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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)

(Stock code: 03968)

ANNOUNCEMENT ON RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board of Directors of China Merchants Bank Co., Ltd. (the “**Company**”) received a letter of resignation from Ms. Guo Xuemeng (“**Ms. Guo**”), the independent non-executive director of the Company today. Due to work reasons, Ms. Guo resigned as the independent non-executive director of the Company, Chairman of the Audit Committee and a member of the Related-Party Transactions Control Committee under the Board of Directors of the Company.

In order to comply with the regulatory requirements of maintaining at least one third of independent non-executive directors in the Board of Directors of the Company, the resignation of Ms. Guo will take effect only after a new independent non-executive director has been elected at the general meeting of the Company and whose qualification for serving as the independent non-executive director has been approved by the banking regulatory authorities in China. During the period, Ms. Guo will continue to perform her duties as the independent non-executive director in accordance with relevant laws, regulations and the Articles of Association of the Company.

Ms. Guo has confirmed that she has no disagreement with the Board of Directors of the Company and there is no other matter that needs to be brought to the attention of the shareholders of the Company.

The Board of Directors would like to take this opportunity to express its gratitude and appreciation to Ms. Guo for her contributions to the Company during her term of office.

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

12 November 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, Fu Gangfeng, Hong Xiaoyuan and Su Min; 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.