

MANDATORY UNCONDITIONAL CASH OFFER

by



STIRLING COLEMAN

施霖高诚

www.stirlingcoleman.com

STIRLING COLEMAN CAPITAL LIMITED

(Company Registration Number: 200105040N)

(Incorporated in the Republic of Singapore)

for and on behalf of

THB AUTO ELECTRONICS LIMITED

(Company Registration Number: 1909352)

(Incorporated in the British Virgin Islands)

to acquire all the issued and paid-up ordinary shares in the capital of

CHINA AUTO ELECTRONICS GROUP LIMITED

(Company Registration Number: 34300)

(Incorporated in Bermuda)

other than those already owned, controlled or agreed to be acquired by
THB Auto Electronics Limited

COMPLETION OF COMPULSORY ACQUISITION

1. INTRODUCTION

Stirling Coleman Capital Limited ("**Stirling Coleman**") refers to the offer document dated 8 November 2016 (the "**Offer Document**") issued by Stirling Coleman, for and on behalf of THB Auto Electronics Limited (the "**Offeror**"), in relation to the mandatory unconditional cash offer (the "**Offer**") for all the issued and paid-up ordinary shares (the "**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 Shares**"), the announcement made by Stirling Coleman, for and on behalf of the Offeror, on 24 October 2016 in relation to the Offer, the announcement dated 20 December 2016 in relation to the close of the Offer ("**Close of Offer Announcement**") and the announcement dated 27 December 2016 in relation to the despatch of notices pursuant to Sections 102(1) and 102(2) of the Companies Act 1981 of Bermuda ("**Compulsory Acquisition Announcement**").

Unless otherwise defined, capitalised terms in this Announcement have the same meaning as defined in the Compulsory Acquisition Announcement.

2. COMPLETION OF COMPULSORY ACQUISITION UNDER THE BERMUDA COMPANIES ACT

Stirling Coleman wishes to announce, for and on behalf of the Offeror, that the Offeror has completed the compulsory acquisition pursuant to Sections 102(1) and 102(2) of the Companies Act 1981 of Bermuda as at 31 January 2017.

As at the date of this announcement, the transfer of all Shares of the Dissenting Shareholders to the Offeror has been effected and where relevant, payment for such Shares has been despatched.

Following the completion of the compulsory acquisition, the Company has become a wholly-owned subsidiary of the Offeror and will be delisted from the SGX-ST. The date and time of the delisting of the Company from the SGX-ST is expected to be announced by the Company in due course.

3. RESPONSIBILITY STATEMENT

The directors of the Offeror (including those who may have delegated detailed supervision of this Announcement) have taken all reasonable care to ensure that the facts stated and opinions expressed in this Announcement are fair and accurate and that there are no other material facts not contained in this Announcement, the omission of which would make any statement in this Announcement misleading, and they jointly and severally accept full responsibility accordingly.

Where any information has been extracted or reproduced from published or otherwise publicly available sources or obtained from the Company, the sole responsibility of the directors of the Offeror has been to ensure, through reasonable enquiries, that such information is accurately extracted from such sources or, as the case may be, reflected or reproduced in this Announcement.

Issued by
Stirling Coleman Capital Limited
For and on behalf of
THB Auto Electronics Limited

1 February 2017

Any enquiries relating to this Announcement or the Offer should be directed during office hours to:

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