

Monthly Return of Equity Issuer on Movements in Securities

| For the month ended (dd/mm/yyyy) : | 31/07/2014 |
|------------------------------------|------------|
| | |

To : Hong Kong Exchanges and Clearing Limited

| Name of Issuer | Nexteer Automotive Group Limited |
|----------------|----------------------------------|
| Date Submitted | 5th August 2014 |

I. Movements in Authorised Share Capital

| (1) Stock code : <u>1316</u> De | scription : | Ordinary shares | | |
|-------------------------------------|---------------------------|----------------------------------|---|--|
| | No. of ordinary shares | Par value (<i>HK</i> \$) | Authorised share capital (HK\$) | |
| Balance at close of preceding month | 4,000,000,000 | 0.10 | 400,000,000.00 | |
| Increase/(decrease) | Nil | | Nil | |
| Balance at close of the month | 4,000,000,000 | 0.10 | 400,000,000.00 | |
| (2) Stock code : <u>N/A</u> De | scription : | ption : N/A | | |
| | No. of ordinary shares | Par value (State currency) | Authorised share capital (State currency) | |
| Balance at close of preceding month | 1 | | | |
| Increase/(decrease) | | _ | | |
| Balance at close of the month | | | | |

2. Preference Shares

| Stock code : | Stock code : <u>N/A</u> Descrip | | ption : | | A |
|------------------------|---------------------------------|--------------------|---------|----------------------------------|---|
| | | No. of pre shar | | Par value (State currency) | Authorised share capital (State currency) |
| Balance at close of p | receding | month | | | |
| Increase/(decrease) | | | | | |
| Balance at close of th | he month | | | | |

3. Other Classes of Shares

| Stock code : | N/A | Description : | N | V/A |
|-------------------------|-----------|---------------------|----|---|
| | | No. of classes c | (~ | Authorised share capital (State currency) |
| Balance at close of p | preceding | month | | |
| Increase/(decrease) | | | | |
| Balance at close of the | he month | | | |

Total authorised share capital at the end of the month (*HK\$*): 400,000,000.00

II. Movements in Issued Share Capital

| | No. of ordin | nary shares | No of preference | No. of other classes |
|--|---------------|-------------|------------------|----------------------|
| | (1) | (2) | shares | of shares |
| Balance at close of preceding month | 2,497,804,000 | N/A | N/A | N/A |
| Increase/ (decrease) during the month | Nil | N/A | N/A | N/A |
| Balance at close of the month | 2,497,804,000 | N/A | N/A | N/A |

III. Details of Movements in Issued Share Capital

| S | ha | re | Oj | otions | (under | Share | Option | Schemes | of the | Issuer) |) |
|---|----|----|----|--------|--------|-------|--------|---------|--------|---------|---|
| - | | | | | | | | | | | 1 |

| option scheme issuer sisued during the month issuer which may be issuerely astreastore which which may be issuerely issuer wh | Particulars of share | | | | | No. of new shares of | No. of new shares of |
|---|-----------------------|----------------|------------------|---------------|-------------|----------------------|--------------------------|
| approval date (dd/mm/yyyy) and class of shares issuable Movement during the month thereto as at close of the mont issuable Granted Exercised Cancelled Lapsed 1. Share Option Scheme adopted on June 5, 2014- Granted on June 11, 2014 Exercise Price: Image: Comparison of the month Movement during the month Ordinary shares Nil Nil Nil Nil Nil Nil Ordinary shares Nii Nil Nil Nil Nil Remark1) 2. | option scheme | | | | | issuer issued during | issuer which may be |
| (dd/mm/yyyy) and Introduction during the monthal (also of shares Granted Exercised Cancelled Lapsed 1. Share Option Scheme adopted on June 5, 2014- Granted on June 11, 2014 Exercise Price: IKK\$ 5.15 (05/06/2014) Nil Nil Nil Nil Ordinary shares Nil Nil Nil Nil Nil (Remark1) 2. | | | | | | | |
| class of shares Granted Exercised Cancelled Lapsed 1. Share Option Scheme adopted on June 5, 2014. Granted on June 11, 2014 Exercise Price: HKS 5.15 Ordinary shares Nil Nil Nil Nil Ordinary shares Nil Nil Nil Nil Nil (Remark1) (Note 1) | | | Movement durin | ng the month | | thereto | as at close of the month |
| isuable Granted Exercised Cancelled Lapsed 1. Share Option Scheme adopted on June 5, 2014- Granted on June 11, 2014 Exercise Price: HK\$ 5.15 $(05/06/2014)$ Ordinary shares Nil Nil Nil Ordinary shares Nil Nil Nil Nil Nil (Remark1) $(Note 1)$ | (dd/mm/yyyy) and | | | | | | |
| 1. Share Option Scheme adopted on June 5, 2014- Granted on June 11, 2014 Exercise Price: HK\$ 5.15 (05/06/2014) Ordinary shares (Note 1) 2. (// / _) shares (Note 1) 3. (Note 1) 3. (Note 1) Shares (Note 1) Total A. (Ordinary shares) (Nie rules) Nil Nil Note 1) 3. (Note 1) Total A. (Ordinary shares) (Net 1) (Note 1) Total A. (Ordinary shares) (Other class) N/A Total funds raised during the month from exercise of | | Granted | Evereised | Cancelled | Langed | | |
| Scheme adopted Number S, 2014- Granted on June 11, 2014 Exercise Price: HK\$ 5.15 (05/06/2014) Nil Nil Nil Ordinary shares Nil Nil Nil Nil (Note 1) Image: Scheme adopted control on the state of the | | Granieu | Exercised | Canceneu | Lapseu | | |
| on June 5, 2014- Granted on June 11, 2014 Exercise Price: HK\$ 5.15 (05/06/2014) Ordinary shares (Note 1) 2. ($(//)$) shares (Note 1) 3. ($(//)$) shares (Note 1) 3. ($(//)$) (Note 1) Total A. (Ordinary shares) (Other class) NI (Other class) NI (Dreference shares) (Other class) NI (NA (Other class) N/A | | | | | | | |
| Granted on June 11, 2014 Exercise Price: HK\$ 5.15 (05/06/2014) Ordinary shares Nil | | | | | | | |
| June 11, 2014 Nile Nile< | | | | | | | |
| Exercise Price: Nil Nil <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> | | | | | | | |
| $ \frac{HK\$ 5.15}{(05 / 06 / 2014)} \underbrace{Nil} Ni$ | | | | | | | |
| $ \frac{105 / 06 / 2014)}{Ordinary shares} Nil Nil Nil Nil Nil Nil Nil (Remark 1) $ $ \frac{2.}{(Note 1)} $ $ \frac{(//)}{shares}$ | | | | | | | |
| Ordinary shares Nil Nil Nil Nil Nil Nil Nil (Remark1) 2. | | | | | | | |
| $ \begin{array}{c} \hline (Note 1) \\ \hline 2. \\ \hline \\ \hline$ | | | | | | | |
| $ \frac{2.}{(1 / 1)} \\ \frac{3.}{(Note 1)} \\ \frac{3.}{(Note 1)} \\ \frac{(1 / 1)}{(Note 1)} \\ \frac{3.}{(Note 1)} \\ \frac{1}{(Note 1)} \\ Total A. (Ordinary shares) \\ (Preference shares) \\ (Other class) \\ \frac{Nil}{N/A} \\ \hline N/A \\ N$ | | Nil | Nil | Nil | Nil | Nil | Nil (Remark1) |
| $ \frac{\boxed{(/ /)}{\text{shares}}}{\frac{(/ /)}{\text{shares}}} = \frac{1}{(/ /)} = \frac{1}{($ | (Note 1) | | | | | | |
| $ \frac{\boxed{(/ /)}{\text{shares}}}{\frac{(/ /)}{\text{shares}}} = \frac{1}{(/ /)} = \frac{1}{(/)} = \frac$ | | | | | | | |
| (Note 1) 3. | 2. | | | | | | |
| (Note 1) 3. | | | | | | | |
| (Note 1) 3. | | | | | | | |
| (Note 1) 3. | | | | | | | |
| (Note 1) 3. | (/ /) | | | | | | |
| $ \frac{3.}{(/ / /)} \\ \frac{(/ / /)}{\text{shares}} \\ \frac{(/ / /)}{(Note 1)} \\ \text{Total A. (Ordinary shares)} \\ (Preference shares) \\ (Other class) \\ N/A \\ \hline \text{Total funds raised during the month from exercise of}} $ | shares | | | | | | |
| Image: shares Image: shares Image: shares Image: shares (Note 1) Image: shares Image: shares Image: shares (Note 1) Image: shares Image: shares Image: shares (Note 1) Image: shares Image: shares Image: shares (Other class) Image: shares Image: shares Image: shares Image: shares <td< td=""><td>(Note 1)</td><td></td><td></td><td></td><td></td><td></td><td></td></td<> | (Note 1) | | | | | | |
| Image: shares Image: shares Image: shares Image: shares (Note 1) Image: shares Image: shares Image: shares (Note 1) Image: shares Image: shares Image: shares (Note 1) Image: shares Image: shares Image: shares (Other class) Image: shares Image: shares Image: shares Image: shares <td< td=""><td></td><td></td><td></td><td></td><td></td><td></td><td></td></td<> | | | | | | | |
| (Note 1) Total A. (Ordinary shares) (Preference shares) Nil N/A (Other class) N/A Total funds raised during the month from exercise of N/A | 3. | | | | | | |
| (Note 1) Total A. (Ordinary shares) (Preference shares) Nil N/A (Other class) N/A Total funds raised during the month from exercise of N/A | | | | | | | |
| (Note 1) Total A. (Ordinary shares) (Preference shares) Nil N/A (Other class) N/A Total funds raised during the month from exercise of N/A | | | | | | | |
| (Note 1) Total A. (Ordinary shares) (Preference shares) Nil N/A (Other class) N/A Total funds raised during the month from exercise of N/A | | | | | | | |
| (Note 1) Total A. (Ordinary shares) (Preference shares) Nil N/A (Other class) N/A Total funds raised during the month from exercise of N/A | (/ /) | | | | | | |
| (Note 1) Total A. (Ordinary shares) (Preference shares) Nil N/A (Other class) N/A Total funds raised during the month from exercise of N/A | shares | | | | | | |
| Total A. (Ordinary shares) (Preference shares) (Other class) Nil N/A Total funds raised during the month from exercise of N/A | | | | | | | |
| (Preference shares) N/A (Other class) N/A Total funds raised during the month from exercise of N/A | (| | То | tal A. (Ordir | ary shares) | Nil | |
| (Other class) N/A Total funds raised during the month from exercise of | | | | | | | |
| Total funds raised during the month from exercise of | | | | • | , | | |
| | Total funds raised du | ring the month | from exercise of | | 01000) | 2 1/ 2 X | |
| | | | | L | Nil | | |
| | -r none (suite curren | - , / | | | | | |

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nonominal value pr | ominal value close of receding mon | du | ercised ring the nonth | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|-----------------------------------|--|---------|------------------------------|---|--|--|
| 1. N/A | | | | | | | |
| | - | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date | | | | | | | |
| (if applicable) | | ``` | | | | | |
| (dd/mm/yyyy) 2. | (/ / |) | | | | | |
| | - - | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | · | | | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy) 3. | (/ / |) | | | | | |
| | - | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price | | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | | | | | |
| <u>4.</u> | - | | | | | | |
| | | | | | | | |
| (/ /) Stock code (if listed) Class of shares issuable (<i>Note 1</i>) | | | | | | | |
| Subscription price | | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (/ / |) | | | | | |
| | | То | otal B. | | ary shares) | N/A | |
| | | | | | nce shares) Other class) | N/A N/A | |
| | | | | () | | 1 1/ / 1 | |

| Convertibles (i.e. Convertible i | nto Shorea of the I | anna mhiah ara ta | | For Main Board and GEM listed issuers | | | |
|---|---------------------|--|----------------------------------|---------------------------------------|--|--|--|
| Class and description | | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month | |
| 1. N/A | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| Stock code (if listed) Class of shares issuable (<i>Note 1</i>) Subscription price EGM approval date (if applicable) | | | | | | | |
| (dd/mm/yyyy)) | (/ /) | | | | | | |
| 2. | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| Stock code (if listed) | | | | | | | |
| Class of shares | | | | | | | |
| issuable (<i>Note 1</i>) | | | | | | | |
| Subscription price | | | | | | | |
| (if applicable) | | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | | |
| 3. | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| Stock code (if listed) | | | | | | | |
| Class of shares | | | | | | | |
| issuable (<i>Note 1</i>) | | | | | | | |
| Subscription price | | | | | | | |
| (if applicable) | | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | | |
| 4. | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| Stock code (if listed) | | | | | | | |
| Class of shares | | | | | | | |
| issuable (<i>Note 1</i>) | | | | | | | |
| EGM approval date | | | | | | | |
| (if applicable) | | | | | | | |
| (dd/mm/yyyy) | (/ /) | | T 1 C (O ". | | NT / A | | |
| | | | Total C. (Ordin (Prefere | nary shares) ence shares) | N/A N/A | - | |
| | | | | Other class) | N/A N/A | - | |
| | | | (| | - 1/ - 1 | - | |

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|---|--|
| 1. <u>N/A</u> | - | |
| | | |
| shares (Note 1) | | |
| 2 | _ | |
| | - | |
| | - | |
| shares (Note 1) | | |
| 3 | 1 | |
| | | |
| $\frac{(//)}{2}$ | - | |
| shares (Note 1) | | |
| Total D. (Ordinary shares) | N/A | |
| (Preference shares) | N/A | |
| (Other class) | N/A | |
| | | |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| | Type of Issue | Issued Share Capital | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----|---------------|----------------------|---|-------|---|--|---|
| | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 1. | Rights issue | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | Class of shares issuable | | | | |
| 2. | Open offer | At price : State | (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | Class of shares issuable (<i>Note 1</i>) | | | | |
| 3. | Placing | At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | <u>N/A</u> |
| | | | Class of shares issuable (Note 1) | | | | |
| 4. | Bonus issue | | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | AGM approval date: (dd/mm/yyyy) | (/ / |) | N/A | N/A |
| | | | | | | | |

| | Type of Issue | F | For M | <u>Iain</u> | Boa | rd and GEM listed No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of |
|----|---|---|-------|-------------|-----|---|----------------------|
| | | | | | | | |
| 5. | Scrip dividend At price : State currency | Class of shares issuable (<i>Note 1</i>) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | | / | | | |
| | | < | | | | <u>N/A</u> | <u>N/A</u> |
| | | Class of shares repurchased (<i>Note 1</i>) | | | | | |
| 6. | Repurchase of shares | Cancellation date : (dd/mm/yyyy) | (/ | / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ | / |) | N/A | N/A |
| | | Class of shares redeemed (<i>Note 1</i>) | | | | | |
| 7. | Redemption of shares | Redemption date : (dd/mm/yyyy) | (/ | / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ | / |) | N/A | N/A |
| | | Class of shares issuable (Note 1) | | | | | |
| 8. | Consideration issue At price : State | Issue and allotment date : (dd/mm/yyyy) | (/ | / |) | | |
| | | EGM approval date: (dd/mm/yyyy) | (/ | / |) | N/A | N/A |
| | | | | | | 11/21 | 11//11 |

| | | | For Main | Main Board and GEM listed issuers | | | |
|-----|---|------------------------------|--|--|---|---|--|
| | Type of Issue | | | sha is | No. of new ares of issuer sued during the month suant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month | |
| | | | Class of shares issuable(<i>Note 1</i>) | | | | |
| 9. | Capital reorganisation | | Issue and allotment (/ / date : (dd/mm/yyyy) |) | | | |
| | | | EGM approval date: (/ / (dd/mm/yyyy) |) | N/A | N/A | |
| | | | | | | | |
| | | | Class of shares issuable(<i>Note 1</i>) | | | | |
| 10. | Other (Please specify) At price : State current | At price : State currency | |) | | | |
| | | | EGM approval date: (/ / (dd/mm/yyyy) |) | N/A | N/A | |
| | | | | (Ordinary shares) (Preference shares) | | - | |
| | | | | er class) | N/A N/A | - - | |

| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | N/A | | | |
|--|-----|-----|--|--|--|
| | (2) | N/A | | | |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | N/A | | | | |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | N/A | | | | |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) | | | | | |

Remarks (if any):

Remark 1:

11,236,860 share options were granted on 11 June 2014 (of which 702,300 were lapsed in June 2014). All the options granted are not exercised at the date of this monthly return.

Submitted by: Fan Yi

Title:Executive Director, Vice President & Joint Company Secretary
(Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. If there is insufficient space, please append the prescribed continuation sheet.