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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  
IN RELATION TO  
MATERIAL ADVERSE SITUATION OF  
NTONG TECHNOLOGY CO., LTD.**

**RESUMPTION OF TRADING**

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 (the “**Stock Exchange**”).

Reference is made to the announcement of the Company published on 29 August 2011 in relation to the cash injection by Shenzhen Tian Zheng Investment Co., Ltd. (a wholly-owned subsidiary of the Company) (“**Tian Zheng**”) of RMB66,500,000 into 能通科技股份有限公司 (NTong Technology Co., Ltd.\*) (“**NTong**”), upon completion of which Tian Zheng became a shareholder of NTong holding approximately 12.34% of the equity interest in NTong.

The Company has been informed that at the 13<sup>th</sup> meeting of the first board of directors of NTong on 25 September 2014, the management of NTong reported that they had since 8 September 2014 lost contact with Mr. Guan Peiyi, the chairman of the board, and also that NTong through self financial examination discovered that a vast amount of cash and part of the accounting books and records could not be located. The board of directors of NTong decided to report the matter to the Public Security Authority of the People’s Republic of China and passed a resolution to dismiss Mr. Guan Peiyi from his duties as the chairman of the board. At present, NTong continues its operations, but at the same time is still carrying out self financial examination to understand the relevant impact of this matter and whether there are any other potential problems.

Up till now, NTong has not been able to provide the Company with accurate information on its financial condition, and the Company has not been able to get hold of sufficient information to assess the specific impact of this matter on such investment of the Company. The Company however shall take appropriate measures to protect its interests, and will pay close attention to the subsequent development of the matter, and will issue a related announcement to inform the shareholders and investors of the Company as and when appropriate.

According to the unaudited consolidated financial statements of the Company for the six months ended 30 June 2014, the interest in the project of NTong represented approximately 6.16% of the net asset value of the Group as at 30 June 2014, amounting to approximately US\$33 million.

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

### **Resumption of Trading**

At the request of the Company, trading in the shares of the Company on the Stock Exchange was halted with effect from 1:00 p.m. on 29 September 2014 pending the release of this announcement. Application has been made by the Company to the Stock Exchange for resumption of trading in its shares with effect from 9:00 a.m. on 30 September 2014.

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

Hong Kong, 29 September 2014

*\*For identification purposes only*

*As at the date hereof, the Executive Directors of the Company are Mr. LI Yinquan, Mr. HONG Xiaoyuan, 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 and Mr. TSANG Wah Kwong. In addition, Ms. KAN Ka Yee, Elizabeth is the Alternate Director to Mr. CHU Lap Lik, Victor.*