies the date of its issuance. If the legal representative of a legal person shareholder attends the AGM, such legal representative should produce his/her ID card and valid documents evidencing his/her capacity as such legal representative. If a legal person shareholder appoints a representative of the company other than its legal representative to attend the AGM, such representative should produce his/her ID card and an authorisation instrument affixed with the seal of the legal person shareholder and duly signed by its legal representative.

(G) The on-site registration for attending the AGM will open from 1:00 p.m. to 1:50 p.m. on Friday, 26 June 2026, after which no registration in respect of Shareholders' attendance of the meeting will be accepted. The place of registration is at the Conference Room, Great Wall Motor HAVAL Research and Development Center, No. 2076 Chaoyang Road South, Lianchi District, Baoding, Hebei Province, the PRC.

(H) The AGM is expected to last for half a day. Shareholders attending the AGM shall bear their own transportation and accommodation expenses.

(I) For A shareholders, please refer to the notices of the 2025 AGM, 2026 Second H Shareholders' Class Meeting and 2026 Second A Shareholders' Class Meeting of Great Wall Motor Company Limited (長城汽車股份有限公司關於召開2025年年度股東會、2026第二次H股類別股東會議及2026年第二次A股類別股東會議的通知) published on the website of the Shanghai Stock Exchange (website: www.sse.com.cn) and the official website of the Company (website: www.gwm.com.cn) on 4 June 2026 for matters on attending the meeting.

As at the date of this notice, members of the Board comprise:

Executive Directors: Mr. Wei Jian Jun, Mr. Zhao Guo Qing and Ms. Li Hong Shuan.

Employee Director: Ms. Lu Cai Juan.

Non-executive Director: Mr. He Ping.

Independent Non-executive Directors: Ms. Yue Ying, Mr. Fan Hui and Mr. Tom Siulun Chau.