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)

INSIDE INFORMATION
(1) CONTEMPLATION OF MATERIAL ASSET REORGANISATION,
(2) SUSPENSION OF TRADING IN A SHARES AND
(3) RESUMPTION OF TRADING IN H SHARES

This announcement is made by Guangzhou Automobile Group Co., Ltd. (the "**Company**") pursuant to Rules 13.09(2)(a) and 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**") and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Reference is made to the overseas regulatory announcement of the Company dated 14 September2026 regarding the Company's plan to acquire part of the equity interest in a certain automobile manufacturing joint venture held by FAW Group Co., Ltd.* (中國第一汽車股份有限公司) ("**FAWG**") and raise supporting funds through the issuance of the Company's RMB ordinary shares ("**A Shares**") (the "**Transaction**").

THE TRANSACTION AND SUSPENSION OF TRADING IN A SHARES

On 14 September 2026, the Company entered into an agreement of intent with FAWG (the "**Agreement of Intent**"). With a view to promote the optimisation and integration of industrial resources amongst local state-owned enterprises and central state-owned enterprises, as well as to enhance the Company's operational efficiency, the Company plans to acquire part of the equity interest in a certain automobile manufacturing joint venture held by FAWG and raise supporting funds through the issuance of A Shares. According to preliminary estimations, upon completion of the Transaction, FAWG will become the second largest and a strategically influential shareholder of the Company. The Transaction is expected to constitute a material asset reorganisation and a related party transaction under the relevant regulations of the Shanghai Stock Exchange ("**SSE**"). It will not result in a change of the Company's actual controller, nor will it constitute a reorganisation for listing.

As at the date of this announcement, the Transaction is currently at a preliminary planning stage and remains subject to uncertainties. To ensure fair disclosure of information, safeguard the interests of investors and prevent unusual movements in the Company's share price, in accordance with the relevant regulations of the SSE and upon application, trading in the Company's A Shares listed on the SSE (stock code: 601238) has been suspended with effect from the opening of the morning trading session on 14 September 2026. The suspension is expected to be for no more than 10 A-Share trading days.

During the suspension period, the Company will actively advance all aspects of the Transaction and fulfil its information disclosure obligations in a timely manner. Pursuant to the provisions of the Measures for the Administration of Material Asset Reorganisations of Listed Companies* (《上市公司重大資產重組管理辦法》) and other relevant laws and regulations, and upon obtaining the approval of the Company's board of directors, the Company will disclose the preliminary reorganisation plan and apply for the resumption of trading in the A Shares. Investors are advised to pay attention to subsequent announcements and be mindful of investment risks.

TRANSACTION MEANS

The Company intends to acquire part of the equity interest in the target company held by the counterparty and raise supporting funds through the issuance of A Shares. There remain uncertainties regarding the Transaction, the detailed means of transaction and transaction plan shall be subject to the information disclosed in subsequent announcements.

AGREEMENT OF INTENT

The Company and the preliminarily identified counterparty entered into the Agreement of Intent on 14 September 2026, pursuant to which the Company intends to acquire part of the equity interest in the target company held by the counterparty through the issuance of A Shares, whilst simultaneously raising supporting funds.

The agreement represents a preliminary cooperation intent between the parties. The specific final terms of such cooperation shall be governed by the asset reorganisation agreement or other legally binding documents formally entered into by both parties.

INFORMATION ON FAWG

The Transaction is currently at a preliminary planning stage. The preliminary counterparty identified is FAWG, while the final counterparty shall be subject to the information disclosed in the preliminary reorganisation plan to be announced at a later date. FAWG is a limited company incorporated in the People's Republic of China, with a business scope including the manufacture and remanufacture of motor vehicles, the manufacture of new energy vehicles; the design, development, manufacture and sale of automotive components such as engines and gearboxes; metal casting and forging, and mould processing; engineering research and testing; specialist technical services; computer and software services; thermal power generation and electricity supply; heat production and supply; water and gas supply; road freight transport; warehousing; the sale of machinery and equipment, hardware, electrical goods, electronic products and automotive materials; machinery and equipment leasing; the design, production and placement of advertisements; business services; labour services; and the sale of new and used motor vehicles (business activities prohibited by laws, regulations or decisions of the State Council may not be carried out; for projects requiring approval in accordance with the law, business activities may only be conducted after obtaining approval from the relevant authorities).

INFORMATION ON THE TARGET COMPANY

The assets involved in the Transaction consist of part of the equity interest held by FAWG in a certain automobile manufacturing joint venture. According to the Industrial Classification for National Economic Activities* (《國民經濟行業分類》) (GB/T4754-2017) and the China Securities Regulatory Commission's Guidelines for the Industry Classification of Listed Companies* (《上市公司行業分類指引》), the target company operates in the automobile manufacturing industry (industry code: C36). In accordance with relevant regulatory requirements, as the reorganisation target involves an overseas listed company, the Company has temporarily deferred in disclosing the name of the target assets. Subsequently, the Company will disclose such information in the preliminary reorganisation plan in accordance with regulatory requirements.

The target company is a limited company incorporated in the People's Republic of China, with a business scope covering technical services, technical development, technical consultancy, technical exchange, technology transfer and technology promotion; research and development of automotive components; manufacture of automotive components and accessories; sale of new motor vehicles; retail of automotive parts and accessories; wholesale of automotive parts and accessories; procurement agency services; repair and maintenance of motor vehicles; manufacture of automotive accessories; and the sale of automotive accessories etc. (except for projects requiring approval in accordance with the law, business operations may be conducted independently in accordance with the law based on the business license). In addition, the target company's licensed business activities include the manufacture of road motor vehicles; class II value-added telecommunications services; motor vehicle inspection and testing services; and certification services etc. (for projects requiring approval in accordance with the law, business activities may only be conducted after obtaining approval from the relevant authorities, specific business projects are subject to the approval documents or licenses issued by the relevant authorities; investment is prohibited in sectors where foreign investment is prohibited under the Negative List for Foreign Investment Access* (《外商投資准入負面清單》)).

RESUMPTION OF TRADING IN H SHARES

At the request of the Company, trading in the H shares on the main board of the Stock Exchange ("**H Shares**") was halted with effect from 9:30 a.m. on Monday, 14 September 2026, pending the release of this announcement, which contains inside information of the Company. An application has been made by the Company to the Stock Exchange for the resumption of trading in the H Shares on the Stock Exchange with effect from 9:00 a.m. on Tuesday, 15 September 2026.

As at the date of this announcement, the Transaction is currently at a preliminary planning stage. The parties to the Transaction have not entered into a formal transaction agreement. The Transaction is subject to the completion of necessary internal decision-making procedures and approval by the relevant regulatory authorities before formal implementation. There remain uncertainties as to whether the Transaction will ultimately be implemented. The Company will fulfil its information disclosure obligations in a timely manner in accordance with the progress of the Transaction. Investors are advised to be mindful of investment risks. Further announcement(s) will be made by the Company as and when appropriate in accordance with the Listing Rules.

Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

On behalf of the Board
Guangzhou Automobile Group Co., Ltd.
FENG Xingya
Chairman

Guangzhou, the PRC, 14 September 2026

As at the date of this announcement, the executive directors of the Company are FENG Xingya and XIA Xianqing, the non-executive directors of the Company are CAO Xiaojun, DENG Lei, ZHOU Kaiquan, WANG Yiwei and HONG Suli, and the independent non-executive directors of the Company are ZHU Zhengfu, YANG Diange, ZHANG Yanlong and LI Wenjing.

* *For identification purposes only*