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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)**

## **ANNOUNCEMENT ON RESOLUTIONS OF THE BOARD OF SUPERVISORS**

Notice of the 30th meeting of the Eleventh Session of the Board of Supervisors of China Merchants Bank Co., Ltd. (the “Company” or “China Merchants Bank”) was issued on 19 May 2022. The meeting was held on 20 May 2022 by way of signature in written form. 9 out of 9 eligible Supervisors voted at the meeting, and the total number of valid votes was 9. The convening of the meeting was in compliance with the relevant provisions of the Company Law of the People's Republic of China and the Articles of Association of China Merchants Bank Co., Ltd..

The following resolutions were considered and approved at the meeting:

- I. The “Resolution on the List of the Candidates for the Shareholder Supervisors and External Supervisors for the Twelfth Session of the Board of Supervisors” was considered and approved, and it was agreed that:**

According to the re-election plan for the Twelfth Session of the Board of Supervisors, the Twelfth Session of the Board of Supervisors comprises of nine Supervisors, including three Shareholder Supervisors, three External Supervisors and three Employee Supervisors. The list of candidates for Shareholder Supervisors and External Supervisors of the Twelfth Session of the Board of Supervisors (which was considered and approved at the meeting) proposed to be submitted for election at the 2021 annual general meeting of the Company is as follows:

Three candidates for Shareholder Supervisors, i.e. Luo Sheng, Peng Bihong and Wu Heng.

Three candidates for External Supervisors, i.e. Xu Zhengjun, Cai Hongping and Zhang Xiang.

The Shareholder Supervisors and External Supervisors of the Twelfth Session of the Board of Supervisors will serve for a term of three years. The terms shall be effective from the date of approval at the general meeting of the Company until expiry of the Twelfth Session of the Board of Supervisors.

Three Employee Supervisors will be elected democratically at the employee representative meeting of the Company.

Voted in favour: 9 votes Voted against: 0 vote Abstained from voting: 0 vote

For the biographies and related information of the candidates for Shareholder Supervisors and External Supervisors above, please see the appendix. The Company will publish a separate announcement on the election of the Employee Supervisors.

**II. The “Resolution on the Amendments to the Articles of Association of China Merchants Bank Co., Ltd.” was considered and approved.**

Voted in favour: 9 votes Voted against: 0 vote Abstained from voting: 0 vote

**III. “2021 Data Governance Work Summary and 2022 Work Plan” was considered and approved.**

Voted in favour: 9 votes Voted against: 0 vote Abstained from voting: 0 vote

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

20 May 2022

*As at the date of this announcement, the executive directors of the Company are Wang Liang and Tian Huiyu; the non-executive directors of the Company are Miao Jianmin, Fu Gangfeng, Zhou Song, Hong Xiaoyuan, Zhang Jian, Su Min, Wang Daxiong and Luo Sheng; and the independent non-executive directors of the Company are Wong See Hong, Li Menggang, Liu Qiao, Tian Hongqi, Li Chaoxian and Shi Yongdong.*

Appendix:

## **BIOGRAPHICAL DETAILS AND RELATED INFORMATION OF THE CANDIDATES FOR SHAREHOLDER SUPERVISORS AND EXTERNAL SUPERVISORS**

### **CANDIDATES FOR SHAREHOLDER SUPERVISORS**

**Mr. Luo Sheng**, born in September 1970, graduated from the Business School of Nankai University majoring in corporate governance with a doctor degree. Mr. Luo is currently the Deputy General Manager and the temporary Head of Dajia Insurance Group Co., Ltd. and a Director of both Dajia Life Insurance Co., Ltd and Gemdale Corporation (a company listed on Shanghai Stock Exchange). He successively served as the principal staff member of the Regulation Division under the Policy and Regulation Department, the principal staff member of the Market Analysis Division under the Development and Reform Department, the Deputy Director and Director of the Corporate Governance Division under the Development and Reform Department as well as the deputy director of the Regulation Department of the China Insurance Regulatory Commission. He has also served as an Executive Director, the Executive Vice President, Secretary to the Board of Directors, and General Manager of Shanghai Branch of China Insurance Information Technology Management Co., Ltd., and the Deputy Director of the Development and Reform Department of China Insurance Regulatory Commission, etc. He has been serving as the Non-Executive Director of the eleventh session of the Board of the Company since June 2019.

As far as the Company is aware, as at the date of this announcement, Mr. Luo does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Luo has not been penalised by the securities regulatory authority of the State Council and other relevant departments or punished by any stock exchange.

**Mr. Peng Bihong**, born in October 1963, is a Shareholder Supervisor of the Company. Mr. Peng graduated from Hunan College of Finance and Economics (湖南財經學院) majoring in Finance and obtained a master's degree in Economics from Wuhan University. Mr. Peng is a non-practicing member and a lecturer of Chinese Institute of Certified Public Accountants. He currently serves as the Chief Accountant of China Communications Construction Group (Limited), and concurrently a Director of China State-owned Enterprise Structural Adjustment Fund Co., Ltd. (中國國有企業結構調整基金股份有限公司), the Vice Chairman of the Council of China Oceanic Development Foundation (中國海洋發展基金會), the Vice Chairman of Jiang Tai Insurance Brokers Co., Ltd., the Vice Chairman and a Council Member of the Communications Branch of China Institute of Internal Audit, the Vice Chairman of China Communications Accounting Society, a member of the Strategy Advisory Committee of Shanghai National Accounting Institute and an intelligent finance specialist of Shared Finance Special Committee of The Innovation & Entrepreneurship Education Alliance of China. He has worked for China Poly Group Corporation Limited (formerly known as China Poly Group Corporation (中國保利集團公司)) for nearly 20 years, serving successively as the Director of the Finance Department of China Poly Group Corporation, the General Manager of Poly Finance Company Limited, the Chief Financial Officer of Poly Real Estate Group Co., Ltd. and the Chief Accountant of Poly Group, as well as the Chairman of Poly Finance Company Limited and Poly Investment Holdings Co., Ltd. respectively. He served as the Chief Financial Officer of China Communications Construction Company Limited from September 2018 to September 2019.

As far as the Company is aware, as at the date of this announcement, Mr. Peng does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Peng has not been penalised by the securities regulatory authority of the State Council and other relevant departments or punished by any stock exchange.

**Mr. Wu Heng**, born in August 1976, is a Shareholder Supervisor of the Company and a postgraduate from the Department of Accounting of Shanghai University of Finance and Economics. Mr. Wu obtained a master's degree in Management and is a senior accountant. He is the General Manager of Finance Affairs Department of SAIC Motor Corporation Limited, the General Manager of SAIC Motor Financial Holding Management Co., Ltd., a Non-executive Director of Bank of Chongqing Co., Ltd. (a company listed on Hong Kong Stock Exchange and Shanghai Stock Exchange) and a Director of Wuhan Kotei Informatics Co.,Ltd. (a company listed on Shenzhen Stock Exchange). He consecutively served as a Deputy Manager and Manager of Planning and Finance Department as well as a Manager of Fixed Income Department of Shanghai Automotive Group Finance Company, Ltd. from March 2000 to March 2005. He consecutively served as a Section Chief, Assistant to Executive Controller and the Manager of Accounting Section of Finance Department of SAIC Motor Corporation Limited from March 2005 to April 2009, the Chief Financial Officer of Huayu Automotive Systems Co., Ltd. (a company listed on Shanghai Stock Exchange) from April 2009 to May 2015, and concurrently serving as the Director and General Manager of Huayu Automotive Systems (Shanghai) Co., Ltd. (華域汽車系統(上海)有限公司) during the period from May 2014 to May 2015, and the Deputy General Manager of the Finance Affairs Department of SAIC Motor Corporation Limited from May 2015 to August 2019.

As far as the Company is aware, as at the date of this announcement, Mr. Wu does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Wu has not been penalised by the securities regulatory authority of the State Council and other relevant departments or punished by any stock exchange.

If the above candidates for Shareholder Supervisors are elected as Shareholder Supervisors of the Company, they will not receive any Supervisor remuneration. Save as disclosed above, the above candidates for Shareholder Supervisors have neither held any director or supervisor position in any other listed public companies, nor any other major appointment or qualification during last three years. Save as disclosed above, they also do not have any relationship with any other Directors, Supervisors or senior management or substantial Shareholders of the Company.

In addition, there is no other information in relation to the above candidates for Shareholder Supervisors which is discloseable pursuant to any of the requirements set out in Rules 13.51(2) (h) to 13.51(2)(v) of the the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**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 EXTERNAL SUPERVISORS

**Mr. Xu Zhengjun**, born in September 1955, is an External Supervisor of the Company. Mr. Xu obtained a master's degree in the Maritime Transportation Management from Shanghai Maritime University and is a senior political engineer. He is currently an Independent Director of China Merchants RenHe Life Insurance Co., Ltd.. He previously served as the Section Chief and the Department Head of Shanghai Ocean Shipping Co., Ltd., the General Manager of the crew company and land property company of COSCO Container Lines Co., Ltd., the Assistant to General Manager of COSCO Container Lines Co., Ltd., the General Manager of Shanghai Ocean Shipping Co., Ltd., the Secretary of the Disciplinary Committee of COSCO Container Lines Co., Ltd., the General Manager of COSCO (HK) Industry & Trade Holdings Ltd., the Vice Chairman of Shenzhen Guangju Energy Co., Ltd. (a company listed on Shenzhen Stock Exchange), the Vice President and General Counsel of COSCO (Hong Kong) Group Limited and the Director of True Smart International Limited, the General Manager and Executive Director of COSCO International Holdings Limited, the Chairman of the Corporate Governance Committee of COSCO International and the Independent Director of Sinotrans Shipping Limited.

As far as the Company is aware, as at the date of this announcement, Mr. Xu does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Xu has not been penalised by the securities regulatory authority of the State Council and other relevant departments or punished by any stock exchange.

**Mr. Cai Hongping**, born in December 1954, holds a bachelor's degree in journalism from Fudan University. He is the Chairman of AGIC Capital and concurrently serving as an independent director of China Eastern Airlines Corporation Ltd. (a company listed on the Shanghai Stock Exchange and the Hong Kong Stock Exchange), COSCO SHIPPING Development Co., Ltd. (a company listed on the Shanghai Stock Exchange and the Hong Kong Stock Exchange), Shanghai Pudong Development Bank Co., Ltd. (a company listed on the Shanghai Stock Exchange), BYD Company Limited (a company listed on the Shenzhen Stock Exchange and the Hong Kong Stock Exchange) and China Conch Environment Protection Holdings Limited (a company listed on the Hong Kong Stock Exchange), and was an independent director of China Oceanwide Holdings Limited (a company listed on the Hong Kong Stock Exchange). From 1996 to 1997, Mr. Cai Hongping served as the senior vice president and managing director of Peregrine Investments Holdings Limited. He served as the chairman of China of BNP Paribas Capital (Asia Pacific) Limited from 1998 to 2005 and served as the chairman of UBS AG in Asia from 2006 to 2010, and served as the executive chairman of Investment Banking Asia Pacific of Deutsche Bank from 2010 to 2015.

As far as the Company is aware, as at the date of this announcement, Mr. Cai does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Cai has not been penalised by the securities regulatory authority of the State Council and other relevant departments or punished by any stock exchange.

**Mr. Zhang Xiang**, born in December 1963, obtained a doctorate degree in Mechanical Engineering from the University of California, Berkeley and a master's degree from the Department of Physics of Nanjing University. He is an elected member of the US National Academy of Engineering, a foreign member of the Chinese Academy of Sciences, an elected member of the Academia Sinica and the president of the University of Hong Kong. Mr. Zhang was the inaugural Ernest S. Kuh Endowed Chair Professor at the University of California, Berkeley, and the Director of the US National Science Foundation Nano-scale Science and Engineering Center. He was an assistant professor at Pennsylvania State University in 1996, an associate professor and professor at the University of California, Los Angeles from 1999 to 2004, an associate professor and professor at the Mechanical Engineering Department and the Institute of Applied Science and Technology of the University of California, Berkeley from 2004 to 2018 and a director of Materials Science Division at the Lawrence Berkeley National Laboratory from 2014 to 2016.

As far as the Company is aware, as at the date of this announcement, Mr. Zhang does not have any interests in the shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance. Mr. Zhang has not been penalised by the securities regulatory authority of the State Council and other relevant departments or punished by any stock exchange.

If the above candidates for External Supervisors are elected as External Supervisors of the Company, they will receive RMB0.4 million annually as pre-tax Supervisor fees. Save as disclosed above, the above candidates for External Supervisors have neither held any director or supervisor position in any other listed public companies, nor any other major appointment or qualification during the last three years. Save as disclosed above, they also do not have any relationship with any other Directors, Supervisors or senior management or substantial Shareholders of the Company.

In addition, there is no other information in relation to the above candidates for External Supervisors which is discloseable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the 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.