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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)**

# ANNOUNCEMENT REGARDING RESOLUTIONS PASSED AT THE FIRST MEETING OF THE THIRTEENTH SESSION OF THE BOARD OF DIRECTORS

Notice of the first meeting of the Thirteenth Session of the Board of Directors of China Merchants Bank Co., Ltd. (the "**Company**" or "**China Merchants Bank**") was sent by e-mail on 20 June 2025. The meeting was held on 25 June 2025 by way of remote video and telephone conference. The meeting was presided by Miao Jianmin, Chairman of the Board of Directors. 13 Directors were supposed to attend the meeting, and all 13 Directors attended the meeting. 6 Supervisors of the Company were present at the meeting. The convening of the meeting was in compliance with the relevant provisions of the Company Law of the People's Republic of China and the Articles of Association of China Merchants Bank Co., Ltd., etc.

The following resolutions were considered and approved at the meeting:

I. **The "Resolution regarding the Election of Chairman of the Thirteenth Session of the Board of Directors of China Merchants Bank".** Mr. Miao Jianmin was elected as Chairman of the Thirteenth Session of the Board of Directors of China Merchants Bank at the meeting, and the term of office of Mr. Miao Jianmin shall be effective from the date of consideration and approval at the Board of Directors' meeting until the expiration of the Thirteenth Session of the Board of Directors.

   Voted in favour: 13 votes  Voted against: 0 vote  Abstained from voting: 0 vote

II. **The "Resolution regarding the Election of Vice Chairpersons of the Thirteenth Session of the Board of Directors of China Merchants Bank".** Ms. Shi Dai and Mr. Sun Yunfei were elected as Vice Chairpersons of the Thirteenth Session of the Board of Directors at the meeting. The qualification of Ms. Shi Dai and Mr. Sun Yunfei serving as the Vice Chairpersons of the Company shall be subject to approval by the National Financial Regulatory Administration and their respective term of office shall be effective from the date of approval by the National Financial Regulatory Administration until the expiration of the Thirteenth Session of the Board of Directors.

   Voted in favour: 13 votes  Voted against: 0 vote  Abstained from voting: 0 vote

III. **The "Resolution regarding the Composition of Each of the Special Committees under the Thirteenth Session of the Board of Directors of China Merchants Bank".** The composition of each of the special committees under the Thirteenth Session of the Board of Directors of China Merchants Bank is as follows:

1. Strategy and Sustainable Development Committee of the Board of Directors

   Chairperson: Miao Jianmin; Members: Shi Dai, Sun Yunfei, Wang Liang, Deng Renjie and Li Chaoxian;

2. Nomination Committee of the Board of Directors

   Chairperson: Li Jian; Members: Miao Jianmin, Wang Liang, Wong Yuk Shan and Lu Liping;

3. Remuneration and Appraisal Committee of the Board of Directors

   Chairperson: Wong Yuk Shan; Members: Jiang Chaoyang, Huang Jian, Li Chaoxian and Lu Liping;

4. Risk and Capital Management Committee of the Board of Directors

   Chairperson: Jiang Chaoyang; Members: Zhu Eric Liwei, Huang Jian, Zhong Desheng, Shi Yongdong and Li Jian;

5. Audit Committee of the Board of Directors

   Chairperson: Tian Hongqi; Members: Zhu Eric Liwei, Ma Xianghui, Li Jian, Wong Yuk Shan and Lu Liping;

6. Related Party Transactions Management and Consumer Rights Protection Committee of the Board of Directors

   Chairperson: Li Chaoxian; Members: Zhu Eric Liwei, Wang Xiaoqing, Tian Hongqi and Shi Yongdong.

Amongst the above members, the official assumption of office of the six members, including Deng Renjie, Jiang Chaoyang, Ma Xianghui, Wang Xiaoqing, Wong Yuk Shan and Lu Liping, is subject to approval on their qualifications as Directors by the National Financial Regulatory Administration. Prior to the qualifications as Directors of Wong Yuk Shan and Lu Liping being approved, Li Menggang and Liu Qiao will continue to perform their respective duties and responsibilities as independent Directors and members of the special committees under the Board of Directors in accordance with the provisions of relevant laws, regulations and provisions of the Articles of Association of China Merchants Bank Co., Ltd.

Voted in favour: 13 votes  Voted against: 0 vote  Abstained from voting: 0 vote

IV. **The "Resolution regarding the Appointment of the Senior Management, Authorised Representatives, Company Secretaries and Securities Representative of China Merchants Bank".** Details are listed below:

| **Positions** | **Name** |
|---|---|
| President | Wang Liang |
| Executive Vice Presidents | Wang Xiaoqing, Wang Ying, Peng Jiawen, Lei Caihua and Xu Mingjie |
| Chief Risk Officer | Zhong Desheng |
| Chief Financial Officer | Peng Jiawen |
| Secretary of the Board of Directors | Peng Jiawen |
| Chief Information Officer | Zhou Tianhong |
| Authorised Representatives under Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited | Wang Liang and Peng Jiawen |
| Company Secretaries | Peng Jiawen and Ho Wing Tsz Wendy |
| Securities Representative | Xia Yangfang |

The term of office of the aforesaid personnel shall be effective from the date of consideration and approval at the Board of Directors' meeting until the expiration of the Thirteenth Session of the Board of Directors.

Voted in favour: 13 votes  Voted against: 0 vote  Abstained from voting: 0 vote

The biographical details of the Chairman, Vice Chairpersons and President of the Company are as follows:

**Chairman**

**Mr. Miao Jianmin**, born in January 1965, is the Chairman and a Non-executive Director of the Company. Mr. Miao obtained a doctoral degree in Economics from Central University of Finance and Economics and is a senior economist. He is an alternate member of the nineteenth and twentieth Central Committee of the Communist Party of China. Mr. Miao is the Chairman of China Merchants Group Ltd. and concurrently serves as the Chairman of China Merchants Financial Holdings Co., Ltd. and the Chairman of China Merchants Life Insurance Company Limited. Mr. Miao was an Executive Director and the Deputy General Manager of China Insurance (Group) Limited Company in Hong Kong, the Vice Chairman and President of China Life Insurance (Group) Company, the Chairman of The People's Insurance Company (Group) of China Limited (a company listed on the Hong Kong Stock Exchange) and the Chairman of PICC Property and Casualty Company Limited (a company listed on the Hong Kong Stock Exchange).

**Vice Chairpersons**

**Ms. Shi Dai**, born in September 1967, is a Non-executive Director of the Company. Ms. Shi obtained an MBA degree from China Europe International Business School and is a senior economist. She currently serves as a Director and the General Manager of China Merchants Group Ltd. She served as the Deputy General Manager of Sinochem Group, the Vice Chairperson of All-China Federation of Trade Unions and concurrently the Vice Chairperson of All-China Women's Federation, a member of the Standing Committee and the head of the Organisation Department of the CPC Ningxia Committee, and the Dean of the Party School of Ningxia Hui Autonomous Region (Ningxia School of Administration).

**Mr. Sun Yunfei**, born in August 1965, is a Non-executive Director of the Company. He is a senior economist (researcher level) with a master's degree in Business Administration from the School of Management of Fudan University. He currently serves as the Deputy General Manager and Chief Accountant of China COSCO Shipping Corporation Limited. He served as the Deputy Chief of the Economic Planning and Statistics Division, the Director of the Planning Department and the Deputy Chief Accountant of Hudong Shipyard (滬東造船廠), Chief Accountant of Hudong Shipbuilding (Group) Co., Ltd. (滬東造船(集團)有限公司), Director and Chief Financial Officer of Hudong-Zhonghua Shipbuilding (Group) Co., Ltd. (滬東中華造船(集團)有限公司), Deputy Chief Accountant and Chief Accountant at China State Shipbuilding Corporation, Deputy General Manager of China State Shipbuilding Corporation Limited, etc.

**President**

**Mr. Wang Liang**, born in December 1965, is an Executive Director, the President and Chief Executive Officer of the Company. Mr. Wang obtained a master's degree in Economics from Renmin University of China and is a senior economist. He joined the Company in June 1995 and successively served as the Assistant General Manager, Deputy General Manager and General Manager of Beijing Branch of the Company. He successively served as the Executive Assistant President, Executive Vice President and First Executive Vice President of the Company since June 2012, and started to preside over overall business of the Company since 18 April 2022. He has been the President of the Company since 15 June 2022. He concurrently serves as the Company's authorised representative in charge of matters in relation to listing in Hong Kong, the Chairman of CMB International Capital Holdings Corporation Limited, the Chairman of CMB International Capital Corporation Limited, Chairman of CMB Wing Lung Bank Co., Ltd., Vice Chairman of Merchants Union Consumer Finance Company Limited, Director of China Merchants Financial Holdings Co., Ltd., a Director of the Fourth Session of the Professional Committee for Intermediate Business of China Banking Association and Executive Director of the Sixth Session of the Financial Accounting Society of China, and a Deputy of the 14th Guangdong Provincial People's Congress. He had served as the Chief Financial Officer, Secretary of the Board of Directors, and Company Secretary of the Company.

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

25 June 2025

*As at the date of this announcement, the executive directors of the Company are Wang Liang and Zhong Desheng; the shareholder directors (non-executive directors) of the Company are Miao Jianmin, Shi Dai, Sun Yunfei, Zhu Eric Liwei and Huang Jian; and the independent non-executive directors of the Company are Li Menggang, Liu Qiao, Tian Hongqi, Li Chaoxian, Shi Yongdong and Li Jian.*