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CHINA AUTOMOBILE NEW RETAIL (HOLDINGS) LIMITED

中國汽車新零售（控股）有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 526)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the special general meeting (the “**SGM**”) of China Automobile New Retail (Holdings) Limited (the “**Company**”) will be held at 14/F Fairmont House, 8 Cotton Tree Drive, Central, Hong Kong on 17 December 2021, Friday at 11:30 a.m. for the purpose of considering and, if thought fit, passing, with or without modifications, the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

1. “**THAT**

- (a) the transactions under the Export Agency Agreement (as defined in the circular of the Company dated 30 November 2021 (the “**Circular**”) for the year ended 31 March 2021 and the period from 1 April 2021 to 31 December 2021 that exceeded the original annual cap for the financial year ended 31 March 2021 and the period from 1 April 2021 to 31 December 2021 respectively (the “**EAA Ratification**”) be ratified, confirmed and approved;
- (b) the revision of the annual cap for the continuing connected transaction contemplated under the Export Agency Agreement (as defined in the Circular) for the nine months ending 31 December 2021 (the “**Revised Export Annual Cap**”), be and are hereby ratified, confirmed and approved;

- (c) any one director of the Company be and is hereby authorised to, on behalf of the Company, do all such acts and sign, seal, execute and deliver all such documents and take all such actions as he/she may consider necessary or desirable for the purpose of or in connection with or to give effect to EAA Ratification and the Revised Export Annual Cap and the transactions contemplated thereunder; and
- (d) any and all actions of the Company, or of any Director or officer of the Company, taken in connection with the foregoing resolutions prior to the execution hereof be and were hereby ratified, confirmed, approved and adopted in all respects as fully as if such action(s) had been presented to for approval, and approved by, the Company prior to such action being taken.

2. **“THAT**

- (a) the transactions under the Import Agency Agreement (as defined in the Circular) for the year ended 31 March 2021 and the period from 1 April 2021 to 31 December 2021 that exceeded the original annual cap for the financial year ended 31 March 2021 and the period from 1 April 2021 to 31 December 2021 respectively (the “**IAA Ratification**”) be ratified, confirmed and approved;
- (b) the revision of the annual cap for the continuing connected transaction contemplated under the Import Agency Agreement (as defined in the Circular) for the nine months ending 31 December 2021 (the “**Revised Import Annual Cap**”), be and are hereby ratified, confirmed and approved;
- (c) any one director of the Company be and is hereby authorised to, on behalf of the Company, do all such acts and sign, seal, execute and deliver all such documents and take all such actions as he/she may consider necessary or desirable for the purpose of or in connection with or to give effect to IAA Ratification and the Revised Import Annual Cap and the transactions contemplated thereunder; and

- (d) any and all actions of the Company, or of any Director or officer of the Company, taken in connection with the foregoing resolutions prior to the execution hereof be and were hereby ratified, confirmed, approved and adopted in all respects as fully as if such action(s) had been presented to for approval, and approved by, the Company prior to such action being taken.

By Order of the Board
CHINA AUTOMOBILE NEW RETAIL (HOLDINGS) LIMITED
Cheng Jianhe
Executive Director

Hong Kong, 30 November 2021

Notes:

1. A member of the Company entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one or, if he is the holder of two or more shares, more than one proxy to attend and vote in his stead. A proxy need not be a member of the Company.
2. To be valid, the form of proxy together with a power of attorney or other authority, if any, under which it is signed or a certified copy of such power or authority must be deposited with the Company's branch share registrar in Hong Kong, Tricor Secretaries Limited at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 48 hours before the time appointed for holding the meeting or any adjournment thereof.
3. Completion and return of the accompanying form of proxy will not preclude members of the Company from attending and voting in person at the meeting or any adjournment thereof should they so wish.
4. The transfer books and register of members of the Company will be closed from 14 December 2021 to 17 December 2021, both days inclusive, to determine the entitlement of shareholders of the Company to attend and vote at the SGM, during which period no share transfers can be registered. In order to be eligible to attend and vote at the SGM, all duly completed share transfer documents accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Secretaries Limited of Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, no later than 4:30 p.m. on 13 December 2021.
5. Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities of The Stock Exchange of Hong Kong Limited, the resolutions as set out in this notice will be decided by poll at the meeting.

In view of the current COVID-19 pandemic situation, the Company will implement the following precautionary measures at the SGM to protect the Shareholders and other attendees from risk of infection:

1. At the entrance of the SGM Venue, a compulsory body temperature check will be conducted on every person attending the SGM. Any person with a body temperature of over 37.3 degrees Celsius, or any individual who has any flu-like symptoms or is otherwise unwell will not be admitted to the SGM Venue.
2. Every attendees will be required to sign and complete a health declaration form before admission to the SGM Venue.
3. Seating at the SGM Venue will be arranged so as to allow for appropriate social distancing. As a result, there will be limited capacity for Shareholders to attend the SGM. The Company may limit the number of attendees at the SGM as may be necessary to avoid over-crowding.
4. Every attendee is required to wear a surgical face mask at any time within the SGM Venue.
5. Any attendee who declines any of the abovementioned measures will not be admitted to the SGM Venue.
6. No food or beverages or gifts will be provided to the attendees at the SGM.

To the extent permitted under the laws of Hong Kong, the Company reserves the right to deny entry to the SGM venue or require any person to leave the SGM Venue in order to ensure the safety of the attendees at the SGM.

The Company would like to remind the Shareholders to consider appointing the Chairman of the SGM as his/her/its proxy to vote on the resolution at the SGM as an alternative to attending the SGM in person. In order to be valid, the form of proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or authority, must be deposited at the Company's Hong Kong branch share registrar, Tricor Secretaries Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong, not less than 48 hours before the time appointed for holding the SGM.

Subject to the development of the COVID-19 situation, the Company may implement and/or adjust precautionary measures for the SGM at short notice as the public health situation changes, and may issue further announcement(s) on such measures as and when appropriate.

As at the date of this notice, the Board comprises Mr. Li Lixin, Mr. Cheng Jianhe and Ms. Jin Yaxue being executive Directors, Ms. Cheng Weihong being non-executive Director, Mr. He Chengying, Mr. Shin Yick Fabian and Mr. Kwong Kwan Tong being independent non-executive Directors.