



香港交易所

### Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/3/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Geely Automobile Holdings Limited

Date Submitted 2 April 2012

#### I. Movements in Authorised Share Capital

##### 1. Ordinary Shares

(1) Stock code : 0175 Description : Authorized ordinary share capital

	No. of ordinary shares	Par value (HK\$)	Authorised share capital (HK\$)
Balance at close of preceding month	<u>12,000,000,000</u>	<u>0.02</u>	<u>240,000,000</u>
Increase/(decrease)	<u>-</u>		<u>-</u>
Balance at close of the month	<u>12,000,000,000</u>	<u>0.02</u>	<u>240,000,000</u>

(2) Stock code : \_\_\_\_\_ Description : \_\_\_\_\_

	No. of ordinary shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____		_____
Balance at close of the month	_____	_____	_____

## 2. Preference Shares

Stock code : _____	Description : _____		
	No. of preference shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____	_____	_____
Balance at close of the month	_____	_____	_____

## 3. Other Classes of Shares

Stock code : _____	Description : _____		
	No. of other classes of shares	Par value ( <i>State currency</i> )	Authorised share capital ( <i>State currency</i> )
Balance at close of preceding month	_____	_____	_____
Increase/(decrease)	_____	_____	_____
Balance at close of the month	_____	_____	_____

Total authorised share capital at the end of the month (*HK\$*) : 240,000,000

## II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares	No. of other classes of shares
	(1)	(2)		
Balance at close of preceding month	<u>7,457,860,450</u>	_____	_____	_____
Increase/-(decrease) during the month	<u>5,800,000</u>	_____	_____	_____
Balance at close of the month	<u>7,463,660,450</u>	_____	_____	_____

## III. Details of Movements in Issued Share Capital

## Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
1. Share option Scheme adopted on 31/05/2002 at AGM ordinary shares (Note 1)	<u>24,000,000</u>	<u>(5,800,000)</u>	<u>-</u>	<u>-</u>	<u>5,800,000</u>	<u>557,935,000</u>
2. _____ _____ _____ ( / / ) shares (Note 1)	_____	_____	_____	_____	_____	_____
3. _____ _____ _____ ( / / ) shares (Note 1)	_____	_____	_____	_____	_____	_____
			Total A. (Ordinary shares)		<u>5,800,000</u>	
			(Preference shares)		_____	
			(Other class)		_____	
Total funds raised during the month from exercise of options (HK\$)				<u>5,476,000</u>		

## Warrants to Issue Shares of the Issuer which are to be Listed

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. 299,526,900 warrants with an exercise price of RMB1.9986 per warrant ( 10 /11/ 2014)	RMB	598,634,462	-	598,634,462*	-	299,526,900
Stock code (if listed)	N/A		*: Nominal value is based on number of shares that could be issued from exercise of warrants x exercise price of RMB1.9986 per share. The closing nominal value is adjusted due to change in the exercise price of the warrants from RMB2.0148 to RMB1.9986 per share with effect from 30 June 2011.			
Class of shares issuable (Note 1)	Ordinary					
Subscription price	RMB1.9986 (exercise price)					
EGM approval date (if applicable) (dd/mm/yyyy)	(25/05/2009)					
2.						
( / / )						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
3.						
( / / )						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
4.						
( / / )						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
				Total B. (Ordinary shares)	-	
				(Preference shares)		
				(Other class)		

## Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

Class and description	Currency of amount outstanding	Amount at close of preceding month	Redeemed during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. 3% coupon convertible bonds due on 10 November 2014	RMB	1,671,146,439	-	1,671,146,439	-	1,012,167,164*
Stock code (if listed)	N/A					
Class of shares issuable ( <i>Note 1</i> )	Ordinary					
Subscription price	HK\$1.8742					
EGM approval date (if applicable) (dd/mm/yyyy)	(conversion price)					
	(25/05/2009)					
2.						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
3.						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
4.						
Stock code (if listed)						
Class of shares issuable ( <i>Note 1</i> )						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
	Total C. (Ordinary shares)					-
	(Preference shares)					
	(Other class)					

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. _____ _____ _____ ( / / ) shares ( <i>Note 1</i> )		
2. _____ _____ _____ ( / / ) shares ( <i>Note 1</i> )		
3. _____ _____ _____ ( / / ) shares ( <i>Note 1</i> )		
Total D. (Ordinary shares) (Preference shares) (Other class)		

## Other Movements in Issued Share Capital

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.	Rights issue	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	( / / )	( / / )
2.	Open offer	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	( / / )	( / / )
3.	Placing	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	( / / )	( / / )
4.	Bonus issue		Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) _____ EGM approval date: (dd/mm/yyyy) _____	( / / )	( / / )

Type of Issue			No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
5.	Scrip dividend	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : ( dd/mm/yyyy ) EGM approval date: ( dd/mm/yyyy )	_____
6.	Repurchase of shares		Class of shares repurchased <i>(Note 1)</i> _____ Cancellation date : ( dd/mm/yyyy ) EGM approval date: ( dd/mm/yyyy )	_____
7.	Redemption of shares		Class of shares redeemed <i>(Note 1)</i> _____ Redemption date : ( dd/mm/yyyy ) EGM approval date: ( dd/mm/yyyy )	_____
8.	Consideration issue	At price : State currency _____	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : ( dd/mm/yyyy ) EGM approval date: ( dd/mm/yyyy )	_____



For Main Board and GEM listed issuers

Type of Issue		No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9. Capital reorganisation	Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / )	( / / )
10. Other (Please specify)	At price : State currency _____ Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / )	( / / )
		Total E. (Ordinary shares)	-
		(Preference shares)	_____
		(Other class)	_____

Total increase <del>/(decrease)</del> in ordinary shares during the month (i.e. Total of A to E):	(1)	5,800,000
	(2)	-
Total increase <del>/(decrease)</del> in preference shares during the month (i.e. Total of A to E):		-
Total increase <del>/(decrease)</del> in other classes of shares during the month (i.e. Total of A to E):		-
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>		

Remarks (if any):

**Out of a total 557,935,000 share options to subscribe for 557,935,000 new ordinary shares of the Company, 369,030,000 share options are still unvested at the date of this monthly return.**

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Submitted by: David Cheung

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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*Notes :*

- 1. State the class of shares (e.g. ordinary, preference or other).*
- 2. If there is insufficient space, please append the prescribed continuation sheet.*