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## **GEELY GROUP LIMITED**

*(incorporated in the British Virgin Islands with limited liability)*



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

*(incorporated in Cayman Islands with limited liability)  
(Stock code: 175)*

### **JOINT ANNOUNCEMENT**

### **RESULTS OF THE UNCONDITIONAL MANDATORY GENERAL OFFER MADE BY**



**G.K. GOH SECURITIES (H.K.) LIMITED  
ON BEHALF OF  
GEELY GROUP LIMITED  
TO ACQUIRE ALL THE ISSUED SHARES IN  
GEELY AUTOMOBILE HOLDINGS LIMITED  
(OTHER THAN THOSE SHARES ALREADY BENEFICIALLY OWNED OR  
AGREED TO BE ACQUIRED BY  
GEELY GROUP LIMITED  
AND PARTIES ACTING IN CONCERT WITH IT)**

**Financial adviser to Geely Group Limited**



### **G.K. GOH SECURITIES (H.K.) LIMITED**

The latest time and date for acceptance of the Offer was 4:00 p.m. on 21 June 2005 and the Offer closed on 21 June 2005. As at 4:00 p.m. on the Closing Date, the Offeror received 4 valid acceptances in respect of 87,000 Shares under the Offer, representing approximately 0.002% of the existing issued capital of the Company.

Before 11 January 2005, being the day of the first announcement published in relation to the Offer, the Offeror and the parties acting in concert with it were interested in 32% of the issued share capital of Proper Glory, which in turn was interested in 2,500,000,000 Shares, representing approximately 60.68% of the issued share capital of the Company. Following Completion on 19 May 2005, Proper Glory became 100% owned by the Offeror. Immediately before the commencement of the Offer, the Offeror and the parties acting in concert with it were beneficially interested in an aggregate of 2,500,000,000 Shares, representing approximately 60.68% of the existing issued share capital of the Company. Taking into account the valid acceptances of the Offer in respect of 87,000 Shares, the Offeror and the parties acting in concert with it are interested in 2,500,087,000 Shares, representing approximately 60.68% of the existing issued share capital of the Company. Taking this into account, the public Shareholders hold approximately 39.32% of the existing issued share capital of the Company as at the Closing Date.

Reference is made to the composite offer document dated 31 May 2005 issued by the Company and the Offeror and the announcement dated the same date relating to the despatch of such composite offer document. Terms used in this announcement shall have the same meanings as those defined in such composite offer document unless the context otherwise requires.

#### **CLOSING OF THE OFFER AND ACCEPTANCE LEVELS**

The latest time and date for acceptance of the Offer was 4:00 p.m. on 21 June 2005 and the Offer closed on 21 June 2005. As at 4:00 p.m. on the Closing Date, the Offeror received 4 valid acceptances in respect of 87,000 Shares under the Offer, representing approximately 0.002% of the existing issued capital of the Company.

Remittances in respect of valid acceptances of the Offer will be/have been posted to the accepting Shareholders by ordinary post at their own risk within 10 days of the date of receipt of such valid acceptances of the Offer. Save for the transfer of the Shares tendered under the Offer, the Offeror and the parties acting in concert with it have neither dealt in nor agreed to acquire any Shares or other securities of the Company during the period from 11 January 2005, being the day of the first announcement published in relation to the Offer, to the Closing Date.

### **PUBLIC FLOAT OF SHARES**

Before 11 January 2005, being the day of the first announcement published in relation to the Offer, the Offeror and the parties acting in concert with it were interested in 32% of the issued share capital of Proper Glory, which in turn was interested in 2,500,000,000 Shares, representing approximately 60.68% of the issued share capital of the Company. Following Completion on 19 May 2005, Proper Glory became 100% owned by the Offeror. Immediately before the commencement of the Offer, the Offeror and parties acting in concert with it were beneficially interested in an aggregate of 2,500,000,000 Shares, representing approximately 60.68% of the existing issued share capital of the Company. Taking into account the valid acceptances of the Offer in respect of 87,000 Shares, the Offeror and the parties acting in concert with it are interested in 2,500,087,000 Shares, representing approximately 60.68% of the existing issued share capital of the Company whilst the public Shareholders hold approximately 39.32% of the existing issued share capital of the Company as at the Closing Date. Save for aforesaid, as at the date of this announcement, the Offeror and the parties acting in concert with it are not interested in any other securities of the Company.

### **RESIGNATION OF EXECUTIVE DIRECTORS**

With effect from 4:00 p.m. on the Closing Date, six of the existing executive Directors namely, Messrs. He Xue Chu, Xu Xing Yao, Ku Wai Kwan, Zhou Teng, Zhang Zhe and Wong Hing Kwok have resigned. Messrs. He Xue Chu, Xu Xing Yao, Ku Wai Kwan, Zhou Teng, Zhang Zhe and Wong Hing Kwok have confirmed that they have no dispute with the Board and there is no matter relating to their resignation that will need to be brought to the attention of the Company's shareholders. The Board considers that their resignation will not have material impact to the operation of the Company.

The Board would like to take this opportunity to express its gratitude to the aforementioned Directors for their valuable contribution made to the Company during their terms of office.

By order of the Board  
**Geely Group Limited**  
**Li Shu Fu**  
*Director*

By order of the Board  
**Geely Automobile Holdings Limited**  
**Li Shu Fu**  
*Chairman*

Hong Kong, 21 June 2005

*As at the date of this announcement, the executive directors of the Company are Messrs., He Xuechu, Xu Xing Yao, Ang Siu Lun, Lawrence, Ku Wai Kwan, Zhou Teng, Nan Yang, Zhang Zhe and Wong Hing Kwok, Li Shu Fu, Xu Gang, Yang Jian, Shim Bong Sup, Yin Da Qing, Richard, Liu Jin Liang and Gui Sheng Yue and the independent non-executive directors of the Company are Messrs. Lee Cheuk Yin, Dannis, Song Lin and Yeung Sau Hung, Alex.*

*The sole director of the Offeror accepts full responsibility for the accuracy of the information (other than information relating to the Group) contained in this announcement and confirm, having made all reasonable enquiries, that to the best of his knowledge, opinions expressed in this announcement (other than opinions expressed by the Group) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information (other than information relating to the Offeror) contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement (other than opinions expressed by the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.*

Please also refer to the published version of this announcement in The Standard.