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招商銀行股份有限公司
CHINA MERCHANTS BANK CO., LTD.

(A joint stock company incorporated in the People's Republic of China with limited liability)

(H Share Stock Code: 03968)

(Preference Share Stock Code: 04614)

**ANNOUNCEMENT REGARDING THE RESOLUTION PASSED
AT THE 2018 FIRST EXTRAORDINARY GENERAL MEETING**

According to the notice of the 2018 first extraordinary general meeting dated 19 September 2018 (the “**EGM Notice**”) of China Merchants Bank Co., Ltd. (the “**Company**”), the 2018 first extraordinary general meeting (the “**EGM**”, the “**Meeting**”) of the Company was held at the Conference Room, 2/F, China Merchants Bank University, No. 9 Yanshan Road, Shekou, Nanshan District, Shenzhen, the People's Republic of China at 9:00 a.m. on 7 November 2018. Mr. Li Jianhong, the Chairman of the Board of Directors of the Company, was not able to attend the Meeting due to business engagement. Mr. Fu Gangfeng, the Vice Chairman of the Board of Directors of the Company, presided over the Meeting and acted as the chairman of the Meeting.

For details about the resolution considered at the Meeting, please refer to the EGM Notice and the circular of the EGM dated 19 September 2018 (the “**Circular**”) of the Company, which could be downloaded from the Company's website (www.cmbchina.com) and the website of The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) (www.hkex.com.hk). Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those adopted in the Circular.

As at the shareholding record date of the Meeting (i.e. 31 October 2018), the Company had a total of 25,219,845,601 ordinary Shares in issue, including 20,628,944,429 A Shares and 4,590,901,172 H Shares, which were the Shares entitling the holders to attend and vote on the resolution proposed at the Meeting.

SHAREHOLDERS OF ORDINARY SHARES AND PROXIES ATTENDING THE MEETING AND THEIR SHAREHOLDINGS:

1.	Number of Shareholders and proxies attending the Meeting	236
	Of which: Number of A Shareholders and proxies	232
	Number of H Shareholders and proxies	4
2.	Total number of voting Shares held by Shareholders and proxies attending the Meeting	15,455,839,983
	Of which: Total number of Shares held by A Shareholders and proxies	12,677,317,829
	Total number of Shares held by H Shareholders and proxies	2,778,522,154
3.	Percentage of the total number of voting Shares of the Company held by Shareholders and proxies attending the Meeting (%)	61.2844
	Of which: Percentage of the total number of voting Shares of the Company held by A Shareholders and proxies (%)	50.2672
	Percentage of the total number of voting Shares of the Company held by H Shareholders and proxies (%)	11.0172

14 out of the 16 existing directors of the Company attended the Meeting, as Mr. Li Jianhong, the Chairman of the Board of Directors of the Company, and Mr. Tian Huiyu, the Executive Director of the Company, were not able to attend the Meeting due to business engagement; all the 9 existing supervisors of the Company attended the Meeting; the Secretary of the Board of Directors of the Company attended the Meeting, with certain senior management members attending the Meeting.

The convening and voting procedures of the Meeting were in compliance with the requirements of the Company Law of the PRC, the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the “**Hong Kong Listing Rules**”) and the Articles of Association of China Merchants Bank Co., Ltd.

Pursuant to the Hong Kong Listing Rules, no Shareholder of the Company is required to abstain from voting in respect of the resolution proposed at the Meeting. The Company is not aware of any parties who have indicated their intentions to vote against the resolution proposed at the Meeting. There are no Shareholders who are entitled to attend the Meeting but required to abstain from voting in favour of the resolution at the Meeting in accordance with Rule 13.40 of the Hong Kong Listing Rules.

Representatives from the Company’s Shareholders, representatives from the supervisors, lawyers of JunHe LLP and Computershare Hong Kong Investor Services Limited, the Company’s H Share registrar, were appointed as the scrutineers to monitor the vote taking process and count the votes at the Meeting.

The voting results of the EGM on the resolution are as follows:

No.	Resolution	For		Against		Abstained		Passed or not
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	
	ORDINARY RESOLUTION							
1.	Consider and Approve the Addition of Mr. Luo Sheng as a Non-executive Director of the Company	14,608,932,574	94.5205	844,738,861	5.4655	2,168,548	0.0140	Passed

The above resolution was an ordinary resolution, which has been approved by more than half of the votes held by the Shareholders (including proxies) attending the Meeting.

CHANGE OF DIRECTOR

In accordance with the Articles of Association of China Merchants Bank Co., Ltd., the qualification of Mr. Luo Sheng as a Non-executive Director of the Company shall be subject to approval by China Banking and Insurance Regulatory Commission (the “CBIRC”) and his appointment shall be effective from the date of approval by the CBIRC, upon which the Company will publish a separate announcement.

ATTESTATION BY LAWYER

The Meeting has been attested by JunHe LLP which issued a written legal opinion, certifying that the convening and procedures of the Meeting of the Company, the qualifications of the attendees and the voting procedures were in compliance with the relevant laws, administrative regulations and rules such as the Regulations for Convening of General Meetings of Listed Companies of the Company Law of the PRC and the Articles of Association of China Merchants Bank Co., Ltd.. The voting results of the Meeting were lawful and valid.

By Order of the Board
China Merchants Bank Co., Ltd.
Li Jianhong
Chairman

7 November 2018

As at the date of this announcement, the executive directors of the Company are Tian Huiyu and Li Hao; the non-executive directors of the Company are Li Jianhong, Fu Gangfeng, Sun Yueying, Zhou Song, Hong Xiaoyuan, Su Min, Zhang Jian and Wang Daxiong; and the independent non-executive directors of the Company are Leung Kam Chung, Antony, Wong Kwai Lam, Pan Chengwei, Pan Yingli, Zhao Jun and Wong See Hong.