

Share Purchase Agreement

BETWEEN: Jinzhou Wonder Auto Suspension System Co., Ltd. , a corporation duly formed under the laws of the People's Republic of China with its legal address at Bohai Street, Jinzhou Economy and Technology Development Zone, Liaoning Province, China ("PRC"), herein represented by Mr. Yubin Xue, its authorized representative and president (hereinafter referred to as the "Seller");

AND: Jinzhou Halla Electrical Equipment Co., Ltd., a corporation duly formed under the laws of the People's Republic of China with its legal address at No. 16, Yulu Street, Jinzhou City, Liaoning Province, China ("PRC"), herein represented by Mr. Qingjie Zhao, its authorized representative and board chairman (hereinafter referred herein to as the "Purchaser," and together with the Seller, the "Parties");

WHEREAS, the Seller is the 38.776% shareholder of Jinzhou Wanyou Mechanical Parts Co., Ltd. ("Wanyou") which is in the business of manufacturing, marketing and distributing shafts of alternators and starter, shafts of auto shock absorbers and related products within the PRC;

WHEREAS, the Purchaser is the 20.408% shareholder of Wanyou, a Sino-Foreign joint venture established under the PRC laws.

WHEREAS, the Seller, the Purchaser and Hong Kong Friend Branches Limited have executed the Articles of Association and other agreements necessary to give effect to Wanyou's business objectives and business scope and other ancillary documents contemplated thereunder. All such documents are hereinafter collectively referred to as the "Wanyou Documents";

WHEREAS, Wanyou has received all approvals necessary for its establishment and operation from the relevant governmental authorities of the PRC, including its business license;

WHEREAS, pursuant to Section 14 of Wanyou's Articles of Association, the board of directors (the "Board") of Wanyou is the highest authority of Wanyou and has the authority and responsibility to determines all important issues regarding Wanyou;

WHEREAS, on April 2, 2007, the Board has unanimously adopted board resolutions which authorizes and approves the amendment of the Wanyou Documents and the sale by the Seller and the purchase by the Purchaser of 38.776% of the shares of Wanyou held by the Seller and any other interest held by the Seller in Wanyou (collectively, the "Seller Interest"), and the Board has authorized Wanyou to take all actions and to execute all documents as may be necessary and proper to give effect to such resolutions;

NOW, THEREFORE, the Parties, pursuant to the principle of equality and mutual benefit and through friendly consultations at Jinzhou city, Liaoning Province of PRC, hereby enter into this Agreement on the 2nd date of April, 2007 and reach the agreements as follows (the "Execution Date");