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**CHINA MERCHANTS CHINA DIRECT INVESTMENTS LIMITED**

**招商局中國基金有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 133)**

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 29 NOVEMBER 2012**

The Company is pleased to announce the poll results in respect of the resolutions proposed at the EGM.

Reference is made to the circular (the “**Circular**”) and the notice of the extraordinary general meeting (the “**EGM**”) of China Merchants China Direct Investments Limited (the “**Company**”) both dated 9 November 2012 in relation to the renewal of the mandates for the proposed disposal of shares in China Merchants Bank Co., Ltd. and Industrial Bank Co., Ltd., and the proposed re-appointment of China Merchants China Investment Management Limited as investment manager of the Company. Capitalized terms used herein shall have the same meanings as those defined in the Circular, unless the context otherwise requires.

The Company is pleased to announce the poll results in respect of the resolutions proposed at the EGM held on 29 November 2012 as follows:

		Number of Votes (%)	
		For	Against
<b>Ordinary Resolutions</b>			
1.	To grant a disposal mandate to the directors of the Company for the disposal of A Shares in CMB.	102,877,169 (99.99%)	12,316 (0.01%)
As more than 50% of the votes were cast in favour of the above resolution, it was duly passed as an ordinary resolution of the Company.			
2.	To grant a disposal mandate to the directors of the Company for the disposal of A shares in IBC.	102,877,169 (99.99%)	12,316 (0.01%)
As more than 50% of the votes were cast in favour of the above resolution, it was duly passed as an ordinary resolution of the Company.			

3.	To approve the revised management agreement and the proposed annual caps.	49,494,154 (88.62%)	6,357,316 (11.38%)
As more than 50% of the votes were cast in favour of the above resolution, it was duly passed as an ordinary resolution of the Company.			

As at the date of the EGM, there were a total of 158,343,417 Shares in issue. Pursuant to the Listing Rules and as stated in the Circular, the respective associates of China Merchants Finance Holdings Company Limited and Victor Chu China Investment Limited and/or its respective associates were regarded as having material interests in the transaction contemplated under the Revised Management Agreement and had abstained from voting on ordinary resolution 3 at the EGM. Having made all reasonable enquiries, to the best of the Directors' knowledge, information and belief, as at the date of the EGM, the respective associates of China Merchants Finance Holdings Company Limited and Victor Chu China Investment Limited and/or its respective associates were interested in a total of 45,828,015 Shares.

Accordingly, the total number of shares entitling (a) the Shareholders to attend and vote for or against ordinary resolutions 1 and 2 at the EGM was 158,343,417 Shares; and (b) the Independent Shareholders to attend and vote for or against ordinary resolution 3 at the EGM was 112,515,402. There were no restrictions on any Shareholders casting votes on ordinary resolutions 1 and 2 and no restrictions on any Independent Shareholders casting votes on ordinary resolution 3 at the EGM. Computershare Hong Kong Investor Services Limited, the share registrar of the Company, was appointed as scrutineer for the vote-taking at the EGM.

By Order of the Board  
**ZHOU Linda Lei**  
*Director*

Hong Kong, 29 November 2012

*As at the date hereof, the Executive Directors of the Company are Mr. LI Yinquan, Mr. HONG Xiaoyuan, Mr. CHU Lap Lik, Victor, Ms. ZHOU Linda Lei and Mr. TSE Yue Kit; the Non-executive Director is Mr. KE Shifeng; and the Independent Non-executive Directors are Mr. LIU Baojie, Mr. XIE Tao, Mr. ZHU Li and Mr. TSANG Wah Kwong. In addition, Ms. KAN Ka Yee, Elizabeth is the Alternate Director to Mr. CHU Lap Lik, Victor.*