
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this supplemental circular or as to the action to be taken, you should consult your licensed securities dealer or registered institution in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in China Harmony New Energy Auto Holding Limited, you should at once hand this supplemental circular and the accompanying supplemental form of proxy to the purchaser or the transferee or to the licensed securities dealer or registered institution in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this supplemental circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss however arising from or in reliance upon the whole or any part of the contents of this supplemental circular.



HARMONY AUTO

和諧汽車

China Harmony New Energy Auto Holding Limited

中國和諧新能源汽車控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 03836)

**SUPPLEMENTAL CIRCULAR TO
THE ANNUAL GENERAL MEETING
IN RELATION TO GRANT OF SHARE OPTIONS UNDER
THE SHARE OPTION SCHEME AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

This supplemental circular (the “**Supplemental Circular**”) shall be read in conjunction with the circular of the Company dated April 29, 2017 (the “**Circular**”).

A letter from the Board is set out in pages 1 to 8 of this Supplemental Circular.

The notice of the AGM to be held as originally scheduled at 4:00 p.m. on (Friday) June 9, 2017 at Taishan Room, Level 5, Island Shangri-La, Hong Kong are set out on pages 14 to 18 of the Circular.

A supplemental notice of the AGM (the “**Supplemental Notice**”) is set out on pages 9 to 10 of this Supplemental Circular.

A supplemental form of proxy the (“**Supplemental Form of Proxy**”) for use at the AGM is also enclosed with this Supplemental Circular. Such Supplemental Form of Proxy is also published on the websites of The Stock Exchange of Hong Kong Limited (<http://www.hkexnews.hk>) and the Company (<http://www.hexieauto.com>), respectively. Whether or not you are able to attend the meeting, you are requested to complete the accompanying applicable Supplemental Form of Proxy in accordance with the instructions printed thereon and return it to the Company’s share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen’s Road East, Hong Kong as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the meeting or any adjournment thereof. Completion and return of the Supplemental Form of Proxy will not preclude you from attending and voting at the meeting or any adjournment thereof if you so wish.

May 24, 2017

CONTENTS

	<i>Page</i>
Definitions	ii
Letter from the Board	1
Supplemental Notice of Annual General Meeting	9

DEFINITIONS

In this Supplemental Circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“AGM”	the annual general meeting of the Company to be held at Taishan Room, Level 5, Island Shangri-La, Hong Kong on (Friday) June 9, 2017 at 4:00 p.m. or any adjournment thereof
“Articles of Association”	the articles of association of the Company currently in force
“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors
“Business Day”	any day (excluding Saturday) on which banks in Hong Kong generally are open for business and the Stock Exchange is open for the business of dealing in securities
“Circular”	the circular of the Company dated April 29, 2017
“Company”	China Harmony New Energy Auto Holding Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange
“core connected person(s)”	has the meaning ascribed to it under the Listing Rules
“Date of Conditional Grant”	May 9, 2017
“Director(s)”	the director(s) of the Company
“Grant of Share Options”	the conditional grant of the Share Options
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Shareholders”	the Shareholders other than the core connected persons of the Company

DEFINITIONS

“Latest Practicable Date”	May 19, 2017, being the latest practicable date prior to the printing of this Supplemental Circular for the purpose of ascertaining certain information contained in this Supplemental Circular
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Original Form of Proxy”	the form of proxy for the AGM dispatched to Shareholders with the Circular
“Original Notice”	the notice of AGM dispatched to Shareholders with the Circular
“PRC”	the People’s Republic of China, and for the purpose of this Supplemental Circular, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan region
“Proposed Grantee”	Mr. Feng Changge
“Securities and Futures Ordinance”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Share(s)”	ordinary share(s) of HK\$0.01 each in the issued capital of the Company or if there has been a subsequent subdivision, consolidation, reclassification or reconstruction of the share capital of the Company, shares forming part of the ordinary equity share capital of the Company
“Shareholder(s)”	the holder(s) of the Share(s)
“Share Options”	share options conditionally granted to Mr. Feng Changge under the Share Option Scheme to subscribe for 5,000,000 Shares at the exercise price of HK\$3.00 per Share, subject to the approval by the Independent Shareholders at the AGM

DEFINITIONS

“Share Option Scheme”	the share option scheme adopted by the Company on June 26, 2015 and the details of which are disclosed in the Company’s circular dated June 10, 2015
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

LETTER FROM THE BOARD



HARMONY AUTO

和諧汽車

China Harmony New Energy Auto Holding Limited

中國和諧新能源汽車控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 03836)

Executive Directors:

Mr. FENG Change
Mr. LIU Fenglei
Mr. YANG Lei
Mr. QIAN Yewen
Ms. MA Lintao

Non-executive Director:

Mr. FAN Qihui

Independent Non-executive Directors:

Mr. XIAO Changnian
Mr. LIU Zhangmin
Mr. XUE Guoping

Registered Office:

Cricket Square, Hutchins Drive
PO Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Principal Place of Business and

Headquarter in the PRC:

15A, Building A, Shangwunehuan Road
CBD Zhengdongxin District
Zhengzhou, Henan Province
PRC

Principal Place of Business in Hong Kong:

18/F, Tesbury Centre
28 Queen's Road East, Wanchai
Hong Kong

May 24, 2017

To the Shareholders

Dear Sir/Madam,

**SUPPLEMENTAL CIRCULAR TO
THE ANNUAL GENERAL MEETING
IN RELATION TO GRANT OF SHARE OPTIONS UNDER
THE SHARE OPTION SCHEME AND
SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING**

LETTER FROM THE BOARD

INTRODUCTION

This Supplemental Circular should be read in conjunction with the Circular.

The purpose of this Supplemental Circular is to provide you with information regarding the additional resolution in relation to Grant of Share Options under the Share Option Scheme to be proposed at the AGM and to give you the Supplemental Notice and the Supplemental Form of Proxy.

ADDITIONAL RESOLUTION IN RELATION TO GRANT OF SHARE OPTIONS UNDER THE SHARE OPTION SCHEME

On May 9, 2017, the Board resolved to grant to Mr. Feng Changge, the chairman of the Board, an executive Director and a substantial shareholder of the Company, the Share Options entitling Mr. Feng Changge to subscribe for 5,000,000 Shares at the exercise price of HK\$3.00 per Share, subject to and conditional upon the approval of the grant of the Share Options by the Independent Shareholders at the AGM and the acceptance of the Share Options by the Proposed Grantee.

Reference is made to the circular of the Company dated June 10, 2015 in relation to the adoption of the Share Option Scheme. The Share Options conditionally granted to Mr. Feng Changge are subject to the same terms as disclosed in the appendix to the circular of the Company dated June 10, 2015. In particular, the following are the details of the Share Options conditionally granted to Mr. Feng Changge under the Share Option Scheme:

Date of Conditional Grant:	May 9, 2017
Exercise price of Share Options granted:	HK\$3.00 per Share, representing the highest of (i) the closing price of HK\$2.49 per Share as stated in the daily quotations sheets issued by the Stock Exchange on the Date of Conditional Grant; (ii) the average closing price of HK\$2.736 per Share as stated in the daily quotations sheets issued by the Stock Exchange for the five business days immediately preceding the Date of Conditional Grant; and (iii) the nominal value of HK\$0.01 per Share.
Total number of Share Options granted:	5,000,000 Share Options (each Share Option shall entitle the Proposed Grantee to subscribe for one Share)
Closing price of the Shares on the Date of Conditional Grant:	HK\$2.49 per Share

LETTER FROM THE BOARD

Validity period of the Share Options: The Share Options are valid from the Date of Conditional Grant till the earlier of (i) the day on which the Proposed Grantee ceases to be an employee of the Company and its subsidiaries; and (ii) June 28, 2025.

Performance targets: Subject to such terms and conditions as the Board may determine, no performance target need to be achieved by the Proposed Grantee before the Share Options can be exercised.

Time of Acceptance: An offer shall be made to the Proposed Grantee by letter in such form as the Board may from time to time determine requiring the Proposed Grantee to undertake to hold the option on the terms on which it is to be granted and to be bound by the provisions of the Share Option Scheme and shall remain open for acceptance by the Proposed Grantee to whom an offer is made for a period of 28 days from the offer date, provided that no such offer shall be open for acceptance after the tenth anniversary of the adoption date or after the Share Option Scheme has been terminated in accordance with its provisions.

An offer shall be deemed to have been accepted when the duplicate letter comprising acceptance of the offer is duly signed by the Proposed Grantee with the number of Shares in respect of which the offer is accepted clearly stated therein, together with a remittance in favour of the Company of HK\$1.00 (receipt of which shall be deemed to be acknowledged by the Company upon receipt of the duplicate letter comprising acceptance of the offer letter duly signed by the Proposed Grantee) by way of consideration for the grant thereof, is received by the Company. Such remittance shall not be refundable.

A Share Option may be exercised during the period from the date of approval of the grant of the Share Options by Independent Shareholders to June 28, 2025.

Subject to such terms and conditions as the Board may determine, there is no minimum period for which an option must be held before it can be exercised.

LETTER FROM THE BOARD

Ranking of Shares:

The Shares to be allotted and issued upon the exercise of a Share Option will be subject to the provisions of the Articles of Association and will rank pari passu with the fully paid Shares in issue as from the date of exercise of the Share Option and in particular will entitle the holders to participate in all dividends or other distributions paid or made on or after the date of exercise of the Share Option other than any dividend or other distribution previously declared or recommended or resolved to be paid or made if the record date therefor is before the date of exercise of the Share Option, provided always that when the date of exercise of the Share Option falls on a date upon which the register of members of the Company is closed then the exercise of the option shall become effective on the first Business Day in Hong Kong on which the register of members of the Company is re-opened.

Transferability of Options:

A Share Option shall be personal to the Proposed Grantee and shall not be assignable or transferable. The Proposed Grantee shall not in any way sell, transfer, charge, mortgage, encumber or create any interests in favour of any third party over or in relation to any Share Option.

Rights on winding-up:

In the event a notice is given by the Company to its Shareholders to convene a Shareholders' meeting for the purpose of considering and, if thought fit, approving a resolution to voluntarily wind-up the Company, the Company shall forthwith give notice thereof to the Proposed Grantee and the Proposed Grantee may at any time thereafter (but before such time as shall be notified by the Company) exercise the Share Option to its full extent or, if the Company shall give the relevant notification, to the extent notified by the Company, and the Company shall as soon as possible and in any event no later than three days prior to the date of the proposed Shareholders' meeting, allot, issue and register in the name of the Proposed Grantee such number of fully paid Shares which fall to be issued on exercise of such option.

Pursuant to Rule 17.04(1) of the Listing Rules, the grant of Share Options to the Proposed Grantee has been reviewed and approved by the independent non-executive Directors.

LETTER FROM THE BOARD

LISTING RULES IMPLICATIONS

Pursuant to Rule 17.04(1) of the Listing Rules, where any grant of options to a substantial shareholder or an independent non-executive director of the Company, or any of their respective associates, would result in the shares issued or to be issued upon exercise of all options already granted or to be granted (including options exercised, cancelled and outstanding) to such person in the 12-month period up to and including the date of such grant:

- (a) representing in aggregate over 0.1% of the relevant class of securities in issue; and
- (b) having an aggregate value, based on the closing price of the securities at the date of each grant, in excess of HK\$5 million,

such further grant must be approved by the Shareholders. The grantee, his associates and all core connected persons of the Company must abstain from voting in favour of such grant at the general meeting.

As the total number of Shares issued and to be issued upon exercise of the Share Options granted to Mr. Feng Changge would in a 12-month period exceed 0.1% of the Shares in issue and having an aggregate value, based on the closing price of the Shares on May 9, 2017, in excess of HK\$5 million, such grant of Share Options to and acceptance thereof by Mr. Feng Changge are subject to the approval of Independent Shareholders pursuant to the Listing Rules. Mr. Feng Changge and his associates and all core connected persons of the Company must abstain from voting in favour of such resolution at the forthcoming AGM to be convened by the Company and such grant shall not take effect or be exercisable until such approval is obtained.

As at the Latest Practicable Date, other than the Share Options conditionally granted to Mr. Feng Changge for the subscription of 5,000,000 Shares (representing approximately 0.32% of all Shares in issue as at the Latest Practicable Date), Mr. Feng Changge is also interested in 688,066,160 Shares (representing approximately 43.67% of all Shares in issue as at the Latest Practicable Date) respectively.

As at the Latest Practicable Date, to the extent that it is aware by the Board having made all reasonable enquires, Mr. Feng Changge, Ms. Ma Lintao, Mr. Liu Fanglei, Mr. Yanglei, Mr. Qian Yewen and Eagle Seeker Company Limited are core connected persons of the Company and are thus required to abstain from voting in favour on the additional resolution No. 7 at the AGM.

None of the Directors is the trustee of the Share Option Scheme nor has direct or indirect interest in the trustee of the Share Option Scheme.

LETTER FROM THE BOARD

REASONS FOR GRANT OF SHARE OPTIONS TO THE PROPOSED GRANTEEES

Mr. Feng Changge is a key personnel at the Group and has devoted his services to the Group and the automobile industry for years and a treasured contribution for the growth of the business of the Group. As the chairman of the Board, Mr. Feng Changge continues to guide the Group in overall strategic and business direction as well as leading the management implementing the business strategies of the Group.

The Company and the independent non-executive Directors consider that the Grant of Share Options is in the interest of the Company and the Shareholders as a whole and is fair and reasonable, in recognition of the long term devotion of Mr. Feng Changge to the Group. This is consistent with the remuneration policy of the Company for the position held by Mr. Feng Changge. The Company would also consider that the Grant of Share Options was an incentive for continuing effort of Mr. Feng Changge in the Group.

EFFECT ON SHAREHOLDING STRUCTURE OF THE COMPANY UPON EXERCISE OF THE SHARE OPTIONS

The shareholding structure of the Company (a) as at the Latest Practicable Date; (b) immediately upon exercise of all Share Options only (but not other outstanding options granted under the Share Option Scheme); and (c) immediately upon exercise of all the Share Options and outstanding options granted under the Share Option Scheme are as follows:

	As at the Latest Practicable Date		Immediately upon exercise of all the Share Options only		Immediately upon exercise of all Share Options and outstanding options granted under the Share Options Scheme	
	Number of Shares held directly or indirectly	Approximate percentage of the entire issued share capital of the Company	Number of Shares held directly or indirectly	Approximate percentage of the entire issued share capital of the Company	Number of Shares held directly or indirectly	Approximate percentage of the entire issued share capital of the Company
Mr. Feng Changge (<i>Notes 1 & 3</i>)	688,066,160	43.67%	693,066,160	43.85%	693,066,160	42.11%
Ms. Ma Lintao (<i>Notes 2 & 3</i>)	688,066,160	43.67%	693,066,160	43.85%	693,066,160	42.11%
Eagle Seeker Company Limited (<i>Notes 1 & 3</i>)	688,066,160	43.67%	688,066,160	43.53%	688,066,160	41.81%
Mr. Liu Fenglei (<i>Note 3</i>)	527,954	0.03%	527,954	0.03%	5,527,954	0.34%
Mr. Yang Lei (<i>Note 3</i>)	1,486,607	0.09%	1,486,607	0.09%	4,486,607	0.27%
Mr. Qian Yewen (<i>Note 3</i>)	662,000	0.04%	662,000	0.04%	8,662,000	0.53%

LETTER FROM THE BOARD

Notes:

1. Mr. Feng Changge is interested in the entire issued share capital of Eagle Seeker Company Limited, which in turn is interested in approximately 43.67% of the issued share capital of the Company.
2. Ms. Ma Lintao is Mr. Feng Changge's spouse and is therefore deemed to be interested in all the Shares of the Company in which Mr. Feng Changge is deemed to be interested in.
3. As at the date of this Supplemental Circular, Mr. Feng Changge, Ms. Ma Lintao, Mr. Liu Fenglei, Mr. Yang Lei and Mr. Qian Yewen are executive Directors.

AGM

The AGM will be held at Taishan Room, 5th Floor, Island Shangri-La, Hong Kong on Friday, June 9, 2017 at 4:00 p.m. Original Notice and Original Form of Proxy have been dispatched to the Shareholders by the Company on April 29, 2017 and were also published on the website of the Stock Exchange and the Company's website.

The Supplemental Notice is set out on pages 9 to 10 of this Supplemental Circular, for the purpose of notifying the Shareholders the addition of a new resolution in relation to the Grant of Share Options to the agenda of the AGM. The resolutions originally proposed to be considered at the AGM and all other matters of the AGM contained in the Original Notice remain unchanged. Please refer to the Original Notice for details of the resolutions originally proposed to the AGM, the eligibility for attending the AGM, the procedures for closure of register of members, the appointment of proxy and other relevant matters.

FORM OF PROXY

A Supplemental Form of Proxy is enclosed with this Supplemental Circular for use at the AGM. Such Supplemental Form of Proxy is also published on the websites of the Stock Exchange (<http://www.hkexnews.hk>) and the Company (<http://www.hexieauto.com>), respectively. Whether or not you intend to be present at the AGM, you are requested to complete the Supplemental Form of Proxy and return it to the Company's share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong in accordance with the instructions printed thereon not less than 48 hours before the time appointed for the holding of the AGM or any adjournment thereof. Completion and delivery of the Supplemental Form of Proxy will not preclude you from attending and voting in person at the AGM or any adjournment thereof if you so wish.

The Supplemental Form of Proxy is issued for the purpose of the additional resolution set out in the Supplemental Notice and only serves as a supplement to the Original Form of Proxy and will not affect the validity of any proxy form duly completed by you in respect of the resolutions set out in the Original Notice. If you have validly appointed a proxy to attend and act for you at the AGM but do not complete

LETTER FROM THE BOARD

and deliver the Supplemental Form of Proxy, your proxy will be entitled to vote at his discretion on the additional resolution No. 7 referred to in the Supplemental Form of Proxy. If you do not complete and deliver the Original Form of Proxy but have duly completed and delivered the Supplemental Form of Proxy and validly appointed a proxy to attend and act for you at the AGM, your proxy will be entitled to vote at his discretion on the resolutions set out in the Original Notice.

VOTING BY POLL

Pursuant to the Listing Rules and the Articles of Association, any vote of Shareholders at a general meeting must be taken by poll except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands. An announcement on the poll vote results will be published by the Company after the AGM in the manner prescribed under the Listing Rules.

RESPONSIBILITY STATEMENT

This Supplemental Circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Group. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this Supplemental Circular misleading.

RECOMMENDATION

The Directors (including independent non-executive Directors) consider that the proposed resolution for the Grant of the Share Options is in the interests of the Company and the Shareholders as a whole. The Directors (including independent non-executive Directors) therefore recommend the Independent Shareholders to vote in favour of the above-mentioned resolution to be proposed at the AGM.

Yours faithfully,
For and on behalf of the Board
China Harmony New Energy Auto Holding Limited
Feng Change
Chairman

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING



HARMONY AUTO

和諧汽車

China Harmony New Energy Auto Holding Limited

中國和諧新能源汽車控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 03836)

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Reference is made to the announcement of the Company dated May 9, 2017, the Circular and Original Notice in relation to the AGM. Unless otherwise specified herein, all capitalized terms used in this notice shall have the same meanings as ascribed to them under the Supplemental Circular dated May 24, 2017.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN THAT (i) the AGM will be held, as originally scheduled, at Taishan Room, 5th Floor, Island Shangri-La, Hong Kong on Friday, June 9, 2017 at 4:00 p.m., and (ii) the following additional resolution will be considered and, if thought fit, passed as ordinary resolution in addition to the resolutions set out in the Original Notice:

7. **“THAT** the Grant of Share Options pursuant to the Share Option Scheme which will entitle Mr. Feng Changge to subscribe for 5,000,000 Shares (the principal terms and conditions of the Share Options are set out in the Supplemental Circular, a copy of which is produced to the Meeting and marked “A” and initialed by the chairman of the Meeting for identification purpose) be and is hereby approved and that any of the Directors be and are hereby authorised to do all such acts, execute all such documents and deeds as he in his absolute discretion consider necessary, desirable or expedient to give effect to the foregoing.”

By Order of the Board

China Harmony New Energy Auto Holding Limited

Feng Changge

Chairman

Zhengzhou, The People’s Republic of China

May 24, 2017

SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING

Registered office:

Cricket Square, Hutchins Drive
PO Box 2681
Grand Cayman, KY1-1111
Cayman Islands

Principal place of business in Hong Kong:

18/F, Tesbury Centre
28 Queen's Road East, Wanchai
Hong Kong

Notes:

- (i) A Supplemental Form of Proxy containing additional resolution No. 7 is enclosed with this Supplemental Notice. The Original Form of Proxy will remain valid and effective to the fullest extent applicable if correctly completed and lodged with the Company's branch share registrar in Hong Kong. The Supplemental Form of Proxy will not affect the validity of any proxy form duly completed by you in respect of the resolutions set out in the Original Notice. If you have validly appointed a proxy to attend and act for you at the AGM but do not complete and deliver the Supplemental Form of Proxy, your proxy will be entitled to vote at his discretion or to abstain from voting on the additional resolution No. 7 referred in the Supplemental Form of Proxy. If you do not complete and deliver the Original Form of Proxy but have duly completed and delivered the Supplemental Form of Proxy and validly appointed a proxy to attend and act for you at the AGM, your proxy will be entitled to vote at his discretion on the resolutions set out in the Original Notice.
- (ii) If you intend to appoint a proxy to attend the AGM, you are reminded to complete the Supplemental Form of Proxy in accordance with the instructions printed thereon and send the Supplemental Form of Proxy to the Company's share registrar in Hong Kong, Tricor Investor Services Limited, at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong as soon as practicable and in any event not later than 48 hours before the time appointed for the holding of the AGM. Completion and return of the Supplemental Form of Proxy will not preclude you from attending and voting in person at the AGM or at any adjourned meetings should you so wish.
- (iii) Please refer to the Original Notice for details of the resolutions originally proposed to the AGM, the eligibility for attending the AGM, the procedures for closure of register of members, the appointment of proxy and other relevant matters.