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招商銀行

CHINA MERCHANTS BANK

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)

(Stock code: 03968)

**ANNOUNCEMENT ON THE RESOLUTION PASSED AT
THE EMPLOYEE REPRESENTATIVE MEETING
OF CHINA MERCHANTS BANK CO., LTD.**

This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The employee representative meeting was organized and convened by the Labor Union of China Merchants Bank Co., Ltd. (the “**Company**”) in the morning of 11 September 2015.

275 out of 310 eligible employee representatives attended the Meeting in person, and 35 employee representatives were absent due to other engagements or sick leave. The convening of the Meeting was in compliance with the provisions of the relevant laws and regulations.

The 2015 First Phase Employee Stock Ownership Scheme (Revised) of China Merchants Bank Co., Ltd. (by way of subscribing A shares in the Private Placement) was considered and voted after discussion among the employee representatives at the meeting as follows:

The voting results were 275 voted for, 0 voted against and 0 abstained votes. Accordingly, the 2015 First Phase Employee Stock Ownership Scheme (Revised) of China Merchants Bank Co., Ltd. (by way of subscribing A shares in the Private Placement) was duly passed at the employee representative meeting of the Company.

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

11 September 2015

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, Ma Zehua, Li Xiaopeng, Li Yinquan, Sun Yueying, Su Min, Fu Gangfeng and Hong Xiaoyuan; and the independent non-executive directors of the Company are Leung Kam Chung, Antony, Wong Kwai Lam, Pan Chengwei, Pan Yingli, Guo Xuemeng and Zhao Jun.