



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)

(H Share Stock Code: 03968)

(Preference Share Stock Code: 04614)

THE SECOND PROXY FORM FOR THE 2021 ANNUAL GENERAL MEETING

Important: If the shareholders of the Company have not yet lodged the original proxy form for the 2021 Annual General Meeting (issued by the Company along with, among other things, the notice of the 2021 Annual General Meeting on 27 May 2022) (the "Original Proxy Form") with the Company's H Share Registrar, shareholders are requested to lodge only this Proxy Form (the "Second Proxy Form" or "Proxy Form"), and if the Original Proxy Form has already been lodged, then please note that:

- (i) The Second Proxy Form lodged with the Company's H Share Registrar by the shareholder not less than 24 hours before the time appointed for the holding of the 2021 Annual General Meeting will revoke and supersede the Original Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid proxy form lodged by the shareholder if correctly completed.
(ii) If no Second Proxy Form is lodged with the Company's H Share Registrar by the shareholder, the Original Proxy Form lodged will remain valid and effective to the fullest extent applicable if correctly completed. The authorized proxy of the shareholder holding the Original Proxy Form will be entitled to vote at his/her discretion on considering and approving the additional proposal(s) which were not set out in the Original Proxy Form.

I/We(Note 1): _____

Address and Postal Code: _____

ID No. _____ being the holder(s) of the shares of China Merchants Bank Co., Ltd.

(the "Company" or "China Merchants Bank"): H Shares: _____(Note 2) hereby appoint the Chairman

of the Meeting(Note 3) or _____

holder of ID No. _____

with contact no. _____

of (address) _____

to act as my/our proxy to attend the 2021 Annual General Meeting (the "Meeting") to be 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 Wednesday, 29 June 2022 or any adjournment thereof and to vote on my/our behalf on the resolutions as directed below. In the absence of any indication, my/our proxy may vote for or abstain or against from voting on the resolutions at his/her own discretion.

Table with 4 columns: ORDINARY RESOLUTIONS, FOR (Note 4), AGAINST (Note 4), ABSTAINED (Note 4). Rows include resolutions 1-8 and 9.00-9.08 regarding board elections and reports.

ORDINARY RESOLUTIONS		FOR <i>(Note 4)</i>	AGAINST <i>(Note 4)</i>	ABSTAINED <i>(Note 4)</i>
9.09	Election of Mr. Chen Dong as a Non-executive Director of the Company			
9.10	Election of Mr. Wang Liang as an Executive Director of the Company			
9.11	Election of Mr. Li Delin as an Executive Director of the Company			
9.12	Election of Mr. Wong See Hong as an Independent Non-executive Director of the Company			
9.13	Election of Mr. Li Menggang as an Independent Non-executive Director of the Company			
9.14	Election of Mr. Liu Qiao as an Independent Non-executive Director of the Company			
9.15	Election of Mr. Tian Hongqi as an Independent Non-executive Director of the Company			
9.16	Election of Mr. Li Chaoxian as an Independent Non-executive Director of the Company			
9.17	Election of Mr. Shi Yongdong as an Independent Non-executive Director of the Company			
10.00	Proposal regarding Election of Shareholder Supervisors and External Supervisors of the Twelfth Session of the Board of Supervisors of China Merchants Bank			
10.01	Election of Mr. Luo Sheng as a Shareholder Supervisor of the Company			
10.02	Election of Mr. Peng Bihong as a Shareholder Supervisor of the Company			
10.03	Election of Mr. Wu Heng as a Shareholder Supervisor of the Company			
10.04	Election of Mr. Xu Zhengjun as an External Supervisor of the Company			
10.05	Election of Mr. Cai Hongping as an External Supervisor of the Company			
10.06	Election of Mr. Zhang Xiang as an External Supervisor of the Company			
SPECIAL RESOLUTIONS		FOR <i>(Note 4)</i>	AGAINST <i>(Note 4)</i>	ABSTAINED <i>(Note 4)</i>
11.	Proposal regarding Adjusting the Authorisation to Directors in respect of Domestic Preference Shares of China Merchants Bank			
12.	Proposal regarding Amending the Articles of Association of China Merchants Bank Co., Ltd.			
ADDITIONAL ORDINARY RESOLUTION		FOR <i>(Note 4)</i>	AGAINST <i>(Note 4)</i>	ABSTAINED <i>(Note 4)</i>
13.	Proposal regarding Election of Mr. Shen Zheting as a Non-executive Director of the Twelfth Session of the Board of Directors of China Merchants Bank			

Date: _____ 2022

Signature *(Note 5)*: _____

Notes:

- Please insert full name(s) and address (must be the same as stated in the register of members of the Company) in **BLOCK CAPITALS**.
- Please insert the number of H 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 the H Shares in the capital of the Company registered in your name(s).
- In accordance with the requirements regarding the prevention and control of the COVID-19 pandemic, the Company recommends Shareholders of H Shares and attorneys duly authorised by Shareholders of H Shares to attend the Meeting by first appointing the chairman of the AGM to vote. If any proxy other than the Chairman of the Meeting is preferred, please cross out the words "the Chairman of the Meeting" and insert the name, ID no., contact number and address of the proxy desired in the space provided. A shareholder may appoint one or more proxies to attend the Meeting and to vote on your behalf. A proxy may not necessarily be a shareholder of the Company, but the proxy must attend the Meeting in person. Any changes made to this proxy form should be initialised by the person who signs it.
- If you wish to vote for a resolution, please indicate with a "√" in the appropriate space under "For". If you wish to vote against a resolution, please indicate with a "√" in the appropriate space under "Against". If you wish to abstain from voting on a resolution, please indicate with a "√" in the appropriate space under "Abstained". The shares abstained will be counted in the calculation of the required majority. 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. 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 unrecognisable writing or not cast will be deemed as having waived your voting rights, and the corresponding poll will be counted as "Abstained".
- This form of proxy must be signed by you or your attorney duly authorised in writing. If the shareholder is a domestic legal entity, the proxy form must be under its company seal and signed by its legal representative; if the shareholder is an overseas legal entity, the proxy form must be either under its company seal or signed by its director(s) or the attorney(s) duly authorised by its board of directors.
- For the method of submission of the proxy form for Shareholders of H shares, please refer to the notice(s) for the Meeting.
- In the case of joint holders of any shares, 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 shares shall be accepted.
- 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.
- The resolutions numbered 11 and 12 presented at the Meeting are special resolutions, and the passing of such resolutions shall be approved by more than two-thirds of the voting rights held by the shareholders (including their proxies) with voting rights attending the Meeting. Other resolutions are ordinary resolutions, and the passing of such resolutions shall be approved by more than one-half of the voting rights held by the shareholders (including their proxies) with voting rights attending the Meeting.
- Both the original and the duplicate of this proxy form are acceptable.