

## HONG LEONG ASIA LTD. (Co. Reg. No. 196300306G)

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### Disposal and change of shareholdings in subsidiaries

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The Board of Directors of Hong Leong Asia Ltd. (the “Company”) wishes to announce the following:-

**1. Disposal of Yuchai Express Guarantee Co., Ltd (“YEGCL”)**

Guangxi Yuchai Machinery Company Limited (“GYMCL”), a subsidiary of China Yuchai International Limited, which in turn is a subsidiary of the Company, has disposed of its entire equity interest representing 100% of the registered capital of YEGCL to Guangxi Yuchai Logistics Co., Ltd. (“Yuchai Logistics”), a subsidiary of a minority shareholder of GYMCL (the “Disposal”), for a consideration of RMB85,821,322.47. The consideration for the Disposal was satisfied (1) by offsetting YEGCL’s account receivables of RMB65,220,081.40 owing from GYMCL; and (2) by cash payment of RMB20,601,241.07 from Yuchai Logistics. Following the Disposal, YEGCL ceased to be a wholly-owned subsidiary of GYMCL.

The consideration for the Disposal was arrived at on a “willing-buyer willing-seller” basis and computed based on the net asset value of YEGCL at a discount of 0.26%.

**2. Disposal of YACC Investments Company Limited I (“YACC-I”)**

Yuchai/Asimco Components Company Limited (“Yuchai Asimco”), a subsidiary of GYMCL, has disposed of its entire equity interest representing 100% of the share capital of YACC-I to First Continental Corporation Limited, an unrelated third party (the “YACC-I Disposal”), for a cash consideration of RMB16 million.

The consideration for the YACC-I Disposal was arrived at on a “willing-buyer willing-seller” basis and computed based on the revalued net asset value of YACC-I at a discount of 17.4%.

Following the YACC-I Disposal, YACC-I ceased to be a wholly-owned subsidiary of Yuchai Asimco.

**3. Change of shareholding in subsidiaries**

Guangxi Yuchai Machinery Monopoly Development Co., Ltd (“YMMDC”), a subsidiary of GYMCL, has changed its shareholding in the following subsidiaries pursuant to an internal corporate restructuring exercise:-

**(a) Increase of shareholding in Shenyang Yuchai Marketing Company Limited (“Shenyang Yuchai”)**

YMMDC has acquired the remaining 40% equity interest in Shenyang Yuchai (the “Acquisition”) from Shenyang Zhong Fuda Car Accessories Marketing Company Limited, its joint venture partner, for a consideration of RMB429,700. Following the Acquisition, Shenyang Yuchai has become a wholly-owned subsidiary of YMMDC.

The consideration for the Acquisition was arrived at on a “willing-buyer willing-seller” basis and computed based on the net asset value of the remaining 40% equity interest at a discount of 2.52%. The consideration was satisfied in cash and funded through internal sources.

(b) **Dilution of shareholding in Shanghai Yuchai Jidian Marketing Company Limited (“Shanghai Jidian”)**

YMMDC and its subsidiary, Beijing Jingduo Trade Company Limited (“**Beijing Jingduo**”), has disposed of their equity interests representing 30% and 10% respectively of the registered capital of Shanghai Jidian to Chang Shu City Dong Feng Cars Accessories Co., Ltd. (“**Chang Shu**”), an unrelated third party, for a cash consideration of RMB600,000 and RMB200,000 respectively at cost. Consequent thereto, YMMDC’s equity interest in Shanghai Jidian has been reduced from 90% to 60% while Beijing Jingduo no longer has any interest in Shanghai Jidian.

By Order of the Board  
HONG LEONG ASIA LTD.

Ng Siew Ping, Jaslin  
Company Secretary

15 March 2013  
Singapore