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比亞迪股份有限公司
BYD COMPANY LIMITED

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

Stock Code: 01211 (HKD counter) and 81211 (RMB counter)

Website: <http://www.bydglobal.com>

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “EGM”) of BYD Company Limited (the “Company”) will be held at 10:00 a.m. on Tuesday, 19 September 2023 at the Company’s Conference Room, No. 3009, BYD Road, Pingshan District, Shenzhen, the People’s Republic of China to consider and, if thought fit, pass the following resolutions:

By way of ordinary resolutions

1. To consider and approve the resolutions in respect of the election of new session of the Board of the Company:
 - (a) the re-election of Mr. Wang Chuan-fu as an executive Director with effect from the date of approval of the appointment resolutions by the Shareholders at the EGM for a term of 3 years and the Board be and is hereby authorized to enter into a service contract with Mr. Wang Chuan-fu upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such re-election;
 - (b) the re-election of Mr. Lv Xiang-yang as a non-executive Director with effect from the date of approval of the appointment resolutions by the Shareholders at the EGM for a term of 3 years and the Board be and is hereby authorized to enter into a service contract with Mr. Lv Xiang-yang upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such re-election;
 - (c) the re-election of Mr. Xia Zuo-quan as a non-executive Director with effect from the date of approval of the appointment resolutions by the Shareholders at the EGM for a term of 3 years and the Board be and is hereby authorized to enter into a service contract with Mr. Xia Zuo-quan upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such re-election;

- (d) the re-election of Mr. Cai Hong-ping as an independent non-executive Director with effect from the date of approval of the appointment resolutions by the Shareholders at the EGM for a term of 3 years and the Board be and is hereby authorized to enter into a service contract with Mr. Cai Hong-ping upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such re-election;
 - (e) the re-election of Mr. Zhang Min as an independent non-executive Director with effect from the date of approval of the appointment resolutions by the Shareholders at the EGM for a term of 3 years and the Board be and is hereby authorized to enter into a service contract with Mr. Zhang Min upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such re-election;
 - (f) the appointment of Ms. Yu Ling as an independent non-executive Director with effect from the date of approval of the appointment resolutions by the Shareholders at the EGM for a term of 3 years and the Board be and is hereby authorized to enter into a service contract with Ms. Yu Ling upon such terms and conditions as the Board shall think fit and to do all such acts and things to give effect to such appointment;
2. To consider and approve the resolutions in respect of the election of new session of the Supervisory Committee of the Company:
- (a) the re-election of Mr. Li Yong-zhao as a Supervisor with effect from the date of approval of the appointment resolutions by the Shareholders at the EGM for a term of 3 years and the Supervisory Committee be and is hereby authorized to enter into a service contract with Mr. Li Yong-zhao upon such terms and conditions as the Supervisory Committee shall think fit and to do all such acts and things to give effect to such re-election;
 - (b) the appointment of Ms. Zhu Ai-yun as a Supervisor with effect from the date of approval of the appointment resolutions by the Shareholders at the EGM for a term of 3 years and the Supervisory Committee be and is hereby authorized to enter into a service contract with Ms. Zhu Ai-yun upon such terms and conditions as the Supervisory Committee shall think fit and to do all such acts and things to give effect to such appointment;
 - (c) the re-election of Mr. Huang Jiang-feng as a Supervisor with effect from the date of approval of the appointment resolutions by the Shareholders at the EGM for a term of 3 years and the Supervisory Committee be and is hereby authorized to enter into a service contract with Mr. Huang Jiang-feng upon such terms and conditions as the Supervisory Committee shall think fit and to do all such acts and things to give effect to such re-election;
3. To consider and approve the resolution in respect of the fixing the remunerations of the Directors of the eighth session of the Board of the Company; and
4. To consider and approve the resolution in respect of the fixing the remunerations of the Supervisors of the eighth session of the Supervisory Committee of the Company.

By order of the Board
BYD Company Limited
Wang Chuan-fu
Chairman

Notes:

- (A) In order to determine the list of shareholders of the Company who will be entitled to attend and vote at the EGM, the registers of members of the Company will be closed from Thursday, 14 September 2023 to Tuesday, 19 September 2023, both days inclusive, during which no transfer of H shares in the share capital of the Company with a nominal value of RMB1.00 each, which are traded in Hong Kong dollar and listed on the Hong Kong Stock Exchange (“**H Shares**”), will be effected.

Holders of H Shares whose names appear on the registers of members of the Company kept at Computershare Hong Kong Investor Services Limited on Tuesday, 19 September 2023 shall be entitled to attend and vote at the EGM (or any adjournment thereof) following completion of the registration procedures. In order for the holders of H Shares to qualify to attend and vote at the EGM (or any adjournment thereof), all transfer documents accompanied by the relevant share certificates must be lodged with the Company’s H Share Registrar and Transfer Office, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Monday, 13 September 2023 for registration.

- (B) Holders of H Shares intending to attend the EGM (or any adjournment thereof) should complete and return the reply slip for attending the EGM (or any adjournment thereof) personally, by facsimile or by post.

Holders of H Shares should complete and return the reply slip to the Company’s H Share Registrar and Transfer Office by facsimile at (852) 2865 0990 or by post to (or by depositing it at) 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong such that the reply slip shall be received by the Company’s H Share Registrar and Transfer Office 7 days before the EGM (i.e. on or before Tuesday, 12 September 2023).

- (C) Each holder of H Shares may, by completing the form of proxy of the Company, appoint one or more proxies to attend and vote at the EGM (or any adjournment thereof) on his behalf. A proxy need not be a shareholder of the Company.

- (D) Holders of H Shares must use the form of proxy of the Company for appointing a proxy and the appointment must be in writing. The form of proxy must be signed by the relevant shareholder of the Company or by a person duly authorized by the relevant shareholder of the Company in writing (a “**power of attorney**”). If the form of proxy is signed by the person authorized by the relevant shareholder of the Company as aforesaid, the relevant power of attorney and other relevant documents of authorization (if any) must be notarized. If a corporate shareholder of the Company appoints a person other than its legal representative to attend the EGM (or any adjournment thereof) on its behalf, the relevant form of proxy must be affixed with the company seal of the corporate shareholder of the Company or duly signed by the chairman of the board of directors or any other person duly authorized by that corporate shareholder of the Company as required by the articles of association of the Company.

- (E) To be valid, the form of proxy and the relevant notarized power of attorney (if any) and other relevant documents of authorization (if any) as mentioned in note (D) above must be delivered to the Company’s H Share Registrar and Transfer Office, Computershare Hong Kong Investor Services Limited (address: 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong), not less than 24 hours before the time appointed for the EGM (i.e. not later than 10:00 a.m. on Monday, 18 September 2023) (or any adjournment thereof).

- (F) Shareholders may contact the Company’s H Share Registrar and Transfer Office, Computershare Hong Kong Investor Services Limited by telephone at (852) 2862 8555 or by online enquiry at www.computershare.com/hk/en/online_feedback in connection with the EGM.

- (G) A shareholder of the Company or his proxy should produce proof of identity when attending the EGM (or any adjournment thereof). If a corporate shareholder's legal representative or any other person duly authorised by such corporate shareholder attends the EGM (or any adjournment thereof), such legal representative or other person shall produce his proof of identity, proof of designation as legal representative and/or the valid authorization document (as the case may be).
- (H) The EGM (or any adjournment thereof) is expected to last for a day. Shareholders who attend the EGM (or any adjournment thereof) shall bear their own travelling and accommodation expenses.

As at the date of this notice, the Board of the Company comprises Mr. Wang Chuan-fu being the executive Director, Mr. Lv Xiang-yang and Mr. Xia Zuo-quan being the non-executive Directors, and Mr. Cai Hong-ping, Mr. Zhang Min and Mr. Jiang Yan-bo being the independent non-executive Directors.