



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)

PROXY FORM FOR THE 2023 ANNUAL GENERAL MEETING

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 2023 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 Tuesday, 25 June 2024 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 against or abstain from voting on the resolutions at his/her own discretion.

	ORDINARY RESOLUTIONS	FOR ^(Note 4)	AGAINST ^(Note 4)	ABSTAINED ^(Note 4)
1.	Work Report of the Board of Directors for the year 2023			
2.	Work Report of the Board of Supervisors for the year 2023			
3.	Annual Report for the year 2023 (including the Audited Financial Report)			
4.	Audited Financial Statements for the year 2023			
5.	Proposal regarding the Profit Appropriation Plan for the year 2023 (including the distribution of final dividend)			
6.	Resolution regarding the Engagement of Accounting Firms for the year 2024			
7.	Proposal regarding Election of Ms. Li Jian as an Independent Non-executive Director of the Twelfth Session of the Board of Directors of China Merchants Bank			
8.	Proposal regarding Election of Ms. Shi Dai as a Non-executive Director of the Twelfth Session of the Board of Directors of China Merchants Bank			
9.	Proposal regarding Election of Ms. Liu Hui as a Non-executive Director of the Twelfth Session of the Board of Directors of China Merchants Bank			
10.	Proposal regarding Election of Mr. Zhu Liwei as a Non-executive Director of the Twelfth Session of the Board of Directors of China Merchants Bank			
11.	Proposal regarding Election of Mr. Zhong Desheng as an Executive Director of the Twelfth Session of the Board of Directors of China Merchants Bank			
12.	Proposal regarding Election of Mr. Li Jinming as a Shareholder Supervisor of the Twelfth Session of the Board of Supervisors of China Merchants Bank			
13.	Related Party Transactions Report for 2023			
	SPECIAL RESOLUTION	FOR^(Note 4)	AGAINST^(Note 4)	ABSTAINED^(Note 4)
14.	Proposal regarding Authorisation to Issue Capital Bonds			

Date: _____ 2024 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).
- 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 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 Annual General Meeting in person. Any changes made to this proxy form should be initiated 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".
- For details of the resolutions, please refer to the circular and the documents of the AGM published by the Company on 31 May 2024.
- 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 H Shareholders, 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 resolution numbered 14 presented at the Meeting is a special resolution, and the passing of such resolution shall be approved by two-thirds or more 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.