



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)

**PROXY FORM OF HOLDER(S) OF H SHARES FOR USE AT
THE ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 27 JUNE 2025**

I/We ^(note 1) _____
of _____
being the registered holder(s) of ^(note 2) _____ H shares in Qingling Motors Co. Ltd. (the “Company”),
HEREBY APPOINT ^(notes 3 & 4) _____
of _____
or failing him ^(notes 3 & 4) _____
of _____
or failing him, the Chairman of the meeting or any one director of the Company as my/our proxy in respect of ^(note 5) _____
H shares in the capital of the Company held by me/us to attend and act for me/us at the Annual General Meeting of the Company to be held at the Conference Room, Intelligent Network New Energy Commercial Vehicle Research and Development Center (智能網聯新能源商用車研發中心) of the Company, 1 Xiexing Cun, Zhongliangshan, Jiulongpo District, Chongqing, the People's Republic of China on Friday, 27 June 2025 at 10:00 a.m. or at any adjournment thereof and to vote at such meeting or at any adjournment thereof in respect of the resolutions as hereunder indicated, or if no such indication is given, as my/our proxy thinks fit.

Ordinary Resolutions		For ^(note 6)	Against ^(note 6)	Abstain ^(note 6)
1.	To consider and approve the report of the board of directors (the “Board”) of the Company for the year of 2024.			
2.	To consider and approve the report of the supervisory committee of the Company for the year of 2024.			
3.	To consider and approve the audited financial statements and the independent auditor's report of the Company for the year of 2024.			
4.	To consider the re-appointment of Pan-China Certified Public Accountants LLP and Confucius International CPA Limited as the PRC and international auditors of the Company respectively for the year of 2025 and to authorise the Board to determine their remunerations.			
Special Resolution		For ^(note 6)	Against ^(note 6)	Abstain ^(note 6)
5.	To consider and approve the proposed amendments to the articles of association of the Company (the “Articles of Association”) as well as the proposed abolishment of the establishment of the supervisory committee of the Company (as detailed in Appendix I to the Company's circular dated 9 May 2025), and to authorise any one director to take all such actions and to do all such matters as he or she may in his/her absolute discretion consider necessary, appropriate or expedient to give effect to the proposed amendments to the Articles of Association, including (but not limited to) obtaining all requisite approvals, authorisations, filings and/or registrations from relevant governmental or regulatory authorities, signing all relevant documents, and taking all necessary steps to implement the proposed amendments to the Articles of Association.			

Date: _____, 2025

Signature(s) ^(note 7): _____

Notes:

1. Please insert full name(s) and address(es) (as shown in the register of shareholders) in **block capitals**.
2. Please insert the number of all the shares in the Company registered in your name(s).
3. A shareholder of the Company entitled to attend and vote at the meeting shall be entitled to appoint one or more proxies to attend and vote at the meeting on his/her behalf. The proxy need not be a shareholder of the Company but must attend the meeting in person to represent you.
4. Please insert the name and address of the proxy desired and strike out the words “or failing him, the Chairman of the meeting or any director of the Company”. **IF YOU DO NOT STRIKE OUT SUCH WORDS AND YOUR PROXY DOES NOT ATTEND THE MEETING OR NO NAME OF PROXY IS INSERTED, THE CHAIRMAN OF THE MEETING OR ANY DIRECTOR OF THE COMPANY WILL ACT AS YOUR PROXY.**
5. **Please indicate clearly the number of shares in the Company registered in your name(s) in respect of which the proxy is so appointed.** If no such number is inserted, the proxy is deemed to be appointed in respect of all the shares in the Company registered in your name(s).
6. **IMPORTANT:** if you wish to vote for any resolution, tick in the box marked “For”. If you wish to vote against any resolution, tick in the box marked “Against”. If you wish to abstain from voting on any resolution, tick in the box marked “Abstain”. Any abstain vote or waiver to vote shall be disregarded as voting rights for the purpose of calculating the result of that resolution. If you wish to vote only part of the number of H shares in respect of which the proxy is so appointed, please state the exact number of shares in lieu of a tick in the relevant box. Failure to tick any box will entitle your proxy to cast your vote at his/her discretion.
7. This proxy form must be signed by you or your attorney duly authorised in writing or, in the case of a corporation or institution, either under the common seal or under the hand of any director or attorney duly authorised in writing.
8. To be valid, this proxy form and, if this proxy form is signed by a person under a power of attorney or other authority on behalf of the appointer, a notorially certified copy of that power of attorney or other authority must be deposited at the Company’s H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong not less than 24 hours before the time appointed for holding the meeting (i.e. not later than 26 June 2025 at 10:00 a.m. (Hong Kong time)) or 24 hours before the time appointed for taking the poll.
9. Any alteration made in this proxy form must be initialled by the person who signs it.

PERSONAL INFORMATION COLLECTION STATEMENT

- (i) “Personal Data” in these statements has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Chapter 486 of the Laws of Hong Kong (“**PDPO**”).
- (ii) Your supply of Personal Data to the Company is on a voluntary basis. Failure to provide sufficient information, the Company may not be able to process your appointment of proxy and instructions.
- (iii) Your Personal Data may be disclosed or transferred by the Company to its subsidiaries, its share registrar, and/or other companies or bodies for any of the stated purposes, and retained for such period as may be necessary for our verification and record purposes.
- (iv) You have the right to request access to and/or correction of your Personal Data in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your Personal Data should be in writing to Hong Kong Privacy Officer of Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong.