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CHINA VEHICLE COMPONENTS TECHNOLOGY HOLDINGS LIMITED
中國車輛零部件科技控股有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 1269)

**DELAY IN DESPATCH OF CIRCULAR
IN RELATION TO
(1) PROPOSED OPEN OFFER IN THE PROPORTION OF
ONE (1) OFFER SHARE FOR EVERY ONE (1) SHARE
HELD ON THE RECORD DATE; AND
(2) APPLICATION FOR WHITEWASH WAIVER**

Reference is made to the announcement of China Vehicle Components Technology Holdings Limited (the “**Company**”) dated 4 May 2015 (the “**Announcement**”) regarding, among other things, the Open Offer and the application for the Whitewash Waiver.

Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

As stated in the Announcement, a circular (the “**Circular**”) containing, among other things, details of (i) the Open Offer, the Underwriting Agreement and the Whitewash Waiver; (ii) the recommendation of the independent board committee in relation to the Open Offer, the Underwriting Agreement and the Whitewash Waiver; (iii) a letter of advice from the independent financial adviser to the independent board committee of the Company and the Independent Shareholders in relation to the Open Offer, the Underwriting Agreement and the Whitewash Waiver; and (iv) a notice convening the EGM will be despatched to the Shareholders as soon as practicable in compliance with Rule 8.2 of the Takeovers Code and the Listing Rules.

Pursuant to Rule 8.2 of the Takeovers Code, the Circular should be despatched to the Shareholders on or before 26 May 2015.

Since additional time is required for finalising certain information to be set out in the Circular, including but not limited to the statement relating to any material changes in financial or trading position, it is anticipated that the Circular will not be despatched on or before 26 May 2015.

Application has been made to the Executive for a waiver from strict compliance with Rule 8.2 of the Takeovers Code and to grant consent for an extension of time for the despatch of the Circular to the Shareholders on or before 15 June 2015. The Executive has indicated that it is minded to grant such consent.

Because of the delay in the despatch of the Circular, the expected timetable for the Open Offer will be revised. Further announcement(s) will be made by the Company to inform the Shareholders of the revised timetable.

The Open Offer is conditional upon the obligations of the Underwriter under the Underwriting Agreement having become unconditional and the Underwriter not having terminated the Underwriting Agreement in accordance with the terms thereof. Shareholders and potential investors should therefore exercise caution when dealing in Shares, and if they are in any doubt about their positions, they should consult their professional advisers.

Any Shareholder or other person dealing in Shares up to the date on which all conditions to which the Open Offer is subject are fulfilled, will accordingly bear the risk that the Open Offer cannot become unconditional and may not proceed. Any Shareholder or other person contemplating selling or purchasing Shares who is in any doubt about his/her/its position is recommended to consult his/her/its own professional adviser.

By Order of the Board of
China Vehicle Components Technology Holdings Limited
Wilson Sea
Chairman

Hong Kong, 22 May 2015

As at the date of this announcement, the Board comprises six executive Directors, namely Mr. Wilson Sea, Mr. Zhao Zhijun, Mr. Yan Haiting, Mr. Wang Wenbo, Ms. Yang Weixia and Mr. Wang Ping; and four independent non-executive Directors, namely Mr. Chu Kin Wang, Peleus, Mr. Li Zhiqiang, Mr. Zhang Jinhua and Ms. Shi Hongmei.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.