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**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)

**COMPLETION OF ASSOCIATED COMPANIES' AGREEMENTS AND  
APPOINTMENT OF VICE CHAIRMAN**

This announcement is made pursuant to Rule 13.09 (1) of the Listing Rules.

**COMPLETION OF ASSOCIATED COMPANIES' AGREEMENTS**

The Board is pleased to announce that the Completion took place on 1 July 2008. Accordingly, each of the Associated Companies, namely, the Zhejiang JV, the Shanghai Maple JV, the Zhejiang Kingkong JV, the Zhejiang Ruhoo JV and the Hunan Geely JV, is accounted for as an indirect 91%-owned subsidiary of the Company and their financial results will be consolidated with the financial results of the Group immediately after the Completion.

**APPOINTMENT OF VICE CHAIRMAN**

The Board of the Company is pleased to announce that Mr. Yang, an executive Director of the Company, was appointed as the Vice Chairman of the Board with effect from 1 July 2008.

**Public Float**

As at the date of this announcement, Proper Glory and its concert parties in aggregate hold 3,788,759,000 Shares, representing approximately 58.38% of the issued share capital of the Company as enlarged by the issue of the Aggregate Consideration Shares. TOSCAfund Asset Management LLP and its associate have an aggregate interest in approximately 16.93% of the enlarged issued share capital of the Company. After taking into account approximately 0.03% shareholding held in the Company by a Director, the shareholding percentage held by the other public Shareholders in the Company is approximately 24.66%, which is slightly less than the minimum 25% prescribed under the Listing Rules. The Company will take steps to restore the minimum public float of the Company as soon as practicable. Further announcement will be made by the Company on the restoration of public float as and when appropriate.

This announcement is made pursuant to Rule 13.09 (1) of the Listing Rules.

Reference is made to the circular of the Company dated 31 October 2007 (the “**Circular**”) in relation to (i) the Agreements; (ii) the Guarantees; (iii) the continuing connected transactions contemplated under the Other Project Documents and their annual caps; (iv) the proposed increase in authorized share capital; and (v) the application for Whitewash Waiver; and the announcement (the “**Announcement**”) of the Company dated 31 March 2008 in relation to the further extension of the long stop date. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the Circular.

## **COMPLETION OF ASSOCIATED COMPANIES’ AGREEMENTS**

The board of directors of the Company (the “**Board**”) is pleased to announce that the completion of the acquisition of the remaining 44.19% interests in each of the Associated Companies (the “**Completion**”) took place on 1 July 2008. Accordingly, each of the Associated Companies, namely, the Zhejiang JV, the Shanghai Maple JV, the Zhejiang Kingkong JV, the Zhejiang Ruhoo JV and the Hunan Geely JV, is accounted for as an indirect 91%-owned subsidiary of the Company and their financial results will be consolidated with the financial results of the Group immediately after the Completion.

## **APPOINTMENT OF VICE CHAIRMAN**

The Board of the Company is pleased to announce that Mr. Yang Jian (“**Mr. Yang**”), an executive Director of the Company, was appointed as the Vice Chairman of the Board with effect from 1 July 2008.

Mr. Yang Jian, aged 46, joined the Group on 9 June 2005 as an executive Director, and is responsible for the overall administration of Zhejiang Geely Holding Group Company Limited. Mr. Yang is also the President of Zhejiang Geely Holding Group Company Limited. Mr. Yang is also the chairman of five indirectly-owned subsidiaries of the Company, namely the Zhejiang JV, the Shanghai Maple JV, the Zhejiang Kingkong JV, the Zhejiang Ruhoo JV and the Hunan Geely JV. Mr. Yang graduated from Zhejiang Radio and Television University with focus on production management. Mr. Yang has obtained a senior economist designation, a senior engineer certificate and a graduation certificate of EMBA program in the Advanced Research Class of China Europe International Business School. Since joining Zhejiang Geely Holding Group Company Limited in 1995, Mr. Yang was involved in a number of different job functions including production management, quality control, general administration, research and development and project management.

As at the date of this announcement, Mr. Yang was interested in Share options pursuant to which he was entitled to subscribe for 31,000,000 Shares upon exercise of such Share options in full, representing approximately 0.48% of the issued share capital of the Company within the meaning of Part XV of the SFO. As at the date of this announcement, Mr. Yang had no relationship with any Directors, senior management or any other substantial or controlling shareholders of the Company. Save as disclosed above, Mr. Yang did not hold any other directorships in other listed companies in the last three years. Save as disclosed above, he did not have any interests in the Shares within the meaning of Part XV of the SFO. Mr. Yang has entered into a service agreement with the Company for a fixed term of 3 years and he would be subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Articles. The director's fee of Mr. Yang for the year ending 31 December 2008 will be HK\$10,000 which was determined with reference to the experience and duties of Mr. Yang as well as the prevailing market conditions and will be subject to review by the remuneration committee of the Company from time to time. No additional monetary compensation will be payable to Mr. Yang for his appointment as the Vice Chairman of the Board. Save as disclosed herein, there is no information to be disclosed pursuant to any of the requirements of the provisions under Rule 13.51(2) of the Listing Rules, nor are there other matters in relation to the additional appointment of Mr. Yang that need to be brought to the attention of the holders of securities of the Company.

### **Public Float**

As a result of the Completion, Proper Glory and its concert parties in aggregate hold 3,788,759,000 Shares, representing approximately 58.38% of the issued ordinary share capital of the Company as enlarged by the issue of the Aggregate Consideration Shares. TOSCAfund Asset Management LLP and its associate have an aggregate interest in approximately 16.93% of the enlarged issued share capital of the Company. After taking into account approximately 0.03% shareholding held in the Company by a Director, the Company noted that the shareholding percentage held by the public (as defined in the Listing Rules) in the Company is approximately 24.66%, which is slightly less than the minimum 25% prescribed under the Listing Rules. The Company is of the view that the shortfall arose mainly from the increase in further Shares acquired by TOSCAfund Asset Management LLP and its associate since 28 June 2007, the date on which they have first become the substantial shareholders of the Company, which are connected persons of the Company only because they are substantial shareholders of the Company. To the best knowledge of the Directors, TOSCAfund Asset Management LLP and its associate are institutional investors with a wide spread of investments other than in the listed securities of the Company. They are not the controlling or single largest shareholders of the Company, nor do they have any representative on the Board or been involved in the management of the Company. Save as being substantial shareholders of the Company, TOSCAfund Asset Management LLP and its associate are independent of and are not connected with the Company, the Directors, Proper Glory and its concert parties.

Based on the closing price of HK\$0.88 as at the date of this announcement, the total market capitalization of the Company was approximately HK\$5.71 billion, of which approximately HK\$1.41 billion represented the market capitalization attributable to the Shares held by the public. Based on the latest information received by the Company, there were over 380 participants holding Shares under the name of HKSCC Nominees Limited. Accordingly, the Company is of the view that there remains an open market in the Shares although the public float of the Company is slightly below 25%. The Company will take steps, including where necessary issue of new Shares or procuring Proper Glory to place down its or its concert parties' existing shareholdings in the Company to independent third parties, to restore the minimum percentage of the Shares of the Company in the public hands soon in accordance with the Listing Rules. Further announcement will be made by the Company on the restoration of public float as and when appropriate.

By order of the Board of  
**Geely Automobile Holdings Limited**  
**David C.Y. Cheung**  
*Company Secretary*

Hong Kong, 4 July 2008

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