



**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)

**FINAL DIVIDEND AND SPECIAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2011**

**DIVIDEND ELECTION FORM**

**IF YOU WISH TO RECEIVE YOUR FINAL DIVIDEND AND SPECIAL DIVIDEND WHOLLY IN CASH IN US DOLLARS (OR HONG KONG DOLLARS, IF YOU HAVE PREVIOUSLY GIVEN INSTRUCTION TO RECEIVE CASH DIVIDEND IN HONG KONG DOLLARS), YOU NEED NOT COMPLETE THIS FORM**

IF YOU WISH TO RECEIVE NEW SHARES IN LIEU OF CASH FOR THE FINAL DIVIDEND AND SPECIAL DIVIDEND FOR THE WHOLE OR PART OF YOUR REGISTERED SHAREHOLDING, OR PERMANENTLY ELECT FOR NEW SHARES IN LIEU OF CASH FOR THE FINAL DIVIDEND AND SPECIAL DIVIDEND AND ALL FUTURE DIVIDENDS, OR RECEIVE THE CASH PORTION OF THE FINAL DIVIDEND AND SPECIAL DIVIDEND AND ALL FUTURE CASH DIVIDENDS IN HONG KONG DOLLARS, YOU MUST COMPLETE AND SIGN THIS FORM AND RETURN IT TO THE SHARE REGISTRAR OF THE COMPANY, COMPUTERSHARE HONG KONG INVESTOR SERVICES LIMITED, 17M FLOOR, HOPEWELL CENTRE, 183 QUEEN'S ROAD EAST, WAN CHAI, HONG KONG NOT LATER THAN 4:30 P.M. ON WEDNESDAY, 18 JULY 2012.

<b>BOX A</b>	NAME(S) AND ADDRESS OF SHAREHOLDER(S)

<b>BOX B</b>	REGISTERED SHAREHOLDING(S) ON 23 MAY 2012	
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**ELECTION FOR NEW SHARES (FINAL DIVIDEND AND SPECIAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2011)**

IF YOU ELECT TO RECEIVE NEW SHARES IN LIEU OF CASH OF US\$0.12 (OR HK\$0.93) PER SHARE FOR THE FINAL DIVIDEND AND SPECIAL DIVIDEND FOR THE WHOLE OR PART OF YOUR REGISTERED SHAREHOLDING, PLEASE INSERT IN BOX C THE NUMBER OF EXISTING SHARES IN RESPECT OF WHICH THE FINAL DIVIDEND AND SPECIAL DIVIDEND ARE TO BE PAID IN NEW SHARES.

**NOTES:**

- IF YOU DO NOT SPECIFY THE NUMBER OF EXISTING SHARES IN RESPECT OF WHICH YOU WISH TO RECEIVE NEW SHARES OR IF YOU ELECT TO RECEIVE NEW SHARES IN RESPECT OF A GREATER NUMBER OF EXISTING SHARES THAN YOUR REGISTERED SHAREHOLDING, THEN IN EITHER CASE YOU WILL BE DEEMED TO HAVE EXERCISED YOUR ELECTION TO RECEIVE NEW SHARES IN RESPECT OF ALL THE EXISTING SHARES REGISTERED IN YOUR NAME(S).
- IF YOU ELECT TO RECEIVE NEW SHARES IN LIEU OF CASH FOR THE FINAL DIVIDEND AND SPECIAL DIVIDEND FOR PART OF YOUR REGISTERED SHAREHOLDING, YOU WILL RECEIVE THE CASH PORTION OF THE FINAL DIVIDEND AND SPECIAL DIVIDEND IN US DOLLARS (OR HONG KONG DOLLARS, IF YOU HAVE PREVIOUSLY GIVEN INSTRUCTION TO RECEIVE CASH DIVIDEND IN HONG KONG DOLLARS OR IF YOU HAVE COMPLETED BOX E BELOW).

<b>BOX C</b>	NUMBER OF EXISTING SHARES ON WHICH FINAL DIVIDEND AND SPECIAL DIVIDEND TO BE PAID IN NEW SHARES	
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**PERMANENT ELECTION FOR NEW SHARES**

IF YOU PERMANENTLY ELECT TO RECEIVE NEW SHARES IN LIEU OF CASH IN RESPECT OF THE FINAL DIVIDEND AND SPECIAL DIVIDEND AND ALL FUTURE DIVIDENDS FOR THE WHOLE OF YOUR REGISTERED SHAREHOLDING, PLEASE WRITE "v" IN BOX D.

**NOTE:**

IF YOU WISH TO ELECT TO RECEIVE PART ONLY OF THIS FINAL DIVIDEND AND SPECIAL DIVIDEND IN NEW SHARES, YOU CANNOT MAKE A PERMANENT ELECTION. A PERMANENT ELECTION CANNOT BE MADE IN RESPECT OF PART OF YOUR SHAREHOLDING. IF A PERMANENT ELECTION IS MADE, YOU WILL NOT RECEIVE DIVIDEND ELECTION FORM IN FUTURE. A PERMANENT ELECTION CAN BE REVOKED AT ANY TIME BY GIVING SUFFICIENT WRITTEN NOTICE TO COMPUTERSHARE HONG KONG INVESTOR SERVICES LIMITED.

<b>BOX D</b>	PERMANENT ELECTION FOR NEW SHARES	
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**ELECTION TO RECEIVE CASH DIVIDEND IN HONG KONG DOLLARS**

IF YOU ELECT TO RECEIVE THE FINAL DIVIDEND AND SPECIAL DIVIDEND FOR THE YEAR ENDED 31 DECEMBER 2011 AND ALL FUTURE CASH DIVIDENDS IN HONG KONG DOLLARS, PLEASE WRITE "v" IN BOX E.

**NOTES:**

- IF YOU DO NOT WISH TO RECEIVE CASH DIVIDEND IN HONG KONG DOLLARS IN THE FUTURE, THIS ELECTION CAN BE REVOKED AT ANY TIME BY GIVING SUFFICIENT WRITTEN NOTICE TO COMPUTERSHARE HONG KONG INVESTOR SERVICES LIMITED.
- ELECTION CANNOT BE MADE TO RECEIVE CASH DIVIDEND PARTLY IN HONG KONG DOLLARS AND PARTLY IN US DOLLARS SIMULTANEOUSLY.

<b>BOX E</b>	ELECT TO RECEIVE CASH DIVIDEND IN HONG KONG DOLLARS	
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THIS FORM IS FOR THE USE ONLY OF THE SHAREHOLDER(S) NAMED IN BOX A. NO ACKNOWLEDGEMENT OF RECEIPT OF THIS FORM WILL BE ISSUED.

SHARE CERTIFICATES AND/OR CHEQUES FOR THE CASH ENTITLEMENT WILL BE SENT BY ORDINARY POST ON OR BEFORE 31 JULY 2012 TO THE SHAREHOLDER(S) AT THEIR RISK TO THE ADDRESS ABOVE OR, IN THE CASE OF CHEQUES, IN ACCORDANCE WITH STANDING INSTRUCTIONS (IF ANY).

PLEASE SIGN BELOW IF YOU ELECT TO RECEIVE NEW SHARES IN LIEU OF CASH FOR THE FINAL DIVIDEND AND SPECIAL DIVIDEND FOR THE WHOLE OR PART OF YOUR REGISTERED SHAREHOLDING, OR PERMANENTLY ELECT FOR NEW SHARES IN LIEU OF CASH FOR THE FINAL DIVIDEND AND SPECIAL DIVIDEND AND ALL FUTURE DIVIDENDS, OR ELECT TO RECEIVE THE CASH PORTION OF THE FINAL DIVIDEND AND SPECIAL DIVIDEND AND ALL FUTURE CASH DIVIDENDS IN HONG KONG DOLLARS. FAILURE TO COMPLETE, SIGN AND RETURN THIS FORM WILL RESULT IN YOUR FINAL DIVIDEND AND SPECIAL DIVIDEND BEING MADE IN THE FORM OF CASH IN US DOLLARS (OR HONG KONG DOLLARS, IF YOU HAVE PREVIOUSLY GIVEN INSTRUCTION TO RECEIVE CASH DIVIDEND IN HONG KONG DOLLARS).

(1)..... (2)..... (3)..... (4).....  
(USUAL SIGNATURE(S))

DATE: \_\_\_\_\_ DAYTIME TEL NO.: \_\_\_\_\_

- NOTES: 1. IN THE CASE OF JOINT HOLDERS, ALL MUST SIGN.  
2. IN THE CASE OF A CORPORATION, THIS FORM SHOULD BE SIGNED ON ITS BEHALF BY A DULY AUTHORISED OFFICER, WHOSE OFFICE SHOULD BE STATED.  
3. ALL ENQUIRIES REGARDING THIS FORM SHOULD BE ADDRESSED TO COMPUTERSHARE HONG KONG INVESTOR SERVICES LIMITED, 17M FLOOR, HOPEWELL CENTRE, 183 QUEEN'S ROAD EAST, WAN CHAI, HONG KONG (TEL NO.: 2862 8555).