

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



北京汽车
BAIC MOTOR

北京汽車股份有限公司

BAIC MOTOR CORPORATION LIMITED*

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

(Stock Code: 1958)

**POLL RESULTS OF 2024 FIRST EXTRAORDINARY GENERAL MEETING
APPOINTMENT OF THE DIRECTORS, CHAIRMAN AND PRESIDENT
APPOINTMENT OF MEMBERS OF SPECIAL COMMITTEES OF THE BOARD
APPOINTMENT OF SUPERVISORS AND CHAIRMAN OF
THE BOARD OF SUPERVISORS**

BAIC Motor Corporation Limited (the “**Company**”) is pleased to announce that the 2024 first extraordinary general meeting (the “**EGM**”) was held at 9:30 a.m. on Friday, 22 March 2024 at Multi-purpose Hall, 1st Floor, the South Tower of Beijing Automotive Industry Research and Development Base, No. 99 Shuanghe Street, Shunyi District, Beijing, the PRC.

Reference is made to the Company’s circular dated 7 March 2024 (the “**Circular**”). Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

As at the date of the EGM, the total number of issued Shares was 8,015,338,182, comprising 5,494,647,500 Domestic Shares and 2,520,690,682 H Shares, being the total number of Shares entitling the Shareholders to attend and vote on the resolutions proposed at the EGM.

Shareholders and proxies attending the EGM represented, in aggregate, 6,898,957,037 Shares carrying voting rights, being approximately 86.1% of the entire issued Shares as at the date of the EGM.

There were no Shares actually voted but excluded from calculating this poll results. No Shareholder was required to abstain from voting on any of the resolutions at the EGM. There was no Share entitling the holder to attend and vote only against the resolutions of the EGM.

The EGM was legally and validly convened in compliance with the requirements of the Company Law of the PRC. The EGM was chaired by Mr. Song Wei, the executive Director and the president of the Company (the “**President**”). Mr. Hu Hanjun and Mr. Chen Hongliang as non-executive Directors; Mr. Song Wei as executive Director; Mr. Gu Tiemin and Mr. Sun Li, as non-executive Directors; and Ms. Yin Yuanping, Mr. Xu Xiangyang, Mr. Tang Jun and Mr. Edmund Sit, as independent non-executive Directors attended the EGM, and Mr. Chen Wei, as the Chairman of the Board (the “**Chairman**”) and non-executive Director, Mr. Ye Qian, Mr. Hubertus Troska and Mr. Harald Emil Wilhelm, as non-executive Directors, and Mr. Ge Songlin, as independent non-executive Director were absent due to their other business commitments.

Pursuant to the Articles of Association, one Shareholders’ representative, one Supervisor and Computershare Hong Kong Investor Services Limited, the Company’s H Share registrar jointly acted as the scrutineers in respect of the voting at the EGM.

POLL RESULTS OF THE EGM

All of the resolutions proposed at the EGM set out below were duly passed by way of poll.

Ordinary Resolutions ⁽¹⁾		Number of votes cast and the percentage of total number of votes cast		
		For	Against	Abstain ⁽²⁾
1	Proposed appointment of Directors of the fifth session of the Board of Directors	/		
1.1	Appointment of Mr. Chen Wei as non-executive Director of the Company	6,568,908,359 (95.215963%)	329,388,178 (4.774463%)	660,500 (0.009574%)
1.2	Appointment of Mr. Hu Hanjun as non-executive Director of the Company	6,584,802,377 (95.446346%)	314,154,660 (4.553654%)	0 (0.000000%)
1.3	Appointment of Mr. Chen Hongliang as non-executive Director of the Company	6,801,843,751 (98.592348%)	97,113,286 (1.407652%)	0 (0.000000%)
1.4	Appointment of Mr. Song Wei as executive Director of the Company	6,594,733,470 (95.590296%)	304,223,567 (4.409704%)	0 (0.000000%)
1.5	Appointment of Mr. Liu Guanqiao as non-executive Director of the Company	6,801,169,751 (98.582579%)	97,787,286 (1.417421%)	0 (0.000000%)
1.6	Appointment of Mr. Ye Qian as non-executive Director of the Company	6,801,843,751 (98.592348%)	97,113,286 (1.407652%)	0 (0.000000%)
1.7	Appointment of Mr. Paul Gao as non-executive Director of the Company	6,801,876,751 (98.592827%)	97,080,286 (1.407173%)	0 (0.000000%)
1.8	Appointment of Mr. Kevin Walter Binder as non-executive Director of the Company	6,831,848,262 (99.027262%)	67,108,775 (0.972738%)	0 (0.000000%)

Ordinary Resolutions ⁽¹⁾		Number of votes cast and the percentage of total number of votes cast		
		For	Against	Abstain ⁽²⁾
1.9	Appointment of Mr. Gu Tiemin as non-executive Director of the Company	6,795,016,969 (98.493394%)	103,940,068 (1.506606%)	0 (0.000000%)
1.10	Appointment of Mr. Sun Li as non-executive Director of the Company	6,801,843,751 (98.592348%)	97,113,286 (1.407652%)	0 (0.000000%)
1.11	Appointment of Ms. Yin Yuanping as independent non-executive Director of the Company	6,856,287,946 (99.381514%)	42,669,091 (0.618486%)	0 (0.000000%)
1.12	Appointment of Mr. Xu Xiangyang as independent non-executive Director of the Company	6,850,130,478 (99.292262%)	48,826,559 (0.707738%)	0 (0.000000%)
1.13	Appointment of Mr. Tang Jun as independent non-executive Director of the Company	6,850,917,745 (99.303673%)	48,039,292 (0.696327%)	0 (0.000000%)
1.14	Appointment of Mr. Edmund Sit as independent non-executive Director of the Company	6,850,917,745 (99.303673%)	48,039,292 (0.696327%)	0 (0.000000%)
1.15	Appointment of Mr. Ji Xuehong as independent non-executive Director of the Company	6,862,828,058 (99.476312%)	36,128,979 (0.523688%)	0 (0.000000%)
2	Remuneration of independent non-executive Directors	6,898,957,037 (100.000000%)	0 (0.000000%)	0 (0.000000%)
3	Proposed appointment of non-employee representative Supervisors of the fifth session of the Board of Supervisors	/		
3.1	Appointment of Ms. Jiao Feng as non-employee representative Supervisor of the Company	6,884,416,336 (99.789233%)	11,016,201 (0.159680%)	3,524,500 (0.051087%)
3.2	Appointment of Ms. Zhu Yan as non-employee representative Supervisor of the Company	6,692,322,381 (97.004842%)	203,110,156 (2.944071%)	3,524,500 (0.051087%)
3.3	Appointment of Mr. Deng Yishuai as non-employee representative Supervisor of the Company	6,693,029,381 (97.015090%)	202,403,156 (2.933823%)	3,524,500 (0.051087%)

Special Resolution ⁽¹⁾		Number of votes cast and the percentage of total number of votes cast		
		For	Against	Abstain ⁽²⁾
4	Proposed amendments to the Articles of Association	6,478,449,171 (93.904762%)	419,439,366 (6.079750%)	1,068,500 (0.015488%)

(1) Please refer to the Circular for the full text of the resolutions.

(2) The Shares abstained will be counted in the calculation of the required majority.

As majority of more than half of the votes were cast in favour of resolutions 1 to 3 above, such resolutions were duly passed as ordinary resolutions. As majority of more than two-thirds of the votes were cast in favour of resolution 4 above, such resolution was duly passed as a special resolution.

Save as the ordinary resolutions 1 to 3 and the special resolution 4 above, the Company has not received any proposal put forward by any Shareholders holding 3% or more of the Shares carrying voting rights of the Company.

APPOINTMENT OF THE DIRECTORS, CHAIRMAN AND PRESIDENT

The Company is pleased to announce that at the EGM, Mr. Chen Wei, Mr. Hu Hanjun, Mr. Chen Hongliang were appointed as non-executive Directors, Mr. Song Wei was appointed as an executive Director, Mr. Liu Guanqiao, Mr. Ye Qian, Mr. Paul Gao, Mr. Kevin Walter Binder, Mr. Gu Tiemin and Mr. Sun Li were appointed as non-executive Directors, and Ms. Yin Yuanping, Mr. Xu Xiangyang, Mr. Tang Jun, Mr. Edmund Sit and Mr. Ji Xuehong were appointed as independent non-executive Directors. The terms of office of Directors of the fifth session of the Board are three years with effect from 22 March 2024.

The Company will enter into a service contract with each of the Directors of the fifth session of the Board as soon as possible. Except for the independent non-executive Directors, all Directors will not receive any remuneration from the Company for their directorships. The remuneration that the independent non-executive Directors to be received from the Company will be RMB120,000 per year (before tax) per individual.

Mr. Chen Wei was elected as the Chairman and Mr. Song Wei was elected as the President on the same date at the first meeting of the fifth session of the Board. Their terms of office take effect from 22 March 2024 and end upon the expiry of the term of the fifth session of the Board.

The biographies of the above Directors, Chairman and President and other information related to their appointments are set out in Appendix I to this announcement.

Save as disclosed in this announcement, each of the Directors, the Chairman and the President confirmed that: (1) he/she does not hold any other positions in the Company or any of its subsidiaries and also has not served as a director in any other listed companies in the past three years; (2) he/she does not have any relationship with any other Directors, Supervisors, senior management or substantial or controlling shareholders of the Company or any of its subsidiaries; and (3) he/she does not have any interest in any Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the date of this Announcement.

In accordance with Rule 3.13 of the Listing Rules, each of Ms. Yin Yuanping, Mr. Xu Xiangyang, Mr. Tang Jun, Mr. Edmund Sit and Mr. Ji Xuehong has confirmed to the Company that: (1) he/she complies with the independence requirement in relation to each of the factors set out in Rules 3.13 (1) to (8) of the Listing Rules; (2) he/she has no past or present financial and other interests in the business of the Company and its subsidiaries and is not connected with any core connected person of the Company (as defined in the Listing Rules); and (3) there are no other factors that may affect his/her independence as an independent non-executive Director.

Save as disclosed above, each of the Directors, the Chairman and the President confirmed that there is no other information that needs to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters concerning the appointments that need to be brought to the attention of the Shareholders.

With the establishment of the fifth session of the Board of Directors, Mr. Hubertus Troska, Mr. Harald Emil Wilhelm and Mr. Ge Songlin, the Directors of the fourth session of the Board of Directors, ceased to be the Directors. Mr. Hubertus Troska, Mr. Harald Emil Wilhelm and Mr. Ge Songlin have confirmed that they have no disagreement with the Board of Directors in any respect and there is no other matter in relation to their resignations that needs to be brought to the attention of the Shareholders or the Stock Exchange.

APPOINTMENT OF MEMBERS OF SPECIAL COMMITTEES OF THE BOARD

On the same day, the chairmen and members of the audit committee of the Board, the remuneration committee of the Board, the nomination committee of the Board and the strategy and sustainability committee of the Board were elected at the first meeting of the fifth session of the Board of Directors. Their terms of office take effect from 22 March 2024 and end upon the expiry of the term of the fifth session of the Board.

The composition of each special committee under the Board is as follows:

- (1) the strategy and sustainability committee: Mr. Chen Wei (Chairman), Mr. Hu Hanjun, Mr. Chen Hongliang, Mr. Song Wei, Mr. Liu Guanqiao, Mr. Ye Qian, Mr. Paul Gao, Mr. Sun Li, Mr. Xu Xiangyang and Mr. Ji Xuehong;
- (2) the auditor committee: Mr. Edmund Sit (Chairman), Mr. Hu Hanjun and Mr. Tang Jun;
- (3) the remuneration committee: Ms. Yin Yuanping (Chairman), Mr. Song Wei, Mr. Gu Tiemin, Mr. Tang Jun and Mr. Edmund Sit; and
- (4) the nomination committee: Mr. Chen Wei (Chairman), Mr. Song Wei, Ms. Yin Yuanping, Mr. Xu Xiangyang and Mr. Ji Xuehong.

APPOINTMENT OF SUPERVISORS AND CHAIRMAN OF THE BOARD OF SUPERVISORS

At the employee representatives' meeting of the Company held on 19 March 2024, Mr. Zhang Ran and Ms. Jiang Yumei were elected as the fifth session of employee representative Supervisors (the “**Employee Representative Supervisor(s)**”), whose terms of office are three years with effect from 19 March 2024. Ms. Jiao Feng, Ms. Zhu Yan and Mr. Deng Yishuai have been appointed as non-employee representative Supervisors (together with the Employee Representative Supervisors, the “**Supervisor(s)**”) at the EGM, whose terms of office are three years with effect from 22 March 2024.

Mr. Zhang Ran was elected as the chairman of the fifth session of the Board of Supervisors on the same date at the first meeting of the fifth session of the Board of Supervisors. The term of office takes effect from 22 March 2024 and ends upon the expiry of the term of Employee Representative Supervisors.

The Company will enter into a service contract with each of the Supervisors of the fifth session of the Board of Supervisors as soon as possible. Each of the Supervisors will not receive any remuneration from the Company for serving as the Supervisors.

The biographies of the above Supervisors and other information related to their appointments are set out in Appendix II to this announcement.

Save as disclosed in this announcement, each of the Supervisors confirmed that: (1) he/she does not hold any other positions in the Company or any of its subsidiaries and also has not served as a director in any other listed companies in the past three years; (2) he/she does not have any relationship with any other Directors, Supervisors, senior management or substantial or controlling shareholders of the Company or any of its subsidiaries; and (3) he/she does not have any interest in any Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) as at the date of this announcement.

Save as disclosed above, each of the Supervisors confirmed that there is no other information that needs to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules, and there are no other matters concerning the appointments that need to be brought to the attention of the Shareholders.

With the establishment of the fifth session of the Board of Supervisors, Mr. Zhang Yanjun, who is the employee representative Supervisor of the fourth session of the Board of Supervisors, ceased to be the Supervisor with effect from 19 March 2024; Mr. Zhou Xuehui and Ms. Qiao Yufei ceased to be the Supervisors with effect from 22 March 2024. Mr. Zhang Yanjun, Mr. Zhou Xuehui and Ms. Qiao Yufei have confirmed that they have no disagreement with the Board of Directors and the Board of Supervisors in any respect and there is no other matter in relation to their resignations that need to be brought to the attention of the Shareholders or the Stock Exchange.

By Order of the Board
BAIC Motor Corporation Limited
Wang Jianhui
Secretary to the Board and Company Secretary

Beijing, the PRC, 22 March 2024

As at the date of this announcement, the Board comprises Mr. Chen Wei, as Chairman of the Board and non-executive Director; Mr. Hu Hanjun and Mr. Chen Hongliang as non-executive Directors; Mr. Song Wei as executive Director; Mr. Liu Guanqiao, Mr. Ye Qian, Mr. Paul Gao, Mr. Kevin Walter Binder, Mr. Gu Tiemin and Mr. Sun Li, as non-executive Directors; and Ms. Yin Yuanping, Mr. Xu Xiangyang, Mr. Tang Jun, Mr. Edmund Sit and Mr. Ji Xuehong, as independent non-executive Directors.

* *For identification purpose only*

APPENDIX I: BIOGRAPHIES OF DIRECTORS

Mr. Chen Wei (陳巍), born in June 1969, holds a bachelor's degree in engineering and an EMBA degree and is a senior engineer. He currently serves as the chairman, a non-executive Director and secretary of the party committee of the Company. He is also the deputy general manager of Beijing Automotive Group Co., Ltd. (北京汽車集團有限公司), and concurrently serves as a director of Beijing Benz Automotive Co., Ltd. (北京奔馳汽車有限公司), a director of Beijing Mercedes-Benz Sales Service Co., Ltd. (北京梅賽德斯-奔馳銷售服務有限公司), the chairman of Fujian Benz Automotive Co., Ltd. (福建奔馳汽車有限公司), and an executive director and the general manager of BAIC Group Off-road Vehicle Co., Ltd. (北京汽車集團越野車有限公司).

Mr. Chen Wei, with more than 30 years of experience in the automotive industry. Since 1994, he has worked successively as an assistant engineer and an engineer of the product engineering department, onsite engineer stationed at the U.S. office and the chief of the model development department and the production planning department in Beijing Jeep Motor Co., Ltd. (北京吉普汽車有限公司), the director of the engineering and manufacturing department, the manager of the assembly workshop and the production director in Beijing Benz-Daimler Chrysler Automotive Co., Ltd., the general manager of the business affairs and legal department and the vice president responsible for production and manufacturing in Beijing Benz Automotive Co., Ltd., the vice president of the Company, as well as the party secretary and the senior executive vice president in Beijing Benz Automotive Co., Ltd., and other positions.

Mr. Hu Hanjun (胡漢軍), born in October 1971, holds a master's degree in business administration and is a senior economist. He is currently a non-executive Director of the Company and concurrently the deputy general manager and secretary to the board of directors of Beijing Automotive Group Co., Ltd. He is also a director of Beijing Benz Automotive Co., Ltd. and BAIC International (Hong Kong) Limited (北汽國際(香港)有限公司), respectively.

Mr. Hu Hanjun has nearly 30 years of experience in the automobile industry. Since 2009, he has acted successively as an assistant to the general manager and the head of economic operation department of Beijing ROCAR Automobile Services & Trade Co., Ltd. (北京鵬龍汽車服務貿易有限公司), the deputy general manager of BAIC ROCAR Automobile Services & Trade Co., Ltd. (北京北汽鵬龍汽車服務貿易股份有限公司), the head of the investment & asset management department, head of the strategic & investment management department, and assistant to the general manager of Beijing Automotive Group Co., Ltd., the director of Bohai Automotive Systems Co., Ltd. (渤海汽車系統股份有限公司) and other positions.

Mr. Chen Hongliang (陳宏良), born in January 1965, holds a master's degree in engineering and is a researcher-level senior engineer. He is currently a non-executive Director of the Company and concurrently the assistant to the general manager and the head of the strategy and investment management department of Beijing Automotive Group Co., Ltd.. He is also a director of Beijing Hainachuan Automotive Parts Co., Ltd. (北京海納川汽車部件股份有限公司), a director of BAIC ROCAR Automobile Services & Trade Co., Ltd., and a director of Bohai Automotive Systems Co., Ltd..

Mr. Chen Hongliang has over 30 years of experience in the automobile industry. Since 1988, he has acted as the deputy workshop director, the workshop director and the deputy factory director of Nanjing Automobile Factory (南京汽車製造廠), the deputy director of the vehicle body plant, the deputy director of the general manager office, the head of the procurement department, the director of the assembly plant, the secretary of the party committee, the deputy general manager and the deputy secretary of the party committee of NAVECO Ltd., the deputy general manager of the passenger vehicle business department of Beijing Automotive Group Co., Ltd., the deputy head of the operation and production division of the Company, the secretary of the party committee and general manager of Zhuzhou Branch of the Company, a member of the party committee and the vice president of the Company, the secretary of the party committee and the senior executive vice president of Beijing Benz Automotive Co., Ltd., an executive Director, the president, deputy secretary of the party committee of the Company, and the head of the operation and management department of Beijing Automotive Group Co., Ltd. and other positions.

Mr. Song Wei (宋瑋), born in November 1981, holds a master's degree in engineering, and is a senior engineer and an economist. He is currently an executive Director, the president, deputy secretary of the party committee of the Company. He is also a director of Beijing Hyundai Motor Co., Ltd. (北京現代汽車有限公司), an executive director of BAIC Investment Co., Ltd. (北京汽車投資有限公司), a director of BAIC International (Hong Kong) Limited and a director of BAIC Hong Kong Investment Corp. Limited (北汽香港投資有限公司). He is also a member of the 13th Beijing Municipal Committee of the Communist Party of China.

Mr. Song Wei has nearly 20 years of experience in the automotive industry. Since 2007, Mr. Song Wei has served as a supplier quality control engineer and progress supervisor of parts and components projects of Beijing Benz-Daimler Chrysler Automotive Co., Ltd., a supervisor of exterior purchasing, a supervisor of cost control, and a senior manager of projects and cost control of Beijing Benz Automobile Co., Ltd. and a head of the procurement project control department of the Company's procurement center, a deputy general manager of the off-road vehicle branch of Beijing Automotive Group Co., Ltd., a assistant to the general manager of the off-road vehicle division of Beijing Automotive Group Co., Ltd. and a deputy director of the procurement center of the Company, a party member and a deputy general manager of BAIC Group Off-road Vehicle Company Limited (北京汽車集團越野車有限公司), a deputy head of the organizational department of the party committee of, and head of the technical and product management department of Beijing Automotive Group Co., Ltd. and other positions.

Mr. Liu Guanqiao (劉觀橋), born in December 1979, holds a master's degree in business administration. He is currently a non-executive Director of the Company and concurrently the head of operation and management department (military products)/digital safety and management department of Beijing Automotive Group Co., Ltd.. He is also a director of BAIC Trucks Co., Ltd (北汽重型汽車有限公司).

Mr. Liu Guanqiao has more than 20 years of experience in the automobile industry. Since 2002, he has served as a sales manager of Southeastern Automobile Co., Ltd. (東南汽車有限公司), Fujian regional manager of Shanghai Volkswagen Automobile Sales Co. Ltd. (上海大眾汽車銷售公司), Guangdong regional manager of the southern business unit, director of Guangdong office, and head of the management section of the sales division of Beijing Hyundai Motor Co., Ltd., head of the promotional support section of the east business unit of the sales division of Beijing Hyundai Motor Co., Ltd., person in charge of the northern business unit, acting head, and head of the business section of the sales division of Beijing Hyundai Motor Co., Ltd., head of the sales management department, and head of the sales management office of the sales division of Beijing Hyundai Motor Co., Ltd., deputy head of operation and management department (military products department)/digital safety and management department of Beijing Automotive Group Co., Ltd. and other positions.

Mr. Ye Qian (葉芊), born in September 1984, holds a master's degree in business administration. He is currently a non-executive Director of the Company and concurrently the person in charge of the equity investment business of Shoucheng Holdings Limited.

Mr. Ye Qian has more than 10 years of investment management experience. Since 2007, he has served as a senior manager of Great Wall Motor Company Limited (長城汽車股份有限公司), a senior manager of the ICC Affairs Office of China Chamber of International Commerce (CCIC), a deputy representative of Hong Kong and Macao Representative Office of China Council of the Promotion of International Trade (中國國際貿易促進協會), a deputy director of the ICC Affairs Office of CCIC (presiding over the work), a deputy director of the PPP Department of Beijing Shougang Fund Co., Ltd. (北京首鋼基金有限公司), the assistant to the general manager of Beijing West Fund Management Co., Ltd., the general manager of Beijing Shouyuan New Energy Investment Management Company Limited (北京首元新能投資管理有限公司), and the deputy general manager of the standing office and the chairman of the board of directors of Beijing West Fund Management Co., Ltd., a director of Shougang Century Holdings Limited (首佳科技製造有限公司) and other positions.

Mr. Paul Gao (高旭), born in October 1968, holds a bachelor's degree in accounting and is currently a non-executive Director of the Company and concurrently the chief strategy officer of Mercedes-Benz Group AG.

Mr. Paul Gao has more than 30 years of experience in the management consultancy and vehicle industries. Since 1993, he has served as a management consultant and project manager in the San Francisco and Shanghai offices of PricewaterhouseCoopers in the United States, a management consultant, senior project manager, partner, senior partner and head of the automotive industry consulting practice in the Asia-Pacific region of McKinsey & Consulting Company Inc., Shanghai. He also participated in the founding of Guanzhi Automobile Company Limited (觀致汽車有限公司) as its chief financial officer.

Mr. Kevin Walter Binder, born in November 1968, holds a bachelor's degree in business administration and economics. He is currently a non-executive Director of the Company and concurrently the chief financial officer of Mercedes Benz (China) Investment Co., Ltd. (梅賽德斯－奔馳(中國)投資有限公司).

Mr. Kevin Walter Binder has more than 30 years of experience in the automotive industry. Since 1993, he has held various positions as staff of the human resource department, the group business department and finance department of Mercedes-Benz Group AG (formerly Daimler AG), senior manager of the group business department, revenue and pricing management, plant financial control and product control of Mercedes-Benz Group AG, chief financial officer of Mercedes-Benz Italy S.p.A. (梅賽德斯－奔馳意大利有限公司), director of passenger vehicle sales control in Europe of Mercedes-Benz Group AG., and chief executive officer in charge of commercial vehicles of Mercedes-Benz Group AG.

Mr. Gu Tiemin (顧鐵民), born in May 1968, holds a master's degree in law, and is a senior economist and lawyer. He currently serves as a non-executive Director of the Company and concurrently an expatriate full-time director of Beijing State-owned Capital Operation and Management Co., Ltd. (北京國有資本運營管理有限公司), and serves as a non-executive director of BBMG Corporation (北京金隅集團股份有限公司).

Mr. Gu Tiemin has more than 30 years of experience in government and corporate management. Since 1991, he has served as a section member, chief section member and deputy director of the Supervision and Guidance Division of the Legal Office of Beijing Municipal's Government (北京市政府法制辦), investigator and deputy director of the Legal Affairs Office of the Beijing Municipal Government's Xuanwu District, deputy director and director of the Law Department of the Beijing Foreign Trade and Economic Cooperation Commission, director of the Legal and Fair Trade Department of Beijing Municipal Bureau of Commerce, director of the Department of Circulation Order of Beijing

Municipal Business Commission (北京市商務委員會), deputy general manager of Beijing Capital Agricultural Group Co., Ltd. (北京首都農業集團有限公司), deputy director, deputy secretary of the party committee, party secretary and chairman of the board of directors of the Beijing Technology Exchange and Training Centre (Beijing International Technology Exchange and Cooperation Centre (北京技術交流培訓中心(北京國際技術合作中心))) and other positions.

Mr. Sun Li (孫力), born in August 1965, hold a master's degree in business administration, and is a senior economist. He is currently a non-executive Director of the Company and concurrently a full-time investment director of investment enterprises of Beijing Energy Holding Co., Ltd. (北京能源集團有限責任公司), a director of BEH-PROPERTY Co., Ltd. (京能置業股份有限公司) and a director of Beijing Haohua Energy Resource Co., Ltd. (北京昊華能源股份有限公司).

Mr. Sun Li has more than 30 years' experience in corporate management. Since 1988, he successively served as a cadre of the Economic Information Department of China Public Relations Association, a cadre of the News Department of the General Office of the Ministry of Water Resources, a senior staff member of the News Department, a principal staff member of the News Department, the deputy director of the News Department of the General Office, a cadre of the Office of Preparation for Water Resources Dispatch Building of the Ministry of Water Resources, the head of general manager office of Beijing International Power Development and Investment Corporation, the head of the office of board of directors, manager of human resources department, party branch secretary, and head of the general manager office of Beijing Energy Investment Holding Co., Ltd. (北京能源投資(集團)有限公司), the head of the general manager office, head of human resources department of Beijing Energy Holding Co., Ltd. (北京能源集團有限責任公司), and the secretary of party committee and executive director of Beijing Yuanshen Energy Saving Technology Co., Ltd. (北京源深節能技術有限責任公司) and other positions.

Ms. Yin Yuanping (尹援平), born in March 1956, holds a bachelor's degree in economics. She is currently an independent non-executive Director of the Company and concurrently the vice president of the China Enterprise Confederation/China Enterprise Directors Association (中國企業聯合會/中國企業家協會).

Ms. Yin Yuanping has more than 30 years of experience in enterprise management. Since 1989, she has served as a deputy president and deputy editor-in-chief, president and editor-in-chief of the enterprise management publishing house of the China Enterprise Confederation/China Enterprise Directors Association, and vice president, executive vice president as well as secretary of the party committee and executive vice president of the China Enterprise Confederation/China Enterprise Directors Association, and president and vice president at the foundation of China Enterprise Management Science Foundation (中國企業管理科學基金會) and other positions.

Mr. Xu Xiangyang (徐向陽), born in May 1965, holds a doctoral degree in engineering. He is currently an independent non-executive Director of the Company and concurrently a professor in School of Transportation Science and Engineering (交通科學與工程學院), a director of the academic committee and a doctoral tutor of Beihang University (北京航空航天大學), as well as a fellow of the China Society of Automotive Engineers, the deputy director of Automotive Advanced Powertrain Branch of the China Society of Automotive Engineers, and a standing deputy director of the National Engineering Research Center for Passenger Car Automatic Transmission. He is an independent non-executive director of Cheshi Technology Inc. (車市科技有限公司), an independent director of Zhejiang Zomax Transmission Co., Ltd. (浙江中馬傳動股份有限公司), and an independent director of Wuxi Lintai Cris New Materials Technology Co., Ltd. (無錫林泰克斯新材料科技股份有限公司).

Mr. Xu Xiangyang has over 30 years of experience in the automobile industry. Since 1990, he has acted successively as an assistant lecturer, lecturer, associate professor and professor in School of Automotive Engineering (汽車工程學院) of Harbin Institute of Technology (哈爾濱工業大學), a visiting scholar in Daimler AG, a professor and deputy director in Faculty of Automotive Engineering (汽車工程系) as well as a professor and vice president in School of Transportation Science and Engineering of Beihang University and other positions.

Mr. Tang Jun (唐鈞), born in March 1978, holds a doctoral degree in management. He is currently an independent non-executive Director of the Company and concurrently a deputy director of the Institute of Public Governance and director of the Crisis Management Study Center at Renmin University of China, and a professor and doctoral supervisor at the School of Public Administration. He is also a member of the urban safety expert group of the State Council Security Commission Office, a member of the National Risk Management and Standardized Technique Committee (全國風險管理標準化技術委員會), a special researcher of the National Fire and Rescue Administration, an expert consultant of the Ministry of Public Security's www.cpd.com.cn (中國警察網), the deputy director of the School Security Professional Committee of China Society of Emergency Management (中國应急管理學會校園安全專業委員會), a director of Chinese Public Administration Society and of the China Institute of Organization Establishment and Management (中國機構編製管理研究會), an editorial board member of the press of the China Institute of Organization Establishment (《中國機構編製》), and a consultant of the press of China Fire (《中國消防》).

Mr. Tang Jun has nearly 20 years of experience in risk management and security management, and has served as a lecturer, associate professor, professor and doctoral supervisor at the School of Public Administration of Renmin University of China since 2005.

Mr. Edmund Sit (薛立品), born in November 1963, holds a master's degree in business administration and is a fellow of the Association of Chartered Certified Accountants in the United Kingdom, a fellow

of the Hong Kong Institute of Certified Public Accountants, a member of Association of International Certified Financial Consultants, and an associate member of Society of Chinese Accountants & Auditors and a member of the Hong Kong Business Accountants Association. He is currently an independent non-executive Director of the Company and concurrently serves as an independent non-executive director, the chairman of the audit committee and the chairman of the remuneration committee in First Tractor Company Limited, the director of Alpcorp Ltd., and the general manager of Genesis Consulting Company (創慧顧問諮詢公司) and Genesis Chinese Medicine Clinic (創慧中醫診所), as well as the chief lecturer of the Association of International Certified Financial Consultants.

Mr. Edmund Sit has more than 30 years of experience in auditing, finance, management accounting, personnel management, financing, company secretary and listing, etc. He worked for KPMG, Ernst & Young, System Pro Uarco Business Forms Ltd, Logo S.A., Xiang Lu Industries Ltd, Chubb Hong Kong Ltd, Johnson Controls Hong Kong Ltd, C&C Joint Printing Co., (HK) Ltd, Sino Fame International Group (譽中國際集團) and Wanyu Group (萬裕集團). He also worked for the following listed companies as senior management: Tianneng Power International Limited, Beijing Media Corporation Limited, SMI Holdings Group Limited, Wong's International Holdings Limited and Beijing Gas Blue Sky Holdings Limited.

Mr. Ji Xuehong (紀雪洪), born in January 1978, holds a doctor's degree in management. He currently serves as an independent non-executive Director of the Company and concurrently serves as a professor at the School of Economics and Management, director of the Institute of Automobile Enterprise Management and Innovation, director of the MBA Education Center of North China University of Technology (北方工業大學), and concurrently serves as a member of the Automotive Economic Development Research Branch of China Society of Automotive Engineering (中國汽車工程學會), a member of the Electric Vehicle Specialized Committee of Chinese Institute of Electronics (中國電子學會), an industry expert in high-quality development of China Taxicab and Livery Association (中國出租汽車暨汽車租賃協會), a special recruited expert of the Beijing Municipal Industrial Economy Research Center (北京市產業經濟研究中心). In addition, he is an independent non-executive director of Beijing SinoHytec Co., Ltd. (北京億華通科技股份有限公司), a board member of the Urban Transportation Branch of the China Highway & Transportation Society (中國公路學會), a jury of the CAPA Awards (鈴軒獎), a member of the Standing Committee of the CPPCC of Shijingshan District (石景山區政協), the Vice-Chairman of the Work Committee of the China Democratic League of Shijingshan District (民盟石景山區工委).

Mr. Ji Xuehong has nearly 20 years of experience in corporate management and automotive industry development research. Since 2005, he has worked in the post-doctoral work station jointly established by the China Automotive Technology Research Center (中國汽車技術研究中心) and Tianjin University (天津大學), and since 2008, he has served as a lecturer, associate professor and professor at the School of Economics and Management of North China University of Technology.

APPENDIX II: BIOGRAPHIES OF SUPERVISORS

Mr. Zhang Ran (張然先生), born in October 1985, holds a master's degree in literature and is currently the chairman of the Board of Supervisors and an Employee Representative Supervisor, as well as the deputy party secretary and the chairman of the labor union of the Company. He also serves as a supervisor of BAIC Group Off-road Vehicle Company Limited (北京汽車集團越野車有限公司).

Mr. Zhang Ran has nearly 20 years of experience in the automobile industry. Since 2008, he has successively served as various positions such as the person-in-charge of the recruitment of Beijing Hyundai Motor Co., Ltd., the person-in-charge of the recruitment and informatization of the human resources management department of Beijing Automotive Group Co., Ltd., the deputy head of the human resources department of the management center and the deputy director (chair) of the expatriate management office of the Company, the head of the human resources department of the management center and the director of the expatriate management office of the Company, and the head of the organization department of the party committee/the human resources department of the Company and other positions.

Ms. Jiao Feng (焦楓), born in December 1976, holds a master's degree in public administration and is a senior auditor. She is currently a non-employee representative Supervisor of the Company and concurrently the head of the audit department, an officer of the inspection office of the party committee and the secretary of the disciplinary committee of the headquarter of Beijing Automotive Group Co., Ltd..

Ms. Jiao Feng has over 20 years of experience in financial auditing. Since 1999, she has served as an officer in the industrial and transportation branch, an officer, a deputy head officer, a deputy head of level 2 and a deputy officer, a head officer and a deputy officer of the general department, a head of the general department of the economic and trading branch of the Beijing Municipal Audit Bureau. She has also served as a senior supervisor and an assistant to the director of the audit department of Beijing Automotive Group Co., Ltd., and a deputy secretary of the party committee, a secretary of the disciplinary committee and a chairperson of the labor union of the BAIC Group Industrial Investment Co., Ltd. (北京汽車集團產業投資有限公司), and the deputy head of the organization department of the party committee, a head of the audit department, and the head of the party committee's inspection office of Beijing Automotive Group Co., Ltd. and other positions.

Ms. Zhu Yan (朱雁), born in December 1986, holds a master's degree in business administration and is a senior accountant. She is currently a non-employee representative Supervisor of the Company and concurrently the deputy head of the finance department of Beijing Automotive Group Co., Ltd..

Ms. Zhu Yan has more than 10 years of experience in financial auditing and has served as a junior auditor and a senior auditor of Ernst & Young Hua Ming since 2009, and has been a senior commissioner, head of the finance department and senior head of financial analysis of Beijing Automotive Group Co., Ltd..

Mr. Deng Yishuai (鄧懌帥), born in August 1982, holds a master's degree in financial management. He is currently a non-employee representative Supervisor of the Company and concurrently the managing director of investment of funds of Beijing Shougang Fund Co., Ltd. (北京首鋼基金有限公司).

Mr. Deng Yishuai has nearly 20 years of experience in financial management. Since 2007, he has served as a staff member of China Life Pension Company Limited and a staff member of Happy Life Insurance Co., Ltd. He has held various positions in the National Council for Social Security Funds (全國社會保障基金理事會), including serving as a cadre, a clerk and a chief clerk of the finance department of the fund finance division, and a chief clerk and a deputy director of the accounting department of the fund finance division, a director of the accounting department of the pension accounting division, a director of the fund allocation department of the pension management division, a director of the equity investment department of the equity assets department (the industrial investment department), and a director of the funds department of the fund finance division.

Ms. Jiang Yumei (姜玉梅女士), born in November 1982, holds a master's degree in management and is currently an employee representative Supervisor of the Company and concurrently the deputy head (chair) of audit department of the Company.

Ms. Jiang Yumei has nearly 20 years of experience in auditing and finance management. Since 2005, she has served as an auditor of PricewaterhouseCoopers Zhong Tian LLP, Beijing Branch, senior consulting consultant of PricewaterhouseCoopers Consultancy (Shanghai) Limited, Beijing branch, a staff member of the audit department, the head of the responsibility audit department of the Company, senior manager of responsibility audit management and the deputy head of the legal and compliance department of the Company.