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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 RESOLUTIONS PASSED AT THE 2021 ANNUAL GENERAL MEETING

According to the notice of the 2021 annual general meeting dated 27 May 2022 (the “**Notice of the AGM**”) and the supplemental notice of the 2021 annual general meeting dated 14 June 2022 (the “**Supplemental Notice**”) issued by China Merchants Bank Co., Ltd. (the “**Company**”), the 2021 annual general meeting of the Company (the “**2021 Annual General Meeting**” or the “**Meeting**”) was held at the Conference Room, 5/F, China Merchants Bank Tower, No. 7088 Shennan Boulevard, Futian District, Shenzhen, Guangdong, the PRC at 9:30 a.m. on Wednesday, 29 June 2022. According to the relevant requirements of the Articles of Association, elected by more than half of the Directors of the Board of Directors of the Company, Mr. Wang Liang, the Director of the Company, presided over and acted as the chairman of the Meeting.

For details about the resolutions considered at the Meeting, please refer to the Notice of the AGM, the Supplemental Notice, the circular dated 27 May 2022 (the “**Circular**”) and the supplemental circular dated 14 June 2022 (the “**Supplemental Circular**”), all of which can be downloaded from the Company’s website (www.cmbchina.com) and the website of the Hong Kong Exchanges and Clearing Limited (www.hkex.com.hk). Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those in the Circular and the Supplemental Circular.

As at the shareholding registration date of the Meeting (i.e. 22 June 2022), 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 resolutions proposed at the Meeting.

Shareholders and proxies attending the 2021 Annual General Meeting and their shareholdings:

1. Number of Shareholders and proxies attending the Meeting	4,288
Of which: Number of A Shareholders and proxies	4,284
Number of H Shareholders and proxies	4
2. Total number of voting Shares held by Shareholders and proxies attending the Meeting	17,888,236,831
Of which: Total number of Shares held by A Shareholders and proxies	14,524,021,803
Total number of Shares held by H Shareholders and proxies	3,364,215,028
3. Percentage of the total number of voting Shares of the Company held by Shareholders and proxies attending the Meeting (%)	70.9292
Of which: Percentage of the total number of voting Shares of the Company held by A Shareholders and proxies (%)	57.5897
Percentage of the total number of voting Shares of the Company held by H Shareholders and proxies (%)	13.3395

15 out of the 16 existing Directors of the Company attended the Meeting. Director Tian Huiyu did not attend the Meeting for personal reason. 8 out of the 9 existing supervisors of the Company attended the Meeting. Supervisor Guo Xikun did not attend the Meeting due to business engagement. 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 relevant requirements of the Company Law of the People's Republic of China, the Hong Kong Listing Rules and the Articles of Association.

Pursuant to the Hong Kong Listing Rules, no Shareholder of the Company is required to abstain from voting in respect of the resolutions proposed at the Meeting. There are no Shareholders who are entitled to attend the Meeting but required to abstain from voting at the Meeting in favour of any resolution 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 and other parties were appointed as the scrutineers to monitor the on-site vote taking process and count the votes at the Meeting; SSE Infonet Co., Ltd. consolidated and calculated the voting results for the resolutions voted by means of on-site voting and online voting.

The voting results of the 2021 Annual General Meeting on all resolutions are as follows:

ORDINARY RESOLUTIONS		For		Against		Abstained		Passed or not
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	
1.	Work Report of the Board of Directors for the year 2021	17,811,831,112	99.5729	3,660,895	0.0205	72,744,824	0.4066	Yes
2.	Work Report of the Board of Supervisors for the year 2021	17,811,700,712	99.5721	3,680,995	0.0206	72,855,124	0.4073	Yes
3.	Annual Report for the year 2021 (including the Audited Financial Report)	17,811,759,952	99.5725	3,629,555	0.0203	72,847,324	0.4072	Yes
4.	Audited Financial Statements for the year 2021	17,811,697,012	99.5721	3,671,795	0.0205	72,868,024	0.4074	Yes
5.	Proposal regarding the Profit Appropriation Plan for the year 2021 (including the distribution of final dividend)	17,836,710,736	99.7120	3,923,926	0.0219	47,602,169	0.2661	Yes
6.	Resolution regarding the Engagement of Accounting Firms for the year 2022	17,629,359,495	98.5528	210,501,267	1.1768	48,376,069	0.2704	Yes
7.	Related Party Transaction Report for the year 2021	17,813,056,352	99.5797	2,277,655	0.0127	72,902,824	0.4076	Yes
8.	Medium-term Capital Management Plan for 2022-2024	17,837,876,007	99.7185	1,979,055	0.0111	48,381,769	0.2704	Yes
9.00	Proposal regarding Election of Members of the Twelfth Session of the Board of Directors of China Merchants Bank							
9.01	Election of Mr. Miao Jianmin as a Non-executive Director of the Company	17,491,559,256	97.7825	347,386,417	1.9420	49,291,158	0.2755	Yes
9.02	Election of Mr. Hu Jianhua as a Non-executive Director of the Company	17,565,517,818	98.1959	272,726,055	1.5246	49,992,958	0.2795	Yes
9.03	Election of Mr. Fu Gangfeng as a Non-executive Director of the Company	17,571,325,595	98.2284	266,917,078	1.4921	49,994,158	0.2795	Yes
9.04	Election of Mr. Zhou Song as a Non-executive Director of the Company	16,875,745,741	94.3399	962,477,732	5.3805	50,013,358	0.2796	Yes
9.05	Election of Mr. Hong Xiaoyuan as a Non-executive Director of the Company	17,568,166,154	98.2107	270,056,219	1.5097	50,014,458	0.2796	Yes

ORDINARY RESOLUTIONS		For		Against		Abstained		Passed or not
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	
9.06	Election of Mr. Zhang Jian as a Non-executive Director of the Company	17,571,963,595	98.2319	266,258,378	1.4885	50,014,858	0.2796	Yes
9.07	Election of Ms. Su Min as a Non-executive Director of the Company	17,588,405,495	98.3239	249,816,878	1.3965	50,014,458	0.2796	Yes
9.08	Election of Mr. Sun Yunfei as a Non-executive Director of the Company	17,529,215,611	97.9930	309,006,762	1.7274	50,014,458	0.2796	Yes
9.09	Election of Mr. Chen Dong as a Non-executive Director of the Company	17,529,110,911	97.9924	309,111,062	1.7280	50,014,858	0.2796	Yes
9.10	Election of Mr. Wang Liang as an Executive Director of the Company	17,710,305,838	99.0053	130,169,324	0.7277	47,761,669	0.2670	Yes
9.11	Election of Mr. Li Delin as an Executive Director of the Company	17,619,134,334	98.4956	220,611,328	1.2333	48,491,169	0.2711	Yes
9.12	Election of Mr. Wong See Hong as an Independent Non-executive Director of the Company	17,012,698,613	95.1055	827,018,649	4.6233	48,519,569	0.2712	Yes
9.13	Election of Mr. Li Menggang as an Independent Non-executive Director of the Company	17,416,594,505	97.3634	423,114,457	2.3653	48,527,869	0.2713	Yes
9.14	Election of Mr. Liu Qiao as an Independent Non-executive Director of the Company	17,420,307,105	97.3841	419,410,157	2.3446	48,519,569	0.2713	Yes
9.15	Election of Mr. Tian Hongqi as an Independent Non-executive Director of the Company	17,785,360,712	99.4249	54,349,850	0.3038	48,526,269	0.2713	Yes
9.16	Election of Mr. Li Chaoxian as an Independent Non-executive Director of the Company	17,794,342,753	99.4751	45,314,909	0.2533	48,579,169	0.2716	Yes
9.17	Election of Mr. Shi Yongdong as an Independent Non-executive Director of the Company	17,791,135,675	99.4572	67,921,540	0.3797	29,179,616	0.1631	Yes
10.00	Proposal regarding Election of Shareholder Supervisors and External Supervisors of the Twelfth Session of the Board of Supervisors of China Merchants Bank							

ORDINARY RESOLUTIONS		For		Against		Abstained		Passed or not
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	
10.01	Election of Mr. Luo Sheng as a Shareholder Supervisor of the Company	17,823,108,025	99.6359	4,923,037	0.0275	60,205,769	0.3366	Yes
10.02	Election of Mr. Peng Bihong as a Shareholder Supervisor of the Company	17,823,226,425	99.6366	4,780,337	0.0267	60,230,069	0.3367	Yes
10.03	Election of Mr. Wu Heng as a Shareholder Supervisor of the Company	17,823,250,625	99.6367	4,787,737	0.0268	60,198,469	0.3365	Yes
10.04	Election of Mr. Xu Zhengjun as an External Supervisor of the Company	17,825,934,825	99.6517	2,084,837	0.0117	60,217,169	0.3366	Yes
10.05	Election of Mr. Cai Hongping as an External Supervisor of the Company	17,823,191,825	99.6364	4,823,737	0.0270	60,221,269	0.3366	Yes
10.06	Election of Mr. Zhang Xiang as an External Supervisor of the Company	17,825,851,525	99.6512	2,119,837	0.0119	60,265,469	0.3369	Yes
SPECIAL RESOLUTIONS		For		Against		Abstained		Passed or not
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	
11.	Proposal regarding Adjusting the Authorisation to Directors in respect of Domestic Preference Shares of China Merchants Bank	17,836,111,144	99.7086	3,554,852	0.0199	48,570,835	0.2715	Yes
12.	Proposal regarding Amending the Articles of Association of China Merchants Bank Co., Ltd.	15,424,143,449	86.2251	1,969,130,362	11.0080	494,963,020	2.7669	Yes
ADDITIONAL ORDINARY RESOLUTION		For		Against		Abstained		Passed or not
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	
13.	Proposal regarding Election of Mr. Shen Zheting as a Non-executive Director of the Twelfth Session of the Board of Directors of China Merchants Bank	4,798,961,222	26.8275	12,230,305,716	68.3707	858,969,893	4.8018	No

Among the above resolutions, resolutions No. 11 and No. 12 were special resolutions, which have been approved by more than two-thirds of the votes from the Shareholders who possess the right to vote (including proxies) attending the Meeting. Except for resolution No. 13, other ordinary resolutions (including all sub-resolutions of resolutions No. 9 and No. 10) have been approved by more than half of the votes from the Shareholders who possess the right to vote (including proxies) attending the Meeting. Resolution No. 13 was an ordinary resolution, which has not been approved by more than half of the votes from the Shareholders who possess the right to vote (including proxies) attending the Meeting.

The biographies and other information of the Directors and Supervisors elected at the Meeting have been disclosed in the Circular.

CHANGE OF SESSION OF THE BOARD OF DIRECTORS OF THE COMPANY

A total of 17 members of the Twelfth Session of the Board of Directors of the Company were considered and approved at the Meeting, and the list is as follows:

Nine Non-executive Directors, i.e. Miao Jianmin, Hu Jianhua, Fu Gangfeng, Zhou Song, Hong Xiaoyuan, Zhang Jian, Su Min, Sun Yunfei, Chen Dong;

Two Executive Directors, i.e. Wang Liang, Li Delin;

Six Independent Non-executive Directors, i.e. Wong See Hong, Li Menggang, Liu Qiao, Tian Hongqi, Li Chaoxian and Shi Yongdong.

The Directors of the Twelfth Session of the Board of Directors will serve for a term of three years. Among them, the qualifications of Mr. Hu Jianhua, Mr. Sun Yunfei, Mr. Chen Dong and Mr. Li Delin shall be subject to approval by the CBIRC, and their terms of office shall be effective from the date of approval by the CBIRC. At that time, the Company will make further announcement. Appointments of other re-elected Directors shall be effective from the date of approval at the Meeting.

Due to the expiration of term of office, Mr. Wang Daxiong and Mr. Luo Sheng ceased to serve as Non-executive Directors of the Company and Mr. Tian Huiyu ceased to serve as Executive Director of the Company after the conclusion of the Meeting. Except that Mr. Tian Huiyu could not be contacted as he was under the disciplinary review and investigation of the Central Commission for Discipline Inspection and the National Supervisory Commission, Mr. Wang Daxiong and Mr. Luo Sheng have confirmed that there is no disagreement with the Board of Directors, and there are no other matters relating to their cessation of directorship that need to be brought to the attention of the shareholders and creditors of the Company.

CHANGE OF SESSION OF THE BOARD OF SUPERVISORS OF THE COMPANY

Shareholder Supervisors and External Supervisors of the Twelfth Session of the Board of Supervisors considered and approved at the Meeting and Employee Supervisors of the Twelfth Session of the Board of Supervisors elected democratically at the employee representative meeting of the Company totalled 9, and the list is as follows:

Three Shareholder Supervisors, i.e. Luo Sheng, Peng Bihong, Wu Heng;

Three External Supervisors, i.e. Xu Zhengjun, Cai Hongping, Zhang Xiang;

Three Employee Supervisors, i.e. Xiong Liangjun, Wang Wanqing, Cai Jin.

The term of office of the Twelfth Session of the Board of Supervisors shall be three years with effect from 29 June 2022.

Due to the expiration of term of office, Mr. Guo Xikun ceased to serve as a Shareholder Supervisor of the Company, and Mr. Ding Huiping and Mr. Han Zirong ceased to serve as External Supervisors of the Company after the conclusion of the Meeting. Mr. Guo Xikun, Mr. Ding Huiping and Mr. Han Zirong have confirmed that there is no disagreement with the Board of Supervisors, and there are no other matters relating to their cessation of supervisorship that need to be brought to the attention of the shareholders and creditors of the Company.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Articles of Association of China Merchants Bank Co., Ltd. (Revised in 2022), which has been considered and approved at the Meeting, still needs to be submitted to the CBIRC for approval and will take effect from the date of approval. At that time, the Company will make further announcement.

ATTESTATION BY LAWYER

The Meeting was attested by Liu Yongzhao and Chen Shanshan appointed by JunHe LLP who issued a written legal opinion, certifying that the convening and procedures of the Meeting, the qualifications of the attendees and the voting procedures were in compliance with the relevant laws, administrative regulations and rules such as the Company Law of the People's Republic of China and the Rules for the Shareholder's Meetings of Listed Companies and the Articles of Association. The voting results of the Meeting were lawful and valid.

**The Board of Directors of
China Merchants Bank Co., Ltd.**

29 June 2022

As at the date of this announcement, the executive director of the Company is Wang Liang; the non-executive directors of the Company are Miao Jianmin, Fu Gangfeng, Zhou Song, Hong Xiaoyuan, Zhang Jian and Su Min; and the independent non-executive directors of the Company are Wong See Hong, Li Menggang, Liu Qiao, Tian Hongqi, Li Chaoxian and Shi Yongdong.