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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)

OVERSEAS REGULATORY ANNOUNCEMENT

INDICATIVE ANNOUNCEMENT RELATING TO THE CHANGE IN EQUITY INTERESTS OF SHAREHOLDER(S)

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.

On 24 February 2017, China Merchants Bank Co., Ltd. (“China Merchants Bank” or the “Company”) received a notification from China Merchants Steam Navigation Co., Ltd. (“CMSNCL”) that, pursuant to the relevant agreement dated 24 February 2017 entered into between China Merchants Group Limited (“CMG”) and CMSNCL, CMG will transfer its 90% equity interest in China Merchants Finance Investment Holdings Co., Ltd. (“China Merchants Finance Investment”), its 49% equity interest in Shenzhen Yan Qing Investment and Development Company Ltd. (“Yan Qing Investment”) and its 10.55% equity interest in China Merchants Holdings (Hong Kong) Company Limited (“China Merchants Holdings (Hong Kong)”) to CMSNCL at nil consideration. As a result of the share transfer at nil consideration, the shares in China Merchants Bank held by China Merchants Finance Investment and its subsidiaries Yan Qing Investment and Shenzhen Chu Yuan Investment and Development Company Ltd. (“Chu Yuan Investment”) will be held by CMSNCL indirectly (the “Change in Equity Interests”). Upon completion of the share transfer at nil consideration, CMG will cease to directly hold any equity interest in China Merchants Finance Investment, Yan Qing Investment and China Merchants Holdings (Hong Kong).

Prior to the completion of the Change in Equity Interests, 6,752,746,952 A shares and 806,680,423 H shares of China Merchants Bank were held by CMG through CMSNCL, China Merchants Finance Investment, Yan Qing Investment, Chu Yuan Investment, Best Winner Investment Limited (“BIL”), China Merchants Union (BVI) Limited (“CMU”) and China Merchants Industry Development (Shenzhen) Limited (“China Merchants Industry Development”), which are under control by CMG by way of equity interest held, right of control or relationship of parties acting in concert, accounting for an aggregate of 29.97% of the total share capital of China Merchants Bank. Of which, 3,289,470,337 A shares and 1,147,377,415 A shares of China Merchants Bank were held by CMSNCL and China Merchants Finance Investment, accounting for 13.04% and 4.55% of the total share capital of China Merchants Bank, respectively; 1,258,542,349 A shares of China Merchants Bank were held by Yan Qing Investment, accounting for 4.99% of the total share capital of China Merchants Bank; 944,013,171 A shares of China Merchants Bank were held by Chu Yuan Investment, accounting for 3.74% of the total share capital of China Merchants Bank; 58,147,140 A shares and 328,776,923 H shares of China Merchants Bank were held by BIL, accounting for an aggregate of 1.53% of the total share capital of China Merchants Bank; 477,903,500 H shares of China Merchants Bank were held by CMU, accounting for 1.89% of the total share capital of China Merchants Bank; and 55,196,540 A shares of China Merchants Bank were held by China Merchants Industry Development, accounting for 0.22% of the total share capital of China Merchants Bank.

Upon completion of the Change in Equity Interests, the number of shares of China Merchants Bank held by CMG through CMSNCL, China Merchants Finance Investment, Yan Qing Investment, Chu Yuan Investment, BIL, CMU and China Merchants Industry Development, which are under control by CMG by way of equity interest held, right of control or relationship of parties acting in concert, will still be 6,752,746,952 A shares and 806,680,423 H shares, accounting for an aggregate of 29.97% of the total share capital of China Merchants Bank without any change. Of which, except for the shares of China Merchants Bank held by China Merchants Finance Investment and its subsidiaries Yan Qing Investment and Chu Yuan Investment which will be held by CMSNCL indirectly as a result of such share transfer at nil consideration, the respective number of shares and proportion of equity interests in China Merchants Bank held directly by the above entities, including CMSNCL, China Merchants Finance Investment, Yan Qing Investment, Chu Yuan Investment, BIL, CMU and China Merchants Industry Development, will remain unchanged. Upon completion of the Change in Equity Interests, there will be no change to the largest shareholder of the Company.

SUBSEQUENT EVENTS

Upon completion of the Change in Equity Interests, there will be no change to the largest shareholder of the Company.

The Change in Equity Interests does not involve subsequent work for the obligator of information disclosure, such as disclosure of a report on the Change in Equity Interests.

The Company will procure the obligator of information disclosure to perform the obligation of information disclosure in a timely manner according to regulatory requirements.

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

24 February 2017

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.