

## **Gotion High-tech Co., Ltd.**

### **Announcement on the Resolutions of the First Extraordinary General Meeting of Shareholders in 2023**

**The Company and all members of the Board of Directors guarantee that the information disclosed is true, accurate and complete, and free from false records, misleading statements or major omissions.**

#### **Special tips:**

1. No proposal was voted against at the General Meeting of Shareholders;
2. No previous resolution was changed at the General Meeting of Shareholders.

#### **I. Convening and attendance of the meeting**

##### **(I) Convening of the meeting**

##### 1. Meeting time

(1) Time of on-site meeting: 2:30 PM, January 18, 2023 (Wednesday)

(2) Online voting time: voting through the trading system of Shenzhen Stock Exchange shall happen at 9:15-9:25 a.m., 9:30-11:30 a.m., or 13:00-15:00 p.m. on January 18, 2023, and voting through the online voting system of Shenzhen Stock Exchange shall happen at 9:15-15:00 on January 18, 2023.

2. Venue of the on-site meeting: Global Conference Hall, Gotion High-tech Co., Ltd., 566 Huayuan Avenue, Baohe District, Hefei City, Anhui Province.

3. Convener: Board of Directors of the Company.

4. Convening method: both on-site voting and online voting.

5. Presiding officer: Mr. Li Zhen, Chairman of the Board.

6. Compliance of the meeting: The convening, holding and voting procedures of the General Meeting of Shareholders conforms to relevant provisions of the *Company Law of the People's Republic of China*, the *Rules of the Shareholders' Meeting of Listed Companies*, the *Rules Governing the Listing of Shares on Shenzhen Stock Exchange*

and other laws, regulations and normative documents, as well as the relevant provisions of the *Articles of Association of the Company*.

## **(II) Attendance**

1. A total of 103 shareholders and shareholders' representatives attending the meeting, representing 548,252,486 voting shares of the Company and accounting for 35.7334% of the total voting shares of the Company (excluding the number of shares repurchased in the Company's repurchase account as of the record date, similarly hereinafter).

According to and subject to the shareholders' agreement entered into on May 28, 2020 between Volkswagen (China) Investment Co., Ltd. (hereinafter referred to as "Volkswagen China") and Zhuhai Gotion Trading Co., Ltd. (now renamed "Nanjing Gotion Holding Group Co., Ltd.", hereinafter referred to as "Gotion Holding"), Mr. Li Zhen, and Mr. Li Chen (Gotion Holding, Mr. Li Zhen, and Mr. Li Chen hereinafter collectively referred to as "the Founding Shareholders"), within 36 months from the date when relevant shares concerned in Volkswagen China's strategic investment in the Company are registered under the name of Volkswagen China or within a longer period determined by Volkswagen China at its own discretion, Volkswagen China will irrevocably give up the voting rights of part of the Company's shares held by it, so that the voting rights of Volkswagen China are at least 5% less than those of the Founding Shareholders. The number of voting shares held by the Founding Shareholders as at the record date is 291,750,435. According to the power of attorney issued by Volkswagen China for this General Meeting of Shareholders, the number of voting shares held by Volkswagen China is 202,806,693, which is at least 5% less than those of the Founding Shareholders and thus in line with the agreement reached by both parties on voting rights arrangements.

### **(1) On site attendance**

A total of 82 shareholders and shareholder representatives attended and voted at the meeting either on-site or through communication tools, representing 519,747,813 voting shares of the Company and accounting for 33.8756% of the total voting shares of the Company.

### **(2) Online voting**

A total of 21 shareholders voted online, representing 28,504,673 voting shares of the

Company and accounting for 1.8578% of the total voting shares of the Company.

(3) Minority investors (except for directors, supervisors, senior management, other shareholders other than the shareholder(s) who individually or jointly hold(s) more than 5% of the Company's shares) participating in the voting

A total of 96 minority investors participated in the voting at the General Meeting of Shareholders, representing 53,516,758 voting shares of the Company and accounting for 3.4881% of the total voting shares of the Company.

(4) Attendance of overseas securities holders

No proxy attended the General Meeting of Shareholders on behalf of overseas Global Depositary Receipt(s) (hereinafter referred to as "GDR(s)") holders, representing 0 shares and accounting for 0.0000% of the total voting shares of the Company.

2. The directors, supervisors and senior management of the Company, as well as the witness lawyers of Llinks Law Offices, Shanghai attended the meeting.

## **II. Matters deliberated at the meeting**

The following proposals were deliberated and approved at the meeting through both on-site open vote and online voting:

### **1. Deliberated and approved the *Proposal on General Election of the Ninth Board of Directors and Election of Non-Independent Directors***

the voting of the proposal, the cumulative voting system is adopted, and the specific voting results are as follows:

#### **1.01 Election of Mr. Li Zhen as a Non-Independent Director of the Company**

Those who voted for the proposal represented 539,198,650 shares, accounting for 98.3486% of the total number of voting shares held by all shareholders participating in the voting.

For minority investors, those who voted for the proposal represented 44,462,922 shares, accounting for 83.0822% of the total number of voting shares held by all minority investors participating in the voting.

Mr. Li Zhen was elected as a Non-Independent Director of the Ninth Board of Directors of the Company.

### **1.02 Election of Mr. Steven Cai as a Non-Independent Director of the Company**

Those who voted for the proposal represented 547,740,736 shares, accounting for 99.9067% of the total number of voting shares held by all shareholders participating in the voting.

For minority investors, those who voted for the proposal represented 53,005,008 shares, accounting for 99.0438% of the total number of voting shares held by all minority investors participating in the voting.

Mr. Steven Cai was elected as a Non-Independent Director of the Ninth Board of Directors of the Company.

### **1.03 Election of Mr. Zhang Hongli as a Non-Independent Director of the Company**

Those who voted for the proposal represented 546,595,199 shares, accounting for 99.6977% of the total number of voting shares held by all shareholders participating in the voting.

For minority investors, those who voted for the proposal represented 51,859,471 shares, accounting for 96.9032% of the total number of voting shares held by all minority investors participating in the voting.

Mr. Zhang Hongli was elected as a Non-Independent Director of the Ninth Board of Directors of the Company.

### **1.04 Election of Mr. Frank Engel as a Non-Independent Director of the Company**

Those who voted for the proposal represented 547,766,250 shares, accounting for 99.9113% of the total number of voting shares held by all shareholders participating in the voting.

For minority investors, those who voted for the proposal represented 53,030,522 shares, accounting for 99.0914% of the total number of voting shares held by all minority investors participating in the voting.

Mr. Frank Engel was elected as a Non-Independent Director of the Ninth Board of Directors of the Company.

### **1.05 Election of Ms. Andrea Nahmer as a Non-Independent Director of the**

## **Company**

Those who voted for the proposal represented 539,615,342 shares, accounting for 98.4246% of the total number of voting shares held by all shareholders participating in the voting.

For minority investors, those who voted for the proposal represented 44,879,614 shares, accounting for 83.8609% of the total number of voting shares held by all minority investors participating in the voting.

Ms. Andrea Nahmer was elected as a Non-Independent Director of the Ninth Board of Directors of the Company.

### **2. Deliberated and approved the *Proposal on General Election of the Ninth Board of Directors and Election of Independent Directors***

The qualifications and independence of the four candidates for Independent Directors elected in this proposal have been filed and approved by the Shenzhen Stock Exchange. In the voting of the proposal, the cumulative voting system is adopted, and the specific voting results are as follows:

#### **2.01 Election of Mr. Sun Zhe as an Independent Director of the Company**

Those who voted for the proposal represented 547,399,414 shares, accounting for 99.8444% of the total number of voting shares held by all shareholders participating in the voting.

For minority investors, those who voted for the proposal represented 52,663,686 shares, accounting for 98.4060% of the total number of voting shares held by all minority investors participating in the voting.

Mr. Sun Zhe was elected as an Independent Director of the Ninth Board of Directors of the Company.

#### **2.02 Election of Mr. Qiao Yun as an Independent Director of the Company**

Those who voted for the proposal represented 548,348,720 shares, accounting for 100.0176% of the total number of voting shares held by all shareholders participating in the voting.

For minority investors, those who voted for the proposal represented 53,612,992 shares,

accounting for 100.1798% of the total number of voting shares held by all minority investors participating in the voting.

Mr. Qiao Yun was elected as an Independent Director of the Ninth Board of Directors of the Company.

### **2.03 Election of Mr. Qiu Xinping as an Independent Director of the Company**

Those who voted for the proposal represented 548,216,820 shares, accounting for 99.9935% of the total number of voting shares held by all shareholders participating in the voting.

For minority investors, those who voted for the proposal represented 53,481,092 shares, accounting for 99.9334% of the total number of voting shares held by all minority investors participating in the voting.

Mr. Qiu Xinping was elected as an Independent Director of the Ninth Board of Directors of the Company.

### **2.04 Election of Mr. Wang Feng as an Independent Director of the Company**

Those who voted for the proposal represented 548,228,220 shares, accounting for 99.9956% of the total number of voting shares held by all shareholders participating in the voting.

For minority investors, those who voted for the proposal represented 53,492,492 shares, accounting for 99.9547% of the total number of voting shares held by all minority investors participating in the voting.

Mr. Wang Feng was elected as an Independent Director of the Ninth Board of Directors of the Company.

## **3. Deliberated and approved the *Proposal on General Election of the Board of Supervisors and the Election of Non-employee Representative Supervisors of the Ninth Board of Supervisors***

In the voting of the proposal, the cumulative voting system is adopted, and the specific voting results are as follows

### **3.01 Election of Mr. Yang Dafa as a Non-employee Representative Supervisor of the Company**

Those who voted for the proposal represented 548,247,922 shares, accounting for 99.9992% of the total number of voting shares held by all shareholders participating in the voting.

For minority investors, those who voted for the proposal represented 53,512,194 shares, accounting for 99.9915% of the total number of voting shares held by all minority investors participating in the voting.

Mr. Yang Dafa was elected as a Non-Employee Representative Supervisor of the Ninth Board of Supervisors of the Company.

### **3.02 Election of Ms. Li Yan as a Non-employee Representative Supervisor of the Company**

Those who voted for the proposal represented 545,232,999 shares, accounting for 99.4493% of the total number of voting shares held by all shareholders participating in the voting.

For minority investors, those who voted for the proposal represented 50,497,271 shares, accounting for 94.3579% of the total number of voting shares held by all minority investors participating in the voting.

Ms. Li Yan was elected as a Non-Employee Representative Supervisor of the Ninth Board of Supervisors of the Company.

### **III. Legal opinions issued by lawyers**

The General Meeting of Shareholders was witnessed by the lawyers of Llinks Law Offices, Shanghai. According to the legal opinions issued by the lawyers, the convening, holding and voting procedures of the General Meeting of Shareholders conforms to the provisions of relevant laws and regulations and *the Articles of Association of the Company*, the qualifications of the attendees, conveners and the voting results are legal and valid.

### **IV. Documents for future reference**

1. Resolutions of the First Extraordinary General Meeting of Shareholders of Gotion High-tech Co., Ltd. in 2023;
2. *Legal Opinions on the First Extraordinary General Meeting of Shareholders of*

*Gotion High-tech Co., Ltd. in 2023 from Llinks Law offices .*

It is hereby announced.

Board of Directors of Gotion High-tech Co., Ltd.

January 19, 2023