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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 REGARDING COMPLETION OF THE PROCEDURES FOR SHARE TRANSFER BY RELEVANT PARTIES**

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.

China Merchants Bank Co., Ltd. (the “Company” or “China Merchants Bank”) disclosed the “Indicative Announcement Regarding the Share Transfer Agreement at Nil Consideration Entered into Among Relevant Parties” on 20 September 2016. In order to implement the overall strategy of the CPC Central Committee and the State Council for further deepening the reform of state-owned enterprises, Sinotrans & CSC Holdings Co., Ltd. and its subsidiary Wuhan Changjiang Shipping Company (武漢長江輪船公司) proposed to transfer an aggregate of 22,207,847 shares held by them in China Merchants Bank, accounting for 0.09% of the total share capital of China Merchants Bank, to Guoxin Investment Co., Ltd. (國新投資有限公司), a subsidiary of China Reform Holdings Corporation Ltd., at nil consideration in accordance with the relevant working arrangements of the PRC State-owned Assets Supervision and Administration Commission of the State Council. The relevant parties entered into the “Agreement on Share Transfer at Nil Consideration” in respect of the share transfer at nil consideration on 20 September 2016.

On 31 October 2016, the Company received from China Merchants Steam Navigation Company Ltd. a “Confirmation on Securities Transfer and Registration” issued by China Securities Depository and Clearing Corporation Limited, confirming the completion of the procedures for transfer of the above-mentioned state-owned shares at nil consideration.

After the Transfer at Nil Consideration, China Merchants Group Limited still holds in aggregate 29.97% of the total share capital of the Company by way of equity interest, right of control or companies controlled by the parties acting in concert, while Guoxin Investment Co., Ltd. holds 0.09% of the total share capital of the Company. China Merchants Steam Navigation Company Ltd. is still the largest shareholder of the Company and that there was no significant change in the shareholding structure of the Company.

By Order of the Board of Directors  
**China Merchants Bank Co., Ltd.**

31 October 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.*