

CHINA MERCHANTS HOLDINGS (PACIFIC) LIMITED

(Incorporated in the Republic of Singapore)
Company Registration No. 198101278D

ANNOUNCEMENT

TERM LOAN FACILITY

The board of directors (the “**Board**”) of China Merchants Holdings (Pacific) Limited (the “**Company**”) wishes to announce that the Company had, on 18 September 2014, entered into a loan agreement (the “**Agreement**”) for a 5-year term loan facility for an amount of US\$220 million to be used for financing the general working capital requirements of the Company and its subsidiaries (the “**CMHP Group**”), including the refinancing of existing indebtedness of the CMHP Group.

In compliance with Rule 704(31) of the Listing Manual of the Singapore Exchange Securities Trading Limited (“**Listing Manual**”), the Board wishes to announce the following:

- (i) pursuant to the terms of the Agreement, each of the following events or circumstances constitute an event of default: (a) the Company ceasing to be directly or indirectly majority owned and controlled by China Merchants Group Limited (“**CMG**”), an indirect controlling shareholder of the Company and the ultimate holding company of the Company¹, and (b) CMG ceasing to be wholly-owned and controlled by the State-owned Assets Supervision and Administration Commission of the State Council of the People’s Republic of China (collectively, the “**Controlling Shareholder Conditions**”); and
- (ii) the aggregate level of facilities of the CMHP Group that may be affected by a breach of any of the Controlling Shareholder Conditions is approximately HK\$4.08 billion as at the date of this Announcement.

Pursuant to Rule 728 of the Listing Manual, the Company will also obtain an undertaking from its direct controlling shareholder, Easton, to notify the Company, as soon as it becomes aware, of any share pledging arrangements relating to its shares in the Company and of any event which may result in a breach of the Company’s loan provisions under the Agreement.

BY ORDER OF THE BOARD

Lim Lay Hoon
Company Secretary
Singapore, 19 September 2014

¹ Pursuant to Section 7 of the Companies Act, Chapter 50 of Singapore, CMG is deemed to be interested in the 728,395,000 shares of the Company held by Easton Overseas Limited (“**Easton**”), its wholly-owned subsidiary, as at the date of this Announcement.