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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)

PROPOSED CHANGE OF DIRECTORS

The Board of Directors (the “**Board**”) of BAIC Motor Corporation Limited (the “**Company**”) wishes to announce that as Mr. Li Zhili and Mr. Ma Chuanqi, both being non-executive directors of the Company, have reached the retirement age, and as proposed by BAIC Automotive Group Co., Ltd. (“**BAIC Group**”), the controlling shareholder, the Board proposed to appoint Mr. Zhang Jianyong and Ms. Shang Yuanxian as directors of the Company for a term commencing from the date of approval by the Shareholders at the general meeting until expiration of the term of this session of the Board. With effect from the date of appointment of the Newly Appointed Directors, Mr. Li Zhili and Mr. Ma Chuanqi will cease to serve as directors of the Company. Mr. Zhang Jianyong and Ms. Shang Yuanxian will be non-executive Directors of the Company, as they do not hold any position (other than director) in the Company, and are expected to participate in formulating the business plans and strategies of the Company through the Board of directors upon their appointment.

Each of Mr. Li Zhili and Mr. Ma Chuanqi confirms that he has no disagreement in any respect with the Board and there is no matter relating to his resignation that should be brought to the attention of the shareholders of the Company (the “**Shareholders**”) or The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express their sincere appreciation to Mr. Li Zhili and Mr. Ma Chuanqi for their valuable contributions to the Company during their term of office as non-executive directors of the Company.

The biographical details of Mr. Zhang Jianyong and Ms. Shang Yuanxian (collectively, the “**Newly Appointed Directors**”) which are discloseable pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) are as follows:

Mr. Zhang Jianyong, aged 39, holds a doctoral degree in management science and engineering and is a senior accountant. At present, he is the deputy general manager of BAIC Group, a director of Beiqi Foton Motor Co., Ltd. (“**Foton**”), an executive director and secretary of the Communist Party of China (CPC) committee of BAIC Group Industrial Investment Co., Ltd. (北京汽車集團產業投資有限公司), a director of Shandong Binzhou Bohai Piston Co., Ltd. and the chairman and secretary of the Communist Party of China (CPC) committee of BAIC Group Finance Co., Ltd..

Mr. Zhang Jianyong has about 15 years of experience in finance and management. He served in various positions, including as the chief accountant of the finance and asset department of the State Electric Power Research Institute from July 2001 to December 2003, served as the assistant manager of asset and finance department, deputy manager of finance department and manager of finance department of Beijing Automotive Industry Holding Co., Ltd. from December 2003 to December 2010, served as the head of finance department and deputy chief financial officer and concurrently the head of finance department of BAIC Group from December 2010 to May 2015, and deputy general manager of BAIC International Development Co. Ltd. from April 2013 to June 2014.

Ms. Shang Yuanxian, aged 50, holds a bachelor degree in Commercial Enterprise Management and is a senior accountant and a certified public accountant. At present, she is the secretary of the board of directors of BAIC Group and the director of the office under the board of directors, the director of Foton and Jiangxi Changhe Motor Co., Ltd. as well as the director of Shandong Binzhou Bohai Piston Co., Ltd..

Ms. Shang Yuanxian has about 30 years of experience in financial, auditing, capital operation and management and she has consecutively held many posts. Specifically, from August 1988 to December 1999, she was the member of the Auditing Bureau of Shizuishan City of Ningxia as well as the director and deputy head of the Auditing Department of the bureau; from December 1999 to December 2001, she served as the manager of the Auditing Department of SHINEWING CPA Limited; from December 2001 to May 2005, she consecutively served as the deputy manager and manager of the Auditing Department and the manager of the Financial Department of China Huan Dao (Group) Ltd. (中國寰島(集團)公司); from May 2005 to December 2010, she worked as the deputy manager and the head of the Department of the Management of State-owned Assets in Beijing Automotive Industry Holding Co., Ltd.; from December 2010 to December 2015, she was the head of the Department of Management of State-owned Assets, the supervisor of capital operation and the head of the Department of Capital Operation of BAIC Group.

If the resolutions regarding the appointment of the Newly Appointed Directors are passed at the general meeting, then the Company will enter into a service contract with each of the Newly Appointed Directors on the day when their term of office becomes effective. Currently, Mr. Zhang Jianyong and Ms. Shang Yuanxian will not receive any remuneration from the Company as they do not hold any position (other than director) in the Company.

Each of the Newly Appointed Directors has confirmed that, save as disclosed above, (1) he/she does not hold any position with the Company or any of its subsidiaries and has not been a director or supervisor in any other listed companies in the past three years; (2) he/she does not have any relationships with any 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 of the Company within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong as at the date of this announcement.

Each of the Newly Appointed Directors has confirmed that, save as disclosed above, there is no other information that needs to be disclosed pursuant to Rule 13.51(2) of the Listing Rules, and there are no other matters concerning his/her appointment that need to be brought to the attention of the Shareholders.

By order of the Board
BAIC Motor Corporation Limited
Chairman
Xu Heyi

Beijing, the PRC, 25 July 2016

As at the date of this announcement, the Board comprises Mr. Xu Heyi, as Chairman of the Board and non-executive Director; Mr. Zhang Xiyong, Mr. Li Zhili, as non-executive Directors; Mr. Li Feng, as executive Director; Mr. Ma Chuanqi, Mr. Qiu Yinfu, Mr. Hubertus Troska, Mr. Bodo Uebber, Ms. Wang Jing and Mr. Yang Shi, as non-executive Directors; and Mr. Fu Yuwu, Mr. Wong Lung Tak Patrick, Mr. Bao Robert Xiaochen, Mr. Zhao Fuquan and Mr. Liu Kaixiang, as independent non-executive Directors.

* *For identification purpose only*