

# CIMC Vehicles (Group) Co., Ltd.

## 中集車輛(集團)股份有限公司

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

### SHAREHOLDERS COMMUNICATION PROTOCOL

#### 1. Purpose

- 1.1. The provisions set out in this protocol aim to ensure that the shareholders of CIMC Vehicle (Group) Co., Ltd. (hereinafter referred to as “Company”), both individual and institutional (hereinafter referred to as “Shareholders”), and, if appropriate, the investment community at large, are provided with timely and equal access to comprehensive and comprehensible information about the Company (including its financial performance, strategic goals and plans, material developments, governance and risk profile), in order to enable Shareholders to exercise their rights in an informed manner, and to allow Shareholders and the investment community to engage more actively with the Company.
- 1.2. For the purpose of this protocol, references to the “investment community” include the potential investors of the Company as well as analysts reporting and analyzing the performance of the Company.

#### 2. Overall Policy

- 2.1. The board of directors (the “Board”) shall maintain an on-going dialogue with Shareholders and the investment community, and will regularly review this protocol to ensure its effectiveness.
- 2.2. Information shall be communicated to Shareholders and the investment community mainly through financial reports (interim reports, annual reports and quarterly reports (if applicable)), annual general meetings and other general meetings of the Company that may be convened, as well as by making available all the disclosures submitted to the Stock Exchange of Hong Kong Limited (hereinafter referred to as “Hong Kong Stock Exchange”) and its corporate communications and other corporate publications on the website of Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Company (<http://www.cimcvehiclesgroup.com>).
- 2.3. It is the policy of the Company to ensure effective and timely dissemination of information to Shareholders and the investment community at all times. Any query regarding this protocol shall be directed to the Company secretary.

#### 3. Communication Channels

##### *Shareholders' enquiries*

- 3.1. Shareholders should direct their questions about their shareholdings to the share registrar of the Company (Computershare Hong Kong Investor Services Limited).
- 3.2. Shareholders and the investment community may at any time request the information of the Company to the extent such information is publicly available.

- 3.3. Shareholders and the investment community will be provided with email addresses and enquiry hotline(s) of the Company through which any query in respect of the Company will be addressed.

#### ***Corporate Communications<sup>1</sup>***

- 3.4. Corporate communications to Shareholders will be in plain language and in both Chinese and English versions to facilitate the understanding of Shareholders.
- 3.5. Shareholders can select to receive the Corporate Communications in the printed form or through electronic means and in the language(s) selected (either English or Chinese). They may change their selection at any time by notifying the Company by post or by email.
- 3.6. Shareholders who have selected to receive the Corporate Communications by electronic means have the right to obtain printed copies of the Corporate Communications free of charge.
- 3.7. Shareholders may provide their email addresses for the Company to facilitate timely and effective communications.

#### ***Company Website***

- 3.8. Shareholders and the investment community may obtain the latest and important information about any major development of the Company through the website of the Company (<http://www.cimcvehiclesgroup.com>).
- 3.9. A dedicated “Investor Relations” section is available on the website of the Company. Information on the website of the Company is updated on a regular basis.
- 3.10. Information released by the Company and posted on the website of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)), including financial reports, results announcements, circulars and notices of general meetings and all other announcements, will also be immediately posted on the website of the Company thereafter.
- 3.11. All press releases issued by the Company will be made available on the website of the Company.

#### ***Shareholders’ Meetings***

- 3.12. Appropriate arrangements for general meetings (including annual general meetings) shall be in place to encourage Shareholders’ participation and enable them to make their enquiries and comments to, and communicate with, the Board in person.
- 3.13. Shareholders are encouraged to participate in general meetings or to appoint proxies to attend and vote at meetings for and on behalf of them if they are unable to attend the meetings.

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<sup>1</sup> “Corporate Communications” refer to any documents issued or to be issued by the Company for the information or action of holders of any of its securities, including, but not limited to, directors’ reports, annual accounts and their accompanying independent auditor’s reports, interim reports, meeting reports, listing documents, circulars and proxy forms.

- 3.14. Notices of annual general meetings, related circulars and proxy forms will be distributed to the Shareholders at least 45 clear days prior to the respective annual general meeting. The circulars will set out details of the proposed resolutions and other relevant information. The proxy forms will also be provided to the Shareholders for appointing proxies to attend and vote at the annual general meetings on their behalf.
- 3.15. The proceedings of general meetings are kept under review on a regular basis by the Company, and, if necessary, changes will be made thereto to ensure that the needs of Shareholders are best served. Separate resolution on each substantially separate issue will be proposed for voting at the general meetings. The chairman of the general meetings will propose to vote the resolutions (except resolutions which relate purely to procedural or administrative matters) by poll in accordance with the articles of association of the Company. Scrutineer will be appointed for the vote-taking at the general meetings. The voting results will be published on the websites of the Company, Hong Kong Stock Exchange and any other websites as prescribed from time to time by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”) in accordance with the requirements of Listing Rules subsequent to the close of the general meetings.
- 3.16. Members of the Board (in particular chairpersons of board committees or their delegates), key management officers and external auditors will attend annual general meetings to answer questions of Shareholders.

#### **4. Shareholders’ Privacy**

- 4.1. The Company recognizes the importance of Shareholders’ privacy and will not disclose information about Shareholders without their consent, unless otherwise required by law.

February 2019