招商銀行
CHINA MERCHANTS BANK

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)

(Stock Code: 03968)

PROXY FORM FOR THE 2011 FIRST H SHAREHOLDERS CLASS MEETING

Number of H shares to which this Proxy Form relates *(Note 1)*	

I/We _____ of

Address and Postal Code *(Note 2)* _____

ID No. _____ being the holder(s) of the shares of China Merchants Bank Co., Ltd. (the "Company"): _____ H Shares *(Note 3)*, hereby appoint the Chairman of the Meeting or *(Note 4)* _____ _____ holder of ID No. _____ of _____ _____ (address)

to act as my/our proxy to attend the 2011 First H Shareholders Class Meeting (the "Meeting") to be held at the Conference Room, 5/F, China Merchants Bank Tower, No. 7088 Shennan Boulevard, Shenzhen, the People's Republic of China on Friday, 9 September 2011 at 2:10 p.m. or any adjournment thereof (or immediately after the conclusion or adjournment of the 2011 first extraordinary general meeting and the 2011 first A shareholders class meeting of the Company) and to vote on my/our behalf for the resolutions as directed below. In the absence of any indication, the proxy may vote for or against or abstain from voting in the resolutions at his/her own discretion *(Note 5)*.

No.	Special Resolutions		For *(Note 5)*	Against *(Note 5)*	Abstained *(Note 5)*
1	To consider and approve the resolutions regarding the Rights Issue of A Shares and H Shares by China Merchants Bank Co., Ltd.: *(Note 6)*				
	1.1	Class and Par Value of the Shares to be issued *(Note 6)*			
	1.2	Ratio and Number of the Shares to be issued *(Note 6)*			
	1.3	Subscription Price *(Note 6)*			
	1.4	Target Subscribers *(Note 6)*			
	1.5	Use of Proceeds *(Note 6)*			
	1.6	Authorisation to the Board *(Note 6)*			
	1.7	Validity of these Special Resolutions *(Note 6)*			

Date: _____ 2011 Signature(s) *(Note 7)*: _____

Notes:

1. Please insert the number of shares registered in your name(s) which relates to this proxy form. If no number is inserted, this proxy form will be deemed to relate to all H shares in the capital of the Company registered in your name(s).
2. Please insert full name(s) in BLOCK CAPITALS and address (must be the same as stated in the register of members).
3. Please insert the number of shares registered in your name(s).
4. If any proxy other than the Chairman is preferred, please cross out the words "the Chairman of the Meeting or" and insert the name and address of the proxy desired in the space provided. Shareholders may appoint one or more proxies to attend the Meeting and to vote on your behalf. A proxy needs not be a member of the Company, but the proxy must attend the Meeting in person. Any changes made to this proxy form should be initialed by the person who signs it.
5. ATTENTION: If you wish to vote "For" the resolution, please indicate with a "√" in the appropriate space under "For". If you wish to vote "Against" the resolution, please indicate with a "√" in the appropriate space under "Against". If you wish to vote "Abstained" the resolution, please indicate with a "√" in the appropriate space under "Abstained". If no direction is given, your proxy may vote at his/her discretion. Unless you direct in the proxy form, the proxy will also be entitled to vote at his/her discretion for any resolution duly put to the Meeting other than those set out in the notice of the Meeting. You should give your opinion as any one of the following: "For", "Against" or "Abstained". Any vote which is not filled or filled wrongly or with unrecognizable writing or not cast will be deemed as having waived your voting rights, and the corresponding poll will be counted as "Abstained".
6. Since Resolution 1 is made up by 7 independent sub-resolutions, please follow the instructions as stated in note 5 above to vote in respect of sub-resolutions 1.1 to 1.7 respectively instead of voting on Resolution 1 itself.
7. This form of proxy must be signed by you or your attorney duly authorized in writing. If the shareholder is a corporation, the proxy form must be either under its company seal or signed by its director(s) or the duly authorized attorney(s).
8. This proxy form together with the power of attorney or other authorisation document(s) or such documents which have been notarised must be lodged with the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the Meeting.
9. In the case of joint holders of any share, any one of such holders may vote at the Meeting, either in person or by proxy, as if he is the only one entitled to do so among the joint holders; however, if more than one of such joint holders are present at the Meeting whether attending in person or by proxy, the vote of the person, whose name stands first on the register of members in respect of such share shall be accepted.
10. Completion and return of the form of proxy shall not preclude shareholder from attending and voting in person at the Meeting. If the shareholder attends the Meeting in person, the proxy form shall be deemed to be revoked.

(Both the original and the duplicate of this proxy form are acceptable.)