



Nexteer Automotive Group Limited

(耐世特汽車系統集團有限公司)

(Incorporated under the laws of the Cayman Islands with limited liability)

(Stock Code: 01316)

(the “Company”)

SHAREHOLDERS’ COMMUNICATION POLICY

1. Introduction

1.1 This policy aims to set out the principles of the Company in relation to the shareholders’ communications, with the objective of ensuring equal, timely, effective, transparent, accurate and open communications with the shareholders of the Company (the “**Shareholders**”).

2. General Policy

2.1 Information is communicated to the Shareholders mainly through the Company’s interim reports, annual reports, annual general meetings (“**AGM**”) and other general meetings that may be convened, as well as by making available the disclosures submitted to The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for publication and corporate communications and other corporate publications on the Stock Exchange’s website at www.hkexnews.hk and the Company’s website at www.nexteer.com.

3. Communication Strategies

Corporate Website

- 3.1 The Company’s website provides Shareholders with corporate information and other relevant financial and non-financial information available electronically and on a timely basis about the Company and its subsidiaries (collectively the “**Group**”).
- 3.2 A dedicated Investor Center section on the Company’s website provides information on corporate governance of the Group as well as the compositions and functions of the board of directors of the Company (the “**Board**”) and the Board committees.
- 3.3 Information released by the Company for publication on the website of the Stock Exchange is also posted on the Investor Center section of the Company’s website immediately thereafter. Such information includes but is not limited to interim reports, annual reports, announcements, circulars, notices of general meetings and any other information required to be published under the Listing Rules from time to time.

Shareholders' Meetings

- 3.4 The Company regards AGM as an important event as it provides an opportunity for the Board to communicate with the Shareholders.
- 3.5 Shareholders are encouraged to participate in general meetings or to appoint proxies to attend and vote at the meetings for and on their behalf if they are unable to attend the meetings.
- 3.6 Appropriate arrangements for the general meetings shall be in place to encourage Shareholders' participation.
- 3.7 Board members, in particular, the chairman of the Board committees or their delegates, appropriate senior executives and external auditor will attend the AGM to answer the Shareholders' questions.

Corporate Communications

- 3.8 Corporate Communications shall be made available to the Shareholders in a timely manner. They shall be in plain language and in both English and Chinese versions to facilitate the Shareholders' understanding.
- 3.9 Shareholders can elect to receive the Corporate Communications in the printed form or through electronic means and in the language(s) selected (either English or Chinese or both). They may change their election at any time by notifying the Company by post or by email.
- 3.10 Shareholders are encouraged to provide, amongst other things, their contact details, in particular, their email address to the Hong Kong share registrar of the Company in order to facilitate timely and effective communications.

Shareholders' enquiries

- 3.11 Enquiries about Corporate Governance or other related matters should be directed to the Joint Company Secretary by email at company.secretary@nexteer.com or at the Company's headquarters address: 3900 Holland Rd., Saginaw, Michigan 48601-9494, USA.
- 3.12 Shareholders should direct their enquiries about their shareholdings to the Company's Hong Kong share registrar. Their details are as follows:

Computershare Hong Kong Investor Services Limited
Address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai,
Hong Kong
Customer Service Hotline: 2862 8555
Email: [**hkinfo@computershare.com.hk**](mailto:hkinfo@computershare.com.hk)

4. Shareholder Privacy

- 4.1 The Company recognizes the importance of Shareholders' privacy and will not disclose Shareholders' information without their consent, unless required by the Stock Exchange, the Securities and Futures Commission or by applicable laws and regulations to do so.

October 7, 2013