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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 RESULT OF THE EXTRAORDINARY GENERAL MEETING  
HELD ON 25 NOVEMBER 2015**

The Company announces that the Ordinary Resolution set out in the notice of EGM was duly passed by the Independent Shareholders by way of poll at the EGM held on 25 November 2015.

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 6 November 2015 in relation to the proposed re-appointment of China Merchants China Investment Management Limited as the 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 announces that the ordinary resolution set out in the notice of EGM to approve the New Management Agreement and the proposed annual caps (the “**Ordinary Resolution**”) was duly passed by the Independent Shareholders by way of poll at the EGM held on 25 November 2015. The poll result of the EGM was as follows:

<b>ORDINARY RESOLUTION</b>	<b>Number of Votes (%)</b>	
	<b>For</b>	<b>Against</b>
To approve the New Management Agreement and the proposed annual caps.	35,996,917 (99.43%)	208,000 (0.57%)
<i>Note: Please refer to the notice of the EGM contained in the Circular for the full version of the Ordinary Resolution.</i>		

As more than 50% of the votes were cast in favour of the Ordinary Resolution, it was duly passed as an ordinary resolution of the Company.

As at the date of the EGM, there were 152,333,013 Shares in issue. Pursuant to the Listing Rules, the associates of CMG and Victor Chu China Investment Limited and/or its associates, who were deemed to have material interests in the transaction contemplated under the New Management Agreement, were required to abstain and had abstained from voting on the Ordinary Resolution at the EGM. As at the date of the EGM, the associates of CMG and Victor Chu China Investment Limited and/or its associates were interested in an aggregate of 45,052,065 Shares.

Accordingly, the total number of Shares entitling the Independent Shareholders to attend and vote for or against the Ordinary Resolution at the EGM was 107,280,948. 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. Shareholders and authorized proxies holding an aggregate of 36,204,917 Shares, representing approximately 23.77% of the total issued Shares, were present and voting at the EGM. Computershare Hong Kong Investor Services Limited, the share registrar of the Company, acted as scrutineer for the vote-taking at the EGM.

By Order of the Board  
**WANG Xiaoding**  
Director

Hong Kong, 25 November 2015

*As at the date hereof, the executive Directors of the Company are Mr. HONG Xiaoyuan, Mr. LI Yinquan, Mr. CHU Lap Lik, Victor, Mr. WANG Xiaoding and Mr. TSE Yue Kit; the non-executive Director is Mr. KE Shifeng; and the independent non-executive Directors are Mr. LIU Baojie, Mr. ZHU Li, Mr. TSANG Wah Kwong and Dr. LI Fang. In addition, Ms. KAN Ka Yee, Elizabeth is the alternate Director to Mr. CHU Lap Lik, Victor.*