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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 code: 175)**

**(1) REVISED ANNUAL CAPS FOR THE TRANSACTIONS  
CONTEMPLATED UNDER  
THE SERVICES AGREEMENT**

**AND**

**(2) DELAY IN DESPATCH OF CIRCULAR IN RESPECT OF  
NON-EXEMPTED CONTINUING CONNECTED TRANSACTIONS  
CONTEMPLATED UNDER THE SUPPLEMENTAL EV AGREEMENT**

**Financial Adviser to Geely Automobile Holdings Limited**



**上銀國際有限公司**  
BOSC International Company Limited

**BOSC International Company Limited**

**Independent Financial Adviser to Geely Automobile Holdings Limited**

**Quam**  **華富嘉洛**  
CAPITAL **企業融資**

**(1) REVISED ANNUAL CAPS FOR THE TRANSACTIONS CONTEMPLATED UNDER  
THE SERVICES AGREEMENT**

Reference is made to the Company's announcement dated 27 November 2009 and the Company's circular dated 14 December 2009 in relation to the Services Agreement. Reference is also made to the Company's announcement dated 13 November 2015 in relation to the original annual caps for the three years ending 31 December 2016, 2017 and 2018 under the Services Agreement.

On 27 November 2009, the Company entered into the following master agreement for a term of ten years from 1 January 2010 to 31 December 2020:

### **Services Agreement**

A master agreement between the Company and Geely Holding pursuant to which (i) the Group agreed to sell the CKDs and Sedan Tool Kits to the Geely Holding Group; and (ii) the Geely Holding Group agreed to sell CBUs, automobile parts and components; and provide process manufacturing services to the Group.

Pursuant to the requirements of the Listing Rules, the Company will seek approval from the Independent Shareholders at the EGM on the annual caps in respect of the Services Agreement for the three years ending 31 December 2018.

In view of the better-than-expected demand for the Group's products, the Board expects that the original annual cap for the sale of CKDs and purchase of CBUs under the Services Agreement for the three years ending 31 December 2018 will not be sufficient to meet the Company's requirements. Accordingly, the Board approved to revise upward the annual caps for the sale of CKDs and purchase of CBUs for the three years ending 31 December 2018 under the Services Agreement.

### **Listing Rules Implications**

Geely Holding is beneficially wholly-owned by Mr. Li and his associate. Mr. Li is an executive Director and a substantial Shareholder holding approximately 42.78% of the total issued share capital of the Company as at the date of this announcement. As such, Geely Holding is an associate of Mr. Li and a connected person of the Company for the purpose of the Listing Rules. Accordingly, the Services Agreement constitutes continuing connected transactions for the Company and the revision of annual caps for the three year ending 31 December 2018 under the Services Agreement is subject to re-compliance with the requirements of the Listing Rules.

As the applicable percentage ratios of the Revised Annual Caps are expected to be higher than 5% on an annual basis, the Revised Annual Caps are subject to the reporting, annual review, announcement and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

Mr. Li, Mr. Yang Jian, Mr. Li Dong Hui, Daniel and Mr. An Cong Hui, each an executive Director, are considered to have material interests in the Revised Annual Caps by virtue of their interests and/or directorship in Geely Holding. As a result, Mr. Li, Mr. Yang Jian, Mr. Li Dong Hui, Daniel and Mr. An Cong Hui have abstained from voting on the Board resolutions for approving the Revised Annual Caps.

Mr. Li and his associates together holding 3,783,099,000 Shares (representing approximately 42.78% of the total issued share capital of the Company), Mr. Yang Jian and his associates together holding 14,475,000 Shares (representing approximately 0.16% of the total issued share capital of the Company), Mr. Li Dong Hui, Daniel and his associates together holding 2,000,000 Shares (representing approximately 0.02% of the total issued share capital of the Company), and Mr. An Cong Hui and his associates together holding 15,380,000 Shares (representing approximately 0.17% of the total issued share capital of the Company) as at the date of this announcement, will all abstain from voting on the resolution to be proposed at the EGM to approve the Revised Annual Caps.

An Independent Board Committee has been established to advise the Independent Shareholders on whether or not the Revised Annual Caps are fair and reasonable and in the interests of the Company and the Independent Shareholders. Quam Capital Limited has been appointed as the independent financial adviser to advise the Independent Board Committee and the Independent Shareholders on the Revised Annual Caps.

**(2) DELAY IN DESPATCH OF CIRCULAR IN RESPECT OF NON-EXEMPTED CONTINUING CONNECTED TRANSACTIONS CONTEMPLATED UNDER THE SUPPLEMENTAL EV AGREEMENT**

Reference is made to the announcement of the Company dated 5 October 2016 on the revision of annual caps in relation to the transactions contemplated under the Supplemental EV Agreement dated 5 October 2016. As set out in the Company's announcement dated 5 October 2016, it is expected that the circular in this regard will be despatched on or before 21 October 2016. The Company will include the information as required under the Listing Rules in relation to the transactions contemplated under the Supplemental EV Agreement in the same circular for the Revised Annual Caps, which is expected to be despatched on or before 8 November 2016.

A circular containing, *inter alia*, (a) further information about the Revised Annual Caps and the transactions contemplated under the Supplemental EV Agreement; (b) the letter of advice from Quam Capital Limited to the Independent Board Committee and the Independent Shareholders; (c) the recommendation from the Independent Board Committee; and (d) a notice of the EGM will be despatched to the Shareholders on or before 8 November 2016.

**(1) REVISED ANNUAL CAPS FOR THE TRANSACTIONS CONTEMPLATED UNDER THE SERVICES AGREEMENT**

Reference is made to the Company's announcement dated 27 November 2009 and the Company's circular dated 14 December 2009 in relation to the Services Agreement. Reference is also made to the Company's announcement dated 13 November 2015 in relation to the original annual caps for the three years ending 31 December 2016, 2017 and 2018 under the Services Agreement.

**Services Agreement**

The Services Agreement was signed on 27 November 2009 and has a term of ten years from 1 January 2010 to 31 December 2020. The then Rule 14A.35(1) of the Listing Rules (now Rule 14A.52) provides, in relation to continuing connected transactions not falling under Rule 14A.33 of the Listing Rules, that where under special circumstances the nature of the transaction requires the agreement to be of a duration longer than three years, the independent financial adviser to the Company will be required to explain why a longer period for the agreement is required and to confirm that it is normal business practice for agreements of such type to be of such duration. Quam Capital Limited opined in the Company's circular dated 14 December 2009 that it is normal business practice for agreements like the Services Agreement to have a term longer than three years. The Services Agreement was approved by the then Independent Shareholders at the extraordinary general meeting of the Company held on 31 December 2009.

In view of the better-than-expected demand for the Group's products, the Board expects that the original annual caps of the Services Agreement for the three years ending 31 December 2018 will not be sufficient to meet the Company's requirements. Accordingly, the Board approved to revise upward the annual caps for the three years ending 31 December 2018 under the Services Agreement. Save for the Revised Annual Caps, other terms of the Services Agreement remain unchanged.

The information below sets out, among others, the proposed revised annual caps for the sale of CKDs and purchase of CBUs under the Services Agreement for the three years ending 31 December 2018:

Date: 27 November 2009

Parties: The Company; and  
Geely Holding

Geely Holding is an associate of Mr. Li and a connected person of the Company for the purpose of the Listing Rules by virtue of the fact that Geely Holding is wholly-owned by Mr. Li and his associate, and Mr. Li is an executive Director and a substantial Shareholder holding approximately 42.78% interest in the issued share capital of the Company as at the date of this announcement.

Terms: From 1 January 2010 to 31 December 2020

The Company will, in compliance with the Listing Rules, make further announcement and obtain approvals from Independent Shareholders (if necessary) in relation to the annual caps as and when necessary.

***(i) Sale of CKDs and Sedan Tool Kits from the Group to the Geely Holding Group***

Subject matter: Pursuant to the Services Agreement, the Group agreed to supply to the Geely Holding Group, CKDs and Sedan Tool Kits in accordance with the product specifications set out in the Services Agreement. During the course of the Services Agreement, the Geely Holding Group may request additional services other than the aforesaid services from the Group.

The additional services, subject to the ability in providing the requested services to be based on normal commercial terms to be determined by the parties to the Services Agreement on an arm's length basis and in compliance with the Listing Rules, will be related to services that might occur in the process of manufacturing CKDs and Sedan Tool Kits for new models in the future.

The above activities will be conducted in the ordinary and usual course of business of the Company, on normal commercial terms and on terms not less favourable to the Company than terms available to or from (as appropriate) independent third parties to the Company.

Pricing basis:

Pursuant to the Services Agreement, the CKDs, depending on the specifications and models, will be sold to the Geely Holding Group based on the selling price of sedans to end customers, less distribution costs, costs of Sedan Tool Kits, the PRC taxes (which comprise mainly the consumption taxes and water construction fund and stamp duty tax; consumption taxes applicable to the Group's vehicle models fall under different tax charge categories ranging from 3% to 25% depending on the sedan's engine displacement sizes, and water construction fund and stamp duty tax which varies according to different regions in the PRC), and costs of other necessary and reasonable expenses, which mainly include the relevant salary and other office expenses.

The Sedan Tool Kits to be supplied by the Group to the Geely Holding Group will be based on the actual cost of the Sedan Tool Kits to the Group. The Sedan Tool Kits will be sold back to the Group for distribution to the end customers (for the avoidance of doubt, the Sedan Tool Kits sold back from the Geely Holding Group to the Group are included as part of CBUs).

## Historical transaction amounts and proposed annual caps

The table below sets out the historical transaction amounts for the year ended 31 December 2015 and the nine months ended 30 September 2016, and the proposed revised annual caps for the sale of CKDs pursuant to the Services Agreement for the three years ending 31 December 2018. The annual caps for the sale of Sedan Tool Kits for each of the three years ending 31 December 2016, 2017 and 2018 pursuant to the Services Agreement will remain unchanged:

	Historical transaction amount for the year ended 31 December 2015 (Audited) <i>RMB'000</i>	Historical transaction amount for the nine months ended 30 September 2016 (Unaudited) <i>RMB'000</i>	Proposed revised annual cap for the year ending 31 December		
			2016 <i>RMB'000</i>	2017 <i>RMB'000</i>	2018 <i>RMB'000</i>
Sale of CKDs	25,680,051	27,927,141	54,367,457	78,909,319	100,974,729
Original annual caps for the three years ending 31 December 2018 announced on 13 November 2015	N/A	N/A	43,976,763	62,860,126	83,768,317

## Basis of determination of the proposed annual caps

The Revised Annual Caps above for the purchase of CKDs by the Geely Holding Group from the Group have been determined by the Directors by reference to (i) the better-than-expected sales performance, in particular the Group's monthly sales of sedan in September 2016 reaching record high as announced by the Company on 11 October 2016; (ii) the large orders already received in October 2016 and the strong sales orders expected to be received for the remaining period of year 2016; (iii) the anticipated units of vehicle to be sold based on the sales budget of the Group for the two years ending 31 December 2017 and 2018; and (iv) the projected average selling price per vehicle to end customers, based on the latest average selling price of the vehicles.

***(ii) Sale of CBUs, automobile parts and components; and provision of process manufacturing services from the Geely Holding Group to the Group***

Subject matter: Pursuant to the Services Agreement, the Geely Holding Group agreed to sell to the Group CBUs (including CBUs (Electric Vehicles)), automobile parts and components; and provide process manufacturing services to the Group in accordance with the product and service specifications set out in the Services Agreement.

Pricing basis: Pursuant to the Services Agreement, the CBUs, depending on the models and types, will be sold to the Group based on the selling price of the sedans to end customers, less distribution costs. The automobile parts and components to be supplied by the Geely Holding Group will be based on the original purchase cost plus the relevant procurement cost(s), being the actual cost(s) incurred in the procurement process by the Geely Holding Group.

With regard to the process manufacturing services, the fee to be charged by the Geely Holding Group will be based on the annual linear depreciation of the value of the imported molding equipment plus the actual cost incurred by Geely Holding Group for the process manufacturing services (which comprise mainly the factory leasing costs and direct labour and overhead costs).

The above activities will be conducted in the ordinary and usual course of business of the Company, on normal commercial terms and on terms not less favourable to the Company than terms available to or from (as appropriate) independent third parties to the Company.

**Historical transaction amounts and proposed annual caps**

The table below sets out the historical transaction amounts for the year ended 31 December 2015 and the nine months ended 30 September 2016, and the proposed revised annual caps for the purchase of CBUs pursuant to the Services Agreement for the three years ending 31



December 2018. The annual caps for the purchase of automobile parts and components, and the process manufacturing services fees pursuant to the Services Agreement for each of the three years ending 31 December 2016, 2017 and 2018 will remain unchanged:

	Historical	Historical	Proposed revised annual cap		
	transaction	transaction	for the year ending 31 December		
	amount for the	amount for the	2016	2017	2018
	year ended	year ended			
	31 December	30 September			
	2015	2016			
	(Audited)	(Unaudited)			
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Purchase of CBUs	26,953,499	28,554,665	55,665,152	80,575,051	102,574,303
Original annual caps for the three years ending 31 December 2018 announced on 13 November 2015	N/A	N/A	47,050,290	67,342,835	89,219,305

#### **Basis of determination of the proposed annual caps**

The Revised Annual Caps above for the purchase of CBUs by the Group from the Geely Holding Group have been determined by the Directors by reference to (i) the better-than-expected sales performance, in particular the Group's monthly sales of sedan in September 2016 reaching record high as announced by the Company on 11 October 2016; (ii) the large orders already received in October 2016 and the strong sales orders expected to be received for the remaining period of year 2016; (iii) the anticipated units of vehicle to be sold based on the sales budget of the Group for the two years ending 31 December 2017 and 2018; and (iv) the projected average selling price per vehicle to end customers, based on the latest average selling price of the vehicles.

The Group is principally engaged in the research, production, marketing and sales of sedans and related automobile components in the PRC. During the year, the Group has launched 4 new models namely "Geely Boyue" (吉利博越), "Emgrand GS" (帝豪GS), "Vision SUV" (远景SUV) and "Emgrand GL" (帝豪GL), all of which have achieved better-than-expected sales performance.

During the month of September 2016, the sales volume of "New Emgrand" was 21,121 units, an increase of about 31% from the same period last year. The sales volume of "Vision" sedan was 11,114 units in the month of September 2016, up about 2% year-on-year. The Group's "Geely GC9" (吉利博瑞), its B-segment sedan model, achieved a sales volume of 4,478 units in the month of September 2016. The "Geely Boyue" (吉利博越), its newest SUV model, recorded a

sales volume of 14,053 units in the month of September 2016. The “Emgrand GS” (帝豪GS), its first crossover SUV model, recorded a sales volume of 8,524 units in the month of September 2016. The “Vision SUV” (遠景SUV), its new SUV model, recorded a sales volume of 10,056 units in the month of September 2016. The Group officially launched a new generation of A+ segment sedan model namely “Emgrand GL” (帝豪GL) in late September 2016 and recorded a sales volume of 2,874 units during the month. So far, the order book for “Emgrand GL” has been better than the management’s initial expectations.

As stated in the Company’s announcement dated 11 October 2016, the Board of the Company has revised upward the Group’s sales volume target from 660,000 units by around 6% to 700,000 units, which is up around 37% from year 2015.

It is expected that the strong sales performance in the domestic market, together with the expansion for the Group’s overall manufacturing capacity upon acquisitions of the Baoji and Shanxi manufacturing plants for the production of “Emgrand GS” (帝豪GS) and “Geely Boyue” (吉利博越) models, would enable the Group to achieve a higher sales volume target and an improvement in average selling price for its products. Accordingly, the Directors estimate the sale of CKDs and the purchase of CBUs for the three years ending 31 December 2018 will exceed the original annual caps for the three years ending 31 December 2018 under the Services Agreement.

The Directors (excluding the independent non-executive Directors whose views will be given after taking into account the advice from the Independent Financial Adviser) are of the view that the Revised Annual Caps are fair and reasonable and in the interests of the Company and the Shareholders as a whole.

### **Internal Control Measures in Relation to Pricing**

In order to ensure that the aforesaid pricing basis for the Services Agreement is adhered to, the Company will continue to adopt the following internal control measures:

#### ***The Services Agreement***

##### ***(i) Sales of CKDs and Sedan Tool Kits from the Group to the Geely Holding Group***

For the sales of CKDs and Sedan Tool Kits by the Group, the Group will monitor the expected selling price of sedans and relevant cost items, which include mainly distribution costs, cost of Sedan Tool Kits, the PRC taxes (which comprise mainly the consumption taxes), and costs of other necessary and reasonable expenses to ensure that the selling price of CKDs and Sedan Tool Kits are determined correctly. The Group and the Geely Holding Group will negotiate the terms of such transactions to ensure that prices are fair and reasonable, and properly reflect the level of costs incurred by both parties in such transactions.

*(ii) Sales of CBUs, automobile parts and components; and provision of process manufacturing services from the Geely Holding Group to the Group*

For the purchases of CBUs by the Group, the Group will keep track of the expected selling price of sedans and relevant cost items, which include mainly distribution costs, to ensure the fairness of the purchase price of CBUs. For the purchases of automobile parts and components by the Group, and the provision of process manufacturing services from the Geely Holding Group to the Group, the Group and the Geely Holding Group will negotiate the terms of such transactions to ensure that prices are fair and reasonable, and properly reflect the level of costs incurred by both parties in such transactions.

In relation to the aforesaid internal control measures for the Services Agreement, the internal audit department of the Group will conduct assessment on the internal control measures for all continuing connected transactions to ensure such internal control measures have been adhered to and are effective. The independent non-executive Directors will also conduct review on all continuing connected transactions every year and confirm that the transactions have been entered into in the ordinary and usual course of business of the Group; on normal commercial terms or better; and according to the agreements governing them on terms that are fair and reasonable and in the interests of the Shareholders as a whole. The Company also engages its independent auditors to report on all continuing connected transactions every year. The independent auditors review and confirm whether all continuing connected transactions have been approved by the Board; were in accordance with the pricing policies of the relevant agreement governing the transactions; and have not exceeded the relevant annual caps.

The Board considers the results from the above reviews and takes action to further strengthen the internal control measures on all continuing connected transactions of the Group if necessary.

### **Information on the Parties**

The Group is principally engaged in the research and development, manufacturing and trading of automobiles, automobile parts and related automobile components, and investment holding.

Geely Holding and its subsidiaries are principally engaged in the sales of automobiles and related parts and components wholesale and retail businesses.

### **Listing Rules Implications**

Geely Holding is beneficially wholly-owned by Mr. Li and his associate. Mr. Li is an executive Director and a substantial Shareholder holding approximately 42.78% of the total issued share capital of the Company as at the date of this announcement. As such, Geely Holding is an associate of Mr. Li and a connected person of the Company for the purpose of the Listing Rules. Accordingly, the Services Agreement constitutes continuing connected transactions for

the Company and the revision of annual caps for the three years ending 31 December 2018 under the Services Agreement is subject to re-compliance with the requirements of the Listing Rules.

As the applicable percentage ratios of the Revised Annual Caps are expected to be higher than 5% on an annual basis, the Revised Annual Caps are subject to the reporting, annual review, announcement and Independent Shareholders' approval requirements under Chapter 14A of the Listing Rules.

Mr. Li, Mr. Yang Jian, Mr. Li Dong Hui, Daniel and Mr. An Cong Hui, each an executive Director, are considered to have material interests in the Revised Annual Caps by virtue of their interests and/or directorship in Geely Holding. As a result, Mr. Li, Mr. Yang Jian, Mr. Li Dong Hui, Daniel and Mr. An Cong Hui have abstained from voting on the Board resolutions for approving the Revised Annual Caps.

Mr. Li and his associates together holding 3,783,099,000 Shares (representing approximately 42.78% of the total issued share capital of the Company), Mr. Yang Jian and his associates together holding 14,475,000 Shares (representing approximately 0.16% of the total issued share capital of the Company), Mr. Li Dong Hui, Daniel and his associates together holding 2,000,000 Shares (representing approximately 0.02% of the total issued share capital of the Company), and Mr. An Cong Hui and his associates together holding 15,380,000 Shares (representing approximately 0.17% of the total issued share capital of the Company) as at the date of this announcement, will all abstain from voting on the resolution to be proposed at the EGM to approve the Revised Annual Caps.

An Independent Board Committee has been established to advise the Independent Shareholders on whether or not the Revised Annual Caps are fair and reasonable and in the interests of the Company and the Independent Shareholders. Quam Capital Limited has been appointed as the independent financial adviser to advise the Independent Board Committee and the Independent Shareholders on the Revised Annual Caps.

**(2) DELAY IN DESPATCH OF CIRCULAR IN RESPECT OF NON-EXEMPTED CONTINUING CONNECTED TRANSACTIONS CONTEMPLATED UNDER THE SUPPLEMENTAL EV AGREEMENT**

Reference is made to the announcement of the Company dated 5 October 2016 on the revision of annual caps in relation to the transactions contemplated under the Supplemental EV Agreement dated 5 October 2016. As set out in the Company's announcement dated 5 October 2016, it is expected that the circular in this regard will be despatched on or before 21 October 2016. The Company will include the information as required under the Listing Rules in relation to the transactions contemplated under the Supplemental EV Agreement in the same circular for the Revised Annual Caps, which is expected to be despatched on or before 8 November 2016.

## GENERAL

A circular containing, *inter alia*, (a) further information about the Revised Annual Caps and the transactions contemplated under the Supplemental EV Agreement; (b) the letter of advice from Quam Capital Limited to the Independent Board Committee and the Independent Shareholders; (c) the recommendation from the Independent Board Committee; and (d) a notice of the EGM will be despatched to the Shareholders on or before 8 November 2016.

## DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context requires otherwise:

“associates”	has the meaning ascribed to it in the Listing Rules
“Board”	the board of Directors
“CBU(s)”	Complete Buildup Unit (整車), a complete vehicle after the final assembly; for avoidance of doubt, including CBUs (Electric Vehicles)
“CBU(s) (Electric Vehicle(s))”	Complete Buildup Unit(s) for electric vehicle(s) (電動整車) a complete electric vehicle after the final assembly
“CKD(s)”	Complete Knock Down Kit(s) or CKD(s) (整車成套件), a complete kit needed to assemble a vehicle
“Company”	Geely Automobile Holdings Limited, a company incorporated in the Cayman Islands with limited liability whose shares are listed on the main board of the Stock Exchange
“Director(s)”	the director(s) of the Company
“EGM”	an extraordinary general meeting of the Company to be convened to approve the Revised Annual Caps
“Geely Holding”	浙江吉利控股集團有限公司(Zhejiang Geely Holding Group Company Limited), a private limited liability company incorporated in Zhejiang Province, the PRC, and is owned as to 90% by Mr. Li and as to 10% by Mr. Li Xing Xing, the son of Mr. Li, respectively
“Geely Holding Group”	Geely Holding and its subsidiaries

“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Board Committee”	the independent committee of the Board, comprising only the independent non-executive Directors, namely Mr. Lee Cheuk Yin, Dannis, Mr. Yeung Sau Hung, Alex, Mr. An Qing Heng and Mr. Wang Yang, established for the purpose of advising the Independent Shareholders on the Revised Annual Caps
“Independent Shareholders”	Shareholder(s) other than Mr. Li, Mr. Yang Jian, Mr. Li Dong Hui, Daniel, Mr. An Cong Hui and their respective associates
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Mr. Li”	Mr. Li Shu Fu, an executive Director and a substantial Shareholder holding 42.78% interest in the issued share capital of the Company as at the date of this announcement
“PRC”	the People’s Republic of China (for the purpose of this announcement, excluding Hong Kong, Macau Special Administrative Region and Taiwan)
“Quam Capital Limited” or “Independent Financial Adviser”	Quam Capital Limited, a licensed corporation to carry out type 6 (advising on corporate finance) regulated activity under the Securities and Futures Ordinance in Hong Kong, being the independent financial adviser appointed by the Independent Board Committee to advise the Independent Board Committee and the Independent Shareholders in respect of the Revised Annual Caps
“Revised Annual Caps”	the proposed revised annual caps for the three years ending 31 December 2018 for the sale of CKDs and purchase of CBUs contemplated under the Services Agreement
“RMB”	Renminbi, the lawful currency of the PRC
“Sedan Tool Kit(s)”	a tool kit(s) for subsequent basic repairs and maintenance of the sedan
“Services Agreement”	the master agreement dated 27 November 2009 entered into between the Company and Geely Holding as referred to under the subsection headed “Services Agreement” of the section headed “Revised Annual Caps for the transactions contemplated under the Services Agreement” of this announcement

“Shareholders”	holders of shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“SUV”	sport utility vehicle
“%”	Per cent.

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

Hong Kong, 18 October 2016

*As at the date of this announcement, the executive directors of the Company are Mr. Li Shu Fu (Chairman), Mr. Yang Jian (Vice Chairman), Mr. Li Dong Hui, Daniel (Vice Chairman), Mr. Gui Sheng Yue (Chief Executive Officer), Mr. An Cong Hui, Mr. Ang Siu Lun, Lawrence and Ms. Wei Mei, the non-executive director of the Company is Mr. Carl Peter Edmund Moriz Forster, and the independent non-executive directors of the Company are Mr. Lee Cheuk Yin, Dannis, Mr. Yeung Sau Hung, Alex, Mr. An Qing Heng and Mr. Wang Yang.*