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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)

CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

The board of directors (the “**Board**”) of China Merchants Bank Co., Ltd. (the “**Company**”, “**CMB**” or the “**Bank**”) announced that the Board has determined to appoint Mr. Liu Jianjun (“**Mr. Liu**”) as the company secretary and authorised representative of CMB upon consideration and approval at the 42nd meeting of the Tenth Session of the Board of the Company, and his term of office took effect from 24 April 2019 and will expire at the conclusion of the Tenth Session of the Board.

The biographic details of Mr. Liu are as follows:

Mr. Liu Jianjun, aged 53, is an Executive Vice President of the Company. Mr. Liu obtained a master's degree in National Economics from Dongbei University of Finance and Economics and is a senior economist. He has successively served as the Deputy General Manager of Jinan Branch of the Company, the General Manager of the Retail Banking Department under the Head Office, a Senior Vice President of the Retail Banking Department under the Head Office and the Business Executive of the Head Office since September 2000. He has been an Executive Vice President of the Company since December 2013. He is concurrently the Director of the Credit Card Center of the Company, the chairman of CIGNA & CMB Life Insurance Co., Ltd., a director of China UnionPay Co., Ltd. and a member of Visa Asia Pacific Senior Advisory Council.

In respect of Mr. Liu's appointment as the company secretary, the Company has applied for, and The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) has granted a conditional waiver from strict compliance with Rule 3.28 of the Rules Governing the Listing of Securities on the Stock Exchange (the “**Listing Rules**”) on 18 April 2019. The term of waiver commenced from the date of appointment of Mr. Liu as the company secretary (i.e. 24 April 2019) and will expire on 23 April 2022 (the “**Waiver Period**”). The waiver is on condition that Mr. Liu will be assisted by Mrs. Seng Sze Ka Mee, Natalia (“**Mrs. Seng**”) (the current joint company secretary of the Company) during the Waiver Period. The waiver will be revoked immediately if and when Mrs. Seng ceases to provide assistance to Mr. Liu in assisting him to discharge his duties as a company secretary. The Company shall notify the Stock Exchange at the end of the Waiver Period to re-visit the situation. The Stock Exchange expects that after the end of the Waiver Period, the Company is able to demonstrate that Mr. Liu can satisfy Rule 3.28 of the Listing Rules after having the benefit of Mrs. Seng's assistance such that a further waiver will not be necessary.

Due to changes in the assignment of responsibilities in the Bank, Mr. Wang Liang resigned as the company secretary and authorised representative of the Company with effect from 24 April 2019.

Mr. Wang Liang has confirmed that he has no disagreement with the Board and he is not aware of any other matter relating to his resignation that needs to be brought to the attention of the shareholders and creditors of the Company.

By Order of the Board
China Merchants Bank Co., Ltd.
Liu Jianjun Seng Sze Ka Mee Natalia
Joint Company Secretaries

24 April 2019

As at the date of this announcement, the executive director of the Company is Tian Huiyu; the non-executive directors of the Company are Li Jianhong, Fu Gangfeng, Sun Yueying, Zhou Song, Hong Xiaoyuan, Zhang Jian, Su Min and Wang Daxiong; and the independent non-executive directors of the Company are Leung Kam Chung, Antony, Pan Chengwei, Zhao Jun, Wong See Hong, Li Menggang and Liu Qiao.