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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)

ANNOUNCEMENT

The Company received a disclosure of interest form filed pursuant to Part XV of the SFO from TOSCAfund notifying that TOSCAfund has increased its shareholding in the Company to 1,162,675,000 Shares on 8 August 2008.

Following the increase, the aggregate shareholding interests of TOSCAfund and Proper Glory and its concert parties, the controlling shareholder of the Company, and the interests of the directors of the Company is approximately 75.93% of the total issued share capital of the Company, thereby resulting in the public float of the Company being slightly below 25% as required under Rule 8.08 of the Listing Rules.

Shareholders of the Company and investors are advised to exercise caution when dealing in the Shares.

Geely Automobile Holdings Limited (the “**Company**”) received a disclosure of interest form filed by TOSCAfund Asset Management LLP and its associate (“**TOSCAfund**”) pursuant to Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the “**SFO**”) notifying the Company that TOSCAfund has increased its shareholding in the Company from 1,098,425,000 shares of the Company (“**Shares**”) to 1,162,675,000 Shares on 8 August 2008.

Following the increase, the aggregate shareholding interests of TOSCAfund and Proper Glory Holding Inc. (“**Proper Glory**”) and its concert parties, the controlling shareholder of the Company, and the interests of the directors of the Company is approximately 75.93% of the total issued share capital of the Company, thereby resulting in the public float of the Company being slightly below 25% as required by Rule 8.08 of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

A summary of the shareholding structure of the Company before and after the increase is set out below:

Holders of shares	Immediately before the increase		Immediately after completion of the increase but before conversion of the Convertible Bonds and exercise of Share Options		Immediately after completion of the increase and assuming full conversion of the Convertible Bonds and exercise of Share Options	
	Number of shares	(%)	Number of shares	(%)	Number of shares	(%)
Proper Glory and its concert parties (notes 3 & 4)	3,762,759,000	57.98	3,762,759,000	57.98	3,762,759,000	51.10
TOSCAfund	1,098,425,000	16.93	1,162,675,000	17.92	1,162,675,000	15.79
Ang Siu Lun, Lawrence, executive director (note 2)	2,270,000	0.03	2,270,000	0.03	53,270,000	0.72
Other directors excluding Ang Siu Lun, Lawrence and Mr. Li (note 2)	–	–	–	–	186,500,000	2.53
Public shareholders:						
Holders of the Convertible Bonds (note 1)	–	–	–	–	365,413,793	4.96
Other public shareholders	<u>1,626,301,450</u>	<u>25.06</u>	<u>1,562,051,450</u>	<u>24.07</u>	<u>1,833,471,450</u>	<u>24.90</u>
Total public shareholders	<u>1,626,301,450</u>	<u>25.06</u>	<u>1,562,051,450</u>	<u>24.07</u>	<u>2,198,885,243</u>	<u>29.86</u>
Total	<u><u>6,489,755,450</u></u>	<u><u>100.00</u></u>	<u><u>6,489,755,450</u></u>	<u><u>100.00</u></u>	<u><u>7,364,089,243</u></u>	<u><u>100.00</u></u>

Notes:

- As at the date of this announcement, there are outstanding convertible bonds (the “**Convertible Bonds**”) with a principal amount of HK\$317.91 million convertible into approximately 365,413,793 new shares upon exercise in full at the adjusted conversion price of HK\$0.87 per share at any time from the date of this announcement up to the close of business on 10 March 2011.
- As at the date of this announcement, the Company has outstanding share options (the “**Share Options**”) granted under its share option scheme entitling the holders thereof to subscribe for an aggregate of 508,920,000 shares at a subscription price ranging from HK\$0.70 to HK\$1.06 per share with the expiry of the exercise period ranging from 22 February 2009 to 4 June 2013. Of these Share Options, 237,500,000 Share Options are held by the directors of the Company and the remaining Share Options are held by public shareholders.

3. Proper Glory is a limited liability company incorporated in the British Virgin Islands and is wholly-owned by Geely Group Limited. Geely Group Limited is a private company incorporated in the British Virgin Islands and is wholly-owned by Mr. Li Shu Fu (“**Mr. Li**”), the chairman and executive director of the Company.
4. To the best knowledge of the directors of the Company having made all reasonable enquiries, Proper Glory and its concert parties do not have any interests in the Convertible Bonds and Share Options as at the date of this announcement.

The Company is considering steps to restore the public float of the Company. Further announcement will be made by the Company on the restoration of public float as and when appropriate.

The Stock Exchange has stated that at any time when the percentage of the shares of the Company in public hands is less than the required minimum, and the Stock Exchange has permitted trading in the Shares to continue, the Stock exchange will monitor closely all trading in the shares to ensure that a false market does not develop or may suspend trading in the shares if there is any unusual price movement.

Shareholders of the Company and investors are advised to exercise caution when dealing in the Shares.

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

Hong Kong, 11 August 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.