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Brilliance Auto

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BRILLIANCE CHINA AUTOMOTIVE HOLDINGS LIMITED

(華晨中國汽車控股有限公司)*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1114)

**PLACING OF EXISTING SHARES BY
CONTROLLING SHAREHOLDER
AND
RESUMPTION OF TRADING**

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules.

On 5th September, 2012, Huachen, the controlling Shareholder which as at the date of this announcement is interested in 2,260,074,988 Shares, representing approximately 44.97% of the existing issued share capital of the Company, entered into the Placing Agreement with the Placing Agent pursuant to which 125 million Placing Shares owned by Huachen shall be placed at the Placing Price of HK\$7.17 per Placing Share by the Placing Agent. The remaining 2,135,074,988 Shares held by Huachen shall be subject to a lock-up period from the date of the Placing Agreement till 90 days after the date of completion of the Placing.

The Placing Shares represent approximately 2.49% of the existing issued share capital of the Company. Upon completion of the Placing, Huachen's interests in the Company shall be reduced from 2,260,074,988 Shares, representing approximately 44.97% of the existing issued share capital of the Company, to 2,135,074,988 Shares, representing approximately 42.48% of the existing issued share capital of the Company.

Trading of the Shares on the Stock Exchange was suspended with effect from 9:00 a.m. on Wednesday, 5th September, 2012 and application has been made for resumption of trading of the Shares on the Stock Exchange with effect from 9:00 a.m. on Thursday, 6th September, 2012.

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules.

THE PLACING AGREEMENT DATED 5TH SEPTEMBER, 2012

Parties

- (1) Huachen, the controlling Shareholder interested in approximately 44.97% of the existing issued share capital of the Company as at the date of this announcement; and
- (2) the Placing Agent.

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To the best of the Directors' knowledge, information and belief having made all reasonable enquiry, the Placing Shares will be placed to independent professional, institutional and/or individual investors to be procured by the Placing Agent.

Number of Placing Shares

125 million Placing Shares, representing approximately 2.49% of the existing issued share capital of the Company.

Placing Price

HK\$7.17 per Placing Share, which is determined on an arm's length basis.

Lock-up Period

The remaining 2,135,074,988 Shares held by Huachen shall be subject to a lock-up period from the date of the Placing Agreement till 90 days after the date of completion of the Placing.

Completion of the Placing

The Placing is expected to be completed on 10th September, 2012 or such other date as Huachen and the Placing Agent may agree in writing.

Upon completion of the Placing, Huachen's interests in the Company shall be reduced from 2,260,074,988 Shares, representing approximately 44.97% of the existing issued share capital of the Company, to 2,135,074,988 Shares, representing approximately 42.48% of the existing issued share capital of the Company.

RESUMPTION OF TRADING

Trading of the Shares on the Stock Exchange was suspended with effect from 9:00 a.m. on Wednesday, 5th September, 2012 and application has been made for resumption of trading of the Shares on the Stock Exchange with effect from 9:00 a.m. on Thursday, 6th September, 2012.

DEFINITIONS

In this announcement, unless otherwise defined, terms used herein shall have the following meanings:

“Company”	Brilliance China Automotive Holdings Limited (華晨中國汽車控股有限公司*), an exempted company incorporated in Bermuda with limited liability, whose shares are listed on the Stock Exchange;
“Directors”	the directors of the Company;
“HK\$”	Hong Kong dollars;
“Huachen”	華晨汽車集團控股有限公司 (Huachen Automotive Group Holdings Company Limited*), the controlling Shareholder which as at the date of this announcement is interested in approximately 44.97% of the existing issued share capital of the Company;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange;
“Placing”	the placing of the Placing Shares pursuant to the Placing Agreement;
“Placing Agent”	UBS AG, Hong Kong Branch;
“Placing Agreement”	the Placing Agreement dated 5th September, 2012 entered into between Huachen and the Placing Agent in relation to the Placing;
“Placing Price”	HK\$7.17 per Placing Share;
“Placing Share(s)”	125 million Shares to be placed pursuant to the Placing Agreement;

“Shareholder(s)”	holder(s) of Shares;
“Shares”	shares at par value of US\$0.01 each in the share capital of the Company; and
“Stock Exchange”	The Stock Exchange of Hong Kong Limited.

As at the date of this announcement, the board of Directors comprises four executive Directors, Mr. Wu Xiao An (also known as Mr. Ng Siu On) (Chairman), Mr. Qi Yumin (Chief Executive Officer), Mr. Wang Shiping and Mr. Tan Chengxu; one non-executive Director, Mr. Lei Xiaoyang; and three independent non-executive Directors, Mr. Xu Bingjin, Mr. Song Jian and Mr. Jiang Bo.

By Order of the Board
Brilliance China Automotive Holdings Limited
Wu Xiao An
(also known as Ng Siu On)
Chairman

Hong Kong, 6th September, 2012

* *For identification purposes only*