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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)*

**(Stock code: 03968)**

## **ANNOUNCEMENT ON RESOLUTION PASSED AT THE 26TH MEETING OF THE NINTH SESSION OF THE BOARD OF DIRECTORS**

This announcement is made by China Merchants Bank Co., Ltd. (the “**Company**” or “**China Merchants Bank**”) pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The notice on the 26th meeting of the Ninth Session of the Board of Directors of the Company was issued on 18 November 2014. The meeting was held on 21 November 2014 by way of telephone conference. 17 out of 18 eligible directors attended the meeting. Li Yinquan (Director) appointed Hong Xiaoyuan (Director) as his proxy to vote on his behalf. 18 votes were validly cast. 9 Supervisors of the Company were also present at the meeting. The convening of the meeting was in compliance with the relevant provisions of the Company Law and the Articles of Association of the Company.

The “Resolution on Appointment of Wang Liang and Zhao Ju as Executive Vice Presidents of China Merchants Bank” was considered and approved at the meeting. It was resolved to appoint Mr. Wang Liang and Mr. Zhao Ju as Executive Vice Presidents of the Company, whose terms of office shall be effective from the date of approval by China Banking Regulatory Commission, Shenzhen Office until the expiry of the term of the Ninth Session of the Board of Directors.

Voted in favour: 18 votes

Voted against: 0 vote

Abstained from voting: 0 vote

In accordance with the relevant provisions of the Company Law and the Articles of Association of the Company, the Independent Directors of the Company have given their independent and objective opinion that Mr. Wang Liang and Mr. Zhao Ju are qualified to be appointed as senior management of a financial institution, and have agreed with the Board of Directors of the Company to appoint Mr. Wang Liang and Mr. Zhao Ju as Executive Vice Presidents of the Company.

Brief biographies of Mr. Wang Liang and Mr. Zhao Ju:

**Mr. Wang Liang**, aged 49, is a holder of master's degree and a senior economist. He joined China Technology International Trust Investment Company (中國科技國際信託投資公司) in September 1991. He joined the Beijing Branch of the Company in June 1995, and was appointed as the manager of the Zhanlanlu Sub-branch, as well as the deputy manager, the deputy general manager and the general manager of the Dongsanhuan Sub-branch of our Beijing Branch, respectively, the general manager of the risk control department of our Beijing Branch in July 2000, an assistant general manager of our Beijing Branch in October 2001, the deputy general manager of our Beijing Branch in January 2003, the deputy general manager (daily operations) of our Beijing Branch in March 2006, the general manager of our Beijing Branch in June 2008, and the Executive Assistant President of the Head Office and the general manager of our Beijing Branch in June 2012. He ceased to serve as the general manager of our Beijing Branch in October 2013 and was appointed as a member of the party committee and the Executive Assistant President of the Head Office in May 2014.

**Mr. Zhao Ju**, aged 50, is a senior management who holds a MBA. He joined the Trust Investment Company for Development of Rural Villages in China (中國農村發展信託投資公司) in July 1988, and then he served in the international business department of China Construction Bank from September 1991, in which he served successively as the section officer of the project management department, deputy director of the capital management department, director of foreign capital management department and director of merchant banking department. From August 1997, he began to work in the Beijing Office of Deutsche Bank. From June 2001, he worked as the general manager in the investment banking headquarter of China Galaxy Securities Co., Ltd. From November 2005, he participated in the preparation work for the establishment of UBS Securities Co. Ltd, and from March 2007, he served as the head and managing director of the investment banking division. From July 2012, he was appointed as the Joint Director, China Division of UBS Investment Bank and its Asia's Deputy Chairman.

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

21 November 2014

*As at the date of this announcement, the executive directors of the Company are Tian Huiyu, Zhang Guanghua and Li Hao; the non-executive directors of the Company are Li Jianhong, Ma Zehua, Li Xiaopeng, Li Yinquan, Fu Gangfeng, Sun Yueying, Su Min, Fu Junyuan and Hong Xiaoyuan; and the independent non-executive directors of the Company are Xu Shanda, Wong Kwai Lam, Pan Chengwei, Pan Yingli, Guo Xuemeng and Xiao Yuhuai.*