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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)

COMPANY SECRETARY

In respect of Mr. Wang's appointment as the company secretary, the Company has applied for, and the Stock Exchange has on 13 July 2016 granted the Company, a conditional waiver from strict compliance with Rule 3.28 of the Hong Kong Listing Rules.

Reference is made to the announcement published by China Merchants Bank Co., Ltd. (the "Company") on 28 June 2016.

On 28 June 2016, the board of directors of the Company has appointed Mr. Wang Liang ("Mr. Wang") and Mrs. Seng Sze Ka Mee, Natalia ("Mrs. Seng") as the company secretaries of the Company. The term of Mr. Wang to perform his responsibilities as the company secretary of the Company will commence from the date when his qualification for serving as the company secretary is approved or waived by The Stock Exchange of Hong Kong Limited (the "Stock Exchange").

In respect of Mr. Wang's appointment as the company secretary, the Company has applied for, and the Stock Exchange has on 13 July 2016 granted, a conditional waiver from strict compliance with Rule 3.28 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules"). The term of waiver commences on 13 July 2016 and will expire on the conclusion of the tenth session of the board of directors of the Company (which is three years from now) (the "Waiver Period"). The waiver is on condition that Mr. Wang will be assisted by Mrs. Seng (the current joint company secretary of the Company) during the Waiver Period. The waiver will be revoked immediately if and when Mrs. Seng ceases to provide assistance to Mr. Wang in assisting him to discharge his duties as company secretary. The Company shall notify the Stock Exchange at the end of the Waiver Period to re-visit the situation. The Stock Exchange expects that after the end of the Waiver Period, the Company is able to demonstrate that Mr. Wang can satisfy Rule 3.28 after having the benefit of Mrs. Seng's assistance such that a further waiver will not be necessary.

Biography of Mr. Wang Liang is as follows:

Mr. Wang Liang, aged 50, obtained a master's degree in money and banking from Renmin University of China. He is a senior economist. Mr. Wang joins the Company since June 1995. He successively served as the assistant to the president, the vice president and the president of Beijing Branch of the Company. In June 2012, he served as the executive assistant president of the Company and served concurrently as the president of the Beijing Branch. He ceased to act as the president of the Beijing Branch from November 2013. He acts as the Executive Vice President of the Company since January 2015. On 28 June 2016, he was appointed by the Board to act continuously as the Executive Vice President, and to act concurrently as the secretary of the Board and the company secretary of the Company. Currently, Mr. Wang is a member of the senior management of the Company.

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

14 July 2016

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, Li Xiaopeng, 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.