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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 IMPLEMENTATION OF THE DIVIDEND DISTRIBUTION PLAN FOR OFFSHORE PREFERENCE SHARES

I. CONSIDERATION AND APPROVAL OF THE DIVIDEND DISTRIBUTION PLAN FOR THE OFFSHORE PREFERENCE SHARES

The “Resolution Regarding the Plan for the Non-public Issuance of Offshore Preference Shares of the Company” was considered and approved by China Merchants Bank Co., Ltd. (the “**Company**”) at the 2016 annual general meeting, the first class meeting of the shareholders of A Shares for 2017 and the first class meeting of the shareholders of H Shares for 2017, the board of directors of the Company was authorized, which will then delegate to any two of its non-related directors, namely Li Jianhong (Director), Tian Huiyu (Director), Sun Yueying (Director), Li Hao (Director) and Hong Xiaoyuan (Director), to jointly exercise the full power to handle matters relating to the declaration and payment of all the dividends for the Preference Shares under the framework and principles as deliberated and adopted at the shareholders’ general meeting from the date of completion of this issuance of the Offshore Preference Shares. On 20 August 2018, Li Hao (Director) and Hong Xiaoyuan (Director) jointly entered into the “Decision on Distribution of the First Interest-bearing Annual Dividends for the Offshore Preference Shares of US\$1 billion of China Merchants Bank Co., Ltd.” to approve the dividend distribution plan for the Offshore Preference Shares.

II. THE DIVIDEND DISTRIBUTION PLAN FOR THE OFFSHORE PREFERENCE SHARES

- Dividend period:** From and including 25 October 2017 to but excluding 25 October 2018.
- Record date:** 24 October 2018.
- Dividend payment date:** 25 October 2018.

4. **Dividend rate:** The dividend rate per annum of the Offshore Preference Shares is 4.40% (excluding tax, i.e., the actual dividend yield to be received by the holders of the Offshore Preference Shares is 4.40%). According to relevant laws and regulations, the Company shall withhold an income tax at a rate of 10% when distributing the dividends for the Offshore Preference Shares to the offshore non-resident enterprises. According to the terms and conditions of the Offshore Preference Shares, the Company will be responsible to pay relevant income tax.
5. **Recipient:** Holder of the Offshore Preference Shares whose name appears on the register of members of the Company, as maintained by The Bank of New York Mellon SA/NV, Luxembourg Branch, the Registrar of the Offshore Preference Shares, at the close of business hours of the relevant clearing system on 24 October 2018.
6. **Amount to be paid:** Total amount of the proceeds from the issuance of the Company's Offshore Preference Shares was US\$1 Billion. According to the 4.40% post-tax dividend rate per annum and the 10% withholding tax rate, the total amount of dividends for the Offshore Preference Shares will be US\$48,888,888.89, comprising of US\$44,000,000.00 which will be actually paid to the holders of the Offshore Preference Shares, and the withholding tax will amount to US\$4,888,888.89.

III. MEASURES FOR IMPLEMENTATION OF THE DIVIDEND DISTRIBUTION PLAN FOR OFFSHORE PREFERENCE SHARES

The Company will instruct its paying agent, namely The Bank of New York Mellon, London Branch, to pay the dividends for the Offshore Preference Shares to the holders of the Offshore Preference Shares who are registered on the register of shareholders of preference shares of the Company on the record date. The Bank of New York Depository (Nominees) Limited is the only registered holder of the Offshore Preference Shares of the Company on the record date. The Company shall be deemed as having fulfilled its dividend payment obligations under the terms of the Offshore Preference Shares once it has paid such dividends to The Bank of New York Depository (Nominees) Limited through The Bank of New York Mellon, London Branch. The ultimate investors should consult their respective custodians or intermediaries in relation to any queries on the subsequent transmission of the dividends to the ultimate investors through the clearing systems.

By Order of the Board
China Merchants Bank Co., Ltd
Wang Liang Seng Sze Ka Mee Natalia
Joint Company Secretaries

15 October 2018

As at the date of this announcement, the executive directors of the Company are Tian Huiyu and Li Hao; the non-executive directors of the Company are Li Jianhong, Fu Gangfeng, Sun Yueying, Hong Xiaoyuan, Su Min, Zhang Jian and Wang Daxiong; and the independent non-executive directors of the Company are Leung Kam Chung, Antony, Wong Kwai Lam, Pan Chengwei, Pan Yingli, Zhao Jun and Wong See Hong.