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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 7 JUNE, 2013
AND
THE OFFER HAS BECOME UNCONDITIONAL**

The Company is pleased to announce that the Ordinary Resolution set out in the notice of the EGM to approve the Offer was duly passed by the Shareholders by way of poll at the EGM held on 7 June, 2013 and all the Conditions to the Offer have been fulfilled.

The Offer has become unconditional on 7 June, 2013 and will remain open for acceptance until 4:00 p.m. on Friday, 21 June, 2013. **Shareholders are reminded that the Offer will not be extended or revised.**

INTRODUCTION

References are made to the announcement of China Merchants China Direct Investments Limited (the “**Company**”) dated 25 April, 2013 and the offer document (the “**Offer Document**”) issued by the Company dated 13 May, 2013 in relation to a voluntary conditional cash offer made by Anglo Chinese Corporate Finance, Limited on behalf of the Company to repurchase for cancellation up to 7,917,171 Shares, representing approximately 5% of the entire issued share capital of the Company as at 13 May, 2013, being the latest practicable date prior to the despatch of the Offer Document. Capitalised terms used herein shall have the same meanings as those defined in the Offer Document unless the context requires otherwise.

POLL RESULTS OF THE EGM

The Company is pleased to announce that the ordinary resolution set out in the notice of the EGM to approve the Offer (the “**Ordinary Resolution**”) was duly passed by the Shareholders by way of poll at the EGM held on 7 June, 2013.

As at the date of the EGM, there were a total of 158,343,417 Shares in issue. There were no Shares entitling any Shareholders to attend and abstain from voting from the Ordinary Resolution at the EGM. There were no Shares entitling any Shareholders to attend and abstain from voting in favour of the Ordinary Resolution at the EGM as set out in Rule 13.40 of the Listing Rules, and there were no Shares requiring the Shareholders to abstain from voting at the EGM under the Listing Rules. Therefore the total number of Shares entitling the Shareholders to attend and to vote for or against the Ordinary Resolution was 158,343,417. Shareholders and authorised proxies holding an aggregate of 96,767,920 Shares, representing approximately 61.11% of the issued Shares of the Company, were present at the EGM.

No person has indicated in the Offer Document that he/she/it intends to abstain from voting or vote against the Ordinary Resolution at the EGM.

Computershare Hong Kong Investor Services Limited, the Registrar, acted as the scrutineer for the purpose of vote-taking at the EGM. The poll results in respect of the Ordinary Resolution were as follows:

Ordinary Resolution <i>Note</i>	Number of votes (Approximate %)	
	For	Against
To approve the Offer to repurchase up to 7,917,171 shares of the Company	96,751,920 (99.98%)	16,000 (0.02%)

Note: Please refer to the “Notice of the EGM” contained in the Offer Document for the full version of the Ordinary Resolution.

As more than 50% of the votes were cast in favour of the Ordinary Resolution, the Ordinary Resolution was duly passed by the Shareholders by way of poll at the EGM.

THE OFFER HAS BECOME UNCONDITIONAL

As disclosed in the Offer Document, the Offer is subject to the Conditions being fulfilled. The Company is pleased to announce that all the Conditions have been fulfilled and the Offer has become unconditional on 7 June, 2013 and will remain open for acceptance until 4:00 p.m. on Friday, 21 June, 2013. **Shareholders are reminded that the Offer will not be extended or revised.**

By Order of the Board
ZHOU Linda Lei
Director

Hong Kong, 7 June, 2013

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.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement, and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement the omission of which would make any statement contained in this announcement misleading.