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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)

(H Share Stock Code: 03968)

(Preference Share Stock Code: 04614)

**SUPPLEMENTAL NOTICE OF
THE 2017 ANNUAL GENERAL MEETING**

The Board of Directors of China Merchants Bank Co., Ltd. (the “**Company**”) published, amongst others, the notice of the 2017 annual general meeting (the “**2017 Annual General Meeting**” or “**General Meeting**”) of China Merchants Bank Co., Ltd. (the “**Notice**”) on 11 May 2018. Thereafter, due to expiry of their tenure, Wong Kwai Lam and Pan Yingli, both as independent non-executive Directors tendered their resignation letters to the Company, respectively. The Board of Directors of the Company considered and passed the “Proposal in relation to the Addition of Mr. Li Menggang as an Independent Non-executive Director” and the “Proposal in relation to the Addition of Mr. Liu Qiao as an Independent Non-executive Director” on 24 May 2018. Pursuant to the relevant requirements of the relevant laws and regulations such as the Company Law and the Articles of Association, China Merchants Finance Investment Holdings Co., Ltd. and China Ocean Shipping Company Limited, both being shareholders each holding more than 3% of the total issued Shares with voting rights in the Company, proposed the “Extempore Motion Regarding the Addition of Mr. Li Menggang as an Independent Non-executive Director” and the “Extempore Motion Regarding the Addition of Mr. Liu Qiao as an Independent Non-executive Director” respectively on 28 May 2018 as entrusted by the Board of Directors of the Company and submitted the above proposals in writing to the Board of Directors of the Company, and proposed the Board of Directors of the Company to table such extempore motions for consideration and approval at the 2017 Annual General Meeting. For details, please refer to the supplemental circular of the Company dated 11 June 2018.

In addition, based on the calculation by the Company in accordance with the written replies received 20 days prior to the date of the 2017 Annual General Meeting, the number of shares with voting rights represented by the shareholders who intend to attend the 2017 Annual General Meeting (including their proxies) would be less than one half of the total issued shares with voting rights in the Company. Pursuant to the stipulation under Articles 83 of the Articles of Association, the Company is required to make an indicative announcement as to matters regarding the convening of the 2017 Annual General Meeting.

In view of the above, the Company hereby announces supplemental details regarding the convening of the 2017 Annual General Meeting as follows:

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the Board of Directors of the Company has decided to hold the 2017 Annual General Meeting of the Company from 9:00 a.m. on Wednesday, 27 June 2018. In addition to the resolutions set out in the original notice of the General Meeting given by the Company on 11 May 2018, the following resolutions will also be considered and, if thought fit, passed by way of ordinary resolutions at the 2017 Annual General Meeting. Save as the aforesaid, other matters on the original notice of the General Meeting published on 11 May 2018 shall remain unchanged.

**Additional Ordinary Proposals to be considered and
approved at the 2017 Annual General Meeting**

17. To consider and approve the proposal in relation to the addition of Mr. Li Menggang as an independent non-executive Director
18. To consider and approve the proposal in relation to the addition of Mr. Liu Qiao as an independent non-executive Director

Notes:

- (i) For details of the resolutions to be considered and approved at the 2017 Annual General Meeting and other relevant matters, please refer to the circular published on 11 May 2018 and the supplemental circular dated 11 June 2018.
- (ii) The second proxy form
 - (1) The new proxy form for the 2017 Annual General Meeting (the “Second Proxy Form”), which supersedes the proxy form for the 2017 Annual General Meeting issued by the Company along with the Notice dated 11 May 2018 (the “Original Proxy Form”), has been prepared and is enclosed with this supplemental notice.
 - (2) Whether or not you are able to attend the 2017 Annual General Meeting, you are requested to complete the accompanying Second Proxy Form in accordance with the instructions printed thereon and return the same to the Company’s H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong as soon as practicable and in any event not less than 24 hours before the time appointed for the convening of the 2017 Annual General Meeting or any adjournment thereof (as the case may be) (the “Closing Time”). Completion and return of the Second Proxy Form will not preclude the shareholders of the Company from attending and voting in person at the 2017 Annual General Meeting or any adjournment thereof.
 - (3) H shareholder who has not yet lodged the Original Proxy Form with the Company’s H Share Registrar is requested to lodge the Second Proxy Form if he/she wishes to appoint a proxy to attend the 2017 Annual General Meeting on his/her behalf. In this case, the Original Proxy Form should not be lodged with the Company’s H Share Registrar.
 - (4) H shareholder who has already lodged the Original Proxy Form with the Company’s H Share Registrar should note that:
 - (i) The Second Proxy Form lodged with the Company’s H Share Registrar before the Closing Time will revoke and supersede the Original Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid form of proxy lodged by the shareholder if correctly completed;
 - (ii) If no Second Proxy Form is lodged with the Company’s H Share Registrar by the shareholder, the Original Proxy Form lodged will remain valid and effective to the fullest extent applicable if correctly completed. The authorized proxy of the shareholder holding the Original Proxy Form will be entitled to vote at his/her discretion on considering and approving the proposal in relation to the addition of Mr. Li Menggang as an independent non-executive Director and considering and approving the proposal in relation to the addition of Mr. Liu Qiao as an independent non-executive Director which were not set out in the Original Proxy Form.

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

11 June 2018

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, Fu Gangfeng, Sun Yueying, 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, Zhao Jun and Wong See Hong.