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APOLLO FUTURE MOBILITY GROUP LIMITED

APOLLO 智慧出行集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 860)

**POLL RESULTS
AT THE EXTRAORDINARY GENERAL MEETING
HELD ON 18 JULY 2023**

Reference is made to the circular (the “**Special Deal Circular**”) of Apollo Future Mobility Group Limited (the “**Company**”) to the shareholders of the Company (the “**Shareholders**”) and the notice of extraordinary general meeting (“**Disposal EGM Notice**”) of the Company both dated 27 June 2023 in relation to the extraordinary general meeting of the Company held on 18 July 2023 (the “**Disposal EGM**”). Capitalised terms used herein shall have the same meanings as those defined in the Special Deal Circular unless the context requires otherwise.

The poll results in respect of the resolution proposed at the Disposal EGM is as follows:

ORDINARY RESOLUTION		Number of votes cast and approximate percentage of total number of votes cast		Total number of votes cast
		FOR	AGAINST	
1.	<p>(a) To approve, confirm and ratify the conditional sale and purchase agreement dated 30 December 2022 (the “Disposal Agreement”) entered into between (i) Ming Fung Investment Holdings Limited as the seller and (ii) Innosophi Company Limited as the buyer in relation to the proposed sale of one fully-paid up share of Chance Achieve Limited (勝達行有限公司) (the “Target Company”), representing the entire issued share capital of the Target Company, and all transactions contemplated thereunder; and</p> <p>(b) to authorise any one director of the Company to do all such acts and things and execute all such documents which he/she may consider necessary, desirable or expedient for the purpose of, or in connection with, the implementation of and giving effect to the Disposal Agreement and the transactions contemplated thereunder and all matters incidental thereto.</p>	614,827,055 99.81%	1,180,000 0.19%	616,007,055 100%

As at the date of the Disposal EGM, the total number of issued Shares was 9,613,098,562. As stated in the Special Deal Circular, WM Motor, Mr. Freeman Hui Shen, Mr. Joseph Lee and their respective associates and parties acting in concert with any of them, any shareholders of WM Motor and their respective associates and parties acting in concert with any of them (including Ruby Charm Investment Limited and Jumbo Eagle Investments Limited, together with their beneficial owner Mr. Ho King Man, Justin), and any other Shareholders who are involved in or interested in the Acquisition Agreement, the Whitewash Waiver, the Disposal Agreement and the Disposal contemplated thereunder are required to abstain from voting on the resolutions to be proposed at the Disposal EGM to approve, among others, the Disposal Agreement and the Disposal contemplated thereunder. WM Motor, holding 2,275,545,343 Shares (approximately 23.67% of the entire issued share capital of the Company) and Mr. Joseph Lee, holding 2,400,000 Shares (approximately

0.02% of the entire issued share capital of the Company) had abstained from voting on the resolutions proposed at the Disposal EGM to approve, among others, the Disposal Agreement and the Disposal contemplated thereunder. Ruby Charm Investment Limited, a minority shareholder of WM Motor and wholly owned by Mr. Ho King Man, Justin, is holding 884,220,474 Shares (approximately 9.20% of the entire issued share capital of the Company), so Ruby Charm Investment Limited has a conflict of interest and, together with Jumbo Eagle Investments Limited (which holds 22,112,000 Shares (approximately 0.23% of the entire issued share capital of the Company) and wholly owned by Mr. Ho King Man, Justin), had abstained from voting on the resolutions proposed at the Disposal EGM to approve, among others, the Disposal Agreement and the Disposal contemplated thereunder. Accordingly, as at the date of the Disposal EGM, the total number of Shares entitling the Shareholders to attend and vote for or against the proposed resolution at the Disposal EGM was 6,428,820,745 Shares.

Save as disclosed above, there were no restrictions on any other Shareholders to cast votes on the proposed resolution at the Disposal EGM. There were no parties that had stated their intention in the Special Deal Circular to vote against the resolution or to abstain from voting on the proposed resolution at the Disposal EGM.

The resolution was voted by way of poll. The Company's Hong Kong branch share registrar, Tricor Tengis Limited, was appointed as the scrutineer at the Disposal EGM for the purpose of vote-taking.

As more than half of the votes of the voting Independent Shareholders (including their proxies and authorised representatives) were cast in favour of the resolution, the resolution was duly passed as an ordinary resolution.

Mr. Ho King Fung, Eric, the chairman of the Disposal EGM, attended the Disposal EGM in person while the following Directors attended the Disposal EGM by electronic means: Mr. Joseph Lee, Mr. Qi Zhenggang, Mr. Teoh Chun Ming, Mr. Peter Edward Jackson, Mr. Charles Matthew Pecot III and Ms. Hau Yan Hannah Lee.

THE GRANT OF CONSENT TO THE SPECIAL DEAL

As disclosed in the Special Deal Circular, the Company has applied to the Executive for consent to approve the Disposal Agreement and the Disposal contemplated thereunder and such consent, if granted, will be subject to (i) the independent financial adviser publicly stating that in its opinion the terms of the Disposal Agreement and the Disposal contemplated thereunder are fair and reasonable; and (ii) the approval of the Disposal Agreement and the Disposal contemplated thereunder (as a special deal) by the Independent Shareholders by way of poll at the Disposal EGM. On 11 July 2023, the Executive granted its consent to the Disposal Agreement and the Disposal contemplated thereunder subject to the Disposal Agreement and the Disposal contemplated thereunder being approved at the Disposal EGM by the Independent Shareholders. As the resolution approving the Disposal Agreement and the Disposal contemplated thereunder was duly passed by the Independent Shareholders at the Disposal EGM, the condition for the consent of the Executive to the Disposal Agreement and the Disposal contemplated thereunder has been fulfilled.

UPDATE OF THE SPECIAL DEAL

As disclosed in the Special Deal Circular, the Disposal Agreement and the Disposal contemplated thereunder will come into effect upon the satisfaction of certain conditions including but not limited to the obtaining of the consent to Disposal Agreement and the Disposal contemplated thereunder from the Executive and the approval of the Disposal Agreement and the Disposal contemplated thereunder at the Disposal EGM by the Independent Shareholders. As at the date of this announcement, all Conditions Precedent have been fulfilled. The Disposal has become effective on 18 July 2023.

Warning: Shareholders and potential investors are advised to exercise caution when dealing in the Shares, and are recommended to consult their professional advisers if they are in any doubt about their position and as to actions that they should take.

By order of the Board
Apollo Future Mobility Group Limited
Ho King Fung, Eric
Chairman

Hong Kong, 18 July 2023

As at the date of this announcement, the Board comprises three executive Directors, namely Mr. Ho King Fung, Eric (Chairman), Mr. Joseph Lee (Vice Chairman) and Mr. Qi Zhenggang; two non-executive Directors, namely Mr. Freeman Hui Shen (Co-Chairman) and Mr. Wilfried Porth; and four independent non-executive Directors, namely Mr. Teoh Chun Ming, Mr. Peter Edward Jackson, Mr. Charles Matthew Pecot III and Ms. Hau Yan Hannah Lee.

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

As at the date of this announcement, the board of the Vendor comprises four executive Directors, namely Mr. Freeman Hui Shen, Mr. Ligang Du, Mr. Haijing Hou and Mr. John Yijia Bi; and three non-executive Directors, namely Mr. Zhenyu Li, Dr. Shuolong Peng and Mr. Shaoqing Jiang.

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