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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)

**ANNOUNCEMENT REGARDING
RESOLUTIONS PASSED AT THE 2023
ANNUAL GENERAL MEETING**

According to the notice of the 2023 annual general meeting dated 31 May 2024 (the “**Notice of the AGM**”) issued by China Merchants Bank Co., Ltd. (the “**Company**”), the 2023 annual general meeting of the Company (the “**2023 Annual General Meeting**” or the “**Meeting**”) was held at the Conference Room, 5/F, China Merchants Bank Tower, No. 7088 Shennan Boulevard, Futian District, Shenzhen, Guangdong, the PRC at 9:30 a.m. on Tuesday, 25 June 2024. According to the relevant requirements of the Articles of Association of the Company, elected by more than half of the Directors of the Board of Directors of the Company, Wang Liang, the Director of the Company, presided over and acted as the chairman of the Meeting.

For details about the resolutions considered at the Meeting, please refer to the Notice of the AGM and the circular dated 31 May 2024 (the “**Circular**”), both of which can be downloaded from the Company’s website (www.cmbchina.com) and the website of the Hong Kong Exchanges and Clearing Limited (www.hkex.com.hk). Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those in the Circular.

As at the shareholding registration date of the Meeting (i.e. 18 June 2024), the Company had a total of 25,219,845,601 Ordinary Shares in issue, including 20,628,944,429 A Shares and 4,590,901,172 H Shares, which were the Shares entitling the holders to attend and vote on the resolutions proposed at the Meeting.

Shareholders of ordinary shares and proxies attending the 2023 Annual General Meeting and their shareholdings:

1. Number of Shareholders and proxies attending the Meeting	1,201
Of which: Number of A Shareholders and proxies	1,193
Number of H Shareholders and proxies	8
2. Total number of voting Shares held by Shareholders and proxies attending the Meeting	15,500,072,523
Of which: Total number of Shares held by A Shareholders and proxies	12,492,909,473
Total number of Shares held by H Shareholders and proxies	3,007,163,050
3. Percentage of the total number of voting Shares of the Company held by Shareholders and proxies attending the Meeting (%)	61.4598
Of which: Percentage of the total number of voting Shares of the Company held by A Shareholders and proxies (%)	49.5360
Percentage of the total number of voting Shares of the Company held by H Shareholders and proxies (%)	11.9238

12 out of the 13 existing Directors of the Company attended the Meeting. Non-executive Director Miao Jianmin did not attend the Meeting due to other business commitments. 8 out of the 8 existing supervisors of the Company attended the Meeting. The Secretary of the Board of Directors of the Company attended the Meeting. Certain senior management members of the Company attended the Meeting.

The convening and voting procedures of the Meeting were in compliance with the relevant requirements of the Company Law of the People's Republic of China, the Hong Kong Listing Rules and the Articles of Association.

Pursuant to the Hong Kong Listing Rules, no Shareholders of the Company were required to abstain from voting in respect of the resolutions proposed at the Meeting. There were no Shareholders who had been entitled to attend the Meeting but required to abstain from voting at the Meeting in favour of any resolutions in accordance with Rule 13.40 of the Hong Kong Listing Rules.

Representatives from the Company's Shareholders, representatives from the Supervisors, lawyers of JunHe LLP and Computershare Hong Kong Investor Services Limited (the Company's H Share registrar) and other parties were appointed as the scrutineers to monitor the on-site vote taking process and count the votes at the Meeting; SSE Infonet Co., Ltd. consolidated and calculated the voting results for the resolutions voted by means of on-site voting and online voting.

The voting results of the 2023 Annual General Meeting on all resolutions are as follows:

Ordinary Resolutions		For		Against		Abstained		Passed or not
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	
1	Work Report of the Board of Directors for the year 2023	15,462,908,378	99.7602	17,215,214	0.1111	19,948,931	0.1287	Passed
2	Work Report of the Board of Supervisors for the year 2023	15,467,035,320	99.7869	13,089,272	0.0844	19,947,931	0.1287	Passed
3	Annual Report for the year 2023 (including the Audited Financial Report)	15,467,035,320	99.7869	13,089,272	0.0844	19,947,931	0.1287	Passed
4	Audited Financial Statements for the year 2023	15,462,461,984	99.7574	20,629,208	0.1331	16,981,331	0.1095	Passed
5	Proposal regarding the Profit Appropriation Plan for the year 2023 (including the distribution of final dividend)	15,494,978,905	99.9671	266,572	0.0017	4,827,046	0.0312	Passed
6	Resolution regarding the Engagement of Accounting Firms for the year 2024	15,446,773,703	99.6561	48,448,074	0.3126	4,850,746	0.0313	Passed
7	Proposal regarding Election of Ms. Li Jian as an Independent Non-executive Director of the Twelfth Session of the Board of Directors of China Merchants Bank	15,491,084,663	99.9420	1,524,514	0.0098	7,463,346	0.0482	Passed
8	Proposal regarding Election of Ms. Shi Dai as a Non-executive Director of the Twelfth Session of the Board of Directors of China Merchants Bank	15,177,294,952	97.9176	315,320,225	2.0343	7,457,346	0.0481	Passed
9	Proposal regarding Election of Ms. Liu Hui as a Non-executive Director of the Twelfth Session of the Board of Directors of China Merchants Bank	15,177,281,052	97.9175	315,328,125	2.0343	7,463,346	0.0482	Passed

Ordinary Resolutions		For		Against		Abstained		Passed or not
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	
10	Proposal regarding Election of Mr. Zhu Liwei as a Non-executive Director of the Twelfth Session of the Board of Directors of China Merchants Bank	15,163,381,171	97.8278	329,228,006	2.1240	7,463,346	0.0482	Passed
11	Proposal regarding Election of Mr. Zhong Desheng as an Executive Director of the Twelfth Session of the Board of Directors of China Merchants Bank	15,273,243,485	98.5366	215,136,590	1.3880	11,692,448	0.0754	Passed
12	Proposal regarding Election of Mr. Li Jiming as a Shareholder Supervisor of the Twelfth Session of the Board of Supervisors of China Merchants Bank	15,476,492,683	99.8479	3,810,994	0.0246	19,768,846	0.1275	Passed
13	Related Party Transactions Report for 2023	15,467,084,320	99.7872	12,894,272	0.0832	20,093,931	0.1296	Passed
Special Resolution		For		Against		Abstained		Passed or not
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	
14	Proposal regarding Authorisation to Issue Capital Bonds	15,494,205,376	99.9621	970,338	0.0063	4,896,809	0.0316	Passed

Among the above resolutions, resolution No. 14 is a special resolution, which has been approved by two-thirds or more of the votes from the Shareholders who possess the right to vote (including proxies) attending the Meeting. Other resolutions are ordinary resolutions, which have been approved by more than half of the votes from the Shareholders who possess the right to vote (including proxies) attending the Meeting.

The biographies and other information of the Directors and Supervisor elected at the Meeting have been disclosed in the Circular.

EXPLANATION ON THE CHANGE OF DIRECTORS AND SUPERVISOR

The qualifications of Ms. Li Jian, Ms. Shi Dai, Ms. Liu Hui, Mr. Zhu Liwei and Mr. Zhong Desheng as Directors shall be submitted to the National Financial Regulatory Administration for review, with each of the term of office being effective from the date of approval of the qualification as Directors until the date of expiry of the Twelfth Session of the Board of Directors. Mr. Wong See Hong will, in accordance with the relevant laws and regulations and the provisions of the Articles of Association of the Company, continue to perform his duties as an independent Director and the relevant duties as member of the special committees under the Board of Directors until the qualification of Ms. Li Jian as an independent Director is approved. The Company will make further announcement in due course.

The term of office of Mr. Li Jinming as a Shareholder Supervisor shall be effective from the date of consideration and approval at the Meeting until the date of expiry of the Twelfth Session of the Board of Supervisors.

ATTESTATION BY LAWYER

The Meeting was attested by Cai Qiyang and Lan Jiayi appointed by JunHe LLP who issued a written legal opinion, certifying that the convening and procedures of the Meeting, the qualifications of the attendees and the voting procedures were in compliance with the relevant laws, administrative regulations and rules such as the Company Law of the People's Republic of China and the Rules for the Shareholder's Meetings of Listed Companies and the Articles of Association. The voting results of the Meeting were lawful and valid.

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

25 June 2024

As at the date of this announcement, the executive directors of the Company are Wang Liang and Zhu Jiangtao; the non-executive directors of the Company are Miao Jianmin, Sun Yunfei, Zhou Song, 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.