

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



五菱汽車集團控股有限公司
WULING MOTORS HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability) (股份代號 Stock Code : 305)

**SUPPLEMENTAL AGREEMENT AND
SECOND SUPPLEMENTAL AGREEMENT
TO THE 2017–2019 MASTER AGREEMENT
AND REVISION OF ANNUAL CAPS**

FURTHER DELAY IN DESPATCH OF CIRCULAR

Reference is made to (i) the announcement of the Wuling Motors Holdings Limited (the “**Company**”) dated 28 April 2017 in relation to, among other things, the Supplemental Agreement and the revision of the Annual Caps of the Sale Transactions under the 2017–2019 Master Agreement (“**April 2017 Announcement**”); (ii) the announcement of the Company dated 17 May 2017 in relation to, among other things, the Second Supplemental Agreement and the revisions of the Annual Caps of the Purchase Transactions under the 2017–2019 Master Agreement (“**May 2017 Announcement**”); and (iii) the announcement of the Company dated 17 May 2017 in relation to the delay in despatch of the Circular (as defined below) (“**Delay Announcement**”). Unless otherwise defined, capitalised items used in this announcement shall have the same meanings as those defined in the April 2017 Announcement, the May 2017 Announcement and the Delay Announcement.

As stated in the May 2017 Announcement, a circular (“**Circular**”), in combination with the circular to be despatched to the Shareholders relating to the Supplemental Agreement as disclosed in the April 2017 Announcement, containing, among other things, (i) details of the Supplemental Agreement and Second Supplemental Agreement; (ii) a letter from the Independent Board Committee to the Independent Shareholders giving its recommendations in respect of the Supplemental Agreement, Second Supplemental Agreement and Revised Annual Caps with respect to the aggregate Sale Transactions and aggregate Purchase Transactions; (iii) a letter from the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders containing its advice in relation to the Supplemental Agreement, Second Supplemental Agreement and Revised Annual Caps with respect to the aggregate Sale Transactions and aggregate Purchase Transactions; and (iv) a notice of the SGM, will be despatched to the Shareholders on or before 8 June 2017.

As the Group requires additional time to prepare the Circular, it is expected that the despatch date of the Circular will be further postponed to a date on or before 14 June 2017.

On behalf of the Board
Wuling Motors Holdings Limited
Yuan Zhijun
Chairman

Hong Kong, 8 June 2017

As at the date of this announcement, the Board comprises Mr. Yuan Zhijun (Chairman), Mr. Lee Shing (Vice-chairman and Chief Executive Officer), Mr. Zhong Xianhua, Ms. Liu Yaling and Mr. Yang Jianyong as executive Directors, and Mr. Zuo Duofu, Mr. Ye Xiang and Mr. Wang Yuben as independent non-executive Directors.