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招商局國際有限公司
CHINA MERCHANTS HOLDINGS (INTERNATIONAL) COMPANY LIMITED

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock Code: 144)

Announcement

Proposed Listing by Way of Introduction of China International Marine Containers (Group) Co., Ltd.

This announcement is made by China Merchants Holdings (International) Company Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

China International Marine Containers (Group) Co., Ltd. (“**CIMC**”) is a company incorporated in the PRC whose A shares (“**CIMC A Shares**”) and B shares (“**CIMC B Shares**”) are listed on the Shenzhen Stock Exchange. As of the date of this announcement, the Company is the single largest shareholder of CIMC holding 679,927,917 CIMC B Shares, representing 25.54% of the entire issued share capital of CIMC.

The board of directors of the Company (the “**Board**”) wishes to inform shareholders and potential investors of the Company that CIMC has announced on 15 August 2012 that CIMC is proposing to convert all CIMC B Shares (totaling 1,430,480,509 CIMC B Shares) into H Shares and to change the listing venue from the Shenzhen Stock Exchange to the Main Board of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) by way of listing by introduction.

According to CIMC’s announcement dated 15 August 2012, holders of CIMC B Shares may opt for cash option provided by CIMC by requesting third party to purchase such CIMC B Shares arranged by CIMC. The Company, together with the second largest holder of CIMC B Shares, COSCO Container Industries Limited and its affiliated company, have undertaken to give up the exercise of such cash option. The board believes that such decision, arrived at after taking account of the Group’s

strategic holding in CIMC vis-à-vis CIMC's performance and earnings contribution to the Group over the years, is in the best interests of the Group and does not in any way undermine the Group's on-going goal to strengthen its position as the leading port investor and operator in China.

The proposed listing of CIMC B Shares on the Main Board of the Stock Exchange by way of introduction is subject to various conditions including but not limited to regulatory approvals and may or may not consummate. The Company will make further announcement(s) to update shareholders and potential investors as and when appropriate.

Shareholders and potential investors of the Company should exercise caution when dealing in the shares of the Company.

On behalf of the Board
China Merchants Holdings (International) Company Limited
Fu Yuning
Chairman

Hong Kong, 15 August 2012

As at the date of this announcement, the Board comprises Dr. Fu Yuning, Mr. Li Jianhong, Mr. Li Yinquan, Mr. Hu Zheng, Mr. Meng Xi, Mr. Su Xingang, Mr. Yu Liming, Mr. Hu Jianhua, Mr. Wang Hong and Mr. Zheng Shaoping as executive directors; and Mr. Kut Ying Hay, Mr. Lee Yip Wah Peter, Mr. Li Kwok Heem John, Mr. Li Ka Fai David and Mr. Bong Shu Ying Francis as independent non-executive directors.