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*This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the prospectus dated September 8, 2014 (the “**Prospectus**”) issued by CAR Inc. (the “**Company**”) for detailed information about the Global Offering described below before deciding whether or not to invest in the Offer Shares. Unless otherwise defined herein capitalized terms in this announcement shall have the same meanings as those defined in the Prospectus.*

*This announcement is not an offer of securities for sale in the United States. Securities may not be offered or sold in the United States except pursuant to Rule 144A or an exemption from registration requirements under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”). The Offer Shares may be offered, sold or delivered outside the United States in offshore transactions in accordance with Regulation S under the U.S. Securities Act. There has not been and is not currently intended to be any public offering of securities in the United States.*

*In connection with the Global Offering, Morgan Stanley Asia Limited, as stabilizing manager (the “**Stabilizing Manager**”), or any person acting for it, on behalf of the Underwriters, may effect transactions with a view to stabilize or support the market price of the 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 of closing of the application lists 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 (Chapter 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).*

*Potential investors should be aware that stabilizing actions cannot be taken to support the price of the Shares for longer than the stabilization period which will begin on the Listing Date and is expected to expire on the 30th day after the last day of closing of the application lists under the Hong Kong Public Offering. After this date, no further stabilizing action may be taken and demand for the Shares and the price of the Shares could fall.*

**CAR Inc.**  
**神州租車有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 699)**

**FULL EXERCISE OF THE OVER-ALLOTMENT OPTION**

The Company announces that the Over-allotment Option described in the Prospectus has been fully exercised by the Joint Global Coordinators on behalf of the International Underwriters, on September 22, 2014 in respect of an aggregate of 63,951,000 Shares (the “**Over-allotment Shares**”), representing approximately 15% of the total number of the Offer Shares initially available under the Global Offering to, among others, cover over-allocations in the International Offering. The Over-allotment Shares will be issued and allotted by the Company at HK\$8.50 per Share (plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%), being the Offer Price per Share under the Global Offering.

Further announcement will be made by the Company after the end of the stabilization period.

The Company announces that the Over-allotment Option described in the Prospectus has been fully exercised by the Joint Global Coordinators on behalf of the International Underwriters, on September 22, 2014 in respect of an aggregate of 63,951,000 Shares, representing approximately 15% of the total number of the Offer Shares initially available under the Global Offering to, among others, cover over-allocations in the International Offering. The Over-allotment Shares will be issued and allotted by the Company at HK\$8.50 per Share (plus brokerage of 1%, SFC transaction levy of 0.003% and Stock Exchange trading fee of 0.005%), being the Offer Price per Share under the Global Offering. The Over-allotment Shares will be used to facilitate the return of 63,951,000 borrowed Shares to Haode Group Inc., which were used to cover over-allocations in the International Offering.

Approval for the listing and permission to deal in the Over-allotment Shares has already been granted by the Listing Committee of the Stock Exchange. Listing of and dealings in such Over-allotment Shares are expected to commence on the Main Board of the Stock Exchange at 9:00 a.m. on September 25, 2014.

The shareholding structure of the Company immediately before and immediately after the completion of the issue and allotment by the Company of the Over-allotment Shares is as follows:

Shareholders	Immediately before the allotment and issue of the Over-allotment Shares		Immediately after the allotment and issue of the Over-allotment Shares	
	Number of Shares	Approximate percentage of the Company's issued share capital	Number of Shares	Approximate percentage of the Company's issued share capital
Hertz Holdings Netherlands B.V.	382,490,265	16.7%	382,490,265	16.2%
Sky Sleek Limited	53,723,770	2.3%	53,723,770	2.3%
Haode Group Inc.	294,223,775	12.8%	294,223,775	12.5%
Grand Union Investment Fund, L.P.	688,068,025	30.0%	688,068,025	29.2%
Amber Gem Holdings Limited	430,471,340	18.8%	430,471,340	18.3%
Public shareholders:				
Grand Joy Worldwide Limited	8,295,895	0.4%	8,295,895	0.4%
Amplewood Resources Limited	24,800,000	1.1%	24,800,000	1.1%
Grandsun International Investment Limited	12,500,000	0.5%	12,500,000	0.5%
Other public shareholders	<u>398,988,000</u>	<u>17.4%</u>	<u>462,939,000</u>	<u>19.6%</u>
Total	<u>2,293,561,070</u>	<u>100%</u>	<u>2,357,512,070</u>	<u>100%</u>

The additional net proceeds of approximately HK\$527,232,507 from the issue of the Over-allotment Shares after deducting the underwriting commissions, transaction levy and trading fee relating to the exercise of the Over-allotment Option will be used by the Company for the purposes as set out in the section headed “Future Plans and Use of Proceeds” in the Prospectus.

The Company continues to satisfy the minimum percentage as prescribed in the waiver granted by the Hong Kong Stock Exchange from strict compliance with Rule 8.08 of the Listing Rules. For further details of the waiver, please refer to the section headed “Waivers from Strict Compliance with the Listing Rules and Exemptions from Compliance with the Companies (Winding Up and Miscellaneous Provisions) Ordinance — Waiver in respect of Public Float Requirements” in the Prospectus. No new Shares or securities convertible into equity securities of the Company may be issued within six months from the Listing Date save for the situations set out in Rule 10.08 of the Listing Rules.

A further announcement will be made by the Company at the end of the stabilization period in connection with the Global Offering pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).

By Order of the Board of  
**CAR Inc.**  
**Charles Zhengyao Lu**  
*Chairman*

Hong Kong, September 22, 2014

*As at the date of this announcement, the Board of Directors of the Company comprises Charles Zhengyao Lu as Executive Director, Linan Zhu, Erhai Liu, Hui Li, and Narasimhan Brahmadesam Srinivasan as Non-executive Directors, Sam Hanhui Sun, Wei Ding, Li Zhang, and Lei Lin as Independent Non-executive Directors.*