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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)*

**INSIDE INFORMATION —  
SUPPLEMENTAL MEMORANDUM OF UNDERSTANDING IN  
RELATION TO POSSIBLE DISPOSAL OF ASSETS RELATING TO  
THE CAR SEAT PRODUCT BUSINESS AND OPERATION BY  
WULING INDUSTRIAL TO FAURECIA CAR SEAT JV COMPANY**

This announcement is made by the Board pursuant to the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and Rule 13.09(2) of the Listing Rules.

Reference is made to the announcement of the Company dated 29 December 2017 (the “**Announcement**”) in relation to, among other things, the Memorandum of Understanding (the “**MOU**”) entered into between Wuling Industrial and Faurecia Car Seat JV Company, setting out the parties’ respective intention relating to the possible sale and purchase of the Car Seat Assets. Capitalised terms used herein shall have the same meanings as those defined in the Announcement unless defined otherwise.

As disclosed in the Announcement, Wuling Industrial and Faurecia Car Seat JV, subject to the confirmation of the final list of items of the Car Seat Assets and further negotiation between Wuling Industrial and Faurecia Car Seat JV Company by making references to, among other things, the valuation report in respect of the Car Seat Assets to be issued by an independent professional valuer, shall enter into a formal sale and purchase agreement relating to the sale and purchase of the Car Seat Assets (“**Sale and Purchase Agreement**”) within 40 days from the date of the MOU.

Given that additional time is required for finalising the final list of items of the Car Seat Assets and the related valuation report (the “**Related Due Diligence Works**”), Wuling Industrial and Faurecia Car Seat JV, have entered into an supplemental memorandum of understanding on 13 February 2018, pursuant to which the parties have mutually agreed to use their best endeavor to complete the Related Due Diligence Works before 15 March 2018 and shall enter into the Sale and Purchase Agreement within 7 business days following the duly completion of Related Due Diligence Works.

If the Sale and Purchase Agreement is entered into by Wuling Industrial and Faurecia Car Seat JV Company, it is expected that the disposal of the Car Seat Asset by Wuling Industrial, which is a non-wholly-owned subsidiary of the Company, may constitute a notifiable transaction on the part of the Group pursuant to Chapter 14 of the Listing Rules, in which case the Company will comply with the reporting, disclosure and/or Shareholders' approval requirements under the Listing Rules.

**The Board wishes to emphasize that no formal agreement in relation to the possible disposal of the Car Seat Assets by Wuling Industrial has been entered into as at the date of this announcement and the sale and purchase agreement in relation thereto may or may not proceed. Moreover, such possible disposal may be subject to certain conditions precedent which may not be able to be fulfilled or waived. Shareholders and investors are urged to exercise caution when dealing in the securities of the Company. Further announcement in respect of the possible disposal of the Car Seat Assets by Wuling Industrial will be made by the Company in the event that the formal sale and purchase agreement has been signed.**

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

Hong Kong, 13 February 2018

*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. Ye Xiang, Mr. Wang Yuben and Mr. Mi Jianguo as independent non-executive Directors.*