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**招商銀行**

CHINA MERCHANTS BANK

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: 3968)**



永隆銀行有限公司

**WING LUNG BANK LTD**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 0096)**

## **JOINT ANNOUNCEMENT**

### **COMPLETION OF COMPULSORY ACQUISITION OF WLB SHARES AND WITHDRAWAL OF LISTING OF WLB SHARES**

**Financial adviser to China Merchants Bank Co., Ltd.**

**J.P.Morgan**

The Compulsory Acquisition of the Outstanding WLB Shares by CMB was completed on 15 January 2009.

Trading of the WLB Shares has been suspended from 9:30 a.m. on Tuesday, 28 October 2008 and will continue to be suspended until the withdrawal of listing of the WLB Shares on the Stock Exchange.

Listing of the WLB Shares on the Stock Exchange will be withdrawn with effect from 9:30 a.m. on Friday, 16 January 2009.

Reference is made to the composite offer document jointly issued by China Merchants Bank Co., Ltd. (“**CMB**”) and Wing Lung Bank, Limited (“**WLB**”) and despatched to the WLB Shareholders on 6 October 2008 (the “**Composite Offer Document**”) and a joint announcement made by CMB and WLB on 27 October 2008 regarding the close of the General Offer and suspension of trading of WLB Shares (the “**Joint Announcement**”). Further reference is also made to the Compulsory Acquisition Notice despatched to the holders of the Outstanding WLB Shares on 13 November 2008. Capitalised terms used in this announcement shall have the same meaning as ascribed to them in the Composite Offer Document and the Joint Announcement, unless the context otherwise requires.

## COMPLETION OF COMPULSORY ACQUISITION OF WLB SHARES

Notices of Compulsory Acquisition were despatched to the holders of Outstanding WLB Shares who have not accepted the General Offer (the “**Dissenting WLB Shareholders**”) on 13 November 2008. As at 14 January 2009, CMB had received valid responses to the Compulsory Acquisition Notice in respect of 3,897,985 WLB Shares (representing approximately 1.68% of the entire issued share capital of WLB). As stated in the Compulsory Acquisition Notice, the Dissenting WLB Shareholders were entitled to apply to the High Court of Hong Kong for an order to the contrary within two months from the date of the Compulsory Acquisition Notice. Based on the searches made on 15 January 2009, no application was made to the High Court of Hong Kong by any Dissenting WLB Shareholders for an order to the contrary. As such, CMB is entitled and bound to acquire the Outstanding WLB Shares.

The Compulsory Acquisition was completed on 15 January 2009 when all the Outstanding WLB Shares were transferred to CMB. The amount representing the price payable by CMB for the Outstanding WLB Shares shall be transferred to WLB by CMB and kept in a separate account by WLB on trust for the Dissenting WLB Shareholders. The Dissenting WLB Shareholders are hereby requested to contact WLB forthwith with evidence of title to the WLB Shares to claim their respective entitlement under the trust.

As a result of the completion of the Compulsory Acquisition, WLB has become a direct wholly-owned subsidiary of CMB.

## WITHDRAWAL OF LISTING OF WLB SHARES

Trading of the WLB Shares has been suspended from 9:30 a.m. on Tuesday, 28 October 2008 and will continue to be suspended until the withdrawal of listing of the WLB Shares on the Stock Exchange.

Listing of the WLB Shares on the Stock Exchange will be withdrawn with effect from 9:30 a.m. on Friday, 16 January 2009.

By order of the board of  
**China Merchants Bank Co., Ltd.**  
**Dr Qin Xiao**  
*Chairman*

By order of the board of  
**Wing Lung Bank, Limited**  
**Dr Ma Weihua**  
*Chairman*

15 January 2009

*As at the date of this announcement, the executive directors of CMB are Dr. Ma Weihua, Dr. Zhang Guanghua and Mr. Li Hao; the non-executive directors of CMB are Dr. Qin Xiao, Dr. Wei Jiafu, Dr. Fu Yuning, Mr. Li Yinquan, Mr. Hong Xiaoyuan, Mr. Ding An Hua Edward, Ms. Sun Yueying, Mr. Wang Daxiong and Mr. Fu Junyuan; and the independent non-executive directors of CMB are Dr. Wu Jiesi, Dr. Yan Lan, Mr. Yi Xiqun, Mr. Chow Kwong Fai Edward, Mr. Liu Yongzhang and Dr. Liu Hongxia.*

*As at the date of this announcement, the executive directors of WLB are Mr. Zhu Qi (Chief Executive) and Mr. Che-shum Chung, the non-executive directors of WLB are Dr. Ma Weihua (Chairman), Dr. Zhang Guanghua (Vice-Chairman), Mr. Li Hao, Dr. Zheng Xianbing, Dr. Xu Shiqing and Dr. Philip Po-him Wu and the independent non-executive directors of WLB are Dr. Norman Nai-pang Leung, Mr. Lincoln Hung-leung Soo and The Hon Bernard Charnwut Chan.*