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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 REGARDING RESOLUTIONS PASSED AT THE FIRST MEETING OF THE TWELFTH SESSION OF THE BOARD OF DIRECTORS**

Notice of the first meeting of the Twelfth Session of the Board of Directors of China Merchants Bank Co., Ltd. (the “**Company**” or “**China Merchants Bank**”) was issued by e-mail on 27 June 2022. The meeting was held by way of remote video and telephone conference on 29 June 2022. Chairman Miao Jianmin presided over the meeting. 13 out of 13 eligible Directors of the Company attended the meeting. 9 Supervisors of the Company were present at the meeting. 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 regarding the Election of Chairman of the Twelfth Session of the Board of Directors of China Merchants Bank”.** Mr. Miao Jianmin was elected as Chairman of the Twelfth Session of the Board of Directors at the meeting, and the term of office of Mr. Miao Jianmin shall be effective from the date of consideration and approval at the Board of Directors’ meeting until the expiration of the Twelfth Session of the Board of Directors.

Voted in favour : 13 votes      Voted against : 0 vote      Abstained from voting : 0 vote

- II. The “Resolution regarding the Election of Vice Chairmen of the Twelfth Session of the Board of Directors of China Merchants Bank”.** Mr. Hu Jianhua and Mr. Fu Gangfeng were elected as Vice Chairmen of the Twelfth Session of the Board of Directors at the meeting. The qualification of Mr. Hu Jianhua serving as the Vice Chairman of the Company shall be subject to approval by the China Banking and Insurance Regulatory Commission (the “**CBIRC**”) and the term of office of Mr. Hu Jianhua shall be effective from the date of approval by the CBIRC until the expiration of the Twelfth Session of the Board of Directors. The term of office of Mr. Fu Gangfeng as the Vice Chairman shall be effective from the date of consideration and approval at the Board of Directors’ meeting until the expiration of the Twelfth Session of the Board of Directors.

Voted in favour : 13 votes      Voted against : 0 vote      Abstained from voting : 0 vote

**III. The “Resolution regarding the Composition of the Members of Each of the Specialized Committees under the Twelfth Session of the Board of Directors of China Merchants Bank”.** The composition of the members of each of the specialized committees under the Twelfth Session of the Board of Directors of China Merchants Bank is as follows:

1. Strategy Committee of the Board of Directors

Chairperson: Miao Jianmin; Members: Hu Jianhua, Fu Gangfeng, Wang Liang, Zhou Song, Li Chaoxian;

2. Nomination Committee of the Board of Directors

Chairperson: Wong See Hong; Members: Miao Jianmin, Wang Liang, Li Menggang, Liu Qiao;

3. Remuneration and Appraisal Committee of the Board of Directors

Chairperson: Li Menggang; Members: Hong Xiaoyuan, Chen Dong, Liu Qiao, Li Chaoxian;

4. Risk and Capital Management Committee of the Board of Directors

Chairperson: Hong Xiaoyuan; Members: Wang Liang, Zhang Jian, Chen Dong, Liu Qiao, Shi Yongdong;

5. Audit Committee of the Board of Directors

Chairperson: Tian Hongqi; Members: Zhou Song, Sun Yunfei, Wong See Hong, Li Menggang, Shi Yongdong;

6. Related Party Transactions Management and Consumer Rights Protection Committee of the Board of Directors

Chairperson: Li Chaoxian; Members: Su Min, Li Delin, Wong See Hong, Tian Hongqi.

Amongst the above members, the formal assumption of office of the four members including Hu Jianhua, Sun Yunfei, Chen Dong and Li Delin is subject to approval on their qualifications for directorship by the CBIRC.

Voted in favour : 13 votes

Voted against : 0 vote

Abstained from voting : 0 vote

**IV. The “Resolution regarding the Appointment of the Senior Management, Authorised Representatives, Company Secretaries and Securities Representative of China Merchants Bank”. Details are listed below:**

<b>Positions</b>	<b>Name</b>
President	Wang Liang
Vice President	Wang Jianzhong, Shi Shunhua, Wang Yungui, Li Delin and Zhu Jiangtao
Chief Financial Officer	Wang Liang
Secretary of the Board of Directors	Wang Liang
Chief Risk Officer	Zhu Jiangtao
Authorised Representatives under Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited	Wang Liang, Ho Wing Tsz Wendy
Company Secretaries	Wang Liang, Ho Wing Tsz Wendy
Securities Representative	Xia Yangfang

The term of office of the aforesaid personnel shall be effective from the date of consideration and approval at the Board of Directors’ meeting until the expiration of the Twelfth Session of the Board of Directors.

Voted in favour : 13 votes      Voted against : 0 vote      Abstained from voting : 0 vote

The biographical details of the Chairman, Vice Chairmen and President of the Company are as follows:

**Chairman**

**Mr. Miao Jianmin**, born in January 1965, is the Chairman and Non-Executive Director of the Company. Mr. Miao obtained a doctorate degree in Economics from Central University of Finance and Economics and is a senior economist. He is an alternate member of the nineteenth Central Committee of the Communist Party of China. Mr. Miao is the Chairman of China Merchants Group Ltd. and concurrently serves as the Chairman of China Merchants Life Insurance Company Limited. Mr. Miao was the Vice Chairman and President of China Life Insurance (Group) Company, the Vice Chairman, President and Chairman of The People’s Insurance Company (Group) of China Limited (a company listed on the Hong Kong Stock Exchange), the Chairman of PICC Property and Casualty Company Limited (a company listed on the Hong Kong Stock Exchange), the Chairman of PICC Asset Management Company Limited, the Chairman of PICC Health Insurance Company Limited, the Chairman of The People’s Insurance Company of China (Hong Kong), Limited, the Chairman of PICC Capital Investment Management Company Limited, the Chairman of PICC Pension Company Limited and the Chairman of PICC Life Insurance Company Limited.

## Vice Chairmen

**Mr. Hu Jianhua**, born in November 1962, is a senior engineer with a doctorate degree in Business Administration from the University of South Australia. He currently serves as the Director and General Manager of China Merchants Group Ltd.. He joined China Merchants Group Ltd. in May 2007 and served successively as Director, Executive Deputy General Manager and General Manager of China Merchants Holdings (International) Company Limited, Assistant General Manager of China Merchants Group Ltd.. He served as the Director and Deputy General Manager of China Merchants Group Ltd. since March 2015. Since December 2019, he has been serving as the Director and General Manager of China Merchants Group Ltd. and has concurrently served as the Chairman of the Board of Supervisors of China Merchants Life Insurance Company Limited since June 2020. From 2014 to 2018, he served as an Independent Director of CIC Overseas Direct Investment Co., Ltd..

**Mr. Fu Gangfeng**, born in December 1966, is the Vice Chairman and Non-Executive Director of the Company. Mr. Fu obtained a bachelor's degree in Finance and a master's degree in Management Engineering from Xi'an Highway College and is a senior accountant. He currently serves as the Chairman of State Development & Investment Corp., Ltd.. He serves as a member and standing committee member of the 13th Session of the Shanghai People's Political Consultative Committee. He was the Deputy Director of the Shekou ZhongHua Certified Public Accountants, the Director of the Chief Accountant Office, Deputy Chief Accountant and the Chief Financial Officer of China Merchants Shekou Industrial Zone Co., Ltd., the Chief Financial Officer of China Merchants Shekou Holdings Co., Ltd., the General Manager of the Finance Division, the Chief Financial Officer and Chief Accountant of China Merchants Group Ltd., the Director and General Manager of China Merchants Group Ltd., the Chairman of China Merchants Port Group Co., Ltd. (a company listed on Shenzhen Stock Exchange), the Executive Director and Chairman of the Board of Directors of China Merchants Port Holdings Company Limited (a company listed on Hong Kong Stock Exchange), the Chairman of the Board of Supervisors of China Merchants Life Insurance Company Limited and the Director and General Manager of China COSCO Shipping Corporation Limited.

## President

**Mr. Wang Liang**, born in December 1965, is an Executive Director, President, concurrently Chief Financial Officer and Secretary of the Board of Directors of the Company. Mr. Wang obtained a master's degree from Renmin University of China. He is a senior economist. He joined Beijing Branch of the Company in June 1995 and successively served as Assistant General Manager, Deputy General Manager and General Manager of Beijing Branch of the Company from October 2001. He served as Executive Assistant President of the Company and concurrently as General Manager of Beijing Branch of the Company from June 2012. He ceased to serve as General Manager of Beijing Branch from November 2013. He became Executive Vice President of the Company from January 2015 and concurrently served as Secretary of the Board of Directors of the Company from November 2016 to April 2019. He has been concurrently serving as Chief Financial Officer of the Company from April 2019. He served as First Executive Vice President from August 2021 and has been Secretary of the Board of Directors, Company Secretary, as well as the authorised representative in charge of matters in relation to listing in Hong Kong since August 2021. He has been presiding over overall business of the Company since 18 April 2022. He has been President of the Company since 15 June 2022. He concurrently serves as Chairman of CMB International

Capital Holdings Corporation Limited, Chairman of CMB International Capital Corporation Limited, Vice President of the Payment & Clearing Association of China, a member of the High-level Steering and Coordination Committee for Data Governance of the China Banking and Insurance Regulatory Commission, a Director of the fourth session of the Professional Committee for Intermediate Business of the China Banking Association and an Executive Director of the sixth session of the Banking Accounting Society of China.

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

29 June 2022

*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, Fu Gangfeng, Zhou Song, Hong Xiaoyuan, Zhang Jian and Su Min; and the independent non-executive directors of the Company are Wong See Hong, Li Menggang, Liu Qiao, Tian Hongqi, Li Chaoxian and Shi Yongdong.*