

Unless otherwise defined herein, capitalized terms in this announcement shall have the same meanings as those defined in the prospectus dated June 27, 2019 (the “**Prospectus**”) issued by CIMC Vehicles (Group) Co., Ltd. (the “**Company**”).

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This announcement is for information purposes only and does not constitute an offer or an invitation to induce an offer by any person to acquire, purchase or subscribe for securities. Potential investors should read the Prospectus for detailed information about the Company and the Global Offering described below before deciding whether or not to invest in the H Shares thereby offered.

This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer to sell or solicitation to purchase or subscribe for securities in the United States or in any other jurisdictions. The H Shares have not been, and will not be, registered under the U.S. Securities Act or any state securities laws of the United States. and may not be offered or sold in the United States except pursuant to registration under the U.S. Securities Act or in accordance with an available exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act. There will not, and is not currently intended, to be any public offer of securities by the Company in the United States.

In connection with the Global Offering, Haitong International Securities Company Limited as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilizing or supporting the market price of the H Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if commenced, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules, as amended, made under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing action cannot be taken to support the price of the H Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on Friday, August 2, 2019, being the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken, demand for the H Shares, and therefore the price of the H Shares, could fall.

CIMC VEHICLES (GROUP) CO., LTD.

中集車輛（集團）股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

GLOBAL OFFERING

Number of Offer Shares under the Global Offering	:	265,000,000 H Shares (subject to the Over-allotment Option)
Number of Hong Kong Offer Shares	:	26,500,000 H Shares (subject to adjustment)
Number of International Offer Shares	:	238,500,000 H Shares (including 16,666,000 Reserved Shares under the Preferential Offering) (subject to adjustment and the Over-allotment Option)
Maximum Offer Price	:	HK\$8.08 per H Share, plus brokerage of 1.0%, SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong dollars and subject to refund)
Nominal value	:	RMB1.00 per H Share
Stock code	:	1839

Sole Sponsor



Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers



NOMURA

Financial Advisor



Application has been made by the Company to the Listing Committee of the Stock Exchange for the listing of, and permission to deal in, (i) the H Shares to be issued pursuant to the Global Offering (including any additional H Shares which may be issued pursuant to the exercise of the Over-allotment Option); and (ii) the H Shares to be converted from the Unlisted Foreign Shares. Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Thursday, July 11, 2019, it is expected that dealings in the H Shares on the Stock Exchange will commence at 9:00 a.m. on Thursday, July 11, 2019. In the event that the Over-allotment Option is exercised, an announcement will be made by the Company on the Company's website at www.cimcvehiclesgroup.com and the website of the Stock Exchange at www.hkexnews.hk.

The Global Offering comprises the Hong Kong Public Offering of initially 26,500,000 Hong Kong Offer Shares (subject to adjustment) representing 10% of the total number of Offer Shares available under the Global Offering, and the International Offering of initially 238,500,000 International Offer Shares (subject to adjustment and the Over-allotment Option) representing 90% of the total number of Offer Shares available under the Global Offering. The Preferential Offering to Qualifying CIMC Shareholders comprises 16,666,000 Reserved Shares representing approximately 6.29% of the total number of Offer Shares initially available under the Global Offering which will be offered as an Assured Entitlement out of the Offer Shares under the International Offering. The number of Offer Shares under the Hong Kong Public Offering and the International Offering will be in each case subject to reallocation on the basis as described in the section “*Structure of the Global Offering*” in the Prospectus. The Reserved Shares will not be subject to such reallocation.

The Company is expected to grant the Over-allotment Option to the International Underwriters, exercisable by the Sole Representative (for itself and on behalf of the International Underwriters) at any time within 30 days from the last day for lodging applications under the Hong Kong Public Offering, to require the Company to allot and issue up to an aggregate of 39,750,000 additional H Shares, together representing 15% of the number of Offer Shares initially being offered under the Global Offering, at the Offer Price to cover the over-allocations in the International Offering, if any.

Subject to the granting of the approval for listing of, and permission to deal in, the H Shares on the Stock Exchange and compliance with the stock admission requirements of HKSCC, the H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the H Shares on the Stock Exchange or such other date as may be determined by HKSCC. Settlement of transactions between participants of the Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. All necessary arrangements have been made to enable the H Shares to be admitted into CCASS.

The Offer Price will not be more than HK\$8.08 per Offer Share and is currently expected to be not less than HK\$6.38 per Offer Share, unless otherwise announced. Applicants for the Hong Kong Offer Shares are required to pay, on application, the Maximum Offer Price of HK\$8.08 per Offer Share together with brokerage fee of 1.0%, SFC transaction levy of 0.0027% and Stock Exchange trading fee of 0.005%, subject to refund if the Offer Price as finally determined is less than HK\$8.08 per Offer Share.

Applications for the Hong Kong Offer Shares and Reserved Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the relevant Application Forms and the designated website (www.eipo.com.hk) for the White Form eIPO.

Applicants who wish to be allotted Hong Kong Offer Shares registered in their own names should (i) complete and sign the **WHITE** Application Forms; or (ii) submit applications online through the designated website of the **White Form eIPO** Service Provider at www.eipo.com.hk under the **White Form eIPO** service. Applicants who wish to have the allotted Hong Kong Offer Shares registered in the name of HKSCC Nominees and deposited directly into CCASS for credit to their CCASS Investor Participant stock accounts or the stock accounts of their designated CCASS Participants should either (i) complete and sign the **YELLOW** Application Forms; or (ii) give **electronic application instructions** to HKSCC via CCASS. Qualifying CIMC Shareholders who wish to be allocated the Reserved Shares under the Preferential Offering should complete and sign the **BLUE** Application Forms.

Members of the public and Qualifying CIMC Shareholders may obtain a copy of the printed Prospectus, together with the **WHITE** Application Form, free of charge, during normal business hours from 9:00 a.m. on Thursday, June 27, 2019 until 12:00 noon on Wednesday, July 3, 2019 at the following locations:

- any of the following branches of the receiving banks for the Hong Kong Public Offering,

Industrial and Commercial Bank of China (Asia) Limited:

	Branch Name	Address
Hong Kong Island	Queen's Road Central Branch	Basement, Ground Floor and First Floor of 122 QRC, Nos. 122-126 Queen's Road Central, Hong Kong
	Sheung Wan Branch	Shop F, G/F, Kai Tak Commercial Building, 317-319 Des Voeux Road Central, Sheung Wan, Hong Kong
	Wanchai Road Branch	G/F Times Media Centre, No.133 Wan Chai Road, Hong Kong
	Causeway Bay Branch	Shop A on G/F, 1/F, Hennessy Apartments, 488 & 490 Hennessy Road, Hong Kong
	Admiralty Branch	Shop 1013-1014, 1/F, United Centre, 95 Queensway, Admiralty, Hong Kong
Kowloon	Mongkok Branch	G/F, Belgian Bank Building, 721-725 Nathan Road, Mongkok, Kowloon
	Yaumatei Branch	542 Nathan Road, Yaumatei, Kowloon
	Tsimshatsui Branch	Shop 1&2, G/F, No. 35-37 Hankow Road, Tsimshatsui, Kowloon
	Prince Edward Branch	777 Nathan Road, Mongkok, Kowloon
	Kwun Tong Branch	Shop 5&6, 1/F, Crocodile Center, 79 Hoi Yuen Road, Kwun Tong, Kowloon
	Jordan Branch	1/F, JD Mall, No. 233 Nathan Road, Jordan, Kowloon
New Territories	Yuen Long Branch	G/F, 197-199 Castle Peak Road, Yuen Long, New Territories
	Sheung Shui Branch	Shop 2, G/F, San Fung Building, No.33 San Fung Avenue, Shek Wu Hui, Sheung Shui, New Territories

Standard Chartered Bank (Hong Kong) Limited:

	Branch Name	Address
Hong Kong Island	Central Branch	G/F, 1/F, 2/F and 27/F, Two Chinachem Central, 26 Des Voeux Road Central
	North Point Centre Branch	Shop G, G/F, North Point Centre, 284 King's Road, North Point
	Aberdeen Branch	Shop 4A, G/F and Shop 1, 1/F, Aberdeen Centre Site 5, No.6-12 Nam Ning Street, Aberdeen
	Causeway Bay Branch	G/F to 2/F, Yee Wah Mansion, 38-40A Yee Wo Street, Causeway Bay
Kowloon	Kwun Tong Branch	G/F & 1/F One Pacific Centre, 414 Kwun Tong Road, Kwun Tong
	68 Nathan Road Branch	Basement, Shop B1, G/F and M/F Golden Crown Court, 66-70 Nathan Road, Tsimshatsui
	Mongkok Branch	Shop B, G/F, 1/F & 2/F, 617-623 Nathan Road, Mongkok
	Yaumatei Branch	G/F – 1/F, Ming Fong Bldg., 564 Nathan Road, Yaumatei
	Tsimshatsui Branch	Shop G30 & B117-23, G/F, Mira Place One, 132 Nathan Road, Tsim Sha Tsui
New Territories	Tai Po Branch	G/F Shop No. 2, 23-25 Kwong Fuk Road, Tai Po Market, Tai Po
	Fotan Branch	No.3, 1/F, Shatin Galleria, 18-24 Shan Mei Street, Fo Tan, Shatin
	Shatin Plaza Branch	Shop No. 8, Shatin Plaza, 21-27 Shatin Centre Street, Shatin

2. any of the following offices of the Joint Global Coordinators:
 - (a) Haitong International Securities Company Limited, at 22/F, Li Po Chun Chambers, 189 Des Voeux Road Central, Hong Kong; and
 - (b) ICBC International Capital Limited at 37/F ICBC Tower, 3 Garden Road, Hong Kong; and
 - (c) Nomura International (Hong Kong) Limited at 30/F, Two International Finance Centre, 8 Finance Street, Central, Hong Kong.

Copies of the Prospectus, together with the **YELLOW** Application Forms, may be obtained during normal business hours from 9:00 a.m. on Thursday, June 27, 2019 until 12:00 noon on Wednesday, July 3, 2019 from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong or your stockbroker, who may have such copies of Application Forms and the Prospectus available.

Details of where printed Prospectuses may be obtained will be displayed prominently at every branch of the receiving banks where WHITE Application Forms are distributed.

The **WHITE** or **YELLOW** Application Forms completed in accordance with the instructions printed thereon, together with a cheque or banker's cashier order attached and marked payable to "ICBC (Asia) Nominee Limited – CIMC Vehicles Public Offer", should be deposited in the special collection boxes provided at any of the branches of the receiving banks referred to above during the following times on the following dates:

Thursday, June 27, 2019	–	9:00 a.m. to 5:00 p.m.
Friday, June 28, 2019	–	9:00 a.m. to 5:00 p.m.
Saturday, June 29, 2019	–	9:00 a.m. to 1:00 p.m.
Tuesday, July 2, 2019	–	9:00 a.m. to 5:00 p.m.
Wednesday, July 3, 2019	–	9:00 a.m. to 12:00 noon

A **BLUE** Application Form and a Prospectus have been despatched to each Qualifying CIMC Shareholder on or before Thursday, June 27, 2019. Electronic copies of the Prospectus can be viewed from the respective websites of the Company at www.cimcvehiclesgroup.com and the Stock Exchange at www.hkexnews.hk under the section headed "*HKExnews > Listed Company Publications > Latest Listed Company Information*". Qualifying CIMC Shareholders who require a replacement **BLUE** Application Form should contact Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong or on its hotline 2862 8555. Printed copies of the Prospectus can be collected from the branches of the designated receiving banks or the offices of the Joint Global Coordinators as stated above.

The completed **BLUE** Application Forms, together with a cheque or banker's cashier order attached and marked payable to "ICBC (Asia) Nominee Limited – CIMC Vehicles Public Offer", should be deposited in the special collection boxes provided at any of the branches of the receiving banks referred to above during the following times on the following dates:

Thursday, June 27, 2019 – 9:00 a.m. to 5:00 p.m.
Friday, June 28, 2019 – 9:00 a.m. to 5:00 p.m.
Saturday, June 29, 2019 – 9:00 a.m. to 1:00 p.m.
Tuesday, July 2, 2019 – 9:00 a.m. to 5:00 p.m.
Wednesday, July 3, 2019 – 9:00 a.m. to 12:00 noon

Applicants may submit applications through the **White Form eIPO** service through the designated website at www.eipo.com.hk (24 hours daily, except on the last day for applications) from 9:00 a.m. on Thursday, June 27, 2019 until 12:00 noon on Wednesday, July 3, 2019 or such later time as described in the section "*How to Apply for Hong Kong Offer Shares and Reserved Shares – D. Effect of Bad Weather on the Opening and Closing of the Application Lists*" in the Prospectus.

CCASS Participants can input **electronic application instructions** (24 hours daily, except on the last day for applications) from 9:00 a.m. on Thursday, June 27, 2019 until 12:00 noon on Wednesday, July 3, 2019 or such later time as described in the section "*How to Apply for Hong Kong Offer Shares and Reserved Shares – D. Effect of Bad Weather on the Opening and Closing of the Application Lists*" in the Prospectus.

Please refer to the sections "*Structure of the Global Offering*" and "*How to Apply for Hong Kong Offer Shares and Reserved Shares*" in the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

The Company expects to announce the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the Preferential Offering and the basis of allocation of the Hong Kong Offer Shares and the Reserved Shares (i) in South China Morning Post (in English); (ii) in Hong Kong Economic Times (in Chinese); (iii) on the website of the Stock Exchange (www.hkexnews.hk) and (iv) on the website of the Company (www.cimcvehiclesgroup.com) on Wednesday, July 10, 2019. The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering and the Preferential Offering will be available through a variety of channels at the times and dates and in the manner as described in the section "*How to Apply for Hong Kong Offer Shares and Reserved Shares – E. Publication of Results*" in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the Maximum Offer Price of HK\$8.08 per Offer Share (excluding brokerage, SFC transaction levy and the Stock Exchange trading fee thereon), or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with the section “*Structure of the Global Offering – Conditions of the Global Offering*” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Stock Exchange trading fee, will be refunded without interest or the cheque or banker’s cashier order will not be cleared.

The Company will not issue temporary documents of title or receipt for application monies received. H Share certificates will only become valid at 8:00 a.m. on Thursday, July 11, 2019 provided that the Global Offering has become unconditional and the right of termination described in the section “*Underwriting*” in the Prospectus has not been exercised. Dealings in the H Shares on the Stock Exchange are expected to commence at 9:00 a.m. on Thursday, July 11, 2019. The H Shares will be traded in board lots of 500 H Shares each. The stock code of the Company is 1839.

By order of the Board of Directors
CIMC Vehicles (Group) Co., Ltd.
LI Zhimin
Company Secretary

Hong Kong, June 27, 2019

*As at the date of this announcement, the Board comprises nine members, being Mr. Mai Boliang**, Mr. Li Guiping*, Ms. Zeng Beihua**, Mr. Wang Yu**, Mr. Liu Dong**, Mr. Chen Bo**, Mr. Feng Jinhua***, Mr. Fan Zhaoping*** and Mr. Cheng Hok Kai Frederick***.*

* *Executive Director*

** *Non-executive Directors*

*** *Independent Non-executive Directors*