



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 August 2022

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Apollo Future Mobility Group Limited (incorporated in the Cayman Islands with limited liability)

Date Submitted: 06 September 2022

I. Movements in Authorised / Registered Share Capital

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00860	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	20,000,000,000	HKD	0.1	HKD	2,000,000,000	
Increase / decrease (-)				HKD		
Balance at close of the month	20,000,000,000	HKD	0.1	HKD	2,000,000,000	

Total authorised/registered share capital at the end of the month: HKD 2,000,000,000

II. Movements in Issued Shares

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00860	Description				
Balance at close of preceding month	7,982,794,562					
Increase / decrease (-)	1,633,532,000					
Balance at close of the month	9,616,326,562					

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Type of shares issuable		Ordinary shares	Class of shares		Not applicable	Shares issuable to be listed on SEHK (Note 1)		Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)			00860						
Particulars of share option scheme		Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	No. of new shares of issuer issued during the month pursuant thereto (A)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month	
1).	2013 Share Option Scheme (Exercise Price: HK\$0.65)	1,488,000			1,488,000		1,488,000	252,193,060	
General Meeting approval date (if applicable)		01 March 2013							
2).	2013 Share Option Scheme (Exercise Price: HK\$0.85)	20,000,000			20,000,000		20,000,000	252,193,060	
General Meeting approval date (if applicable)		01 March 2013							
3).	2013 Share Option Scheme (Exercise Price: HK\$1.782)	50,000,000			50,000,000		50,000,000	252,193,060	
General Meeting approval date (if applicable)		20 April 2018							
4).	2013 Share Option Scheme (Exercise Price: HK\$0.475)	42,000,000			42,000,000		42,000,000	252,193,060	
General Meeting approval date (if applicable)		01 March 2013							
5).	2013 Share Option Scheme (Exercise Price: HK\$0.78)	340,500,000			340,500,000		340,500,000	252,193,060	
General Meeting approval date (if applicable)		01 March 2013							

6).	2013 Share Option Scheme (Exercise Price: HK\$0.445)	103,000,000			103,000,000		103,000,000	252,193,060
General Meeting approval date (if applicable)		01 March 2013						
7).	2013 Share Option Scheme (Exercise Price: HK\$0.44)	40,000,000			40,000,000		40,000,000	252,193,060
General Meeting approval date (if applicable)		01 March 2013						

Total A (Ordinary shares): _____

Total funds raised during the month from exercise of options: _____

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed)

1. Type of shares issuable	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes		
Stock code of shares issuable (if listed on SEHK) (Note 1)		00860					
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). 9% Convertible Bonds of the Company due 2024	HKD	78,000,000		0	78,000,000		141,818,181
Type of convertibles	Bond/Notes						
Stock code of the Convertibles (if listed on SEHK) (Note 1)							
Subscription/Conversion price	HKD	0.55					
General Meeting approval date (if applicable)	19 March 2021						
2). 9% Convertible Bonds of the Company due 2024	HKD	85,800,000		0	85,800,000		156,000,000

Type of convertibles	Bond/Notes
Stock code of the Convertibles (if listed on SEHK) (Note 1)	
Subscription/Conversion price	HKD 0.55
General Meeting approval date (if applicable)	19 March 2021

Total C (Ordinary shares): _____

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes)

1. Type of shares issuable	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)		00860				
Description			General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (D)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	
1).	<p>Pursuant to the Agreement dated 31 October 2019 and Supplemental Agreements dated 12 December 2019, 13 March 2020, 11 June 2020, 15 September 2020 and 14 December 2020, the Company has conditionally agreed to purchase, and the Vendors have conditionally agreed to sell, the Sale Shares representing the entire issued share capital of the Target Company. The aggregate consideration for the Acquisition of up to approximately EUR36,000,000 comprises (a) the Initial Consideration Price in the amount of EUR15,000,000; and (b) to the extent certain profit targets are met, the Further Consideration Price in the amount of up to EUR4,200,000 and the Consideration Shares of an aggregate value of up to approximately EUR16,800,000. The maximum aggregate number of Consideration Shares to be allotted and issued to the Vendors shall not exceed 281,080,000 Shares.</p> <p>For details, please refer to the announcements dated 31 October 2019, 12 December 2019, 13 March 2020, 11 June 2020, 15 September 2020 and 14 December 2020, and circular dated 24 December 2020.</p>		29 January 2021		281,080,000	

Total D (Ordinary shares): _____

(E). Other Movements in Issued Share

1. Type of shares issuable (Note 5 and 6)	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1, 5 and 6)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)		00860				
Type of Issue	At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Currency	Amount				
1). Repurchase of shares			15 August 2022	10 March 2022	-21,700,000	
2). Consideration issue	HKD	0.52	04 August 2022	12 March 2020	1,655,232,000	

Total E (Ordinary shares): 1,633,532,000

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E)	<u>1,633,532,000</u>
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IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: Ho King Fung, Eric

Title: Director

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.

3. "Identical" means in this context:
 - . the securities are of the same nominal value with the same amount called up or paid up;
 - . they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - . they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - . "type of shares issuable" should be construed as "type of shares repurchased"; and
 - . "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares redeemed (if listed on SEHK)"; and
 - . "type of shares issuable" should be construed as "type of shares redeemed"; and
 - . "issue and allotment date" should be construed as "redemption date"