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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 codes: 175 (HKD counter) and 80175 (RMB counter)

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 Boardroom 8, Lower Lobby, Renaissance Hong Kong Harbour View Hotel, 1 Harbour Road, Wan Chai, Hong Kong on Monday, 27 November 2023 at 4:00 p.m. or at any adjournment 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 amendments, the following resolutions as ordinary resolutions of the Company:

1. “**THAT:**

- a. the conditional agreement dated 15 September 2023 (the “**Automobile Components Sales and Purchase Agreement**”) entered into between the Company, 浙江吉利控股集團有限公司 (Zhejiang Geely Holding Group Company Limited*) (“**Geely Holding**” together with its subsidiaries, the “**Geely Holding Group**”), 領克投資有限公司 (LYNK & CO Investment Co., Ltd.*) (“**LYNK & CO**” together with its subsidiaries, the “**LYNK & CO Group**”) and ZEEKR Intelligent Technology Holding Limited (“**ZEEKR**” together with its subsidiaries, the “**ZEEKR Group**”), a copy of which is tabled at the meeting and marked “**A**” and initialed by the chairman of the meeting for identification purpose, pursuant to which, (i) the Group agreed to sell automobile components to the Geely Holding Group and the LYNK & CO Group; and (ii) the Group agreed to purchase automobile components from Geely Holding Group and the ZEEKR Group, be and is hereby approved, ratified and confirmed;

- b. the annual caps in respect of the sale and purchase of automobile components by the Group under the Automobile Components Sales and Purchase Agreement for each of the two financial years ending 31 December 2024 be and 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 authorized 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 under the Automobile Components Sales and Purchase Agreement.”

2. **“THAT:**

- a. the conditional agreement dated 15 September 2023 (the **“CBUs and CKDs Procurement Cooperation Agreement”**) entered into between the Company and Geely Holding, a copy of which is tabled at the meeting and marked **“B”** and initialed by the chairman of the meeting for identification purpose, pursuant to which, the Group agreed to purchase the CBUs and CKDs that are mainly used for the ZEEKR brand vehicles from the Geely Holding Group, be and is hereby approved, ratified and confirmed;
- b. the annual caps in respect of the purchase of the CBUs and CKDs by the Group under the CBUs and CKDs Procurement Cooperation Agreement for each of the three financial years ending 31 December 2026 be and 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 authorized 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 under the CBUs and CKDs Procurement Cooperation Agreement.”

3. **“THAT:**

- a. the conditional agreement dated 15 September 2023 (the **“R&D Services and Technology Licensing Agreement”**) entered into between the Company, Geely Holding, LYNK & CO, ZEEKR, 武漢路特斯科技有限公司 (Wuhan Lotus Technology Company Limited*) (**“Lotus Technology”** together with its subsidiaries, the **“Lotus Technology Group”**), Polestar Performance AB (**“Polestar AB”**) and 極星汽車銷售有限公司 (Polestar Automotive China Distribution Co., Ltd.*) (**“Polestar China”**) (Polestar AB and its subsidiaries as well as Polestar China and its subsidiaries, the **“Polestar Group”**), JIDU Auto Inc. (集度汽車公司*) (**“JIDU”** together with its subsidiaries, the **“JIDU Group”**), 浙江翼真新能源汽車有限公司 (Zhejiang LEVC New Energy Automobile Co., Ltd.*) (**“LEVC”** together with its subsidiaries, the **“LEVC Group”**) and 智馬達汽車有限公司 (smart Automobile Co., Ltd.*) (**“smart”** together with its subsidiaries, the **“smart**

Group”) (collectively, the Geely Holding Group, ZEEKR Group, LYNK & CO Group, Lotus Technology Group, Polestar Group, JIDU Group, LEVC Group and smart Group are referred to as the “**Geely Holding and Related Party Groups**”), a copy of which is tabled at the meeting and marked “**C**” and initialed by the chairman of the meeting for identification purpose, pursuant to which, (i) the Group agreed to provide to the Geely Holding and Related Party Groups the R&D and related technological support services, including the R&D for automobiles and key automobile parts, technical verification and testing, technical consultation services, technical support services, technology licensing, etc.; and (ii) the Group agreed to procure from the Geely Holding Group and the ZEEKR Group the R&D and related technological support services, including the R&D of the NEV technologies and intelligent drive technologies, technical verification and testing, technical consultation services, technical support services and technology licensing, etc., be and is hereby approved, ratified and confirmed;

- b. the annual caps for the R&D and related technology support services provided to the Geely Holding and Related Party Groups by the Group, as well as the annual caps for the purchase of R&D and related technological support services from the Geely Holding Group and the ZEEKR Group under the R&D Services and Technology Licensing Agreement by the Group for each of the three financial years ending 31 December 2026 be and 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 authorized 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 under the R&D Services and Technology Licensing Agreement.”

4. “**THAT:**

- a. the conditional agreement dated 15 September 2023 (the “**LYNK & CO Finance Cooperation Agreement**”) entered into between 吉致汽車金融有限公司 (Genius Auto Finance Co., Ltd.*) (“**Genius AFC**”) and 領克汽車銷售有限公司 (LYNK & CO Automobile Sales Co., Ltd.*) (“**LYNK & CO Sales**”), 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, Genius AFC agreed to provide vehicle financing services to the dealers, after-sales service providers, other sellers and retail customers to assist them with purchasing LYNK & CO brand vehicles, auto accessories and services, be and is hereby approved, ratified and confirmed;
- b. the annual caps in respect of the LYNK & CO Wholesale Annual Caps (as defined in the circular of the Company dated 8 November 2023 (the “**Circular**”)) and the LYNK & CO Retail Annual Caps (as defined in the Circular) for each of the three financial years ending 31 December 2026 be and 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 authorized 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 under the LYNK & CO Finance Cooperation Agreement.”

5. **“THAT:**

- a. the conditional agreement dated 15 September 2023 (the **“ZEEKR Finance Cooperation Agreement”**) entered into between Genius AFC and ZEEKR, 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, Genius AFC agreed to provide vehicle financing services to the dealers, after-sales service providers, other sellers and retail customers to assist them with purchasing ZEEKR brand vehicles, auto accessories and services, be and is hereby approved, ratified and confirmed;
- b. the annual caps in respect of the ZEEKR Wholesale Annual Caps (as defined in the Circular) and the ZEEKR Retail Annual Caps (as defined in the Circular) for each of the three financial years ending 31 December 2026 be and 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 authorized 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 under the ZEEKR Finance Cooperation Agreement.”

6. **“THAT:**

- a. the conditional agreement dated 15 September 2023 (the **“Geely Holding Finance Cooperation Agreement”**) entered into between Genius AFC and Geely Holding, 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, Genius AFC agreed to provide vehicle financing services to the dealers, after-sales service providers, other sellers and retail customers to assist them with purchasing Geely Holding-owned brand vehicles or Geely brand vehicles (in case of the Connected Geely Dealers (as defined in the Circular)), auto accessories and services, be and is hereby approved, ratified and confirmed;
- b. the annual caps in respect of the Geely Holding Wholesale Annual Caps (as defined in the Circular) and the Geely Holding Retail Annual Caps (as defined in the Circular) for each of the three financial years ending 31 December 2026 be and 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 authorized 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 under the Geely Holding Finance Cooperation Agreement.”

7. **“THAT:**

- a. the conditional agreement dated 15 September 2023 (the **“smart Finance Cooperation Agreement”**) entered into between Genius AFC and smart Sales (as defined in the Circular), 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 services to the dealers, after-sales service providers, other sellers and retail customers to assist them with purchasing smart brand vehicles, auto accessories and services, be and is hereby approved, ratified and confirmed;
- b. the annual caps in respect of the smart Wholesale Annual Caps (as defined in the Circular) and the smart Retail Annual Caps (as defined in the Circular) for each of the three financial years ending 31 December 2026 be and 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 authorized 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 under the smart Finance Cooperation Agreement.”

8. **“THAT:**

- a. the conditional agreement dated 15 September 2023 (the **“Lotus Finance Cooperation Agreement”**) entered into between Genius AFC and Lotus Sales (as defined in the Circular), a copy of which is tabled at the meeting and marked **“H”** and initialed by the chairman of the meeting for identification purpose, pursuant to which, Genius AFC agreed to provide vehicle financing services to the dealers, after-sales service providers, other sellers and retail customers to assist them with purchasing Lotus brand vehicles, auto accessories and services, be and is hereby approved, ratified and confirmed;
- b. the annual caps in respect of the Lotus Wholesale Annual Caps (as defined in the Circular) and the Lotus Retail Annual Caps (as defined in the Circular) for each of the three financial years ending 31 December 2026 be and 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 authorized 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 under the Lotus Finance Cooperation Agreement.”

* *For identification purposes only*

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

Hong Kong, 8 November 2023

Notes:

- (1) In order to establish entitlements of attending and voting at the forthcoming extraordinary general meeting of the Company to be held on Monday, 27 November 2023, 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 Tuesday, 21 November 2023.
- (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. Li Dong Hui, Daniel (Vice Chairman), Mr. Gui Sheng Yue (Chief Executive Officer), Mr. An Cong Hui, Mr. Ang Siu Lun, Lawrence, Ms. Wei Mei and Mr. Gan Jia Yue, and the independent non-executive directors of the Company are Mr. An Qing Heng, Mr. Wang Yang, Ms. Gao Jie, Ms. Yu Li Ping, Jennifer and Mr. Zhu Han Song.