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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)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of Geely Automobile Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) will be held at Regus Conference Centre, 35/F, Central Plaza, 18 Harbour Road, Wanchai, Hong Kong on Tuesday, 24 August 2021 at 4:00 p.m. or at any adjustment thereof for the purpose of considering and, if thought fit, passing (with or without amendments) the following resolutions as ordinary resolutions of the Company:

ORDINARY RESOLUTIONS

To consider and, if thought fit, pass with or without amendment, the following resolutions as ordinary resolutions of the Company:

1. “**THAT:**

the conditional sale and purchase agreement dated 2 July 2021 (the “**CEVT Acquisition Agreement**”) entered into between, ZEEKR (as defined in the circular of the Company dated 5 August 2021 (the “**Circular**”)) and 浙江吉利汽車有限公司 (Zhejiang Geely Automobile Company Limited), in relation to the acquisition of 100% of the equity interests in CEVT (as defined in the Circular), a copy of which is tabled at the meeting and marked “**A**” and initialed by the chairman of the meeting for the purpose of identification, and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed and any one, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorized to do all such acts and things which he/she/they may consider necessary, desirable or expedient to implement the transactions contemplated thereunder (with any amendments to the terms of such agreement which are not inconsistent with the purpose thereof as may be approved by the directors of the Company).”

2. **“THAT:**

the conditional sale and purchase agreement dated 2 July 2021 (the **“Haohan Energy Acquisition Agreement”**) entered into between ZEEKR and 吉利汽車集團有限公司 (Geely Automobile Group Company Limited) in relation to the acquisition of 30% of the equity interests in Haohan Energy (as defined in the Circular), a copy of which is tabled at the meeting and marked **“B”** and initialed by the chairman of the meeting for the purpose of identification), and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed and any one, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorized to do all such acts and things which he/she/they may consider necessary, desirable or expedient to implement the transactions contemplated thereunder (with any amendments to the terms of such agreement which are not inconsistent with the purpose thereof as may be approved by the directors of the Company).”

3. **“THAT:**

the conditional subscription agreement dated 2 July 2021 (the **“Ningbo Viridi Subscription Agreement”**) entered into among, ZEEKR as subscriber, Zhejiang Jichuang (as defined in the Circular) and Ningbo Viridi (as defined in the Circular) in relation to the subscription of additional capital in Ningbo Viridi, a copy of which is tabled at the meeting and marked **“C”** and initialed by the chairman of the meeting for the purpose of identification), and the transactions contemplated thereunder be and are hereby approved, ratified and confirmed and any one, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorized to do all such acts and things which he/she/they may consider necessary, desirable or expedient to implement the transactions contemplated thereunder (with any amendments to the terms of such agreement which are not inconsistent with the purpose thereof as may be approved by the directors of the Company).”

4. **“THAT:**

a) the conditional agreement dated 2 July 2021 (the **“R&D Services and Technology Licensing Agreement”**) entered into among the Company, 浙江吉利控股集團有限公司 (Zhejiang Geely Holding Group Company Limited or **“Geely Holding”**, together with its subsidiaries, the **“Geely Holding Group”**) and LYNK & CO (as defined in the Circular), a copy of which is tabled at the meeting and marked **“D”** and initialed by the chairman of the meeting for identification purpose, pursuant to which, the Group agreed to (i) provide R&D and related technological support services to the Geely Holding Group and the LYNK & CO Group (as defined in the Circular); and (ii) procure R&D and related technological support services from the Geely Holding Group, be and are hereby approved, ratified and confirmed;

- b) the annual cap amounts in respect of the R&D service fees and technology license fees receivable from the Geely Holding Group and the LYNK & CO Group and the R&D service fees and technology license fees payable by the Group for each of the three financial years ending 31 December 2023 be and are hereby approved; and
- c) any one director of the Company, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters and transactions contemplated in the R&D Services and Technology Licensing Agreement.”

5. **“THAT:**

- a) the conditional agreement dated 2 July 2021 (the “**Automobile Components Sales Agreement**”) entered into among the Company, Geely Holding and LYNK & CO (as defined in the Circular), a copy of which is tabled at the meeting and marked “E” and initialed by the chairman of the meeting for identification purpose, pursuant to which, the Group agreed to sell automobile components to the Geely Holding Group and the LYNK & CO Group (as defined in the Circular), be and are hereby approved, ratified and confirmed;
- b) the annual cap amounts in respect of the sale of automobile components by the Group to the Geely Holding Group and the LYNK & CO Group for each of the three financial years ending 31 December 2023 be and are hereby approved; and
- c) any one director of the Company, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters and transactions contemplated in the Automobile Components Sales Agreement.”

6. **“THAT:**

- a) the conditional agreement dated 2 July 2021 (the “**Automobile Components Procurement Agreement**”) entered into between ZEEKR and the Company, a copy of which is tabled at the meeting and marked “F” and initialed by the chairman of the meeting for identification purpose, pursuant to which the ZEEKR Group (as defined in the Circular) agreed to supply automobile components to the Group, be and are hereby approved, ratified and confirmed;

- b) the annual cap amounts in respect of the procurement of automobile components by the Group from the ZEEKR Group for each of the three financial years ending 31 December 2023 be and are hereby approved; and
- c) any one director of the Company, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters and transactions contemplated in the Automobile Components Procurement Agreement.”

7. **“THAT:**

- a) the conditional agreement dated 2 July 2021 (the **“ZEEKR Finance Cooperation Agreement”**) entered into between Genius AFC (as defined in the Circular) and ZEEKR, a copy of which is tabled at the meeting and marked **“G”** and initialed by the chairman of the meeting for identification purpose, pursuant to which, Genius AFC agreed to provide vehicle financing to the ZEEKR Retail Customers (as defined in the Circular), be and are hereby approved, ratified and confirmed;
- b) the ZEEKR Financing Annual Caps (as defined in the Circular) in respect of the Genius AFC’s provision of maximum new financing amounts to ZEEKR Retail Customers for each of the three financial years ending 31 December 2023 be and are hereby approved; and
- c) any one director of the Company, or any two directors of the Company if the affixation of the common seal is necessary, be and is/are hereby authorised for and on behalf of the Company to execute all such other documents, instruments and agreements and to do all such acts or things deemed by him/her to be incidental to, ancillary to or in connection with the matters and transactions contemplated in the ZEEKR Finance Cooperation Agreement and the ZEEKR Financing Arrangement (as defined in the Circular).”

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

Hong Kong, 5 August 2021

Notes:

- (1) In order to establish entitlements of attending and voting at the forthcoming extraordinary general meeting of the Company to be held on 24 August 2021, the register of members of the Company will be closed from 19 August 2021 to 24 August 2021 (both days inclusive), during such period no transfer of shares of the Company will be registered. All transfers of shares of the Company, accompanied by the relevant share certificates must be lodged for registration with the Company's Hong Kong share registrar and transfer office, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not later than 4:00 p.m. on 18 August 2021.
- (2) Any shareholder of the Company (the "**Shareholder**") entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote instead of him. A proxy need not be a Shareholder.
- (3) In order to be valid, a proxy form in the prescribed form together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of that power of authority, must be deposited at the Company's Hong Kong share registrar and transfer office, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong not less than 48 hours before the time fixed for holding the EGM or any adjournment thereof.
- (4) In case of joint shareholdings, the vote of the senior joint Shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholder(s) and for this purposes seniority will be determined by the order in which the names stand in the register of members of the Company in respect of the joint shareholding.
- (5) If there is Typhoon Signal No. 8 or above, a "black" rainstorm warning and/or extreme conditions caused by a super typhoon in force in Hong Kong at any time after 1:00 p.m. on the date of the forthcoming extraordinary general meeting, the meeting will be postponed. The Company will publish an announcement on the websites of the Company at (<http://www.geelyauto.com.hk>) and the Stock Exchange at (<http://www.hkexnews.hk>) to notify Shareholders of the date, time and venue of the rescheduled meeting.

As at the date of this notice, 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 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.