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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)**

## **CHANGE OF SECRETARY OF THE BOARD, COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

The board of directors (the “**Board**”) of China Merchants Bank Co., Ltd. (the “**Company**” or “**CMB**”) announced that, as considered and approved at the 17th meeting of the 12th session of the Board of the Company, the Board agreed to appoint Mr. Peng Jiawen (“**Mr. Peng**”) as the Secretary of the Board of CMB who at the same time was appointed as the Company Secretary and the Authorised Representative under Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) of CMB, with the terms all commencing from the date of approval at the Board meeting (28 April 2023) until the date of expiry of the 12th session of the Board.

The biographical details of Mr. Peng are set out below:

**Mr. Peng Jiawen**, born in May 1969, is the Executive Assistant President, Chief Financial Officer and Secretary of the Board of the Company. He is a senior economist and graduated from Zhongnan University of Economics and Law with a bachelor's degree in National Economic Planning. Mr. Peng Jiawen joined the Company in September 2001 and successively served as the Assistant General Manager and Deputy General Manager of the Planning and Finance Department of the Head Office, the Deputy General Manager and General Manager of the Overall Retail Management Department of the Head Office, the Deputy General Manager and Vice President of the General Office of Retail Finance of the Head Office, Vice President of the General Office of Retail Finance of the Head Office and General Manager of the Retail Credit Business Department of the Head Office, General Manager of Zhengzhou Branch and General Manager of the Assets and Liabilities Management Department of the Head Office. He has served as the Executive Assistant President and Chief Financial Officer of the Company since February 2023, concurrently serving as the General Manager of the Assets and Liabilities Management Department of the Head Office of the Company. He serves as the Secretary of the Board, the Company Secretary and the Authorised Representative under Rule 3.05 of the Listing Rules with effect from 28 April 2023.

As far as the Company is aware, as of the date of this announcement, Mr. Peng holds 167,700 A Shares in the Company and, save for that, he does not have any interest in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as mentioned above, Mr. Peng does not have any relationship with other Directors, Supervisors, senior management or substantial shareholders of the Company. There is no conflict of interest between Mr. Peng and the Company, and there are no circumstances under which he is prohibited from acting as a member of senior management of a listed company under the relevant laws, regulations and rules. As of the date of this announcement, Mr. Peng has not been penalised by the securities regulatory authorities of the State Council or other relevant authorities, or punished by any stock exchange.

In respect of Mr. Peng's appointment as the Company Secretary, the Company has applied to The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") and received a letter from the Stock Exchange on 4 April 2023 conditionally waiving the Company from strict compliance with Rule 3.28 of the Listing Rules. The term of the waiver commences from the date on which Mr. Peng is appointed as the Company Secretary (i.e. 28 April 2023) and expires on 27 April 2026 (the "**Waiver Period**"), on the condition that Mr. Peng will be assisted by Ms. Ho Wing Tsz Wendy ("**Ms. Ho**") (the current Joint Company Secretary of the Company who possesses the requisite qualification and experience of a company secretary as required under Rule 3.28 and Rule 8.17 of the Listing Rules) during the Waiver Period. The waiver will be revoked immediately if and when Ms. Ho ceases to provide assistance to Mr. Peng in assisting him to discharge his duties as 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. Peng can satisfy Rule 3.28 of the Listing Rule after having the benefit of Ms. Ho's assistance such that a further waiver will not be necessary.

Due to changes in the internal positions, Mr. Wang Liang ceases to concurrently serve as the Secretary of the Board of Directors and Company Secretary of CMB, while Ms. Ho ceases to concurrently serve as the Authorised Representative under Rule 3.05 of the Listing Rules of the Company. Mr. Wang Liang has confirmed that he has no disagreement with the Board and there are no other matters relating to him for no longer concurrently serving as the Secretary of the Board and Company Secretary of the Company that need to be brought to the attention of the shareholders and creditors of the Company. Ms. Ho has confirmed that she has no disagreement with the Board and there are no other matters relating to her for no longer serving as the Authorised Representative under Rule 3.05 of the Listing Rules that need to be brought to the attention of the shareholders and creditors of the Company.

The Board highly appreciated and expressed its sincere gratitude to Mr. Wang Liang for his contributions to the Company during his tenure as the Secretary of the Board and Company Secretary, and Ms. Ho for her contributions to the Company during her tenure as the Authorised Representative under Rule 3.05 of the Listing Rules.

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

28 April 2023

*As at the date of this announcement, the Executive Director of the Company is Wang Liang; the Non-executive Directors of the Company are Miao Jianmin, Hu Jianhua, Sun Yunfei, Zhou Song, Hong Xiaoyuan, Zhang Jian and Chen Dong; and the Independent Non-executive Directors of the Company are Wong See Hong, Li Menggang, Liu Qiao, Tian Hongqi, Li Chaoxian and Shi Yongdong.*