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長城汽車股份有限公司  
**GREAT WALL MOTOR COMPANY LIMITED\***

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

**(Stock code: 2333)**

**PROPOSED AMENDMENTS TO  
THE ARTICLES OF ASSOCIATION**

**BOOK CLOSURE PERIOD**

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The Company proposed amendments to its business scope as contained in the Articles of Association based on the business needs of the Company. The proposed amendments to the Articles of Association are subject to the approval by the Shareholders by passing a special resolution at the AGM. The amendments to the Articles of Association shall come into effect upon Shareholders' approval being obtained at the AGM and the approval(s) of the relevant PRC governmental authorities (if applicable).

**BOOK CLOSURE PERIOD**

In order to determine the list of Shareholders who will be entitled to attend and vote at the AGM and/or the Class Meetings (as the case may be), the H Share register of members of the Company will be closed from Tuesday, 11 April 2017 to Thursday, 11 May 2017 (both days inclusive), during which no transfer of H Shares will be effected.

In order to determine the list of Shareholders who will be entitled to the proposed final dividends for the year 2016, the H Share register of members of the Company will be closed from Friday, 19 May 2017 to Wednesday, 24 May 2017 (both days inclusive), during which no transfer of H Shares will be effected.

# I. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Great Wall Motor Company Limited (the “**Company**”) proposed amendments to its business scope as contained in the articles of association of the Company (the “**Articles of Association**”) based on the business needs of the Company. The details of the amendments are set out as follows:

Article 12 of the original Articles of Association which reads as follows:

“The Company’s scope of business shall be consistent with and subject to that approved by the authority responsible for company registrations.

The Company’s scope of business is as follows: manufacturing of automobiles and components thereof; production, development, design, research and development and technical services, processing agency and sale of accessories and provision of after-sale services and consultation services thereof; information technology services; manufacturing of electronic and mechanical equipments (except for those restricted or prohibited by the State from foreign investment and those with special limitations); processing and manufacturing of moulds; design, production and sale of cast iron and steel components and provision of related after-sales services; repair and maintenance of automobiles; general cargo freight transportation and special transportation; storage and logistics (a licence is required for operation in the event of an administrative permit involved); export of components and accessories of automobiles manufactured and purchased by the Company; import and export of goods and techniques (excluding those distributed and operated exclusively by the State and except for those restricted by the State); leasing out self-owned buildings and equipment.”

To be amended to read as follows:

“The Company’s scope of business shall be consistent with and subject to that approved by the authority responsible for company registrations.

The Company’s scope of business is as follows: manufacturing of automobiles and components thereof; production, development, design, research and development and technical services, processing agency and sale of accessories and provision of after-sale services and consultation services thereof; information technology services; manufacturing of electronic and mechanical equipments (except for those restricted or prohibited by the State from foreign investment and those with special limitations); processing and manufacturing of moulds; design, production and sale of cast iron and steel components and provision of related after-sales services; repair and maintenance of automobiles; general cargo freight transportation and special transportation; storage and logistics (a licence is required for operation in the event of an administrative permit involved); export of components and accessories of automobiles manufactured and purchased by the Company; import and export of goods and techniques (excluding those distributed and operated exclusively by the State and except for those restricted by the State); leasing out self-owned buildings and equipment. Sales of lubricants, automotive apparel and automotive decorations; daily necessities; consulting services of automotive information; training of maintenance skills and relevant services; wholesale and

retail of electronic hardware and products; used car dealing; automobile rental services; registration agents; transfer agency services; design, production and sale of motor batteries; enterprise management consultation; services and sales of application software; processing, recycling and sale of scrap metal, waste plastic, used paper and other disposal materials (excluding hazardous waste and chemicals).”

One of the executive directors of the Company will be authorized to apply, on behalf of the Company, to the relevant regulatory authorities for handing the amendments, approval, registration, filing procedures, etc. for the amendments to the Articles of Association.

The amendments to the Articles of Association shall come into effect upon the approval of the shareholders of the Company (the “**Shareholders**”) being obtained at the annual general meeting of the Company to be held on 11 May 2017 (the “**AGM**”) and the approval(s) of the relevant PRC governmental authorities (if applicable).

The whole text of the amended Articles of Association will be published on the websites of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)) and the official website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn)) after the relevant amendments to the Articles of Association become effective.

The whole text of the original Articles of Association was published on the websites of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)) and the official website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn)) on 23 September 2016.

## **II. BOOK CLOSURE PERIOD**

In order to determine the list of Shareholders who will be entitled to attend and vote at the AGM and/or the class meeting of A Shareholders and the class meeting of H Shareholders (the “**Class Meetings**”) (as the case may be), the H Share register of members of the Company will be closed from Tuesday, 11 April 2017 to Thursday, 11 May 2017 (both days inclusive), during which no transfer of H shares of the Company (the “**H Shares**”) will be effected. H Shareholders whose names appear on the H Share register of members of the Company at 4:30 p.m. on Monday, 10 April 2017 shall be entitled to attend and vote at the AGM and the H shareholders’ Class Meeting. In order for the H Shareholders to qualify for attending and voting at the AGM and the H shareholders’ Class Meeting, all completed share transfer documents accompanied by the relevant H Share certificates must be lodged with the Company’s H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, and in any case no later than 4:30 p.m. on Monday, 10 April 2017.

Upon obtaining approval at the forthcoming AGM, the final dividends for the year 2016 will be paid on or about Friday, 23 June 2017 to the Shareholders whose names appear on the H Shares register of members of the Company as at the close of business on Wednesday, 24 May 2017. The H Shares register of members of the Company will be closed from Friday, 19 May 2017 to Wednesday, 24 May 2017 (both days inclusive), during which period no transfer of H Shares will be registered. In order for H Shareholders to qualify for the proposed final

dividends, all the share transfer documents accompanied by the relevant instructions must be lodged with the Company's H Share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Thursday, 18 May 2017.

This announcement is published on the websites of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)) and the official website of the Company ([www.gwm.com.cn](http://www.gwm.com.cn)).

By order of the Board  
**Great Wall Motor Company Limited**  
**Xu Hui**  
*Company Secretary*

Baoding, Hebei Province, the PRC, 24 March 2017

*As at the date of this announcement, members of the Board comprise:*

*Executive Directors: Mr. Wei Jian Jun, Ms. Wang Feng Ying and Ms. Yang Zhi Juan.*

*Non-executive Director: Mr. He Ping.*

*Independent Non-executive Directors: Mr. Wong Chi Hung, Stanley, Mr. Lu Chuang and Mr. Ma Li Hui.*

\* *For identification purpose only*