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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 announcements by the Company dated 1 March 2016 and 10 June 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 “**Announcements**”). Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as defined in the Announcements.

The Company understands that according to the relevant work arrangements made by the State-owned Assets Supervision and Administration Commission of the State Council of the PRC, an aggregate of approximately 0.09% of the total issued shares of CMB held by Sinotrans and its subsidiary will be allocated to Guoxin Investment Co., Ltd., a subsidiary of China Reform Holdings Corporation Ltd., at nil consideration. Upon completion of such allocation, CMG and parties acting in concert with it (including the Group) will remain to be interested in an aggregate of approximately 29.97% of the total issued shares of CMB. CMSN has thus applied for, and has received a notice from the CSRC regarding its decision on termination of reviewing the application made by CMSN for a waiver from the obligation to make a general offer for all issued shares of CMB following completion of the Reorganisation.

As the Reorganisation involving the acquisition of shares in CMB has been terminated, the shares in CMB held by the Group will no longer be bound by any relevant restriction on disposal of shares in CMB.

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

Hong Kong, 25 October 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.