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Announcement on Releasing the Domestic Operation Guide of China International Marine Containers (Group) Co., Ltd. Regarding Listing Location Change and Listing & Trading of Domestically Listed Foreign Shares on Main Market of the Stock Exchange of Hong Kong Limited through Introduction

China International Marine Containers (Group) Co., Ltd. (hereinafter referred to as "the Company") and all members of its Board of Directors hereby ensure that this announcement is factual, accurate and complete without any false information, misleading statement or material omission. And the English translation is for reference only.

On 15 Nov. 2012, the Company received "China International Marine Containers (Group) Co., Ltd. Change of Place of Listing of Domestic Listed Foreign Shares and Listing by Way of Introduction on the Main Board of the Stock Exchange of Hong Kong Limited – Domestic Operation Guide" (hereinafter referred to as "the Operation Guide") and "China International Marine Containers (Group) Co., Ltd. Change of Place of Listing of Domestic Listed Foreign Shares and Listing by Way of Introduction on the Main Board of the Stock Exchange of Hong Kong Limited – Domestic Operation Guide (For Investors Only)" (hereinafter referred to as "the Operation Guide (For Investors Only)"), which were compiled by the financial consultant Guotai Junan Securities Co., Ltd.

The domestic operations relating to the conversion cited in the Operation Guide and the Operation Guide (For Investors Only) refer to various types of operations pertinent to CIMC B-to-H Conversion and the results of such conversion to be conducted by investors through Domestic Securities Companies, such as the conduct of entrusted deals through the trading system of Domestic Securities Companies, enquiries, and account transfers and change of custodians, etc through domestic securities companies.

The Operation Guide and the Operation Guide (For Investors Only) do not cover overseas operations, namely operations conducted directly through overseas securities companies. For enquiries, investors may visit <http://www.hkex.com.hk>, the website of Hong Kong Exchanges and Clearing Limited ("HKEX"). The Domestic Operation Guide and the Operation Guide (For Investors Only) are released at the same time with this announcement.

Investors can ask for the hard copy of the Operation Guide (For Investors Only) at China International Marine Containers (Group) Co., Ltd., the financial consultant Guotai Junan Securities Co., Ltd. and the operating divisions of securities companies as custodians of CIMC B-shares, and for the online version, at www.cimc.com (the Company's website), www.gjta.com and <http://www.cninfo.com.cn>.

The Board will perform its duty of information disclosure in a timely manner as the matter proceeds.

Board of Directors
China International Marine Containers (Group) Co., Ltd.
16 November 2012

CHINA INTERNATIONAL MARINE CONTAINERS (GROUP) CO., LTD.
中國國際海運集裝箱（集團）股份有限公司
CHANGE OF PLACE OF LISTING
OF DOMESTIC LISTED FOREIGN SHARES
AND
LISTING BY WAY OF INTRODUCTION
ON THE MAIN BOARD OF
THE STOCK EXCHANGE OF HONG KONG LIMITED

DOMESTIC OPERATIONS GUIDE
(FOR INVESTORS ONLY)
NOVEMBER 2012

Foreword	Table of Contents
Chapter 1: Notes to Operations	
Chapter 2: Operational Guide for Investors	
Section 1: Placing trade orders	
Section 2: Transfer of funds	
Section 3: Enquiry services	
Section 4: Change of account information	
Section 5: General meetings	
Section 6: Other non-trade-related operations	
Chapter 3: Investors' Operation Q&A	Foreword

The plan for the change of place of listing of the domestically-listed foreign shares of China International Marine Containers (Group) Co., Ltd. by way of introduction on the Main Board of the Stock Exchange of Hong Kong Limited ("CIMC B-to-H Conversion") was considered and approved at its general meeting held on 30 August 2012. To ensure the smooth implementation of the CIMC B-to-H Conversion plan, and to guide investors through relevant domestic operations relating to the conversion, this operations guide has been formulated in accordance with the provisions of "Change of Place of Listing of the B Shares Listed on the Shenzhen Stock Exchange to List by way of Introduction and Trade on the Stock Exchange of Hong Kong Limited – Technical Guide for Domestic Securities Companies" (《深市B股轉換上市地以介紹方式在香港聯交所上市及掛牌交易與證券公司技術指引》), "Change of Place of Listing of the B Shares Listed on the Shenzhen Stock Exchange to List by way of Introduction and Trade on the Stock Exchange of Hong Kong Limited – Technical Instruction Standards for Domestic Securities Companies" (《深市B股轉換上市地以介紹方式在香港聯交所上市及掛牌交易與證券公司數據接口規範》) and other pertinent documents.

The domestic operations relating to the conversion cited in this operations guide refer to various types of operations pertinent to CIMC B-to-H Conversion and the results of such conversion to be conducted by investors through Domestic Securities Companies, such as the conduct of entrusted deals through the trading system of Domestic Securities Companies (Note: domestic investors may only sell CIMC H shares after conversion), enquiries, and account transfers and change of custodians, etc through domestic securities companies.

This operations guide does not cover overseas operations, namely operations conducted directly through overseas securities companies. For enquiries, investors may visit <http://www.hkex.com.hk>, the website of Hong Kong Exchanges and Clearing Limited ("HKEX"), the controlling company of The Stock Exchange of Hong Kong Limited ("SEHK").

The listing rules and trading rules of Shenzhen Stock Exchange ("SZSE") and the registration and clearing rules of China Securities Depository and Clearing Corporation Limited will not be applicable to the converted H shares of CIMC.

As trading systems, regulations and business flows vary among different securities companies, this operations guide will serve only as a general reference for operations. Detailed procedures and process flows of the actual operation are subject to the pertinent regulations of securities companies engaged by investors. Investors should fully inform themselves of the specific requirements and provision relating to CIMC B-to-H Conversion of the securities company with which they open their account.

This operations guide is prepared in both Chinese and English. In case of discrepancies, the Chinese version shall prevail.

I. Comparison of major trading differences between the B share market and the H share market

To facilitate investors' understanding of the H share trading rules, comparisons between the B share and H share trading rules have been set out in the following table, by summarising certain major differences between B shares and H share trading rules. For a more detailed understanding of the B share trading rules and the H share trading rules, please visit the website of SZSE (<http://www.szse.cn>) and the website of HKEX (<http://www.hkex.com.hk>).

Item for comparison	B shares	H shares
Trading dates	From Monday to Friday; market closed on Saturdays, Sundays and statutory national holidays of the PRC	From Monday to Friday; market closed on Saturdays, Sundays and statutory national holidays of Hong Kong
Method of placing orders and prices	Orders at market price quotations may only be made during contexts, where converted Limit orders: to be made according to designated prices	At-auction orders: an order with no specified price and such order may only be submitted during the pre-opening session Limit orders: an order with specified price
Processing of trade submissions by the stock exchange trading system in the pre-trading period	9:00–9:15: trade submissions are acceptable; 9:15–9:20: trade submissions are acceptable but no cancellations; 9:20–9:25: trade submissions are submitted but not processed.	9:00–9:15: submission, modification and cancellation of limit orders and at-auction orders acceptable; 9:15–9:20: only at-auction orders and at-auction order already put in the queue cannot be modified or cancelled; 9:20–9:25: no input submissions and cancellations are submitted but not processed.
Consecutive trading hours	Morning: 9:30–11:30 Afternoon: 13:00–15:00	Morning: 9:30 a.m. – 12:00 p.m. Afternoon: 1:00 p.m. – 4:00 p.m. No afternoon sessions on Christmas Eve, New Year Eve and Chinese New Year Eve
Minimum trading volume for each order	100 shares	Varies from counter to counter, usually with a minimum transaction amount of HK\$2,000. Board lot of converted CIMC H share will be 100 shares.
Trading of volumes below the minimum requirement for each order	share with odd lot size, to be sold on a one-off basis	Odd lot shares, to be acquired by specialized agencies at trading prices equivalent to 85%–90% of the market price and must be sold in full in one single transaction.
Minimum price fluctuation	HK\$0.01	Varies according to the range of share prices. For details please refer to Section I "Trade Submission" in Chapter II of this Guide
Price movement limits	10%	Nil
Turn around trade	T+1	T+0
Settlement	T+3	T+2
Margin financing and securities lending	Nil	Yes

The differences stated above are solely derived from comparison between the B share market and the H share market, and may not be relevant to all investors in converted CIMC H shares after the CIMC B-to-H Conversion. Different trading rules apply to different types of investors. For details please refer to the sections headed "Types of investors," "Comparison of trading restrictions and differences between domestic investors and domestically-trading overseas investors" in this Guide.

II. Types of investors

Investors are classified into three types, namely, domestic investors, domestically trading overseas investors and non-domestically trading overseas investors according to their identities and the different reporting methods for their future transactions.

Comparison	Domestic Investors	Domestically-trading Overseas Investors	Non-domestically trading overseas investors
Stock code	299901	SEHK H share stock code	SEHK H share stock code
Name of stock	中集股份	SEHK H share stock name	SEHK H share stock name
Trading authorisation	Selling only; buying not permissible (Converted CIMC H shares representing unsold shares in respect of which no valid exercise of the cash option has been submitted as at the last trading day for CIMC B shares)	Buying and selling permissible	Buying and selling permissible
Trading day	Common trading day of SEHK and SZSE	Trading day of SEHK	Trading day of SEHK
Types of buy / sell orders permitted	Limit orders	Price bidding orders; limit orders	Price bidding orders; limit orders

III. Comparison of trading restrictions and differences between domestic investors and domestically-trading overseas investors

Comparison among domestic investors, domestically trading overseas investors and non-domestically trading overseas investors indicates certain trading restrictions and differences. Investors should find out which type of investors they belong to and fully inform themselves of relevant restrictions and differences before transacting businesses concerned. The following table sets out only certain trading restrictions and differences. For details of other restrictions and differences, please consult the securities company with which you are maintaining your account.

Comparison	Domestic Investors	Domestically-trading Overseas Investors	Non-domestically trading overseas investors
Stock code	299901	SEHK H share stock code	SEHK H share stock code
Name of stock	中集股份	SEHK H share stock name	SEHK H share stock name
Trading authorisation	Selling only; buying not permissible (Converted CIMC H shares representing unsold shares in respect of which no valid exercise of the cash option has been submitted as at the last trading day for CIMC B shares)	Buying and selling permissible	Buying and selling permissible
Trading day	Common trading day of SEHK and SZSE	Trading day of SEHK	Trading day of SEHK
Types of buy / sell orders permitted	Limit orders	Price bidding orders; limit orders	Price bidding orders; limit orders

Trading hours	Morning: 9:15–11:30; Afternoon: 13:00–15:00 Afternoon: 15:00–16:00; no new orders may be submitted, nor may previous orders be cancelled, provided that trading orders not cancelled during the day will remain effective and transaction receipts may still be received.	Morning: 9:00–12:00 Afternoon: 13:00–16:00
Settlement time	T+2 If T+2 is not a SZSE trading day, fund settlement will be deferred to the next common trading day.	T+2
T+0 day trade	Not permissible	Permissible
Margin financing trade	Not permissible	Permissible
Trading fee	B share commission for domestic securities company with which account is maintained + H share fees	H share fees
Change of custodian	Change of both domestic and overseas custodians permitted	Change of overseas custodians only

IV. Parties involved

Full name of party	Acronym used in this Guide	Major responsibilities
China International Marine Containers (Group) Co., Limited	CIMC	Information disclosure
Guotai Junan Securities (Hong Kong) Limited	Guotai Junan Hong Kong	As designated overseas securities agent, provides custody for all initial H shares upon listing; receives H share trading orders sent by Domestic Securities Companies through SSSC; reports the same with to SEHK, complete clearing and settlement for transacted deals in the aforesaid trading orders and maintains records of particulars of investors' shareholdings.
Guotai Junan Securities Co., Ltd.	Guotai Junan	As domestic nominee securities agent, opens H share securities trading account with Guotai Junan Hong Kong to hold all initial H shares upon listing as a centralised custodian.
Shenzhen Securities Communication Co., Ltd.	SSSC	Transmits real-time trading information of the H share trading information, trading instructions and orders for transaction.
China Securities Depository and Clearing Corporation Limited, Shenzhen Branch	SD&C Shenzhen	Appointed by Guotai Junan to carry out fund allocation based on particulars of investors' shareholdings and fund settlement data document issued by Guotai Junan Hong Kong, and forward such particulars of shareholdings and fund settlement data to Domestic Securities Companies through SSSC.
Domestic securities companies	Domestic Securities Company / Companies	Receive all business applications by investors and handle enquiries, communications and other investors' services; completes secondary clearing for transacted deals for converted CIMC H shares and adjust stock and cash balances of investors' accounts.

Chapter 2 – Operational Guide for Investors

Following the CIMC B-to-H Conversion, investors should continue to operate through the business departments of the securities companies with which they maintain their accounts in handling related matters, and the method of operation for principal businesses will remain basically unchanged from that for B share trading in the past. For details please consult the securities companies concerned.

To ensure smooth transaction in the future after CIMC B-to-H Conversion, investors should at least do the following:

- (1) Confirm with the securities companies with which they maintain their accounts whether their trading system will be converted and upgraded, as only securities companies who have implemented and completed the conversion and upgrade of their trading systems can provide real-time trading information of converted CIMC H shares and accept trading instructions in the future. If such securities companies have confirmed that they will not convert and upgrade their trading systems, investors may elect to sell their CIMC B shares by the close of the last trading day for CIMC B shares, or exercise their cash options, or they may change the custodian and place their CIMC B shares with a securities company that has completed the conversion and upgrade of their trading systems.
- (2) Confirm which type of investors they are and, in case of domestic investors or domestically trading overseas investors, fully inform themselves the trading restrictions and differences they will face in the future.
- (3) Confirm with the securities companies with which they maintain their accounts which types of services will be supported for converted CIMC H shares.
- (4) Fully inform themselves of the differences between B shares and H shares in trading rules.
- (5) The stock code and name of H shares after conversion by CIMC were referred to as "299901" and "中集H代", respectively, for domestic trade instructions.
- (6) Continue to monitor related announcements of CIMC to inform themselves of the progress of CIMC B-to-H Conversion.
- (7) Consult the securities companies with which they maintain their accounts for the actual manner in which CIMC B-to-H Conversion will be operated.

Section 1: Placing trade orders

- Special reminder:
1. Domestic investors and domestically trading overseas investors who hold converted CIMC H shares as a result of having neither sold their CIMC B shares nor validly exercised their cash options by the last trading day for CIMC B shares may only either continue to hold or sell such converted CIMC H shares, but may not buy further converted CIMC H shares.
 2. Overseas investors who hold converted CIMC H shares as a result of having neither sold their CIMC B shares nor validly exercised their cash options by the last trading day for CIMC B shares may change the custodianship of their converted CIMC H shares to Guotai Junan Hong Kong or other overseas brokers and continue to hold, buy or sell converted CIMC H shares via overseas trading channels through an independent H share account opened with Guotai Junan Hong Kong or other overseas brokers.
 3. After the completion of the clearing and settlement of cash options in respect of CIMC B-to-H Conversion, domestic investors not holding any converted CIMC H shares shall not be entitled to trade in converted CIMC H shares.

I. Manner of instruction

The manner of instruction will remain basically unchanged, which will be the method of investment instruction registered by the investor with the business department of the original securities company with which he / she is maintaining an account. If the investor has registered for online trading instruction he / she may also place trading instructions for converted CIMC H shares through online trading. However, the extent of conversion varies among different securities companies. Aside from counter instructions and online instructions, investors should consult the securities companies with which their accounts are maintained to confirm whether other instructions methods such as on-site self-service terminals of the business department support converted CIMC H shares.

- II. Real-time trading information
- An investor may obtain real-time trading information and notices of trading suspension / resumption in respect of the converted CIMC H shares via the existing channels and means for the display of trading information provided by the securities company with which he / she maintains an account, such as on-site self-service terminals at the business department and online trading customer terminals, etc.
- III. Principal trading rules
- The stock code and name of H shares after conversion by CIMC were referred to as "299901" and "中集H代", respectively, for domestic trade instructions which were basically the same as that for Shenzhen B shares.
- Unless otherwise noted, the following trading rules are applicable to all domestic investors and domestically trading overseas investors.
- (I) Price movement limits
- There are no daily price movement limits for H share.
- (II) Day trade system
- An investor who trades system operates on a T+0 basis, namely one can buy and sell on the same day for unlimited times. Short-selling of designated stocks (such as certain large-cap blue-chip stocks) is also allowed.
- As domestic investors and domestically trading overseas investors may only continue to hold or sell converted CIMC H shares, they may not conduct any day trade. Only non-domestically trading overseas investors may conduct day trade in accordance with this rule.
- (III) Minimum price fluctuation
- H shares are not traded on uniform ranges of price fluctuation. Different minimum price fluctuation ranges apply to different stocks depending on the range of their listing prices, as indicated in the following table:

Table of Minimum Price Fluctuations of H Shares		Unit: HKD
Range of Stock Price	Minimum Fluctuation	
0.01–0.25	0.001	
0.25–0.5	0.005	
0.5–10	0.01	
10–20	0.02	
20–100	0.05	
100–200	0.1	
200–500	0.2	
500–1000	0.5	
1000–2000	1	
2000–5000	2	
5000–9995	5	

- (IV) Valid price range for sell transaction orders
- The prices instructed for H share transaction orders cannot exceed ranges acceptable by the SEHK, otherwise the transaction order will be automatically cancelled.
- The valid price range of H share sell order is the valid range of instructed transaction prices determined according to the price of minimum fluctuation on the basis of the prevailing traded price. The lowest valid price for a sell order should be the prevailing traded price minus 10 minimum fluctuation price intervals, and the highest valid price for a sell order should be the prevailing traded price plus 100 minimum fluctuation price intervals. If the instructed sell price falls between the prevailing traded price and the lowest valid instructed price, the order will be transacted immediately; if the instructed sell price is higher than the prevailing traded price but lower than the highest valid price, the order will be put into the queue for transaction.
- Example:
- If the prevailing traded price for an H share counter is 8.00, the current valid price range of sell orders for this H share counter will be:
- 7.9–9.00, and sell orders with an instructed price between 7.9–8.00 will be immediately taken, while those with instructed prices between 8.01–9.00 will be put into the queue.
- (Note: the above description is extracted from the trading rules of the SEHK regarding price ranges. For details please refer to the website of the SEHK.)
- (V) Trading hours and the processing of trading orders for converted CIMC H shares
- The trading hours for non-domestically trade overseas investors are identical with the H share trading hours, namely 9:00–16:00 on trading days of SEHK. Specifically, they include the following bands:
1. 9:00–9:30: the pre-opening session;
2. 9:30–12:00: the morning session;
3. 12:00–13:00: the extended morning session;
4. 13:00–16:00: the afternoon session.
- There are no afternoon sessions or extended morning sessions on Christmas Eve, New Year Eve and Chinese New Year Eve.
- The trading hours for domestic investors and domestically trading overseas investors are 9:15–15:00 on common trading days of SEHK and SZSE. During the aforesaid time bands, trading orders of domestic investors and domestically trading overseas investors will be handled in the following order:

1. 9:15–9:30: Sell orders may be input, revised or cancelled. No transaction receipts will be issued during this period. The trading order will be stored in the trading system of domestic securities companies, who will send all stored orders to Guotai Junan Hong Kong at 9:30 and forward to HKEX;
 2. 9:30–11:30: Sell orders may be input and transaction receipts will be issued. Pending orders can be cancelled;
 3. 11:30–13:00: Orders placed between 9:15 and 11:30 which have not been cancelled will received transaction receipts. Sell orders may be input, revised or cancelled. The trading order will be stored in the trading system of domestic securities companies, who will send all stored orders to Guotai Junan Hong Kong at 13:00 and forward to HKEX
 4. 13:00–15:00: Sell orders may be input and transaction receipts will be issued. Pending orders can be cancelled;
 5. 15:00–16:00: No new orders may be submitted, nor may pending orders be cancelled. Sell orders given during the day and not cancelled will remain valid and transaction receipts may still be received.
 - (VI) Collective at-auction mechanism
- A further breakdown of the pre-opening session for H shares (9:00–9:30) into four

- bands is set out as follows:
1. Input of buy / sell orders (9:00–9:15): auction orders may be entered into the system and may also be revised or cancelled. If the revision involves only a decrease in the number of shares bought or sold, the waiting time and sequence for order matching will not be affected. However, if the revision involves a change in prices or an increase in the number of shares bought or sold, the original waiting time and sequence for order matching will no longer be valid;
 2. Pre-matching period (9:15–9:20): bidding prices may be input into the system but no buy / sell orders may be revised or cancelled;
 3. Matching period (9:20–9:28): the automatic matching of auction orders must be conducted in accordance with Rule 517 (1) (a). During this period, no buy / sell orders may be input into, revised or cancelled in the system. All trades entered into during the matching period in accordance with methods stipulated in Rule 517 (1) (a) of the Rules of the Exchange of SEHK pertaining to H shares will be deemed as trades entered into at the start of the matching period;
 4. Time-out period (9:28–9:30): The system will be in a standstill condition to transit from the pre-trading session to the continuous trading session. During this period, no buy / sell orders may be input, revised or cancelled.
- After the CIMC B-to-H Conversion, the aforesaid collective at-auction mechanism will only apply to non-domestically trading overseas investors, while domestic investors and domestically trading overseas investors may only place limit orders (starting from 9:15) but not at-auction orders.
- (VII) Types of buy / sell orders
1. At-auction limit orders
- At-auction limit orders are buy or sell orders with designated prices placed by investors during the buy / sell order input period during the pre-opening session. During the matching period, if the specified price of a buy order is equal to or higher than the indicative equilibrium price (IEP), or if the specified price of a sell order is equal to or lower than the IEP, automatic matching of the at-auction limit order will be executed at the IEP calculated will be at the end of the pre-order matching period.
2. At-auction orders
- An at-auction order is a buy order or a sell order with no specified price input during the order input period or pre-order matching period of the pre-opening session for automatic order matching by the investor.
- The automatic order matching of an at-auction order is conducted during the order matching period at the IEP calculated at the end of the pre-order matching period.
- After the CIMC B-to-H Conversion, only non-domestically trading overseas investors may place at-auction orders, while domestic investors and domestically trading overseas investors will not be able to place at-auction orders.

3. Auction orders
- Auction orders comprise at-auction orders and at-auction limit orders (as the case may be).
- (VIII) Odd lots
- Stocks are traded at SEHK in one board lot or more, while stocks in quantity less than one board lot are treated as odd lots. However, at SEHK the size of one board lot varies from counter to counter, as SEHK stipulates that each single transaction in securities should typically carry an amount of not less than HK\$2,000, and each listed company may determine the size of the board lot of its shares based on its own conditions. Investors who wish to dispose of odd lots will have to do so at prices slightly lower than market rates to institutions specialised in the acquisition of odd lot shares. The transaction price typically represents 85%–90% of the market rate.
- The available balance of odd lots held by the investor after a trading instruction has been placed for the disposal of odd lots in one single transaction will be zero. In other words, all odd lots held by an investor should be disposed of in one single transaction. The trading instruction for odd lots may be given independently for execution or consolidated into the trading instruction for board lots.
- After the CIMC B-to-H Conversion, the transaction price for the future odd lots of investors trading via the trading systems of domestic securities companies will be based on a discounted price pledged by Guotai Junan Hong Kong (90% of the averaged traded price or market price for board lots, namely if the number of shares under the trading instruction exceeds one board lot, after all board lots have been traded, the odd lots will be given assured trading at a trading price equivalent to * 90% of the average traded price of the board lots. If the number of shares under the trading instruction is less than one board lot, such shares will be given assured trading at a trading price equivalent to *90% of the prevailing market price.

- The minimum volume of converted CIMC H shares to be placed in one single trading instruction is 100 shares, quantities of less than 100 shares are treated as odd lots. Prior to the last trading day for CIMC B shares, investors may buy additional shares to consolidate odd lots into one board lot or sell to eliminate odd lots and keep board lots.
- IV. Transaction costs
- Apart from transaction costs normally required to be paid in H share transactions, domestic investors and domestically trading overseas investors are also required to pay commissions arising from trading via trading systems of domestic securities companies with which accounts are maintained. The rate of such commission is usually identical with the rate payable by investors when they carry out B share trades at the securities companies with which their accounts are maintained.

Trading fee	Rate	Type of investors		
		Domestic investors	Domestically trading overseas investors	Non-domestically trading overseas investors
Commission payable to domestic securities companies with which account are maintained	Same as the original Shenzhen B share commission	✓	✓	×
H share trading commission	0.10% of Hong Kong commission payable to Guotai Junan Hong Kong	✓	✓	✓
H share trading fee	0.005%	✓	✓	✓
H share transaction levy	0.003%	✓	✓	✓
H share transaction stamp duty	0.1% of the transaction amount	✓	✓	✓
H share settlement fee	0.002% of the total of HK\$2,000, the buyer and seller each subject to minimum and maximum fees payable of \$2 and \$100, respectively	✓	✓	✓

Section 2: Transfer of funds

- I. Timing for fund settlement
- Changes in particulars and fund settlement for trading in converted CIMC H shares under instructions placed through Domestic Securities Companies will be completed on T+2. T day is the common trading day for CIMC B shares and H shares on the basis of SEHK trading days. In the event that T + 2 is not a trading day for SZSE, completion of changes in particulars and fund settlement will be deferred to the next common trading day.
- Furthermore, as the record of changes in investors' shareholdings will not be delivered to SD&C Shenzhen until the end of the trading day, any shareholding record updates relating to distributions of bonus shares effected during the day will only be available for inspection and selling through the system on the next working day.

- II. Bonus shares and dividends
- Investors holding converted CIMC H shares on the record date for equity interests will have capitalisation shares and bonus shares automatically deposited into their accounts, and they will not be required to go through any procedures. Guotai Junan Hong Kong has agreed to waive the handling charge for the distribution of bonus shares.
- Investors holding converted CIMC H shares on the record date for equity interests will have dividends in respect of converted CIMC H shares automatically deposited into their accounts after deduction of relevant charges by Guotai Junan Hong Kong, and they will not be required to go through any procedures.
- CIMC will withhold and pay a 10% tax on behalf of domestically trading overseas individual investors out of their entitlements to CIMC dividend distributions in accordance with PRC tax laws, and the balance of the entitlement amounts will be remitted into the PRC.
- Apart from a 10% enterprise income tax withheld and paid by CIMC on behalf of domestic investors out of their entitlements to CIMC dividend distributions in accordance with PRC tax laws, the balance of the entitlement amounts may further be subject to a 10% personal income tax upon remittance into the PRC.
- The tax liability concerned will be undertaken by the responsible party for withholding and payment stipulated by the law.
- There might be a relatively long gap between the deposit date for bonus shares and dividends in respect of converted CIMC H shares and the record date. Investors are reminded not to cancel their securities accounts and cash account before dividends are deposited.

- III. Transfer of funds
- The manner of fund transfers will remain unchanged, namely in the same way fund transfers for Shenzhen B shares are currently being processed by the business departments of securities companies with which accounts are maintained.
- Section 3: Enquiry services
- After the CIMC B-to-H Conversion, the manner in which investors enquire about the stock and cash balances of their accounts will remain unchanged, namely in the same way it is currently being operated by the business departments of securities companies with which accounts are maintained.
- In addition, investors may also access information disclosure in respect of converted CIMC H shares from the website of HKEX (<http://www.hkex.com.hk>).
- Section 4: Change of account information
- The manner in which information of investors' accounts may be revised will remain unchanged, namely in the same way it is currently being operated by the business departments of securities companies with which accounts are maintained.
- Section 5: General Meetings
- After the CIMC B-to-H Conversion, domestic investors and domestically trading overseas investors will not be able to submit through online voting their voting instructions for matters tabled at general meetings. They may only do so in writing by completing notices of the general meeting to comply with the general meeting.

1. After the record date for CIMC equity interests, intentions regarding the general meeting should be submitted to the securities companies with which accounts are maintained and notices of the general meetings should be completed in writing and delivered to the securities companies with which accounts are maintained, who will submit the same to Guotai Junan to be forwarded to Guotai Junan Hong Kong. Guotai Junan Hong Kong will process registration with Hong Kong Securities Clearing Company.
2. If investors wish to attend the general meeting in person or by proxy, they must complete the section of the notice to the general meeting headed "Attendance in Person." Investors or their proxies will only be qualified to attend the general meeting after confirmation upon input of their information into CCASS. On the day the general meeting is held, the attendee should produce his / her investor identification or similar documents. Proxies attending on behalf of others should produce the proxy forms.
- Prior to admission to the general meeting, the identifications and proxy forms shown by attendees will be verified against information confirmed by CCASS.
3. If investors who are not able to attend the general meeting in person wish to submit their voting instructions, they must complete the section of the notice to the general meeting headed "Appointment of Guotai Junan as Proxy" to appoint Guotai Junan to process an electronic vote on their behalf.
- Section 6: Other non-trade-related operations
- Non-trade-related transfer operations relating to converted CIMC H shares such as property inheritance, estate inheritance, property segregation and judicial judgement, etc, and non-trade-related operations such as judicial freezing and judicial seizure, etc, will be handled in accordance with legal means prevailing in the PRC and overseas. As such operations will involve cross-border activities on complex business details, investors and owners concerned are advised to consider, wherever possible, selling the shares to cash in first before conducting transfers, when non-trade-related transfers are involved.

Chapter 3 – Investors' Operation Q&A

1. How do investors assure smooth transaction of converted CIMC H shares?
- To ensure smooth transaction in the future after CIMC B-to-H Conversion, investors should at least do the following:
- (1) Confirm with the securities companies with which they maintain their accounts whether their trading system will be converted and upgraded, as only securities companies who have implemented and completed the conversion and upgrade of their trading systems can provide real-time trading information of converted CIMC H shares and accept trading instructions in the future. If such securities companies have confirmed that they will not convert and upgrade their trading systems, investors may elect to sell their CIMC B shares by the close of the last trading day for CIMC B shares, or conduct valid exercises of their cash options, or they may change the custodian and place their CIMC B shares with a securities company that has completed the conversion and upgrade of their trading systems.
 - (2) Confirm which type of investors they are and, in case of domestic investors or domestically trading overseas investors, fully inform themselves the trading restrictions and differences they will face in the future.
 - (3) Confirm with the securities companies with which they maintain their accounts which types of services will be supported for converted CIMC H shares.
 - (4) Fully inform themselves of the differences between B shares and H shares in trading rules.
 - (5) The stock code and name of H shares after conversion by CIMC were referred to as "299901" and "中集H代", respectively, for domestic trade instructions.
 - (6) Continue to monitor related announcements of CIMC Group to inform

- themselves of the progress of CIMC B-to-H Conversion.
- (7) Consult the securities companies with which they maintain their accounts for the actual manner in which CIMC B-to-H Conversion will be operated.
2. What are the differences between domestic investors and overseas investors?
- Domestic investors are PRC resident investors whose addresses are located within the PRC and who trade through the trading systems of domestic securities companies.
- There are two types of overseas investors: the first type comprises those investors with a legal overseas identity who have opened, held or opened, held and accounted with overseas securities companies and will continue trade via the trading systems of domestic securities companies; the other type comprises investors with a legal overseas identity who have opened independent H share accounts with Guotai Junan Hong Kong or other overseas brokers and transferred the custodianship for their converted CIMC H shares to such accounts, and are trading through overseas securities companies.
- After the completion of the clearing and settlement of cash options in respect of CIMC B-to-H Conversion, domestic investors not holding any converted CIMC H shares shall not be entitled to trade in converted CIMC H shares.
- Domestic investors and domestically trading overseas investors who hold converted CIMC H shares as a result of having neither sold their CIMC B shares nor validly exercised their cash options by the last trading day for CIMC B shares may only either continue to hold or sell such converted CIMC H shares, but may not buy further converted CIMC H shares.
- Overseas investors who hold converted CIMC H shares as a result of having neither sold their CIMC B shares nor validly exercised their cash options by the last trading day for CIMC B shares may change the custodianship of their converted CIMC H shares to Guotai Junan Hong Kong or other overseas brokers and continue to hold, buy or sell converted CIMC H shares via overseas trading channels through an independent H share account opened with Guotai Junan Hong Kong or other overseas brokers.

- Comparison among domestic investors, domestically trading overseas investors and non-domestically trading overseas investors indicates certain trading restrictions and differences. For details of principal restrictions and differences please refer to set out in the "Comparison of trading restrictions and differences between domestic investors and domestically trading overseas investors" in page 3 of this Guide.
3. After CIMC B-to-H Conversion, how should investors direct their business applications?
- Who will be responsible for investors' services such as business consultation and the handling of complaints?
- After CIMC B-to-H Conversion, if the securities company with which an investor maintains his / her account has completed the conversion and upgrade of its trading system, the investor will continue to do business with the business department of the original securities company with which he / she is maintaining an account.
- The manner in which investors may enquire about the stock and cash balances of their accounts will remain unchanged, namely in the same way it is currently being operated by the business departments of securities companies with which accounts are maintained.
- The legal relationship between the investor and the original securities company with which he / she maintains an account will remain unchanged. The securities company with which the investor maintains an account will continue to be responsible for investors' services such as business consultation and the handling of complaints.

4. After CIMC B-to-H Conversion, can investors obtain real-time trading information of converted CIMC H shares?
- If the securities company with which an investor maintains his / her account has completed the conversion and upgrade of its trading system, the investor may obtain real-time trading information and notices of trading suspension / resumption in respect of the converted CIMC H shares via the existing channels and means for the display of trading information provided by the securities company with which he / she maintains an account, such as on