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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 THE ACQUISITION OF STATE-OWNED LAND USE RIGHT**

The Company won a bid at the tender for the land use right for commercial service use of Shenzhen Bay Super Headquarters Base in Nanshan District, Shenzhen (Land Parcel No.: T207-0051) with a site area of 35,576.01 square meters and a plot ratio-based gross floor area of 309,000 square meters, at a total consideration of RMB5.95 billion.

The transaction does not constitute a discloseable transaction under Chapter 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

### **I. Overview of the transaction**

On 28 June 2016, the “Resolution Regarding Acquisition and Construction of ‘CMB Global Headquarters’ in Shenzhen City” (《關於在深圳市購建“招商銀行全球總部大廈”的議案》) was considered and unanimously approved at the first meeting of the Tenth Session of the Board of Directors of China Merchants Bank Co., Ltd. (the “**Company**” or “**CMB**”), pursuant to which the management team was authorised to organise and participate in the bidding of two land parcels of Shenzhen Bay Super Headquarters Base, namely DU03-04 and 03-05<sup>1</sup>, and to facilitate the matters in relation to the subsequent construction of “CMB Global Headquarters”.

Since the participation in the bidding of Shenzhen Bay Super Headquarters Base involves temporary trade secrets of the Company, the Company has performed relevant procedures for disclosure suspension including internal examination in accordance with the relevant requirements under the “Guidelines of the Shanghai Stock Exchange for Listed Companies’ Suspension of and Exemption from Information Disclosure” (《上海證券交易所上市公司信息披露暫緩與豁免業務指引》).

On 26 December 2016, the Company participated in the bidding for state-owned land use rights organised by Shenzhen Land and Real Estate Trading Center and won the bid for the land use right for commercial service use of Shenzhen Bay Super Headquarters Base in Nanshan District, Shenzhen (Land Parcel No. T207-0051) with a site area of 35,576.01 square meters and a plot ratio-based gross floor area of 309,000 square meters at a total consideration of RMB5.95 billion. On the same date, the Company signed a “Confirmation Letter” (《成交確認書》) with Shenzhen Land and Real Estate Trading Center. Thereafter, the Company will enter into the “Agreement on the Development and Regulation of the Industry” (《產業發展監管協議》) with the Office of Financial Development Service, The People’s Government of Shenzhen Municipality and the “Land Use Rights Transfer Agreement of Shenzhen” (《深圳市土地使用權出讓合同書》) with Shenzhen City Planning and Land Resources Committee.

<sup>1</sup> Upon merger, the land parcel no. of the two land parcels, namely DU03-04 and 03-05, is T207-0051.

## II. Information on the counterparty

Transferor: Shenzhen City Planning and Land Resources Committee  
Address: Municipal Planning Building, No. 8009 Hongli West Road, Futian District, Shenzhen

## III. Basic information on the land use rights

Land parcel no.: T207-0051  
District: Nanshan District  
Location: Shenzhen Bay Super Headquarters Base  
Transferor: Shenzhen City Planning and Land Resources Committee  
Mode of transaction: Tender  
Type of transaction: Government transfer  
Use of Land: Commercial services  
Site area: 35,576.01 square meters  
Plot ratio-based gross floor area: 309,000 square meters  
Term of land use rights: 30 years

## IV. Payment of land transfer fee

The total consideration in respect of the land parcel is RMB5.95 billion. Pursuant to “Shenzhen Municipal Land Use Right Transfer Notice” (Shen Tu Jiao Gao [2016] No.28), on 13 December 2016, the Company paid a performance bond of RMB1.2 billion which will later be converted as partial payment of the consideration of the transaction. Within 15 business days after the execution date (i.e. 26 December 2016) of “Confirmation Letter”, the Company will enter into the “Agreement on the Development and Regulation of the Industry” with the Office of Financial Development Service, The People’s Government of Shenzhen Municipality, and the “Land Use Rights Transfer Agreement of Shenzhen” (the “**Contract**”) with Shenzhen City Planning and Land Resources Committee. Within 15 business days of the effective date of the Contract, the Company shall settle an amount of not less than 50% of the total consideration of the transaction, and the balance within a year thereafter without interest.

## V. The Purpose of the Acquisition of Land Use Right and its Effect on the Company

The acquisition of the land use right of the land parcel by the Company is for the purpose of constructing the CMB Global Headquarters.

Acquisition of the land use right of the land parcel will satisfy the practical needs of the Company, which is beneficial to the long-term development of the Company and is also in the interests of the Company and the shareholders as a whole. The acquisition does not have significant impact on the financial conditions of the Company.

The transaction does not constitute a discloseable transaction under Chapter 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

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

26 December 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, Su Min, Zhang Jian and Wang Daxiong; 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.*