

**THE COMPANIES ACT  
(CHAPTER 50)**

**THE COMPANIES REGULATIONS  
SECTION 215 (3) /  
REGULATION 11 (2)**

**NOTICE TO NON-ASSENTING SHAREHOLDER**

FORM

**58**

Name of Company: China Merchants Holdings (Pacific) Limited  
Company No: 198101278D  
To: The non-assenting shareholders of China Merchants Holdings (Pacific) Limited

In this notice:-

**CHINA MERCHANTS HOLDINGS (PACIFIC) LIMITED** is referred to as “**the transferor company**”, and

**EASTON OVERSEAS LIMITED** is referred to as “**the transferee**”.

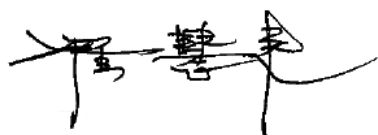
A scheme or contract involving the transfer of ordinary shares in the transferor company to the transferee was, up to 21 June 2016 (being a date within four (4) months after the making of the offer in that behalf by the transferee), approved by the holders of not less than 90% of the total number of ordinary shares in the transferor company.

In pursuance of that scheme or contract, an aggregate of 363,463,489 ordinary shares were, up to 1 July 2016 transferred to the transferee or its nominee.

The transferee hereby gives you notice, in pursuance of Section 215 of the Companies Act, that those shares together with such other shares already held by the transferee, its related corporations or their respective nominees and the shares held by the transferor company as treasury shares at the last mentioned date comprise or include 90% of the total number of ordinary shares in the transferor company.

In pursuance of the abovementioned provisions you may, within three (3) months from the giving of this notice, give notice that you require the transferee to acquire your holding of ordinary shares in the transferor company, and if you give that notice the transferee will be entitled and bound to acquire those shares on the terms on which under the scheme or contract the shares of the approving shareholders were transferred to it, or on such other terms as are agreed or as the High Court on application made to it by you or by the transferee thinks fit to enter.

Dated this 18<sup>th</sup> day of July 2016.



Luo Hui Lai  
Authorised Signatory  
**CORNERSTONE HOLDINGS LIMITED**  
Sole director of Easton Overseas Limited