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中國汽車內飾集團有限公司

CHINA AUTOMOTIVE INTERIOR DECORATION HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8321)

**PROPOSED TRANSFER OF LISTING FROM
THE GROWTH ENTERPRISE MARKET TO THE MAIN BOARD
OF THE STOCK EXCHANGE OF HONG KONG LIMITED**

Financial adviser

AMASSE CAPITAL
寶 積 資 本

The Board is pleased to announce that the Company has submitted a formal application to the Stock Exchange on 23 November 2012 for the Transfer of Listing pursuant to the relevant provisions of the GEM Listing Rules and the Main Board Listing Rules. The Transfer of Listing will not involve any issue of new Shares by the Company.

There is no assurance that permission will be obtained from the Stock Exchange for the Transfer of Listing. Shareholders and potential investors should be aware that the implementation of the Transfer of Listing is subject to, among other things, the conditions set out below being fulfilled and thus may or may not become effective. Accordingly, the Transfer of Listing may or may not proceed. Shareholders and potential investors are advised to exercise caution when dealing in the Shares.

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REASONS FOR THE TRANSFER OF LISTING

The Company has been listed on the GEM since 29 September 2010. The Group is principally engaged in the manufacture and sale of nonwoven fabric products used in automotive interior decoration parts.

The Board believes that the Transfer of Listing will enhance the profile of the Company and increase the trading liquidity of the Shares and recognitions by potential investors. The Directors consider that the listing of the Shares on the Main Board will be beneficial to the future growth and business development of the Company. There is no intention of the Board to change the nature of business of the Group following the Transfer of Listing.

CONDITIONS OF THE TRANSFER OF LISTING

The Transfer of Listing is conditional upon, among other things, (i) the Listing Committee granting approval for the listing of, and permission to deal in 1,080,000,000 Shares in issue; and (ii) all other relevant consents or approvals (if any) required or in connection with the implementation of the Transfer of Listing having been obtained, and the fulfillment of all conditions which may be attached to such consents or approvals, if any.

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OUTSTANDING OPTIONS

As at the date of this announcement, no Option has been granted under the GEM Share Option Scheme.

Upon the listing of the Shares being transferred from the GEM to the Main Board, the operation of the GEM Share Option Scheme will be terminated and no further options may be offered or granted under the GEM Share Option Scheme. The Company may consider adopting a new share option scheme which complies with the Main Board Listing Rules in the future and will make further announcement when appropriate and obtain the approval of the Shareholders in accordance with the Main Board Listing Rules.

GENERAL

The Company will make further announcement(s) to keep the Shareholders and potential investors informed of the progress of the Transfer of Listing as and when appropriate.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“Board”	the board of Directors
“Company”	China Automotive Interior Decoration Holdings Limited, a company incorporated in the Cayman Islands with limited liability and the Shares of which are currently listed on the GEM
“Directors”	Directors of the Company
“GEM”	Growth Enterprise Market of the Stock Exchange
“GEM Listing Rules”	the Rules Governing the Listing of Securities on the GEM
“GEM Share Option Scheme”	the share option scheme adopted by the Company on 13 September 2010 and amended from time to time
“Group”	the Company and its subsidiaries
“Hong Kong”	The Hong Kong Special Administrative Region of the PRC
“Listing Committee”	the listing committee of the board of directors of the Stock Exchange
“Main Board”	the securities market operated by the Stock Exchange prior to the establishment of the GEM (excluding the options market) which continues to be operated by the Stock Exchange parallel with the GEM. For the avoidance of doubt, the Main Board excludes the GEM
“Main Board Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Option(s)”	option(s) granted under the GEM Share Option Scheme
“PRC”	The People’s Republic of China, which, for the purpose of this announcement, shall exclude Hong Kong, Macau and Taiwan

“Share(s)”	ordinary share(s) of HK\$0.10 each in the share capital of the Company
“Shareholder(s)”	the shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Transfer of Listing”	the proposed transfer of the listing of the Shares from the GEM to the Main Board
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong

By Order of the Board
China Automotive Interior Decoration Holdings Limited
Zhuang Yuejin
Chairman

Hong Kong, 23 November 2012

As at the date hereof, the executive directors are Mr. Zhuang Yuejin, Mr. Pak Ping, Ms. Ruan Bixia and Mr. Wong Ho Yin, and the independent non-executive directors are Mr. Mak Wai Ho, Dr. Tang Yanfei and Mr. Feng Xueben.

This announcement for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM of the Stock Exchange for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for 7 days from the date of its posting and on the website of the Company.