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慶鈴汽車股份有限公司

QINGLING MOTORS CO. LTD

*(a Sino-foreign joint venture joint stock limited company incorporated in the People's Republic of China)*

**(Stock Code: 1122)**

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING;  
CHANGE OF DIRECTORS, CHAIRMEN AND MEMBERS OF  
BOARD COMMITTEES, CHAIRMAN AND VICE CHAIRMAN;  
ELECTION OF EMPLOYEE DIRECTOR;  
CHANGE OF AUTHORISED REPRESENTATIVE;  
AND  
AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

Reference is made to the circular of Qingling Motors Co. Ltd (the “**Company**”) dated 30 March 2026 in respect of, inter alia, the resignation of directors and the proposed election of directors and the Proposed Amendments to the Articles of Association of the Company (the “**Circular**”). Unless otherwise stated, terms used in this announcement shall have the same meanings as those defined in the Circular.

**POLL RESULTS OF THE EGM**

The Board is pleased to announce that ordinary resolutions nos. 1 to 17 and special resolutions nos. 18 to 19 as set out in the Notice of EGM were duly passed by the Shareholders by way of poll at the EGM held on 22 April 2026.

Pan-China Certified Public Accountants LLP (“**Pan-China**”), the PRC auditor of the Company, has acted as the scrutineer for the EGM and compared the poll results summary to the respective poll forms collected by the Company. The work performed by Pan-China in this respect did not constitute an assurance engagement in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements issued by the Hong Kong Institute of Certified Public Accountants nor did it include provision of any assurance or advice on matters of legal interpretation or entitlements to vote.

As at the date of the EGM, there were a total of 2,482,268,268 issued Shares, which comprised 1,238,651,865 H Shares and 1,243,616,403 Domestic Shares in issue. There were no treasury shares held by the Company (including any treasury shares held or deposited with the Central Clearing and Settlement System established and operated by Hong Kong Securities Clearing Company Limited) as at the date of the EGM and, hence, no voting rights of treasury shares have been exercised at the EGM. Accordingly, the total number of Shares entitling the Shareholders to attend the EGM and vote for or against all the resolutions was 2,482,268,268 Shares. No holder of Shares who was entitled to attend the EGM was required, as set out in Rule 13.40 of the Listing Rules, to abstain from voting in favour of any of the resolutions proposed at the EGM and no holder of Shares was required, under the Listing Rules, to abstain from voting at the EGM, nor had any holders of Shares stated their intention in the Circular to vote against or abstain from voting on any of such resolutions at the EGM.

The poll results of the resolutions at the EGM are summarised as follows:

| Ordinary Resolutions* |  | Number of votes cast and approximate percentage of total number of votes cast |            | Number of votes cast      |
|-----------------------|--|---|------------|---------------------------|
|                       |  | For   | Against    | Abstain <sup>(Note)</sup> |
| 1.                    | To accept the resignation of Mr. LUO Yuguang as an executive Director, with effect from the date of the EGM.   | 1,733,898,174<br>100.00%  | 0<br>0.00% | 0                         |
| 2.                    | To accept the resignation of Mr. NAKAMURA Koji as an executive Director, with effect from the date of the EGM.   | 1,733,898,174<br>100.00%  | 0<br>0.00% | 0                         |
| 3.                    | To accept the resignation of Mr. TSUKUI Mikio as an executive Director, with effect from the date of the EGM.  | 1,733,898,174<br>100.00%  | 0<br>0.00% | 0                         |
| 4.                    | To accept the resignation of Mr. XU Song as an executive Director, with effect from the date of the EGM.   | 1,733,898,174<br>100.00%  | 0<br>0.00% | 0                         |
| 5.                    | To accept the resignation of Mr. LI Juxing as an executive Director, with effect from the date of the EGM.   | 1,733,898,174<br>100.00%  | 0<br>0.00% | 0                         |
| 6.                    | To accept the resignation of Mr. LI Xiaodong as an executive Director, with effect from the date of the EGM.   | 1,733,898,174<br>100.00%  | 0<br>0.00% | 0                         |
| 7.                    | To accept the resignation of Mr. LONG Tao as an independent non-executive Director, with effect from the date of the EGM.  | 1,733,898,174<br>100.00%  | 0<br>0.00% | 0                         |
| 8.                    | To accept the resignation of Mr. SONG Xiaojiang as an independent non-executive Director, with effect from the date of the EGM.  | 1,733,898,174<br>100.00%  | 0<br>0.00% | 0                         |
| 9.                    | To authorise the Board to terminate the service contracts entered into between the Company and each resigning Director on such terms and conditions as it may think fit. | 1,733,898,174<br>100.00%  | 0<br>0.00% | 0                         |

| Ordinary Resolutions* |   | Number of votes cast and approximate percentage of total number of votes cast |                    | Number of votes cast      |
|-----------------------|---|---|--------------------|---------------------------|
|                       |   | For   | Against            | Abstain <sup>(Note)</sup> |
| 10.                   | To consider and approve the election of Mr. LIU Zhongwei as an executive Director for a term commencing from the date of the EGM and ending on the date of the annual general meeting of the Company in 2027.   | 1,728,775,174<br>99.70%   | 5,123,000<br>0.30% | 0                         |
| 11.                   | To consider and approve the election of Mr. KANI Takuji as an executive Director for a term commencing from the date of the EGM and ending on the date of the annual general meeting of the Company in 2027.  | 1,733,600,174<br>99.98%   | 298,000<br>0.02%   | 0                         |
| 12.                   | To consider and approve the election of Mr. NAGATA Tomoya as an executive Director for a term commencing from the date of the EGM and ending on the date of the annual general meeting of the Company in 2027.  | 1,733,600,174<br>99.98%   | 298,000<br>0.02%   | 0                         |
| 13.                   | To consider and approve the election of Mr. XU Dengke as an executive Director for a term commencing from the date of the EGM and ending on the date of the annual general meeting of the Company in 2027.  | 1,733,898,174<br>100.00%  | 0<br>0.00%         | 0                         |
| 14.                   | To consider and approve the election of Ms. SONG Xiumin as an executive Director for a term commencing from the date of the EGM and ending on the date of the annual general meeting of the Company in 2027.  | 1,733,898,174<br>100.00%  | 0<br>0.00%         | 0                         |
| 15.                   | To consider and approve the election of Mr. YANG Xinglong as an independent non-executive Director for a term commencing from the date of the EGM and ending on the date of the annual general meeting of the Company in 2027.  | 1,733,898,174<br>100.00%  | 0<br>0.00%         | 0                         |
| 16.                   | To consider and approve the election of Ms. HOU Qian as an independent non-executive Director for a term commencing from the date of the EGM and ending on the date of the annual general meeting of the Company in 2027.   | 1,733,898,174<br>100.00%  | 0<br>0.00%         | 0                         |
| 17.                   | To authorise the Board to determine Directors' remuneration and to enter into a service contract or letter of appointment with each newly elected executive Director, employee Director, and independent non-executive Director on such terms and conditions as it may think fit and to do all such acts and things to give effect to such matters. | 1,729,389,174<br>99.74%   | 4,509,000<br>0.26% | 0                         |

| Special Resolutions* |   | Number of votes cast and approximate percentage of total number of votes cast percent |                    | Number of votes cast      |
|----------------------|---|---|--------------------|---------------------------|
|                      |   | For   | Against            | Abstain <sup>(Note)</sup> |
| 18.                  | To consider and approve the proposed amendments to the business scope of the Company and regulations governing the appointment and change of the legal representative (details of which are set out in the circular of the Company dated 30 March 2026 (the “ <b>Circular</b> ”)), and to authorize any one of the Directors to do all such acts and things and to sign all documents and to take any steps which in his absolute discretion consider to be necessary, desirable or expedient for the purpose of implementing and/or giving effect to the change of the business scope of the Company and regulations governing the appointment and change of the legal representative. | 1,730,471,174<br>99.80%   | 3,427,000<br>0.20% | 0                         |
| 19.                  | To consider and approve the proposed amendments to the articles of association of the Company (the “ <b>Articles of Association</b> ”) (details of which are set out in the Circular), and authorize any one of the Directors to do all such acts and things including obtaining all the necessary approval, authorisation, filing and/or registration from the relevant governmental or regulatory authorities and to sign all documents and to take any steps which in his absolute discretion consider to be necessary, desirable or expedient for the purpose of giving effect to the proposed amendments to the Articles of Association.   | 1,730,471,174<br>99.80%   | 3,427,000<br>0.20% | 0                         |

\* The full text of the resolutions are set out in the notice of EGM dated 30 March 2026.

*Note:* In accordance with Article 69 of the Articles of Association, any abstain vote shall be disregarded as voting rights for the purpose of calculating the voting result of that resolution.

As more than one-half of the votes were cast in favour of resolutions nos. 1 to 17, and more than two-thirds of the votes were cast in favour of resolutions nos. 18 to 19, accordingly, all the resolutions proposed at the EGM were duly passed as ordinary resolutions and special resolutions of the Company, respectively.

Directors attended the EGM included Mr. LUO Yuguang, Mr. KIJIMA Katsuya, Mr. LIU Tianni and Ms. CHEN Yen Yung, whilst Mr. NAKAMURA Koji, Mr. TSUKUI Mikio, Mr. XU Song, Mr. LI Xiaodong, Mr. LI Juxing, Mr. LONG Tao and Mr. SONG Xiaojiang were unable to attend the EGM due to other business commitments.

## **CHANGE OF DIRECTORS, CHAIRMEN AND MEMBERS OF BOARD COMMITTEES, CHAIRMAN AND VICE CHAIRMAN**

The Board further announces that, following the passing of resolutions nos. 1 to 8 and 10 to 16 at the EGM:

- (1) Mr. LUO Yuguang has resigned as an executive Director and has concurrently resigned as the chairman, a member of the remuneration committee and the chairman and a member of the nomination committee of the Company;
- (2) Mr. NAKAMURA Koji has resigned as an executive Director and has concurrently resigned as the vice chairman of the Company;
- (3) Mr. TSUKUI Mikio, Mr. XU Song, Mr. LI Juxing and Mr. LI Xiaodong have resigned as executive Directors;
- (4) Mr. LONG Tao has resigned as an independent non-executive Director, and has concurrently resigned as a member of the audit committee, remuneration committee and nomination committee of the Company;
- (5) Mr. SONG Xiaojiang has resigned as an independent non-executive Director, and has concurrently resigned as the chairman and a member of the audit committee, the chairman and a member of the remuneration committee, and a member of the nomination committee of the Company;
- (6) Mr. LIU Zhongwei has been appointed as an executive Director, and has concurrently been appointed as the chairman, a member of the remuneration committee and the chairman and a member of the nomination committee of the Company;
- (7) Mr. KANI Takuji has been appointed as an executive Director, and has concurrently been appointed as the vice chairman of the Company;
- (8) Mr. NAGATA Tomoya, Mr. XU Dengke and Ms. SONG Xiumin has been appointed as executive Directors;
- (9) Mr. YANG Xinglong has been appointed as an independent non-executive Director, and has concurrently been appointed as the chairman and a member of the audit committee, the chairman and a member of the remuneration committee and a member of the nomination committee of the Company; and
- (10) Ms. HOU Qian has been appointed as an independent non-executive Director, and has concurrently been appointed as a member of the audit committee, a member of the remuneration committee and a member of the nomination committee of the Company.

The biographical details and other relevant information of each of the newly appointed executive Directors and independent non-executive Directors have been disclosed in the Circular.

## **ELECTION OF EMPLOYEE DIRECTOR**

The Board further announces that at the recently convened employee representative meeting of the Company, Ms. YAN Huarong was elected as an employee Director, for a term commencing from 22 April 2026 and ending on the date of annual general meeting of the Company in 2027. Biographical details and relevant information of Ms. YAN have been disclosed in the Circular.

## **CHANGE OF AUTHORISED REPRESENTATIVE**

In view of the above resignation, Mr. LI Juxing has ceased to be the Company's authorised representative (the "**Authorised Representative**") under Rule 3.05 of the Listing Rules and Mr. SHU Zhaowan has ceased to be the alternate authorised representative of Mr. LI Juxing under Rule 3.06(2) of the Listing Rules, both with effect from 22 April 2026.

Ms. SONG Xiumin has been appointed as an Authorised Representative with effect from 22 April 2026.

## **AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The Board further announces that the Proposed Amendments to the Articles of Association were duly approved by the Shareholders by way of a special resolution at the EGM. The Proposed Amendments to the Articles of Association shall take effect from the date of the EGM. The full text of the amended Articles of Association is published on the websites of the Stock Exchange and the Company. Shareholders should be aware that the English version of the amended Articles of Association is a translation of the Chinese version. In case of any discrepancies between the English and Chinese versions, the Chinese version shall prevail.

The Board would like to express its sincere gratitude to the resigning Directors for their valuable contributions to the Company during their respective tenures, and extends a warm welcome to the newly elected Directors joining the Board.

By order of the Board  
**Qingling Motors Co. Ltd**  
*Executive Director and Company Secretary*  
**SONG Xiumin**

Chongqing, the PRC, 22 April 2026

*As at the date of this announcement, the Board comprises 11 Directors, of which Mr. LIU Zhongwei, Mr. KANI Takuji, Mr. KIJIMA Katsuya, Mr. NAGATA Tomoya, Mr. XU Dengke and Ms. SONG Xiumin are executive Directors, Ms. YAN Huarong is an employee Director, and Mr. YANG Xinglong, Ms. HOU Qian, Mr. LIU Tianni and Ms. CHEN Yen Yung are independent non-executive Directors.*