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If you have sold all your shares in **China Merchants Bank Co., Ltd.**, you should hand this circular together with the enclosed proxy form and reply slip to the purchaser or to the bank, stockbroker or other agent through whom the sale was effected for transmission to the purchaser.

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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)

**RESOLUTIONS ON ELECTION OF DIRECTORS AND SUPERVISOR
AND
NOTICE OF THE 2014 SECOND EXTRAORDINARY
GENERAL MEETING**

A letter from the Board is set out on pages 2 to 4 of this circular.

A notice convening the Extraordinary General Meeting to be held at the Conference Room, 5/F, China Merchants Bank Tower, 7088 Shennan Boulevard, Shenzhen, the PRC, at 9:30 a.m. on Monday, 20 October 2014 is set out on pages 9 to 13 of this circular.

Proxy form for use at the Extraordinary General Meeting is enclosed with this circular. Whether or not you are able to attend the Extraordinary General Meeting, you are requested to complete the accompanying 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, Wanchai, Hong Kong, as soon as possible and in any event by not later than 24 hours before the time appointed for holding the Extraordinary General Meeting or any adjournment thereof.

Completion and return of the proxy form will not preclude you from attending the Extraordinary General Meeting or any adjournment thereof and voting in person if you so wish.

5 September 2014

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“EGM” or “Extraordinary General Meeting”	the 2014 Second Extraordinary General Meeting of the Company to be held at the Conference Room, 5/F, China Merchants Bank Tower, 7088 Shennan Boulevard, Shenzhen, the PRC at 9:30 a.m. on Monday, 20 October 2014
“Board of Directors” or “Board”	the board of Directors of the Company
“Board of Supervisors”	the board of Supervisors of the Company
“CBRC Shenzhen Office”	China Banking Regulatory Commission Shenzhen Office
“Company”	China Merchants Bank Co., Ltd., a joint stock company incorporated in the PRC with limited liability, the H Shares of which are listed on the main board of the Hong Kong Stock Exchange
“Director(s)”	director(s) of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Latest Practicable Date”	30 August 2014, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“PRC” or “China”	the People’s Republic of China, excluding, for the purpose of this circular only, Hong Kong Special Administrative Region, Macau Special Administrative Region and Taiwan
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	the H Shares and domestic Shares of the Company
“Shareholder(s)”	holder(s) of the Share(s) of the Company

LETTER FROM THE BOARD



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)

Non-executive Directors:

Li Jianhong
Ma Zehua
Li Yinquan
Fu Gangfeng
Sun Yueying
Fu Junyuan
Hong Xiaoyuan

Executive Directors:

Tian Huiyu (*President and Chief Executive Officer*)
Zhang Guanghua (*Vice Chairman*)
Li Hao (*First Executive Vice President and
Chief Financial Officer*)

Independent Non-executive Directors:

Xu Shanda
Wong Kwai Lam
Pan Chengwei
Pan Yingli
Guo Xuemeng
Xiao Yuhuai

Registered address:

China Merchants Bank Tower
No. 7088 Shennan Boulevard
Shenzhen 518040
PRC

Principal place of business

in Hong Kong:
21st Floor, Bank of America Tower
12 Harcourt Road
Hong Kong

5 September 2014

To the Shareholders

Dear Sir or Madam,

**RESOLUTIONS ON ELECTION OF DIRECTORS AND SUPERVISOR
AND
NOTICE OF THE 2014 SECOND EXTRAORDINARY
GENERAL MEETING**

1. INTRODUCTION

The purpose of this circular is to give you the Notice of EGM and provide you with relevant information regarding the resolutions to be considered at the Extraordinary General Meeting.

LETTER FROM THE BOARD

2. RESOLUTIONS ON ELECTION OF DIRECTORS AND SUPERVISOR

Reference is made to the announcements of the Company dated 10 July 2014 and 29 August 2014 in relation to appointments of Directors and Supervisor.

The Board of Directors recommends:

1. Mr. Li Xiaopeng to serve as the non-executive Director of the Ninth Session of the Board of Directors of the Company;
2. Mr. Antony Leung and Mr. Zhao Jun to serve as the independent non-executive Directors of the Ninth Session of the Board of Directors of the Company:
 - 2.1 Mr. Antony Leung to replace Mr. Shan Weijian, the candidate for the independent non-executive Director, as the independent non-executive Director of the Ninth Session of the Board of Directors of the Company; and
 - 2.2 Mr. Zhao Jun to serve as the independent non-executive Director of the Ninth Session of the Board of Directors of the Company.

Biographical details of Mr. Li Xiaopeng, Mr. Antony Leung and Mr. Zhao Jun as of the Latest Practicable Date are set out in Appendix I to the circular.

After consideration and approval by the Company's Extraordinary General Meeting, the qualification of Mr. Li Xiaopeng as non-executive Director, and the qualification of Mr. Antony Leung and Mr. Zhao Jun as independent non-executive Directors will be submitted to the CBRC Shenzhen Office for approval. Their appointments shall be effective from the date of approval by the CBRC Shenzhen Office until the expiry of the term of the Ninth Session of the Board of Directors.

Mr. Antony Leung and Mr. Zhao Jun have confirmed that they have fulfilled the independent factors as stipulated in Rule 3.13 of the Hong Kong Listing Rules. The Company considered that Mr. Leung and Mr. Zhao are independent pursuant to the guidelines on independence under the Hong Kong Listing Rules.

The Board of Supervisors of the Company nominates Mr. Jin Qingjun as an external supervisor of the Ninth Session of the Board of Supervisors of the Company. If Mr. Jin is appointed as the Company's external supervisor, his appointment shall be effective from the date of approval at the EGM until the expiry of the term of the Ninth Session of the Board of Supervisors.

Biographical details of Mr. Jin Qingjun as of the Latest Practicable Date are set out in Appendix I to the circular.

3. EXTRAORDINARY GENERAL MEETING

A notice convening the EGM to be held at the Conference Room, 5/F, China Merchants Bank Tower, No. 7088 Shennan Boulevard, Shenzhen, the PRC on Monday, 20 October 2014 at 9:30 a.m. is set out on pages 9 to 13 of this circular. No Shareholder is required to abstain from voting in connection with the matters to be resolved at the EGM.

LETTER FROM THE BOARD

All votes of the resolutions at the EGM will be taken by poll pursuant to the Hong Kong Listing Rules.

4. CLOSURE OF REGISTER OF MEMBERS

In order to determine the Shareholders of H Shares who will be entitled to attend the EGM, the Company will suspend registration of transfer of H Shares from Saturday, 20 September 2014 to Monday, 20 October 2014 (both days inclusive).

In order to qualify to attend the EGM, holders of H Shares of the Company whose transfer documents have not been registered must deposit the transfer documents accompanied by relevant share certificates to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on Friday, 19 September 2014. Shareholders of H Shares whose names are recorded in the register of members of the Company on Monday, 13 October 2014 are entitled to attend the EGM.

A reply slip and a form of proxy for use at the EGM are enclosed and are also published on the websites of the Hong Kong Stock Exchange (www.hkex.com.hk) and the Company (www.cmbchina.com). Shareholders who intend to attend the EGM in person or by proxy shall complete and return the reply slip in accordance with the instructions printed thereon on or before Tuesday, 30 September 2014. Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the enclosed form of proxy in accordance with the instructions printed thereon not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending the EGM and voting in person if you so wish.

5. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Hong Kong Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this circular misleading.

6. RECOMMENDATION

The Board of Directors considers that the resolutions set out in the Notice of EGM is in the interests of the Company and its Shareholders. Accordingly, the Board of Directors recommends that Shareholders to vote in favour of the resolutions to be proposed at the Extraordinary General Meeting.

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

Candidate for non-executive Director

Mr. Li Xiaopeng, aged 55, obtained his Ph.D. in finance from Wuhan University, and holds a Ph.D. in economics. He is a senior economist. Mr. Li is currently the president and director of the China Merchants Group. He is also concurrently acting as vice chairman of China Urban Financial Society and vice chairman of China Rural Financial Society. He previously served in several positions, including deputy head of Henan Branch of Industrial and Commercial Bank of China Limited (“ICBC”, a company listed on the Hong Kong Stock Exchange and Shanghai Stock Exchange), general manager of the banking department of the head office of ICBC, head of ICBC Sichuan Branch, vice president of China Huarong Asset Management Corporation, assistant to the president of ICBC and head of ICBC Beijing Branch, vice president of ICBC, vice president and executive director of ICBC, and chairman of the board of supervisors of China Investment Corporation. He also served concurrently as chairman of ICBC International Holdings Ltd., chairman of ICBC Financial Leasing Co., Ltd., and chairman of ICBC Credit Suisse Asset Management Co., Ltd.

If Mr. Li is appointed as the Company’s non-executive Director, his qualification shall be subject to approval by the CBRC Shenzhen Office, and his appointment shall be effective from the date of approval by the CBRC Shenzhen Office until the expiry of the term of the Ninth Session of the Board of Directors. If Mr. Li is appointed as the Company’s non-executive Director, he will not receive any director’s remuneration. Save as disclosed above, Mr. Li has not held any director or supervisor position in any other listed public companies, nor has any other major appointment or qualification during the last three years. Save as disclosed above, Mr. Li does not have any relationship with any other Directors, Supervisors or senior management or substantial Shareholders of the Company, nor does he have any interests in the Shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Li which is discloseable pursuant to the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules, nor is he involved in any of the matters required to be disclosed pursuant to the Hong Kong Listing Rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders of the Company.

Candidates for independent non-executive Directors

Mr. Antony Leung, aged 62, graduated from the University of Hong Kong with a Bachelor of Social Sciences degree, and attended Harvard Business School's Program for Management Development and Advanced Management Program. He is currently Group Chief Executive Officer of Nan Fung Group, Senior Advisor and Member of the International Advisory Board of Blackstone, and Chairman of Harvard Business School Association of Hong Kong. Prior to this, he was Senior Managing Director, Chairman of Greater China of Blackstone and a member of the firm's Executive Committee. Before that he was Chairman of Asia for JP Morgan Chase, and prior to that he worked for Citi in various positions, including Country Corporate Officer for Hong Kong and China, Regional Treasurer for North Asia, Head of Investment Banking for North Asia, South West Asia and Head of Private Banking for Asia. The community services that Mr. Leung had engaged in included Financial Secretary, Non-Official Member of the Executive Council of Hong Kong SAR, Chairman of the Education Commission, Chairman of the University Grants Committee, Member of the Exchange Fund Advisory Committee, Member of the Preparatory Committee for the Hong Kong Special Administrative Region and Election Committee and Hong Kong Affairs Advisors to the Chinese Government, member of the board of Hong Kong Airport Authority and Director of the Hong Kong Futures Exchange. Past board membership of Mr. Leung included independent director of Industrial and Commercial Bank of China Limited, China Mobile Hong Kong Company Limited, American International Assurance and China National Bluestar Group, international advisory board member of China Development Bank and European Advisory Group.

If Mr. Leung is appointed as the Company's independent non-executive director, his qualification shall be subject to approval by the CBRC Shenzhen Office, and his appointment shall be effective from the date of approval by the CBRC Shenzhen Office until the expiry of the term of the Ninth Session of the Board of Directors. If Mr. Leung is appointed as the Company's independent non-executive director, his annual remuneration before tax will be RMB0.3 million. Save as disclosed above, Mr. Leung has not held any director or supervisor position in any other listed public companies, nor has any other major appointment or qualification during the last three years. Mr. Leung does not have any relationship with any other Directors, Supervisors or senior management or substantial Shareholders of the Company, nor does he have any interests in the Shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Leung which is discloseable pursuant to the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules, nor is he involved in any of the matters required to be disclosed pursuant to the Hong Kong Listing Rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders of the Company.

Mr. Zhao Jun, aged 52, obtained a Bachelor's degree from the Department of Shipbuilding Engineering of Harbin Engineering University, a master's degree from the Department of Ocean Engineering of Shanghai Jiao Tong University, a doctorate degree in Civil Engineering from the University of Houston and a master's degree in financial management from the Yale School of Management. Mr. Zhao is currently a Managing Partner of DT Capital Partners. He used to serve as Managing Director of ChinaVest, Ltd. and Chief Representative based in China. Prior to that, Mr. Zhao worked in a project management and business development capacity for US and European multinationals, mainly covering Chinese projects.

If Mr. Zhao is appointed as the Company's independent non-executive director, his qualification shall be subject to approval by the CBRC Shenzhen Office, and his appointment shall be effective from the date of approval by the CBRC Shenzhen Office until the expiry of the term of the Ninth Session of the Board of Directors. If Mr. Zhao is appointed as the Company's independent non-executive director, his annual remuneration before tax will be RMB0.3 million. Save as disclosed above, Mr. Zhao has not held any director or supervisor position in any other listed public companies, nor has any other major appointment or qualification during the last three years. Mr. Zhao does not have any relationship with any other Directors, Supervisors or senior management or substantial Shareholders of the Company, nor does he have any interests in the Shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Zhao which is discloseable pursuant to the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules, nor is he involved in any of the matters required to be disclosed pursuant to the Hong Kong Listing Rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders of the Company.

Candidate for external Supervisor

Mr. Jin Qingjun, aged 57, graduated from the Graduate School of China University of Political Science and Law with a master's degree in law in 1987. He was a legal counsel in Hong Kong and the UK and also worked at Jang Shinn Law Office (中信律師事務所) as a legal counsel from August 1987 to October 1993. He was an executive partner at Shu Jin Law Firm (信達律師事務所) from October 1993 to August 2002. Since September 2002, he has been the senior partner of King & Wood Mallesons, Beijing. He concurrently holds the positions of part-time professor at the School of Law, China University of Political Science and Law and the School of Law, Renmin University of China; co-tutor for students of master's degree at the School of Law, Tsinghua University; arbitrator of Shenzhen Court of International Arbitration, Shanghai International Arbitration Center and Arbitration Foundation of Southern Africa; mediator of Shenzhen Securities and Futures Dispute Resolution Centre; and the PRC legal counsel of US Court of Appeals for the Washington D.C Circuit. Currently, he serves as an independent director of Guotai Junan Securities Co., Ltd., Gemdale Corporation (a company listed on the Shanghai Stock Exchange), Tianjin Changrong Print and Packing Equipment Co., Ltd. (a company listed on the Shenzhen Stock Exchange), Invesco Great Wall Fund Management Company Limited and New China Asset Management Co., Ltd. In 2012, he was titled one of the Top 10 PRC Lawyers of the Year and PRC Securities Lawyer of the Year.

If Mr. Jin is appointed as the Company's external supervisor, his appointment shall be effective from the date of approval at the Extraordinary General Meeting until the expiry of the term of the Ninth Session of the Board of Supervisors. He will be entitled to a supervisor's fee of RMB0.3 million (before tax) per annum in respect of his service as an external supervisor of the Company. Save as disclosed above, Mr. Jin has not held any director or supervisor position in any other listed public companies, nor has any other major appointment or qualification during the last three years. Mr. Jin does not have any relationship with any other Directors, Supervisors or senior management or substantial Shareholders of the Company, nor does he have any interests in the Shares of the Company within the meaning of Part XV of the SFO.

In addition, there is no other information in relation to Mr. Jin which is discloseable pursuant to the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules, nor is he involved in any of the matters required to be disclosed pursuant to the Hong Kong Listing Rules. Save for the above, there is no other matter that needs to be brought to the attention of the Shareholders of the Company.

NOTICE OF THE EXTRAORDINARY GENERAL MEETING



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)

NOTICE OF THE 2014 SECOND EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Board of Directors of **China Merchants Bank Co., Ltd.** (the “Company”) has decided to hold its 2014 Second Extraordinary General Meeting (the “Meeting”) by way of physical voting on Monday, 20 October 2014. The details of the Meeting are provided as follows:

I. CONVENING OF THE MEETING

(1) Time of the Meeting

The Meeting will commence at 9:30 a.m. on Monday, 20 October 2014.

(2) Venue of the Physical Meeting

The Meeting will be held at the Conference Room, 5/F, China Merchants Bank Tower, 7088 Shennan Boulevard, Shenzhen, the People's Republic of China.

(3) Convenor

The Board of Directors of the Company.

(4) Way of Conducting the Meeting

The Meeting will be conducted by way of physical voting.

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

(5) **Attendees**

(a) **Shareholders of the Company**

All Shareholders of the “China Merchants Bank” (600036) whose names appear on the register of members, kept by China Securities Depository and Clearing Corporation Limited, Shanghai Office, as at the close of A Share trading session on the Shanghai Stock Exchange as at 3:00 p.m. sharp on Monday, 13 October 2014;

All Shareholders of H Shares of “China Merchants Bank” (03968) whose names appeared on the register of members, kept by Computershare Hong Kong Investor Services Limited, as at Monday, 13 October 2014 (“Shareholders of H Shares”);

(b) The proxies authorized by the above Shareholders;

(c) The directors, supervisors, senior management of the Company;

(d) The intermediate agents engaged by the Company and the guests invited by the Board of Directors of the Company.

II. MATTERS TO BE CONSIDERED AND APPROVED AT THE MEETING

To consider and approve the following as ordinary resolutions (item by item):

ORDINARY RESOLUTIONS

1. **Resolution on election of Mr. Li Xiaopeng as non-executive Director** (*note*)
2. **Resolution on election of Mr. Antony Leung and Mr. Zhao Jun as independent non-executive Directors**
 - 2.1 **Resolution on election of Mr. Antony Leung as independent non-executive Director** (*note*)
 - 2.2 **Resolution on election of Mr. Zhao Jun as independent non-executive Director** (*note*)
3. **Resolution on election of Mr. Jin Qingjun as external supervisor** (*note*)

The resolutions above must obtain more than half of the favourable votes from the Shareholders (or their proxies) attending the 2014 Second Extraordinary General Meeting with voting rights.

Note: For biographical details of the candidates for directors and supervisor, please refer to the circular dated 5 September 2014.

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

III. REGISTRATION OF THE PHYSICAL MEETING

(1) TIME AND MODE OF REPLY BY SHAREHOLDERS WHO INTEND TO ATTEND

Any Shareholders of H Shares intending to attend the Meeting in person or by proxies shall return the reply slip to the Company by mail or fax on or before Tuesday, 30 September 2014.

(2) SHAREHOLDERS OF H SHARES

(a) Closure of Register of Members of H Shares

In order to determine the Shareholders of H Shares who will be entitled to attend the Meeting, the Company will suspend registration of transfer of Shares from Saturday, 20 September 2014 to Monday, 20 October 2014 (both days inclusive).

In order to qualify to attend the Meeting, holders of H Shares of the Company whose transfer documents have not been registered must deposit the transfer documents accompanied by relevant share certificates to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, 19 September 2014. Shareholders of H Shares whose names are recorded in the register of members of the Company on Monday, 13 October 2014 are entitled to attend the Meeting.

(b) Registration of Attendance

A qualified H Shareholder or Shareholder proxy entitled to attend the Meeting shall produce his/her ID card for registration. In case of corporate Shareholder, its legal representative or other authorised representative appointed by resolutions of its board of directors or its governing body can attend the Meeting. Such authorized representative shall produce for registration a copy of the resolutions of the board of directors or the governing body appointing him/her.

(c) Requirements for Proxies on Registration and Documents to be Provided when Voting

- (i) Any Shareholder of H Shares entitled to participate in and vote at the Meeting may appoint one or more persons as his/her proxy/proxies by writing to participate in and vote at the Meeting on his/her behalf. A proxy may not necessarily be a Shareholder of the Company.

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

- (ii) A Shareholder of H Shares shall appoint a proxy in writing. The Shareholder of H Shares or his/her proxy duly appointed by a written authorisation shall sign the proxy form in writing. If the Shareholder of H Shares is a legal person, the proxy form must be either under the common seal of the Shareholders of H Shares or signed by its director(s) or the duly authorized proxy(proxyes). If the proxy form is signed by the proxy appointed by the Shareholder of H Shares, the power of attorney authorising that proxy to sign or other authorisation document(s) shall be notarized.

- (iii) The proxy form, together with the power of attorney or other authorisation document(s) (if any) must be delivered by the Shareholder of H Shares to the H Share Registrar of the Company no later than 24 hours before the time designated for holding the Meeting or any adjournment thereof (as the case may be). The H Share Registrar of the Company is Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

- (iv) Completion and return of the proxy forms shall not preclude an H Share Shareholder from attending and voting in person at the Meeting with the documents listed in the above Item (b) "Registration of Attendance". If an H Share Shareholder attends and votes in person at the Meeting after he/she delegated a proxy, the delegation shall be deemed to have been terminated and the proxy form held by his/her proxy shall be deemed to be invalid.

IV. OTHER MATTERS

(1) Contact Details of the Company

Address: 49/F, China Merchants Bank Tower, No. 7088
Shennan Boulevard, Shenzhen, The People's Republic of China
Postcode: 518040
Contact person: Feng Guannan, Pi Lei
Tel: (86 755) 8319 5832, 8319 5829
Fax: (86 755) 8319 5109

- (2) All Shareholders and proxies of the Shareholders attending the Meeting shall take care of their own transportation fee, accommodation and other related expenses.

NOTICE OF THE EXTRAORDINARY GENERAL MEETING

- (3) As at the Latest Practicable Date, the executive directors of the Company are Tian Huiyu, Zhang Guanghua and Li Hao; the non-executive directors of the Company are Li Jianhong, Ma Zehua, Li Yinquan, Fu Gangfeng, Sun Yueying, Fu Junyuan and Hong Xiaoyuan; and the independent non-executive directors of the Company are Xu Shanda, Wong Kwai Lam, Pan Chengwei, Pan Yingli, Guo Xuemeng and Xiao Yuhuai.

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

Li Jianhong
Chairman

5 September 2014