
MANDATORY UNCONDITIONAL CASH OFFER MADE BY THB AUTO ELECTRONICS LIMITED

– DELISTING OF CHINA AUTO ELECTRONICS GROUP LIMITED

1. INTRODUCTION

Reference is made to the mandatory unconditional cash offer made by Stirling Coleman, for and on behalf of THB Auto Electronics Limited (the “**Offeror**”), for all the issued and paid-up ordinary shares in the capital of China Auto Electronics Group Limited (the “**Company**”) other than those already owned, controlled or agreed to be acquired by the Offeror. The Offer closed on 20 December 2016.

Reference is further made to the Company’s announcement on receipt of SGX-ST’s no-objection to the delisting of the Company from the Official List of the SGX-ST subject to completion of the Compulsory Acquisition (as defined herein) by the Offeror. As announced by Stirling Coleman, for and on behalf of the Offeror, on 1 February 2017, the Offeror had completed the compulsory acquisition pursuant to Sections 102(1) and 102(2) of the Companies Act 1981 of Bermuda (the “**Compulsory Acquisition**”) as at 31 January 2017.

*All capitalised terms used and not defined herein shall have the same meanings ascribed to them in the circular dated 22 November 2016 (the “**Offeree Circular**”) despatched by the Company to Shareholders in relation to the Offer.*

2. DELISTING

The Board wishes to announce that with the completion of the Compulsory Acquisition, the Company will be delisted from the Official List of the SGX-ST with effect from 9.00 a.m. on 6 February 2017.

3. RESPONSIBILITY STATEMENT

The directors of the Company (including any who may have delegated detailed supervision of the preparation of this announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this announcement (excluding those relating to the Offeror and parties acting in concert with it) are fair and accurate, and that no material facts have been omitted from this announcement, the omission of which would make any statement in this announcement misleading, and they jointly and severally accept responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources (including, without limitation, announcements made by or on behalf of the Offeror), the sole responsibility of the directors of the Company has been to ensure through reasonable enquiries that such information has been accurately and correctly extracted from such sources or, as the case may be, reflected or reproduced in this announcement in its proper form and context.

BY ORDER OF THE BOARD

Zhang Jingtang
Executive Chairman

3 February 2017