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**GEELY**

吉利汽車控股有限公司

**GEELY AUTOMOBILE HOLDINGS LIMITED**

*(Incorporated in the Cayman Islands with limited liability)*

Stock codes: 175 (HKD counter) and 80175 (RMB counter)

**DISTRIBUTION IN SPECIE – ELECTION AND SETTLEMENT AND  
UPDATE TO THE EXPECTED DATE OF DISTRIBUTION OF THE  
DISTRIBUTION ADS(s)**

References are made to the announcements of the Company dated 31 October 2022, 13 December 2022, 25 August 2023, 10 November 2023, 26 November 2023, 21 March 2024, 5 May 2024, 10 May 2024, 16 May 2024 and 18 June 2024 (collectively, the “**Announcements**”) and the circular of the Company dated 30 May 2024 (the “**Circular**”) in relation to, among other things, the Assured Entitlement and the Distribution.

Capitalised terms used herein shall have the same meanings as those defined in the Announcements and the Circular, unless otherwise stated.

**ASSURED ENTITLEMENT**

The resolution in relation to the Distribution was approved by the Shareholders at the EGM held on 18 June 2024.

## FORM OF ELECTION

A Qualifying Shareholder holding a Qualifying Lot, being 22,000 Shares, or more on the Record Date will be sent a Form of Election. The Form of Election will set out the number of the Distribution ADS(s) to which the relevant Qualifying Shareholder is entitled.

Any Non-Qualifying Shareholder and any Qualifying Shareholders holding less than 22,000 Shares on the Record Date will not receive any Form of Election. They may be entitled to receive cash payments in respect of the Distribution in accordance with the basis of entitlement as set out in the Circular. For details, please refer to the section headed “Assured Entitlement and Distribution in Specie – Basis of Entitlement” of the Circular.

If a Qualifying Shareholder holding a Qualifying Lot or more on the Record Date wishes to receive cash payment in lieu of all the Distribution ADS(s) to which he/she/it would otherwise be entitled, he/she/it does not need to take any action or return the Form of Election.

### **Qualifying Shareholders holding at least a Qualifying Lot who wish to receive his/her/its entitlements in the form of Distribution ADS(s)**

#### ***Step 1: Completion of the Form of Election***

A Qualifying Shareholder who wishes to receive the Distribution ADS(s) to which he/she/it is entitled must:

- (i) complete and certify in **Section 1 of the Form of Election** that, among others, he/she/it is not a U.S. Person nor is he/she/it located in the U.S. and he/she/it may lawfully be offered, take up, obtain and receive the Distribution ADS(s) in the jurisdiction which he/she/it resides or he/she/it is currently located or he/she/it is a citizen of. For a Qualifying Shareholder who is holding Shares as a nominee, trustee, depository or any other authorised custodian (other than HKSCC Nominees Limited in respect of Shares deposited in CCASS), such Qualifying Shareholder must also certify that he/she/it does not hold the Shares or receive the Distribution ADS(s) for the account or benefit of any Beneficial Owner who is a U.S. Person or a person located in the U.S., nor any person who is resident or located in, or a citizen of, any territory where it would be unlawful to elect for the Distribution ADS(s) and/or receive the Distribution ADS(s); and
- (ii) complete **Section 2a of the Form of Election** to indicate his/her/its election to receive such Distribution ADS(s).

With respect to Beneficial Owners whose Shares are registered on the register of members of the Company in the name of HKSCC Nominees Limited in respect of Shares deposited in CCASS, HKSCC Nominees Limited will require such Qualifying Shareholder(s) to make the requisite certifications in Section 1 of the Form of Election in his/her/its own capacity. HKSCC Nominees Limited as a Qualifying Shareholder who is holding Shares in the capacity as a nominee for the account or benefit of such Beneficial Owner(s) will not make such certifications.

Any Qualifying Shareholder who does not provide the requisite certifications in the form specified in the paragraph above will not be entitled to receive his/her/its entitlement under the Distribution in the form of Distribution ADS(s) but will instead receive a cash payment in lieu of all the Distribution ADS(s) to which he/she/it is entitled as if he/she/it has elected to receive a cash payment. HKSCC Nominees Limited shall be treated as a Qualifying Shareholder (and not a Non-Qualifying Shareholder), provided that Distribution ADS(s) may only be elected on behalf of Beneficial Owners who are not Non-Qualifying Shareholders.

The Distribution ADSs are to be held electronically in book entry form through the facilities of the Depository Trust Company (i.e. the clearing system for the ADSs in the U.S.) (“DTC”) directly in the name of the Qualifying Shareholder (only if the Qualifying Shareholder is a participant in DTC) or indirectly through the Qualifying Shareholder’s account at a broker or dealer or other financial institution which is a direct or indirect participant in DTC.

A Qualifying Shareholder holding at least a Qualifying Lot is only able to receive Distribution ADS(s) if he/she/it completes and specifies in **Section 2b of the Form of Election** information as to the details of, among other things, (1) his/her/its DTC participant account or (2) his/her/its broker or dealer or other financial institution who is a direct or indirect DTC participant, including details of that broker’s or dealer’s or other financial institution’s DTC participant name, account to which the Distribution ADS(s) can be credited, contact person’s name and contact email address. Furthermore, a Qualifying Shareholder is only able to receive Distribution ADS(s) if the broker or dealer or other financial institution specified by the relevant Qualifying Shareholder accepts such Distribution ADS(s) for crediting. Information required in the Form of Election in respect of a Qualifying Shareholder’s DTC participant account or the account of his/her/its broker or dealer or other financial institution which is a direct or indirect DTC participant must be completed and be valid, failing which such Qualifying Shareholder will be deemed to have elected to receive a cash payment in lieu of the Distribution ADS(s) to which he/she/it is entitled. **Qualifying Shareholders who have elected to receive Distribution ADS(s) must instruct and coordinate with their respective brokers or dealers or other financial institutions on their elections and the settlement of their respective Distribution ADS(s).**

Any Form of Election will be treated as invalid if:

- (a) it is incomplete; or
- (b) it contains illegible writing; or
- (c) the Shareholder is unable to provide the correct details of his/her/its DTC participant account or (as the case may be) his/her/its broker or dealer or other financial institution (including details of the DTC participant account to which the Distribution ADS(s) are to be credited and other information required by the Form of Election); or

- (d) the broker or dealer or other financial institution is not a direct or indirect DTC participant or refuses to accept the Distribution ADS(s), such that the Distribution ADS(s) could not be credited to the account specified in Section 2b of the Form of Election.

If a Form of Election is treated as invalid, the relevant Qualifying Shareholder will be deemed to have elected to receive a cash payment in lieu of all of such Qualifying Shareholder's entitlement to the Distribution ADS(s).

***Step 2: Return of the completed and signed Form of Election***

The Form of Election must be completed and signed in accordance with the instructions printed thereon and herein and lodged with the Company's Hong Kong share registrar and transfer office, Union Registrars Limited (the "**Share Registrar**"), at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong, not later than 4:30 p.m. on Thursday, 18 July 2024. No acknowledgement of receipt of the Form of Election will be issued.

If a tropical cyclone warning signal no. 8 or above, or a "black" rainstorm warning or "extreme conditions" caused by a super typhoon is in force in Hong Kong:

- (a) at any local time before 12:00 noon and no longer in force after 12:00 noon on 18 July 2024, the deadline for the submission of the Form of Election will be 4:30 p.m. on the same day; or
- (b) at any local time between 12:00 noon and 4:30 p.m. on 18 July 2024, the deadline for the submission of the Form of Election will be rescheduled to 4:30 p.m. on the next Hong Kong business day which does not have either of those warnings in force in Hong Kong at any time between 9:00 a.m. and 4:30 p.m.

All time and dates referred to above are Hong Kong time.

No elections may, after the relevant Forms of Election are signed and lodged with the Share Registrar, Union Registrars Limited, be in any way withdrawn, revoked, superseded or altered without the agreement of the Company. **If any Qualifying Shareholder does not complete and return the Form of Election before the time stated above, he/she/it will receive a cash payment in lieu of all the Distribution ADS(s) to which he/she/it would otherwise have been entitled.**

**Action to be taken by the Beneficial Owners**

Any Beneficial Owner who wishes to receive the Distribution ADS(s) should contact his/her/its respective Intermediary to make necessary arrangements. Such arrangements should be made in advance of the relevant dates stated in the section headed "Expected timetable for the Distribution" in the Circular and otherwise in accordance with the requirements of the Intermediary, in order to allow the Intermediary sufficient time to ensure that such arrangements are given effect.

## **Action to be taken by CCASS Investor Participants**

The Beneficial Owners who have been admitted to participate in CCASS as CCASS Investor Participants should contact CCASS and provide CCASS with instructions or make arrangements with CCASS in relation to the manner in which such Beneficial Owners' interests in the Distribution should be dealt with.

## **Questions regarding completion of the Form of Election**

Should you have any queries on the Form of Election, you should contact the Share Registrar, Union Registrars Limited, at its hotline at (852) 2849 3399 during normal business hours between 9:00 a.m. and 5:30 p.m. from 4 July 2024 to 18 July 2024. You should note, however, that the Share Registrar cannot advise on the merits of the Distribution or on your election for Distribution ADS(s).

## **TRANSFER OF DISTRIBUTION ADS(s) AND DESPATCH OF CHEQUES AND UPDATE TO THE EXPECTED DATE OF DISTRIBUTION OF THE DISTRIBUTION ADS(s)**

The ZEEKR Shares underlying the Distribution ADS(s) and the Distribution ADS(s) have not been and will not be registered under the Securities Act and, therefore, the Distribution ADS(s) will be distributed only to the Qualifying Shareholders who are non U.S. Persons in an offshore transaction in reliance on Regulation S. The CUSIP number for the Distribution ADS(s) is "98923K103" and the ISIN number is "US98923K1034".

In accordance with the requirements of U.S. securities laws, the Qualifying Shareholders receiving the Distribution ADS(s) will not be permitted to offer, sell, pledge or otherwise transfer their Distribution ADS(s) within the U.S. or to, or for the account or benefit of, U.S. Persons (as defined in Regulation S) during the period of 40 days commencing on the date of the last transfer of the Distribution ADS(s) to the Qualifying Shareholders (the "**Distribution Compliance Period**").

Although the Company can distribute the Distribution ADS(s) to the Qualifying Shareholders during the Distribution Compliance Period, the Qualifying Shareholders would have to comply with the Distribution Compliance Period before such Distribution ADS(s) can be freely tradeable on the New York Stock Exchange. Accordingly, from a logistical standpoint, the Company believes it is optimal for the distribution agent to hold the Distribution ADS(s) during the Distribution Compliance Period, and the actual transfer of the Distribution ADS(s) to the Qualifying Shareholders will occur after the expiration of the Distribution Compliance Period. Hence, the expected date for the transfer of the Distribution ADS(s) under the Distribution has been updated from 1 August 2024 to 11 September 2024 (New York time), after which the Distribution ADS(s) are freely tradable on the New York Stock Exchange. The expected date for the despatch of cheques to the Qualifying Shareholders receiving cash payments and to the Non-Qualifying Shareholders remains to be 1 August 2024 (Hong Kong time).

On 11 September 2024 (New York time), at the direction of ZEEKR and the Company, it is expected that the number of Distribution ADS(s) a Qualifying Shareholder is entitled to and has elected to receive will be delivered (by the distribution agent) to the account of (i) the Qualifying Shareholder (if the Qualifying Shareholder is a participant in DTC) or (ii) the broker or dealer or other financial institution which is a direct or indirect participant in DTC designated by the Qualifying Shareholder, in either case as specified in the completed Form of Election.

Please note that if the distribution agent for the ADS(s) and/or other relevant intermediary(ies) (such as the depository bank for the ADS(s)) are unable to complete the transfer of the Distribution ADS(s) within seven (7) days after the updated expected date of transfer (i.e. on or before 19 September 2024), it/they will return such Distribution ADS(s) to the Company and the relevant Qualifying Shareholder(s) will receive cash payment in lieu of all the Distribution ADS(s) to which he/she/it would otherwise be entitled.

## **GENERAL**

**The Qualifying Shareholders are reminded that whether or not it is to their advantage to elect to receive the Distribution in cash in lieu of the Distribution ADSs depends upon their own individual circumstances and preference, and the decision in this regard and all effects resulting therefrom are the responsibility of each individual Qualifying Shareholder.**

**The effect on the tax position of any Shareholder will depend on that Shareholder's particular circumstances. The Qualifying Shareholders who are trustees are recommended to take professional advice as to whether the choice to receive cash payment or the Distribution ADSs is within their powers and as to its effect having regard to the terms of the relevant trust instrument.**

**This announcement and the Form of Election is not, and does not form part of, an offer to sell or solicitation of an offer to purchase or subscribe for any securities of ZEEKR in Hong Kong, the U.S. or any other jurisdiction, and this announcement and the Form of Election, or any part of them, shall not form the basis of, or be relied on in connection with, any investment decision relating to any securities of ZEEKR.**

**No prospectus, product disclosure statement or other disclosure document (as defined in the Corporations Act 2001 (Cth) of Australia (the "Corporations Act")) in relation to the Distribution ADSs has been or will be lodged with the Australian Securities & Investments Commission. Accordingly, this announcement does not contain the information which would be contained in a prospectus, product disclosure statement or other disclosure document. Any advice in this announcement is of a general nature only and does not consider the specific objectives, financial intentions or needs of any particular person. If you are unsure of your position, please seek professional advice from your stockbroker, solicitor, accountant or other professional adviser. If you receive the Distribution ADSs, you warrant and agree that you will**

**not offer any of the Distribution ADSs for resale in Australia within 12 months of those securities being issued, unless any such resale offer is exempt from the disclosure requirements of Parts 6D.2 and 7.9 of the Corporations Act.**

**If you are in any doubt as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.**

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

Hong Kong, 4 July 2024

*As at the date of this announcement, the executive directors of the Company are Mr. Li Shu Fu (Chairman), Mr. Li Dong Hui, Daniel (Vice Chairman), Mr. Gui Sheng Yue (Chief Executive Officer), Ms. Wei Mei and Mr. Gan Jia Yue, and the independent non-executive directors of the Company are Mr. An Qing Heng, Mr. Wang Yang, Ms. Gao Jie, Ms. Yu Li Ping, Jennifer and Mr. Zhu Han Song.*