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GEELY GROUP LIMITED

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

HONBRIDGE HOLDINGS LIMITED

*(Incorporated in the Cayman Islands
with limited liability)*

(Stock Code: 8137)

JOINT ANNOUNCEMENT

**(1) CLOSE OF UNCONDITIONAL MANDATORY CASH OFFER
BY GUOTAI JUNAN SECURITIES (HONG KONG) LIMITED**



Guotai Junan Securities (Hong Kong) Limited

**FOR AND ON BEHALF OF GEELY GROUP LIMITED
TO ACQUIRE ALL THE ISSUED SHARES IN
HONBRIDGE HOLDINGS LIMITED
(OTHER THAN THOSE OWNED AND/OR AGREED TO BE ACQUIRED BY
GEELY GROUP LIMITED AND PARTIES ACTING IN CONCERT WITH IT)**

(2) RESULTS AND SETTLEMENT OF THE OFFER

AND

(3) PUBLIC FLOAT

Financial adviser to Geely Group Limited



Guotai Junan Capital Limited

Reference is made to the composite offer and response document dated 23 February 2023 jointly despatched by the Offeror and the Company to the Shareholders in accordance with the Takeovers Code in respect of the Offer (the “**Composite Document**”). Unless otherwise stated, capitalised terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

CLOSE OF THE OFFER

The Offeror and the Company jointly announce that the Offer was closed at 4:00 p.m. on Thursday, 16 March 2023 and was not revised or extended by the Offeror.

RESULTS AND SETTLEMENT OF THE OFFER

As at 4:00 p.m. on Thursday, 16 March 2023, being the latest time and date for acceptance of the Offer, the Offeror had received valid acceptances in respect of a total of 2,829,000 Offer Shares under the Offer, representing approximately 0.03% of the entire issued Shares as at the date of this joint announcement.

Remittances in respect of the consideration (after deducting the seller’s ad valorem stamp duty) payable for the Offer Shares tendered under the Offer have been, or will be despatched to those Offer Shareholders accepting the Offer by ordinary post at their own risk as soon as possible, but in any event within seven (7) Business Days following the date of receipt by the Registrar of the duly completed Form of Offer Acceptance and all requisite documents to render the acceptance under the Offer complete and valid in accordance with the Takeovers Code.

The latest date for posting of remittances for the amounts due in respect of valid acceptances received under the Offer is Monday, 27 March 2023.

SHAREHOLDING STRUCTURE OF THE COMPANY

Immediately prior to the commencement of Offer Period on 12 January 2023, the Offeror and the Offeror Concert Parties were interested in 6,149,138,864 Shares, representing 62.4% of the entire issued Shares. Among the aforementioned interests held by the Offeror and the Offeror Concert Parties, the Target Company held 4,065,000,000 Shares, representing 41.25% of the total number of issued Shares. The Offeror did not hold any interests in the Target Company immediately before commencement of the Offer Period, and it acquired 68.86% of the total number of issued shares of the Target Company upon Completion under the Sale and Purchase Agreement during the Offer Period.

Save as disclosed above, none of the Offeror and the parties acting in concert with it (i) held, controlled or directed any Shares and rights over Shares before the commencement of Offer Period; (ii) has acquired or agreed to acquire any Shares or rights over Shares during the Offer Period and up to and including the date of this joint announcement; or (iii) has

borrowed or lent any relevant securities (as defined in Note 4 to Rule 22 of the Takeovers Code) of the Company during the Offer Period and up to and including the date of this joint announcement.

We set out below the shareholding structure of the Company (i) immediately before the commencement date of the Offer Period; and (ii) immediately after the close of the Offer.

	Immediately before the commencement of the Offer Period		Immediately after the close of the Offer and as at the date of this joint announcement	
	<i>Number of Shares</i>	<i>% of issued Shares</i>	<i>Number of Shares</i>	<i>% of issued Shares</i>
The Offeror and the Offeror Concert Parties				
— Offeror	—	—	2,829,000	0.03
— Offeror Concert Parties	6,149,138,864	62.40	6,149,138,864	62.40
Public Shareholders	<u>3,705,394,742</u>	<u>37.60</u>	<u>3,702,565,742</u>	<u>37.57</u>
Total	<u>9,854,533,606</u>	<u>100.00</u>	<u>9,854,533,606</u>	<u>100.00</u>

PUBLIC FLOAT OF THE SHARES OF THE COMPANY

Immediately upon the close of the Offer and as at the date of this joint announcement, subject to the due registration by the Registrar of the transfer of the Offer Shares acquired by the Offeror under the Offer, 3,702,565,742 Shares, representing approximately 37.57% of the total number of issued Shares as at the date of this joint announcement, are held by the public (as defined in the GEM Listing Rules). Accordingly, as at the date of this joint announcement, the Company continues to satisfy the minimum public float requirement as set out under Rule 11.23(7) of the GEM Listing Rules.

By order of the board of directors of
Geely Group Limited
LI Shufu
Director

By order of the board of directors of
Honbridge Holdings Limited
LIU Wei, William
*Executive Director and
Joint Chief Executive Officer*

Hong Kong, 16 March 2023

As at the date of this joint announcement, the Board comprises Mr. He Xuechu, Mr. Liu Jian and Mr. Liu Wei, William as executive Directors; Mr. Yan Weimin as non-executive Director and Mr. Chan Chun Wai, Tony, Mr. Ma Gang and Mr. Ha Chun as independent non-executive Directors.

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

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

This joint announcement will remain on the GEM website at www.hkgem.com on the “Latest Listed Company Information” page for at least seven days from the date of its posting and on the Company’s website at <https://8137.hk/>.