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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)

**INSIDE INFORMATION
UPDATE ON THE REORGANISATION
REGARDING
SHAREHOLDING IN
CHINA MERCHANTS BANK CO., LTD.**

This announcement is made by China Merchants China Direct Investments Limited (the “**Company**”) and, together with its subsidiaries, the “**Group**”) pursuant to Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) and pursuant to Rule 13.09(2)(a) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Reference is made to the announcement by the Company dated 1 March 2016 concerning the holding of shares by the Group in China Merchants Bank Co., Ltd., the A shares of which are listed on the Shanghai Stock Exchange and the H shares of which are listed on The Stock Exchange of Hong Kong Limited (the “**Announcement**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the Announcement.

The Company understands that China Merchants Steam Navigation Company Limited (“**CMSN**”), a subsidiary of CMG and a shareholder of CMB, submitted an application to the China Securities Regulatory Commission (“**CSRC**”) for a waiver from the obligation to make a general offer for all issued shares of CMB following completion of the Reorganisation, and received a notice from the CSRC regarding its first feedback opinions (the “**Feedback Opinions**”) on the application around mid-March 2016. As CMSN has not been able to provide replies to the CSRC within the time limit under the Feedback Opinions due to uncertainties of certain matters related to the Reorganisation, CMSN has applied to the CSRC for a pause in its application for the aforesaid waiver and the CSRC has agreed to such pause in application.

The Company will publish further announcement(s) regarding the Reorganisation and the holding of shares in CMB as and when necessary or appropriate. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.

For and on behalf of
CHINA MERCHANTS CHINA DIRECT
INVESTMENTS LIMITED
WANG Xiaoding
Director

Hong Kong, 10 June 2016

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.