

IMPORTANT

If you are in any doubt about this prospectus, you should obtain independent professional advice.



CHILWEE

Chaowei Power Holdings Limited

超威動力控股有限公司

(incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

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| Total number of Offer Shares under the Global Offering | : | 250,000,000 Shares (subject to adjustment and the Over-allotment Option) |
| Number of Hong Kong Public Offer Shares | : | 25,000,000 Shares (subject to adjustment) |
| Number of International Offer Shares | : | 225,000,000 Shares (subject to adjustment and the Over-allotment Option) |
| Offer Price | : | Not more than HK\$2.90 per Offer Share and expected to be not less than HK\$2.18 per Offer Share (in each case payable in full on application, plus brokerage of 1.0%, SFC transaction levy of 0.004% and Hong Kong Stock Exchange trading fee of 0.005% and subject to refund) |
| Nominal Value | : | US\$0.01 per Share |
| Stock Code | : | 951 |

Global Coordinator, Bookrunner, Lead Manager and Sponsor



BNP PARIBAS
CORPORATE & INVESTMENT BANKING

A copy of this prospectus, having attached thereto the documents specified in Appendix VII "Documents Delivered to the Registrar of Companies and Available for Inspection" to this prospectus, has been registered by the Registrar of Companies in Hong Kong as required by Section 342C of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility as to the contents of this prospectus or any other documents referred to above. Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this prospectus, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this prospectus.

The Offer Price is expected to be determined by agreement between the Global Coordinator (on behalf of the Underwriters) and us on the Price Determination Date. The Price Determination Date is expected to be on or around Tuesday, 29 June 2010.

The Offer Price will be not more than HK\$2.90 per Offer Share and is currently expected to be not less than HK\$2.18 per Offer Share. Investors applying for Hong Kong Public Offer Shares must pay, on application, the maximum Offer Price of HK\$2.90 per Offer Share, unless otherwise announced, together with a brokerage of 1.0%, SFC transaction levy of 0.004% and Hong Kong Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price is lower than HK\$2.90. The Global Coordinator (on behalf of the Underwriters), with our consent, may reduce the number of Offer Shares being offered under the Global Offering and/or the indicative Offer Price range stated in this prospectus at any time prior to the morning of the last day for lodging applications under the Hong Kong Public Offering. In such a case, a notice of the reduction in the number of Offer Shares being offered under the Global Offering and/or of the indicative Offer Price range will be published in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), and will be posted on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and on our website (www.chaowei.com.hk) not later than the morning of the last day for lodging applications under the Hong Kong Public Offering. If applications for Hong Kong Public Offer Shares have been submitted prior to the day which is the last day for lodging applications under the Hong Kong Public Offering, then even if the number of Offer Shares and/or indicative Offer Price range is so reduced, such applications cannot subsequently be withdrawn. Further details are set out in "Structure of the Global Offering". If, for any reason, the Offer Price is not agreed between the Global Coordinator (on behalf of the Underwriters) and us at or before midnight (Hong Kong time) on Tuesday, 29 June 2010, the Global Offering will not proceed and will lapse.

Prior to making an investment decision, prospective investors should consider carefully all of the information set out in this prospectus, including the risk factors set out in the section headed "Risk Factors".

Pursuant to the force majeure provisions contained in the Underwriting Agreements in respect of the Global Offering, the Global Coordinator, on behalf of the Underwriters, has the right in certain circumstances, in the sole discretion of the Global Coordinator, to terminate the obligations of the Underwriters pursuant to the Underwriting Agreements at any time prior to 8:00 a.m. (Hong Kong time) on the date when dealings in our Shares first commence on the Hong Kong Stock Exchange (such first dealing date is currently expected to be on Wednesday, 7 July 2010). Further details of the terms of the force majeure provisions are set out in the paragraph headed "Grounds for termination" under the section headed "Underwriting" in this prospectus.

The Offer Shares have not been and will not be registered under the Securities Act or any state securities law in the United States and may not be offered, sold, pledged or transferred within the United States, except that the Offer Shares may be offered, sold or delivered (i) within the United States in reliance on an exemption from registration under the Securities Act provided by, and in accordance with the restrictions of, Rule 144A or another exemption from registration under the Securities Act; and (ii) in offshore transactions outside the United States in reliance on Regulation S.

24 June 2010