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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)
(Stock Code: 1839)

NOTICE OF THE FIRST H SHAREHOLDERS' CLASS MEETING OF 2020

NOTICE IS HEREBY GIVEN that the first H Shareholders' Class Meeting of 2020 (the **"First H Shareholders Class Meeting of 2020"**) of CIMC Vehicles (Group) Co., Ltd. (the **"Company"**) will be held at No. 2 Gangwan Avenue, Shekou, Nanshan District, Shenzhen, Guangdong, the People's Republic of China (the **"PRC"**) on Monday, 22 June 2020 or immediately after the conclusion of the first domestic share class meeting of 2020. Unless otherwise defined, capitalized terms used herein shall have the same meanings as ascribed to them in the circular (the **"Circular"**) of the Company dated 28 April 2020.

The following resolutions will be considered and, if thought fit, approved by the H Shareholders at the First H Shareholders' Class Meeting of 2020:

SPECIAL RESOLUTIONS

1. To consider and, if thought fit, to approve the amendments to the Articles of Association as specified in the Circular;
2. To consider and, if thought fit, to approve the amendments to the Rule of Procedure for the General Meeting as specified in the Circular.

On behalf of the Board
CIMC Vehicles (Group) Co., Ltd.
Li Guiping
Executive Director

Shenzhen, the PRC
28 April 2020

Notes:

1. For the purpose of holding the First H Shareholders Class Meeting of 2020, the register of members of Shares will be closed from Saturday, 23 May 2020 to Monday, 22 June 2020 (both days inclusive), during which period no transfer of H Shares will be registered.

In order to be qualified to attend and vote at the First H Shareholders Class Meeting of 2020, all transfer documents accompanied by the relevant share certificates must be lodged with the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Friday, 22 May 2020.

The Shareholders whose names appear on the register of members of the Company at the close of business on Friday, 22 May 2020 are entitled to attend and vote at the First H Shareholders Class Meeting of 2020.

2. Votes on the resolutions to be proposed at the First H Shareholders Class Meeting of 2020 shall be taken by way of poll.
3. Shareholders who are entitled to attend and vote at the First H Shareholders Class Meeting of 2020 may appoint one or more proxies to attend and vote on their behalf. A proxy need not be a Shareholder of the Company.
4. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorised in writing. If the Shareholder is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same.
5. In order to be valid, the proxy form must be deposited, for holders of H Shares, to the H share registrar of the Company, Computershare Hong Kong Investor Services Limited not less than 24 hours before the time appointed for holding the First H Shareholders Class Meeting of 2020. If the proxy form is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority shall be deposited at the same time to the same place as mentioned in the proxy form. Completion and return of the proxy form will not preclude shareholders from attending and voting in person at the First H Shareholders Class Meeting of 2020 or any adjourned meetings should they so wish.
6. Shareholders shall produce their identity documents and supporting documents in respect of the shares held when attending the First H Shareholders Class Meeting of 2020. If corporate shareholders appoint authorised representative to attend the First H Shareholders Class Meeting of 2020, the authorised representative shall produce his/her identity documents and a notarially certified copy of the relevant authorisation instrument signed by the board of directors or other authorised parties of the corporate Shareholders or other notarially certified documents allowed by the Company. Proxies shall produce their identity documents and the proxy form signed by the Shareholders or their attorney when attending the First H Shareholders Class Meeting of 2020.
7. Holders of H Shares who intend to attend the First H Shareholders Class Meeting of 2020 should complete the reply slip and return it to the H Share registrar of the Company in Hong Kong, Computershare Hong Kong Investor Services Limited by hand, by post or by fax on or before Tuesday, June 2, 2020.
8. The First H Shareholders Class Meeting of 2020 is expected to be no more than an hour. Shareholders attending the First H Shareholders Class Meeting of 2020 shall be responsible for their own travel and accommodation expenses.
9. Contact details of the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited, are as follows:

Address: Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
Telephone: (+852) 2862 8628
Fax No.: (+852) 2865 0990

*As at the date of this notice, the Board comprises nine members, being Mr. Mai Boliang**, Mr. Li Guiping*, Ms. Zeng Beihua**, Mr. Wang Yu**, Mr. Liu Dong**, Mr. Chen Bo**, Mr. Feng Jinhua***, Mr. Fan Zhaoping*** and Mr. Cheng Hok Kai Frederick***.*

* *Executive Director*

** *Non-executive Directors*

*** *Independent non-executive Directors*