

Unless otherwise defined herein, terms used in this announcement shall have the same meanings as those defined in the prospectus dated Friday, May 31, 2013 (the “Prospectus”) issued by China Harmony Auto Holding Limited (the “Company”).

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares.

This announcement is not an offer of securities for sale in the United States. Securities may not be offered or sold in the United States except pursuant to Rule 144A or an exemption from registration requirements under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”). The Hong Kong Offer Shares are being offered and sold outside the United States in offshore transactions in accordance with Regulation S under the U.S. Securities Act. There will not and is not currently intended to be any public offering of securities in the United States.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) and Hong Kong Securities Clearing Company Limited (“HKSCC”) take no responsibility for the contents of this announcement, 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 announcement.



HARMONY AUTO

和諧汽車

China Harmony Auto Holding Limited

中國和諧汽車控股有限公司

(incorporated in the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares	: 275,126,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 27,513,000 Shares (subject to adjustment)
Number of International Offer Shares	: 247,613,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	: HK\$8.88 per Share plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	: HK\$0.01 per Share
Stock code	: 3836

Sole Global Coordinator

**Goldman
Sachs**

Joint Bookrunners, Joint Lead Managers and Joint Sponsors

**Goldman
Sachs**



Application has been made by the Company to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, (i) the Shares in issue and to be issued pursuant to the Global Offering; (ii) the Shares that may be issued pursuant to the exercise of the Over-allotment Option; and (iii) any Shares in issue or to be issued pursuant to the RSU Scheme. The Global Offering comprises the Hong Kong Public Offering of initially 27,513,000 Shares, representing 10% of the total number of Shares initially being offered in the Global Offering (subject to reallocation), and the International Offering of initially 247,613,000 Shares, representing 90% of the total number of Shares initially being offered in the Global Offering (subject to reallocation and the Over-allotment Option). The allocation of the Shares between the Hong Kong Public Offering and the International Offering is subject to reallocation as stated in “Structure of the Global Offering – The Hong Kong Public Offering” in the Prospectus.

Assuming the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Thursday, June 13, 2013, it is expected that dealings in the Shares on the Stock Exchange will commence at 9:00 a.m. on Thursday, June 13, 2013. In the event that the Over-allotment Option is exercised, an announcement will be made on the website of the Company at www.hexieauto.com and the website of the Stock Exchange at www.hkexnews.hk.

The Offer Price will not be more than HK\$8.88 per Share and is expected to be not less than HK\$6.08 per Share. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$8.88 per Share together with a brokerage of 1.0%, SFC transaction levy of 0.003% and Hong Kong Stock Exchange trading fee of 0.005%, subject to refund should the Offer Price be lower than HK\$8.88.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions of the Prospectus and the related Application Forms. Applicants who would like to be allocated the Hong Kong Offer Shares in their own names should complete and sign the **WHITE** Application Forms or submit applications online through the designated website of the **HK eIPO White Form** Service Provider www.hkeipo.hk under the **HK eIPO White Form** service. Applicants who would like to have the allocated Hong Kong Offer Shares issued in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or their designated CCASS Participants stock accounts should (i) complete and sign the **YELLOW** Application Forms which, together with copies of the Prospectus, may be obtained during normal business hours from 9:00 a.m. on Friday, May 31, 2013 until 12:00 noon on Wednesday, June 5, 2013 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or their stockbrokers, who may have such Application Forms and Prospectus available; or (ii) give electronic application instructions to HKSCC via CCASS.

Copies of the Prospectus, together with the **WHITE** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Friday, May 31, 2013, until 12:00 noon on Wednesday, June 5, 2013 at:

Goldman Sachs (Asia) L.L.C.
68th Floor, Cheung Kong Center
2 Queen’s Road Central
Hong Kong

**China International Capital
Corporation Hong Kong Securities Limited**
29/F, One International Finance Centre
1 Harbour View Street
Central, Hong Kong

or any of the following branches of The Bank of East Asia, Limited:

	Branch name	Branch address
Hong Kong Island	Main Branch	10 Des Voeux Road Central, HK
	Causeway Bay Branch	46 Yee Wo Street
	Wanchai Branch	Shop A-C, G/F, Easey Commercial Building, 253-261 Hennessy Road, Wanchai
	Chai Wan Branch	345 Chai Wan Road
Kowloon	Prince Edward Branch	G/F, Hanley House, 776-778 Nathan Road
	Hoi Yuen Road Branch	Unit 1, G/F, Hewlett Centre, 54 Hoi Yuen Road
	Mei Foo Sun Chuen Branch	Shop N57, G/F, Mount Sterling Mall
New Territories	Tai Po Branch	62-66 Po Heung Street, Tai Po Market
	Tuen Mun Branch	Shop G16, G/F, Eldo Court Shopping Centre
	Park Central Branch	Shop G6, G/F, Park Central, 9 Tong Tak Street, Tseung Kwan O

or any of the following branches of Bank of China (Hong Kong) Limited:

	Branch name	Branch address
Hong Kong Island	Bank of China Tower Branch	3/F, 1 Garden Road
	Sheung Wan Branch	252 Des Voeux Road Central
	Aberdeen Branch	25 Wu Pak Street, Aberdeen
	North Point (King's Centre) Branch	193-209 King's Road, North Point
Kowloon	Mong Kok (President Commercial Centre) Branch	608 Nathan Road, Mong Kok
	Whampoa Garden Branch	Shop G8B, Site 1, Whampoa Garden, Hung Hom
	Telford Gardens Branch	Shop P2 Telford Gardens, Kowloon Bay
	Humphrey's Avenue Branch	4-4A Humphrey's Avenue, Tsim Sha Tsui
New Territories	Yuen Long (Hang Fat Mansion) Branch	8-18 Castle Peak Road, Yuen Long
	Sheung Shui Branch Securities Services Centre	136 San Fung Avenue, Sheung Shui

Both **WHITE** and **YELLOW** Application Forms completed in all respects in accordance with the instructions printed thereon, to which cheques or banker's cashier orders payable to "The Bank of East Asia (Nominees) Limited – China Harmony Auto Public Offer" should be securely stapled, should be deposited in the special collection boxes provided at any of the branches referred to above on the following dates during the following times:

Friday, May 31, 2013 – 9:00 a.m. to 5:00 p.m.
Saturday, June 1, 2013 – 9:00 a.m. to 1:00 p.m.
Monday, June 3, 2013 – 9:00 a.m. to 5:00 p.m.
Tuesday, June 4, 2013 – 9:00 a.m. to 5:00 p.m.
Wednesday, June 5, 2013 – 9:00 a.m. to 12:00 noon

Applicants applying by **HK eIPO White Form** may submit their applications to the **HK eIPO White Form** Service Provider through the designated website www.hkeipo.hk from 9:00 a.m. on Friday, May 31, 2013 until 11:30 a.m. on Wednesday, June 5, 2013 (24 hours daily, except on the last application day) (or such later date as may apply in the case of a tropical cyclone warning signal number 8 or above or a “black” rainstorm warning signal being in force as described in “How to Apply for Hong Kong Offer Shares – 11. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Friday, May 31, 2013 until 12:00 noon on Wednesday, June 5, 2013. The application lists will open from 11:45 a.m. to 12:00 noon on Wednesday, June 5, 2013 (or such later date as may apply in case of certain bad weather conditions as described in “How to Apply for Hong Kong Offer Shares – 11. Effect of Bad Weather on the Opening of the Application Lists” in the Prospectus). Please refer to “Structure of the Global Offering” and “How to Apply for the Hong Kong Offer Shares” in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to publish the announcement on the Offer Price, the results of applications in the Hong Kong Public Offering, the level of indications of interest in the International Offering and the basis of allocation of the Hong Kong Offer Shares on Tuesday, June 11, 2013 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese), on the website of the Company at www.hexieauto.com and the website of the Stock Exchange at www.hkexnews.hk.

Results of allocations of the Hong Kong Public Offering, the Hong Kong Identity Card/passport/Hong Kong business registration numbers of successful applicants (where appropriate) and the number of Hong Kong Offer Shares successfully applied for under **WHITE** and **YELLOW** Application Forms, by **HK eIPO White Form** and by giving **electronic application instructions** to HKSCC via CCASS, will be made available through a variety of channels from Tuesday, June 11, 2013 as described in “How to Apply for Hong Kong Offer Shares – 12. Publication of Results” in the Prospectus.

The Company will not issue temporary documents of title or receipt for application monies paid. Share certificates will only become valid certificates of title provided that the Hong Kong Public Offering has become unconditional in all respects and the right of termination described in the section entitled “Underwriting – Underwriting Arrangements and Expenses – Hong Kong Public Offering – Grounds for Termination” has not been exercised, which is expected to be at 8:00 a.m. on Thursday, June 13, 2013.

Dealings in the Offer Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, June 13, 2013. Our Shares will be traded in board lots of 500 Shares each. The stock code of our Shares is 3836.

By Order of the Board of
China Harmony Auto Holding Limited
Feng Changge
Chairman and Executive Director

Hong Kong, Friday, May 31, 2013

As at the date of this announcement, our executive Directors are Mr. Feng Changge, Mr. Yu Feng, Mr. Fong Heung Sang, Addy (Dexter), Mr. Yang Lei, Mr. Cui Ke, Ms. Liu Wei and Ms. Ma Lintao; and our non-executive Director is Mr. Wang Nengguang; and our independent non-executive Directors are Mr. Xiao Changnian, Mr. Liu Zhangmin, Mr. Li Daomin and Mr. Xue Guoping.

Please also refer to the published version of this announcement in the South China Morning Post.