



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 January 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Apollo Future Mobility Group Limited (Incorporated in the Cayman Islands and continued in Bermuda with limited liability)

Date Submitted: 06 February 2024

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type 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	200,000,000,000	HKD	0.01	HKD	2,000,000,000	
Increase / decrease (-)				HKD		
Balance at close of the month	200,000,000,000	HKD	0.01	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. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00860	Description				
Balance at close of preceding month		480,654,928				
Increase / decrease (-)		96,130,985				
Balance at close of the month		576,785,913				

III. Details of Movements in Issued Shares

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

1. Class of shares issuable		Ordinary shares	Type 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\$13.00)	74,400		74,400		74,400	0
General Meeting approval date (if applicable)		01 March 2013					
2).	2013 Share Option Scheme (Exercise Price: HK\$17.00)	1,000,000		1,000,000		1,000,000	0
General Meeting approval date (if applicable)		01 March 2013					
3).	2013 Share Option Scheme (Exercise Price: HK\$35.64)	2,500,000		2,500,000		2,500,000	0
General Meeting approval date (if applicable)		20 April 2018					
4).	2013 Share Option Scheme (Exercise Price: HK\$9.50)	2,100,000		2,100,000		2,100,000	0
General Meeting approval date (if applicable)		01 March 2013					
5).	2013 Share Option Scheme (Exercise Price: HK\$15.60)	11,775,000		11,775,000		11,775,000	0
General Meeting approval date (if applicable)		01 March 2013					

6).	2013 Share Option Scheme (Exercise Price: HK\$8.90)	4,550,000			4,550,000		4,550,000	0
General Meeting approval date (if applicable)		01 March 2013						
7).	2013 Share Option Scheme (Exercise Price: HK\$8.80)	2,000,000			2,000,000		2,000,000	0
General Meeting approval date (if applicable)		01 March 2013						
8).	2023 Share Option Scheme	0			0		0	48,065,492
General Meeting approval date (if applicable)		30 June 2023						

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. Class of shares issuable	Ordinary shares	Type 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		7,090,909
Type of convertibles	Bond/Notes						
Stock code of the Convertibles (if listed on SEHK) (Note 1)							
Subscription/Conversion price	HKD	11					

General Meeting approval date (if applicable)		19 March 2021					
2).	9% Convertible Bonds of the Company due 2024	HKD	39,000,000	Redeemed	-3,900,000	35,100,000	3,190,909
Type of convertibles		Bond/Notes					
Stock code of the Convertibles (if listed on SEHK) (Note 1)							
Subscription/Conversion price		HKD	11				
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) Not applicable

(E). Other Movements in Issued Share

1. Class of shares issuable (Note 5 and 6)	Ordinary shares	Type 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). Placing/Subscription	HKD	0.51	24 January 2024	30 June 2023	96,130,985	

Total E (Ordinary shares): _____ 96,130,985

Remarks:

Allotment and issue of 96,130,985 new shares on 24 January 2024 pursuant to the subscription agreement dated 15 January 2024

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) _____ 96,130,985

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: Moy Yee Wo, Matthew

Title: Company Secretary

(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
 - . "class of shares issuable" should be construed as "class 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
 - . "class of shares issuable" should be construed as "class of shares redeemed"; and
 - . "issue and allotment date" should be construed as "redemption date"