



吉利汽車控股有限公司
GEELY AUTOMOBILE HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 175)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of Geely Automobile Holdings Limited (the “**Company**”) will be held at Room 2301, 23rd Floor, Great Eagle Centre, 23 Harbour Road, Wanchai, Hong Kong on Tuesday, 31 July 2007 at 10:00 a.m. to consider and, if thought fit, to pass the following resolutions as ordinary resolutions of the Company:

(1) “**THAT**

- (a) subject to and conditional upon the Listing Committee of the Stock Exchange granting approval for the listing of, and permission to deal in, the shares in the share capital of the Company to be issued pursuant to the exercise of share options which may be granted under the Scheme Mandate Limit (as defined below), the refreshment of the limit in respect of the granting of share options under the Share Option Scheme of the Company adopted on 31 May 2002 and all other share option scheme(s) up to 10% of the total number of shares of the Company in issue as at the date of the passing of this resolution (the “**Scheme Mandate Limit**”) be and is hereby approved; and
- (b) any director of the Company be and is hereby authorised to do all such acts and execute all such documents to effect the Scheme Mandate Limit.”

(2) “**THAT**

- (a) conditional upon the passing of resolution (1) above, New Option(1) (as defined in the circular of the Company dated 13 July 2007 (the “**Circular**”)) be granted to the Grantees (as defined in the Circular) on terms that mirror those under Old Option (1) (as defined in the Circular) be and is hereby approved; and
- (b) the directors be and are hereby authorized to do all such acts and execute all such documents to give effect to transactions contemplated herein.”

(3) “**THAT**

- (a) conditional upon the passing of resolution (1) above, New Option(2) (as defined in the circular of the Company dated 13 July 2007 (the “**Circular**”)) be granted to the Grantees (as defined in the Circular) on terms that mirror those under Old Option (2) (as defined in the Circular) be and is hereby approved; and
- (b) the directors be and are hereby authorized to do all such acts and execute all such documents to give effect to transactions contemplated herein.”

(4) **“THAT**

- (a) conditional upon the passing of resolution (1) above, New Option(3) (as defined in the circular of the Company dated 13 July 2007 (the **“Circular”**)) be granted to the Grantees (as defined in the Circular) on terms that mirror those under Old Option (3) (as defined in the Circular) be and is hereby approved; and
- (b) the directors be and are hereby authorized to do all such acts and execute all such documents to give effect to transactions contemplated herein.”

(5) **“THAT**

- (a) conditional upon the passing of resolution (1) above, New Option(4) (as defined in the circular of the Company dated 13 July 2007 (the **“Circular”**)) be granted to the Grantees (as defined in the Circular) on terms that mirror those under Old Option (4) (as defined in the Circular) be and is hereby approved; and
- (b) the directors be and are hereby authorized to do all such acts and execute all such documents to give effect to transactions contemplated herein.”

By Order of the Board

Li Shu Fu

Chairman

Hong Kong, 13 July 2007

Notes:

- 1) Any shareholder entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a shareholder of the Company.
- 2) In order to be valid, a proxy form in the prescribed form together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of that power of authority, must be deposited at the Company’s Hong Kong branch registrar and transfer office, Union Registrars Limited at Room 1803, Fook Lee Commercial Centre, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the meeting or any adjournment thereof.
- 3) In case of joint shareholdings, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names recorded in the Register of Members of the Company in respect of the joint shareholding.

As at the date of this announcement, the executive directors of the Company are Mr. Li Shu Fu, Mr. Gui Sheng Yue, Mr. Xu Gang, Mr. Yang Jian, Mr. Ang Siu Lun, Lawrence, Mr. Yin Da Qing, Richard, Mr. Liu Jin Liang, Mr. Zhao Jie and Dr. Zhao Fuquan and the independent non-executive Directors are Mr. Song Lin, Mr. Lee Cheuk Yin, Dannis, and Mr. Yeung Sau Hung, Alex.