

This announcement is for information purposes only and does not constitute an offer or an invitation by any person to acquire, purchase or subscribe for the Shares. Potential investors should read the prospectus of Nexteer Automotive Group Limited (the “Company”) dated June 20, 2013 (the “Prospectus”) for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the Shares thereby being offered.

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Unless defined herein, terms used in this announcement shall have the same meanings as those defined in the Prospectus.



Nexteer Automotive Group Limited
耐世特汽車系統集團有限公司

(Incorporated under the laws of the Cayman Islands with limited liability)

GLOBAL OFFERING

Number of Offer Shares in the Global Offering	: 720,000,000 Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	: 72,000,000 Shares (subject to adjustment)
Number of International Offer Shares	: 648,000,000 Shares (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	: HK\$3.50 per Hong Kong Offer Share, plus brokerage of 1%, SFC transaction levy of 0.003%, and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	: HK\$0.10 per Share
Stock code	: 01316

Joint Global Coordinators, Joint Bookrunners, Joint Sponsors and Joint Lead Managers



J.P.Morgan

Financial Advisor



Application has been made by the Company to the Listing Committee of the Hong Kong Stock Exchange for the listing of, and permission to deal in, the shares of the Company (the “**Shares**”) in issue and to be issued under the Capitalisation Issue and the Global Offering as described in the Prospectus.

The Global Offering comprises (i) the Hong Kong Public Offering of initially 72,000,000 Shares (subject to adjustment); (ii) the International Offering of initially 648,000,000 Shares (subject to adjustment and the Over-allotment Option); and (iii) any Shares which may be offered in connection with the Over-allotment Option (which, if exercised in full, amounts to 108,000,000 Shares). Dealings in the Shares on the Hong Kong Stock Exchange are expected to commence on Wednesday, July 3, 2013. In connection with the Global Offering, the Joint Global Coordinators, as representatives of the International Underwriters, have an option to require the Company to issue and allot up to 108,000,000 additional Offer Shares, representing 15% of the initial number of Offer Shares to be offered in the Global Offering. The allocation of the Shares between the Hong Kong Public Offering and the International Offering is subject to adjustment as stated in the section headed “Structure of the Global Offering - Basis of Allocation of the Offer Shares” in the Prospectus. In the event that the Over-allotment Option is exercised, an announcement will be made in the South China Morning Post (in English), the Hong Kong Economic Times (in Chinese), the website of the Company at www.nexteer.com and the website of the Hong Kong Stock Exchange at www.hkexnews.hk.

The Offer Price will not be more than HK\$3.50 per Hong Kong Offer Share and is expected to be not less than HK\$2.54 per Hong Kong Offer Share. Applicants for Hong Kong Offer Shares are required to pay, upon application, the maximum Offer Price of HK\$3.50 for each Hong Kong Offer Share together with brokerage of 1%, SFC transaction levy of 0.003% and Hong Kong Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$3.50 per Hong Kong Offer Share.

Applications for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus and the related Application Forms.

Applicants who wish the Hong Kong Offer Shares to be allotted in their own names should (i) complete and sign the **WHITE** Application Forms; or (ii) submit applications online through the designated website of the **White Form eIPO** Service at www.eipo.com.hk. Applicants who wish to have the Hong Kong Offer Shares allotted in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants maintained in CCASS should either (i) complete and sign the **YELLOW** Application Forms; 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 Thursday, June 20, 2013 till 12:00 noon on Tuesday, June 25, 2013 from:

- any of the following offices of the Hong Kong Underwriters:

BOCI Asia Limited 26/F, Bank of China Tower
1 Garden Road
Central
Hong Kong

J.P. Morgan Securities (Asia Pacific) Limited 28/F, Chater House
8 Connaught Road
Central
Hong Kong

- any of the following branches of the Receiving Bank for the Hong Kong Public Offering:

Bank of China (Hong Kong) Limited

Branch Name	Address
Hong Kong Island: Bank of China Tower Branch	3/F, 1 Garden Road
Central District (Wing On House) Branch	71 Des Voeux Road Central
Shek Tong Tsui Branch	534 Queen's Road West, Shek Tong Tsui
United Centre Branch	Shop 1021, United Centre, 95 Queensway
409 Hennessy Road Branch	409–415 Hennessy Road, Wan Chai
North Point (King's Centre) Branch	193–209 King's Road, North Point
Kowloon: Prince Edward Branch	774 Nathan Road, Kowloon
Mong Kok Branch	589 Nathan Road, Mong Kok
Telford Gardens Branch	Shop P2 Telford Gardens, Kowloon Bay
Hoi Yuen Road Branch	55 Hoi Yuen Road, Kwun Tong
East Point City Branch	Shop 101, East Point City, Tseung Kwan O
Kowloon Plaza Branch	Unit 1, Kowloon Plaza, 485 Castle Peak Road

	Branch Name	Address
New Territories:	Castle Peak Road (Tsuen Wan) Branch	201-207 Castle Peak Road, Tsuen Wan
	Ma On Shan Plaza Branch	Shop 2103, Level 2, Ma On Shan Plaza, Sai Sha Road, Ma On Shan
	Castle Peak Road (Yuen Long) Branch	162 Castle Peak Road, Yuen Long

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, June 20, 2013 till 12:00 noon on Tuesday, June 25, 2013 at the Depository Counter of HKSCC at 2nd Floor, Infinitus Plaza, 199 Des Voeux Road Central, Hong Kong or your stockbroker, who may have **YELLOW** Application Forms and copies of the Prospectus available.

Applicants submitting applications online through the designated website at www.eipo.com.hk of **White Form eIPO** Service may do so from 9:00 a.m. on Thursday, June 20, 2013 till 11:30 a.m. on Tuesday, June 25, 2013 or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares — When to Apply for the Hong Kong Offer Shares - Effect of bad weather conditions on the opening of the application lists” in the Prospectus (24 hours daily, except the last application day).

CCASS Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, June 20, 2013 till 12:00 noon on Tuesday, June 25, 2013 or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares — When to Apply for the Hong Kong Offer Shares — Effect of bad weather conditions on the opening of the application lists” in the Prospectus.

Please refer to the “Structure of the Global Offering” and “How to Apply for the Hong Kong Offer Shares” sections of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the Offer Price, the indication of the level of interest in the International Offering, the level of applications in the Hong Kong Public Offering, the basis of allocation of the Hong Kong Offer Shares and the number of Offer Shares reallocated, if any, between the Hong Kong Public Offering and the International Offering on Tuesday, July 2, 2013 in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) and the website of the Hong Kong Stock Exchange at www.hkexnews.hk and the website of the Company at www.nexteer.com. Results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels as specified in the section headed “How to apply for Hong Kong Offer Shares — Results of Allocations” in the Prospectus from Tuesday, July 2, 2013.

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 headed “Underwriting — Underwriting Arrangements and Expenses — Hong Kong Underwriting Agreement — Grounds for Termination” has not been exercised, which is expected to be at 8:00 a.m. on Wednesday, July 3, 2013.

Dealing in the Shares on the Hong Kong Stock Exchange is expected to commence on Wednesday, July 3, 2013. The Shares will be traded in board lots of 1,000 Shares. The stock code of the Company is 01316.

By order of the Board
Nexteer Automotive Group Limited
Guibin ZHAO
Chairman

Hong Kong, June 20, 2013.

As of the date of this announcement, the executive Directors are Mr. Guibin ZHAO, Mr. Michael Paul RICHARDSON, Mr. Yi FAN, and Mr. Jian ZHU, the non-executive Director is Mr. Qunhui LUO, and the independent non-executive Directors are Mr. Hing Lun TSANG, Mr. Jianjun LIU, and Mr. Kevin Cheng WEI.

Please also refer to the published version of this announcement in the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese).