

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.



Nexteer Automotive Group Limited

耐世特汽車系統集團有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 1316)

CHANGE OF NON-EXECUTIVE DIRECTORS AND CHANGE OF COMPOSITION OF REMUNERATION AND NOMINATION COMMITTEE

The Board hereby announces that:

1. Mr. ZHANG, Jianxun has resigned as a non-executive Director of the Company and a member of the Remuneration and Nomination Committee of the Board with effect from November 13, 2020; and
2. Ms. ZHANG, Wendong has been appointed as a non-executive Director of the Company and a member of the Remuneration and Nomination Committee of the Board with effect from November 13, 2020.

RESIGNATION OF NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Directors**”) of Nexteer Automotive Group Limited (the “**Company**”) announces that Mr. ZHANG, Jianxun (“**Mr. Zhang**”) has resigned as a non-executive Director of the Company and a member of the Remuneration and Nomination Committee of the Board with effect from November 13, 2020 due to personal work adjustment.

Mr. Zhang has confirmed that he has no disagreement with the Board and there is no matter in respect of his resignation that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The Board would like to express its most sincere gratitude to Mr. Zhang for his invaluable contribution to the Company during his tenure of service.

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The Board is pleased to announce that Ms. ZHANG Wendong (“**Ms. Zhang**”) has been appointed as a non-executive Director of the Company and a member of the Remuneration and Nomination Committee of the Board with effect from November 13, 2020.

Ms. ZHANG Wendong, aged 43, was appointed as a non-executive Director on November 13, 2020. Ms. Zhang has served as the Deputy General Manager of Beijing E-Town International Investment & Development Co., Ltd. since July 2018. Since November 2017, Ms. Zhang has also been appointed as the Non-Executive Director, the member of Audit Committee, the member of Compensation Committee and the member of Nominating and Corporate Governance Committee of the Board of UTStarcom Holdings Corp, a company listed on NASDAQ (ticker symbol: UTSI). Ms. Zhang also held various positions in Beijing E-Town International Investment & Development Co., Ltd., including an Assistant to the General Manager from June 2015 to July 2018, the Director of Asset Management Department from January 2014 to June 2015 and the Deputy Director of Asset Management Department from December 2012 to January 2014. From October 2007 to December 2012, she served as the head of the Corporate Development Department of Dongfang Cultural Asset Management Company; from July 2000 to September 2007, she served as the Manager of the Project Department of Beijing Shengandi Investment Management Consulting Company. Ms. Zhang is currently a senior economist. Ms. Zhang graduated with a major in economics and obtained a bachelor’s degree from Minzu University of China in May 2005. She obtained a master’s degree in business administration (MBA) from University of Chinese Academy of Sciences, China in July 2016.

Ms. Zhang will enter into a service agreement with the Company for a term of three years with effect from November 13, 2020, subject to the retirement and rotation provisions as set out in the articles of association of the Company. Ms. Zhang is entitled to receive a director’s fee of US\$42,000 per annum and a discretionary bonus as determined by the Board with reference to the experience, responsibility, workload, time devoted, contribution to the Group, emoluments paid by comparable companies and performance of the Group.

As at the date of this announcement, Ms. Zhang is not interested in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, Ms. Zhang is independent from and has no relationship with any Director, senior management, substantial shareholder or controlling shareholder of the Company nor has she held any directorship in any other listed companies in the past three years or any other position with the Company or any of its subsidiaries.

Save as disclosed above, Ms. Zhang confirms that there is no other information which is required to be disclosed pursuant to rules 13.51(2)(h) to 13.51(2)(v) of the Rules Governing the Listing of Securities on the Stock Exchange, and there is no other matter relating to her appointment which needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to welcome Ms. Zhang in joining the Board.

By order of the Board
Nexteer Automotive Group Limited
Yi FAN
Executive Director, Company Secretary

Hong Kong, November 15, 2020

As of the date of this announcement, the Company's Executive Directors are Mr. Guibin ZHAO (Chief Executive Officer and Vice Chairman), Mr. Robin Zane MILAVEC and Mr. Yi FAN, the non-Executive Directors are Mr. Jian WANG (Chairman), Mr. Ping LIU and Ms. Wendong ZHANG, and the Independent non-Executive Directors are Mr. Jianjun LIU, Mr. Kevin Cheng WEI and Mr. Wing Fat Simon YICK.