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DONGFENG MOTOR GROUP COMPANY LIMITED*

東風汽車集團股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 489)

VOLUNTARY ANNOUNCEMENT INCREASE IN SHAREHOLDING OF THE COMPANY BY CONTROLLING SHAREHOLDER

This announcement is made voluntarily by Dongfeng Motor Group Company Limited (the “**Company**”) to keep the shareholders and potential investors of the Company informed of the latest information in relation to the increase in shareholding of the Company by the controlling shareholder of the Company.

The Company was informed by Dongfeng Asset Management Co. Ltd. * (東風資產管理有限公司) (“**Dongfeng Asset**”), that during the period from 26 September 2016 to 8 November 2016, Dongfeng Asset has acquired a total of 73,168,000 H shares of the Company through Southbound Trading Link (港股通) at a consideration of an average price of HK\$7.92 (the “**Acquisition**”). Dongfeng Asset is a wholly-owned subsidiary of Dongfeng Motor Corporation* (東風汽車公司) (“**DFM**”), the controlling shareholder of the Company. As a result, DFM is deemed to be interested in all the H shares of the Company held by Dongfeng Asset.

Immediately after the Acquisition and taking into account the above deemed interest, DFM's total interest in the Company has increased to 5,833,556,000 shares of the Company, representing approximately 67.7% of the total issued share capital of the Company as at the date of this announcement, of which DFM holds 5,760,388,000 domestic shares of the Company, representing approximately 66.9% of the total issued share capital of the Company, and 73,168,000 H shares of the Company, representing 0.8% of the total issued share capital of the Company.

Dongfeng Asset intends to continue to increase its shareholding in the Company's H shares before 25 March 2017 when appropriate. The Company will continue to pay attention to the situation regarding the increase of shareholding in the Company by Dongfeng Asset and make timely disclosure of the relevant information if and when necessary or appropriate.

By order of the board of directors

ZHU YANFENG

Chairman

Wuhan, the PRC, 8 November 2016

As at the date of this announcement, Mr. Zhu Yanfeng and Mr. Li Shaozhu are the executive directors of the Company, Mr. Tong Dongcheng, Mr. Ouyang Jie and Mr. Liu Weidong are the non-executive directors of the Company and Mr. Ma Zhigeng, Mr. Zhang Xiaotie, Mr. Cao Xinghe and Mr. Chen Yunfei are the independent non-executive directors of the Company.

** For identification purposes only*