

CHINA AUTOMATION GROUP LIMITED

中國自動化集團有限公司

(incorporated in the Cayman Islands with limited liability)

NOTICE OF PARTIAL OPTIONAL REDEMPTION

**to holders of US\$200,000,000 7.750% Senior Notes due 2016 (the "Notes")
issued by China Automation Group Limited
(ISIN: XS0615048260 and Common Code: 061504826)**

Reference is made to the Indenture, dated as of April 20, 2011 (as amended and supplemented, the "**Indenture**"), among China Automation Group Limited, as the issuer ("**Automation**" or the "**Company**"), the entities listed in Schedule I thereto collectively as the initial Subsidiary Guarantors and Citicorp International Limited, as the trustee (the "**Trustee**"). Capitalized terms used herein and not otherwise defined shall have the same meanings ascribed thereto in the Indenture.

NOTICE IS HEREBY GIVEN, pursuant to Section 3.02(d) of the Indenture, of the Company's election to affect a partial optional redemption of the Notes under Section 3.02(a) of the Indenture in the manner more fully described below.

The Company hereby designates June 4, 2015 as the redemption date (the "**Optional Redemption Date**") for the partial optional redemption of Notes to be made pursuant to the Notice of Partial Optional Redemption.

The entire outstanding principal amount of the Notes is currently US\$192,000,000. On the Optional Redemption Date, the Company shall optionally redeem Notes in an aggregate principal amount of US\$120,000,000, on a *pro rata* basis, at a Redemption Price equal to 101.9375% of such aggregate principal amount (the "**Redemption Price**") plus accrued and unpaid interest of US\$9.47 per US\$1,000. The record date for the Optional Redemption Date is May 20, 2015 (the "**Record Date**").

Unless the Company defaults in making payment of the redemption amount, interest of the Notes redeemed will cease to accrue on and after the Redemption Date.

The Paying and Transfer Agent for the Notes is Citibank, N.A., London Branch, c/o Citibank, N.A., Dublin Branch, 1 North Wall Quay, Dublin 1, Ireland.

On the Optional Redemption Date, the Redemption Price plus accrued and unpaid interest will become due and payable in respect of the Notes. Payment of the Redemption Price will be made to the person or persons shown in the Register at the close of business on the Record Date and subject to the surrender of the Notes at the specified office of the Registrar or the Paying and Transfer Agent.

Payment of principal and interest on the Notes will be made through Euroclear Bank S.A./N.V. and Clearstream Banking, *société anonyme*, in accordance with the provisions of the Notes.

The ISIN and Common Code numbers referred to above have been assigned to the Notes by an organization not affiliated with the Company or the Paying and Transfer Agent and are included solely for the convenience of the holders of the Notes. Neither the Company nor the Paying and Transfer Agent shall be responsible for the selection or use of these ISIN and Common Code numbers, nor is any representation made as to their correctness or accuracy as listed in this Notice of Partial Optional Redemption or as printed on the Notes.

BY THE ORDER OF THE BOARD OF
CHINA AUTOMATION GROUP LIMITED
中國自動化集團有限公司

Xuan Rui Guo
Executive Director

Huang Zhi Yong
Executive Director

Beijing, May 5, 2015