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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)

TERMINATION OF TRANSACTION FOR DISPOSAL OF EQUITY INTERESTS IN NTONG

Reference is made to the announcement of China Merchants China Direct Investments Limited (the “**Company**”) published on 29 July 2013 in relation to the conditional agreement entered into by Shenzhen Tian Zheng Investment Co., Ltd. (a wholly-owned subsidiary of the Company) (“**Tian Zheng**”), Unisplendour Corporation Limited (“**UNIS**”), a company incorporated under the laws of the People’s Republic of China whose shares are listed on the Shenzhen Stock Exchange (Stock Code: 000938.SZ), and all the other holders of shares in 能通科技股份有限公司 (NTong Technology Co., Ltd.*) (“**NTong**”), pursuant to which Tian Zheng and the other shareholders of NTong agreed to sell and UNIS agreed to purchase, in aggregate, 100% of the equity interests in NTong for cash and issue of new shares of UNIS (the “**Transaction**”). The board of directors of the Company (the “**Board**”) would like to up-date on the status of the Transaction.

According to the announcement by UNIS of 30 November 2013, UNIS was notified by the China Securities Regulatory Commission (“**CSRC**”) that due to a case being established for investigation of parties involved in its reorganization transactions for suspected breach of law, the approval of the application by UNIS for its reorganization was suspended.

As disclosed in the announcement of UNIS dated 27 June 2014, the major shareholder of one of the other disposing parties of the reorganization transactions (including the Transaction) recently issued a notice to UNIS that the suspension of approval of the reorganization and there being no specific timetable for the reorganization transactions have caused a substantial impact on the operations of that disposing party, and proposed cancellation of all documents executed with UNIS and termination of the reorganization transactions. UNIS has also communicated with the controlling shareholder of NTong on the above circumstances. After discussions and communications, UNIS and the controlling shareholder of NTong could not reach agreement on adjustments to the Transaction, and the controlling shareholder of NTong agreed to terminate the Transaction. UNIS expressed in its announcement that due to the aforesaid reasons, the

reorganization transactions cannot continue to progress and therefore it can only be terminated, and that it will withdraw the relevant application documents for its reorganization from the CSRC.

The Board announces that in view of the above, the Company also has to terminate its plan to dispose of its approximately 12.34% equity interests in NTong held by Tian Zheng pursuant to the Transaction.

For and on behalf of
CHINA MERCHANTS CHINA DIRECT
INVESTMENTS LIMITED
TSE Yue Kit
Director

Hong Kong, 27 June 2014

**For identification purposes only*

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.