

## CHINA MERCHANTS HOLDINGS (PACIFIC) LIMITED

(Incorporated in the Republic of Singapore)

(Company Registration No. 198101278D)

### ANNOUNCEMENT

#### PROPOSED PREFERENTIAL OFFERING OF NEW SHARES - DESPATCH OF INSTRUCTION BOOKLET AND TIMETABLE OF KEY EVENTS

##### 1. INTRODUCTION

The board of directors (the “**Board**” or the “**Directors**”) of China Merchants Holdings (Pacific) Limited (“**CMHP**” or the “**Company**”) refers to the announcements dated 30 July 2015 and 25 August 2015 (collectively, the “**Preferential Offering Announcements**”) in relation to the Preferential Offering.

*All capitalised terms used and not defined herein shall have the meanings ascribed to them in the Preferential Offering Announcements and the Instruction Booklet (as defined below).*

##### 2. DESPATCH OF THE INSTRUCTION BOOKLET

The Company wishes to announce that the Preferential Offering will open on 10 September 2015. The instruction booklet in relation to the Preferential Offering (the “**Instruction Booklet**”), together with a copy of the provisional allotment letter (the “**PAL**”) and/or the application form for New Shares and excess New Shares (the “**ARE**”) (as the case may be), will be despatched to Entitled Shareholders on 10 September 2015. A copy of the Instruction Booklet is attached hereto. The Instruction Booklet, the PAL and the ARE (as the case may be) require the immediate attention of the Entitled Shareholders.

##### 3. ACCEPTANCES OF PROVISIONAL ALLOTMENTS OF NEW SHARES AND APPLICATIONS FOR EXCESS NEW SHARES

Acceptances of provisional allotments of New Shares and (if applicable) applications for excess New Shares may be made by Entitled Shareholders comprising Entitled Depositors and Entitled Scripholders (both as defined below):

- (a) in the case of Shareholders with Shares standing to the credit of their securities accounts maintained with CDP (“**Securities Accounts**”) and whose registered addresses with CDP are in Singapore as at the Books Closure Date or who have, at least three (3) market days prior to the Books Closure Date, provided CDP with addresses in Singapore for the service of notices and documents (“**Entitled Depositors**”), by way of the ARE and/or made through an automated teller machine of DBS Bank Ltd. (including POSB), Oversea-Chinese Banking Corporation Limited and/or United Overseas Bank Limited and its subsidiary, Far Eastern Bank Limited (the “**Participating Banks**”), in accordance with the terms and conditions of the Instruction Booklet (an “**Electronic Application**”); and
- (b) in the case of Shareholders whose share certificates have not been deposited with CDP and who have tendered to the Company’s Share Registrar valid transfers of their Shares and the certificates relating thereto for registration up to the Books Closure Date and whose registered addresses with the Company are in Singapore as at the Books Closure Date or who have, at least three (3) market days prior to the Books Closure Date, provided the Company’s Share Registrar with addresses in

Singapore for the service of notices and documents ("**Entitled Scripholders**"), by way of the PAL.

Investors who hold Shares under the Supplementary Retirement Scheme ("**SRS**"), Shareholders who have previously purchased Shares using their CPF account savings ("**CPF Funds**") under the CPFIS - Ordinary Account ("**CPFIS Members**") and/or investors who hold Shares through finance companies and/or Depository Agents (as defined in Section 130A of the Companies Act, Chapter 50 of Singapore) can only accept their provisional allotments of New Shares and (if applicable) apply for excess New Shares by instructing the relevant approved banks in which they hold their SRS accounts, their respective CPF agent banks, finance companies and/or Depository Agents, to do so on their behalf. Any acceptance and/or application made directly by the abovementioned investors through CDP, the Company's Share Registrar or the Company, or through Electronic Applications, will be rejected.

More information on the procedures for acceptance of, payment and excess application for the New Shares by Entitled Shareholders may be found in Instruction Booklet, the ARE and the PAL.

#### **4. COLLECTION OF INSTRUCTION BOOKLET**

Entitled Shareholders who do not receive the Instruction Booklet and its accompanying documents on or around 10 September 2015 may obtain copies of the documents from CDP or the Company's Share Registrar, as the case may be, at their respective addresses as follows:

CDP

The Central Depository (Pte) Limited  
#01-19/20  
The Metropolis  
9 North Buona Vista Drive  
Singapore 138588

Share Registrar

Boardroom Corporate & Advisory Services  
Pte. Ltd.  
50 Raffles Place #32-01  
Singapore Land Tower  
Singapore 048623

CPFIS Members who do not receive the Instruction Booklet from their respective approved CPF agent banks may obtain copies of the Instruction Booklet from the Company's Share Registrar (at the address stated above).

#### **5. IMPORTANT DATES AND TIMES**

Entitled Shareholders should take note of the following important dates and times in respect of the Preferential Offering:

|                                                                                                                 |   |                                |
|-----------------------------------------------------------------------------------------------------------------|---|--------------------------------|
| Shares traded ex-rights                                                                                         | : | 3 September 2015 at 9.00 a.m.  |
| Books Closure Date                                                                                              | : | 7 September 2015 at 5.00 p.m.  |
| Despatch of Instruction Booklet (together with the ARE or PAL, as the case may be) to the Entitled Shareholders | : | 10 September 2015              |
| Opening date and time for the Preferential Offering                                                             | : | 10 September 2015 at 9.00 a.m. |

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|                                                                                                                                                          |                                                                                                                                                                          |
|----------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Last date and time for acceptance, application (if applicable) and payment for provisional allotments of New Shares and excess New Shares <sup>(1)</sup> | : 21 September 2015 at 5.00 p.m. for CDP (Entitled Depositors) and Share Registrar (Entitled Shareholders)<br>21 September 2015 at 9.30 p.m. for Electronic Applications |
| Expected date for issuance of the New Shares                                                                                                             | : 28 September 2015                                                                                                                                                      |
| Expected date for crediting of New Shares                                                                                                                | : 29 September 2015                                                                                                                                                      |
| Expected date for refund of unsuccessful applications (if made through CDP)                                                                              | : 29 September 2015                                                                                                                                                      |
| Expected date and time for the listing and commencement of trading of New Shares                                                                         | : 29 September 2015 at 9.00 a.m.                                                                                                                                         |

**Note:**

(1) For investors who hold Shares under the SRS, or through finance companies or Depository Agents, or CPFIS Members, such investors will receive notification letter(s) from their respective banks in which they hold their SRS accounts, finance companies or Depository Agents and/or in the case of CPFIS Members, their respective CPF agent banks. Such investors should refer to these notification letter(s) for details of the last date and time to submit applications for the provisional allotments of New Shares to their respective approved banks, finance companies, Depository Agents and/or CPF agent banks. Any acceptance and/or application for the provisional allotments of New Shares made directly by these investors to CDP, the Share Registrar, the Company and/or through Electronic Applications at ATMs of Participating Banks, will be rejected.

The above timetable is indicative only and is subject to change. The Company may, with the approval of the SGX-ST, modify the above timetable subject to any limitations under any applicable laws. The Company will publicly announce any change to the above timetable through an SGXNET announcement to be posted on the SGX-ST's website at <http://www.sgx.com>.

Approval in-principle has been obtained from the SGX-ST for the dealing in, listing of and quotation for the New Shares on the Mainboard of the SGX-ST, subject to certain conditions which have been disclosed in the Preferential Offering Announcement dated 25 August 2015. The approval in-principle granted by the SGX-ST is not to be taken as an indication of the merits of the Preferential Offering, the New Shares, the provisional allotment of New Shares, the Shares, the Company and/or its subsidiaries.

**6. GENERAL**

Where appropriate, further details will be disclosed in subsequent announcements.

BY ORDER OF THE BOARD

Lim Lay Hoon  
Company Secretary  
Singapore, 9 September 2015

**IMPORTANT NOTICE**

This Announcement is for information only and does not constitute or form part of any offer or invitation to sell or issue, or any solicitation of any offer to acquire, any New Shares or to take up any entitlements to New Shares. The information contained in this Announcement should not be distributed, forwarded to or transmitted in or into any jurisdiction where to do so might constitute a violation of applicable securities laws or regulations.