

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



中國民生銀行股份有限公司  
**CHINA MINSHENG BANKING CORP., LTD.**

*(A joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 01988)**

**(USD Preference Shares Stock Code: 04609)**

**POLL RESULTS OF  
EXTRAORDINARY GENERAL MEETING, A SHARE CLASS MEETING,  
H SHARE CLASS MEETING AND PREFERENCE SHARE CLASS MEETING  
HELD ON 26 FEBRUARY 2019**

References are made to the notices dated 11 January 2019 (the “**Notices**”) of the first extraordinary general meeting for 2019 (the “**EGM**”), the first A share class meeting for 2019 (the “**A Share Class Meeting**”), the first H share class meeting for 2019 (the “**H Share Class Meeting**”) and the first preference share class meeting for 2019 (the “**Preference Share Class Meeting**”) (together with the EGM, the A Share Class Meeting and the H Share Class Meeting, the “**Meetings**”) and the circular dated 1 February 2019 (the “**Circular**”) of China Minsheng Banking Corp., Ltd. (the “**Company**”).

The board of directors (the “**Board**” or “**Board of Directors**”) of the Company is pleased to announce the poll results of the Meetings held at 2:00 p.m. on Tuesday, 26 February 2019 at Xihua Hall, 11/F, Beijing Minzu Hotel, No. 51 Fuxingmennei Avenue, Xicheng District, Beijing, the PRC.

For details of the resolutions considered at the Meetings, the Shareholders may refer to the Notices and the Circular. The Notices and the Circular can be downloaded from the HKEXnews website of The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.cmbc.com.cn](http://www.cmbc.com.cn)). Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

# 1. CONVENING AND ATTENDANCE OF THE MEETINGS

## (A) Convening of the Meetings

The Meetings were convened as on-site meetings at 2:00 p.m. on Tuesday, 26 February 2019 at Xihua Hall, 11/F, Beijing Minzu Hotel, No. 51 Fuxingmennei Avenue, Xicheng District, Beijing, the PRC. Votings at the EGM and the A Share Class Meeting were taken by poll on site and poll online through the voting system of the SSE by A Shareholders of the Company. Votings at the H Share Class Meeting and the Preference Share Class Meeting were taken by poll on site.

The Meetings were convened by the Board and presided over by Mr. Hong Qi, the Chairman. All Directors and supervisors and certain senior management of the Company were present at the Meetings as non-voting delegates.

## (B) Attendance of the Meetings

### *Attendance of the EGM*

The total number of the issued Ordinary Shares of the Company as at the meeting record date was 43,782,418,502, which was the total number of Ordinary Shares entitling the Ordinary Shareholders to attend and vote on the resolutions proposed at the EGM. There were no Ordinary Shareholders who were required to abstain from voting in favour when casting votes on any of the resolutions at the EGM according to rule 13.40 of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the “**Hong Kong Listing Rules**”). There were no Ordinary Shareholders who were required to abstain from voting according to the Hong Kong Listing Rules. Moreover, no Ordinary Shareholders has indicated in the Circular his/her/its intention to vote against or abstain from voting on the relevant resolutions. A total of 71 Ordinary Shareholders and authorized proxies who were entitled to vote, holding 17,224,070,002 Ordinary Shares, representing 39.340152% of the total number of Ordinary Shares with voting rights of the Company, were present at the EGM or participated in the online voting. Among those Ordinary Shareholders, 67 A Shareholders and authorized proxies, holding 14,366,173,084 A Shares, representing 32.812653% of the total number of Ordinary Shares with voting rights of the Company, were present at the EGM or participated in the online voting; 4 H Shareholders and authorized proxies, holding 2,857,896,918 H Shares, representing 6.527499% of the total number of Ordinary Shares with voting rights of the Company, were present at the EGM or participated in the online voting.

### *Attendance of the A Share Class Meeting*

The total number of the issued A Shares of the Company as at the meeting record date was 35,462,123,213, which was the total number of A Shares entitling the A Shareholders to attend and vote on the resolutions proposed at the A Share Class Meeting. There were no A Shareholders who were required to abstain from voting in favour when casting votes on any of the resolutions at the A Share Class Meeting according to rule 13.40 of the Hong Kong Listing Rules. There were no A Shareholders who were required to abstain from voting

according to the Hong Kong Listing Rules. Moreover, no A Shareholders has indicated in the Circular his/her/its intention to vote against or abstain from voting on the relevant resolutions. A total of 68 A Shareholders with voting rights and authorized proxies, holding an aggregate of 14,418,993,754 A Shares which represented 40.660266% of the total number of A Shares with voting rights of the Company, were present at the A Share Class Meeting or participated in the online voting.

#### ***Attendance of the H Share Class Meeting***

The total number of the issued H Shares of the Company as at the meeting record date was 8,320,295,289, which was the total number of H Shares entitling the H Shareholders to attend and vote on the resolutions proposed at the H Share Class Meeting. There were no H Shareholders who were required to abstain from voting in favour when casting votes on any of resolutions at the H Share Class Meeting according to rule 13.40 of the Hong Kong Listing Rules. There were no H Shareholders who were required to abstain from voting according to the Hong Kong Listing Rules. Moreover, no H Shareholders indicated in the Circular his/her/its intention to vote against or abstain from voting on the relevant resolutions. A total of 5 H Shareholders with voting rights and authorized proxies, holding an aggregate of 2,853,944,380 H Shares which represented 34.300999% of the total number of H Shares with voting rights of the Company, were present at the H Share Class Meeting.

#### ***Attendance of the Preference Share Class Meeting***

The total number of the issued Preference Shares of the Company as at the meeting record date was 71,950,000, which was the total number of Existing Offshore Preference Shares entitling the Holders of Existing Offshore Preference Shares to attend and vote on the resolutions proposed at the Preference Share Class Meeting. There were no Holders of Existing Offshore Preference Shares who were required to abstain from voting in favour when casting votes on any of the resolutions at the Preference Share Class Meeting according to rule 13.40 of the Hong Kong Listing Rules. There were no Holders of Existing Offshore Preference Shares who were required to abstain from voting according to the Hong Kong Listing Rules. Moreover, no Holders of Existing Offshore Preference Shares has indicated in the Circular his/her/its intention to vote against or abstain from voting on the relevant resolutions. A total of 1 Holder of Existing Offshore Preference Shares with voting right and authorized proxy, holding an aggregate of 38,366,500 Existing Offshore Preference Shares which represented 53.323836% of the total number of Existing Offshore Preference Shares with voting rights of the Company, were present at the Preference Share Class Meeting.

## 2. VOTING RESULTS OF THE MEETINGS

Computershare Hong Kong Investor Services Limited, the Company's H Share registrar, two representatives of the Shareholders of the Company, a supervisor of the Company, and Zhang Lixin and Tian Bi, lawyers from Grandall Law Firm, Beijing Office, were appointed as the scrutineers for the votings of the Meetings.

### (1) Voting results of the EGM

The A Shareholders and H Shareholders present at the EGM considered and approved the following resolutions by way of open poll via a combination of on-site voting and online voting, and the voting results are as follows:

| Special resolutions |  | Number of votes cast and<br>percentage of total number of votes cast |  |  |
|---------------------|--|--|--|--|
|                     |  | For<br>Number of<br>Shares<br>(percentage)                           | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
| 1.                  | Each of the following items of the proposal in respect of the Plan of the Non-public Issuance of the Offshore Preference Shares of China Minsheng Banking Corp., Ltd.:   |  |  |  |
| 1.01.               | Type and scale of securities to be issued  | 17,197,777,556<br>(99.847351%)                                       | 20,920,348<br>(0.121460%)                      | 5,372,098<br>(0.031189%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |  |  |  |
| 1.02.               | Maturity   | 17,213,159,185<br>(99.936654%)                                       | 5,538,719<br>(0.032157%)                       | 5,372,098<br>(0.031189%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |  |  |  |
| 1.03.               | Method of issuance   | 17,213,178,185<br>(99.936764%)                                       | 5,519,719<br>(0.032047%)                       | 5,372,098<br>(0.031189%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |  |  |  |
| 1.04.               | Placees  | 17,213,159,185<br>(99.936654%)                                       | 5,538,719<br>(0.032157%)                       | 5,372,098<br>(0.031189%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |  |  |  |

| Special resolutions |       |  | Number of votes cast and percentage of total number of votes cast |  |  |
|---------------------|-------|--|---|--|--|
|                     |       |  | For<br>Number of<br>Shares<br>(percentage)                        | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
|                     | 1.05. | Nominal value and issue price  | 17,213,159,905<br>(99.936658%)                                    | 5,537,999<br>(0.032153%)                       | 5,372,098<br>(0.031189%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.06. | Dividend distribution provisions   | 17,213,178,185<br>(99.936764%)                                    | 5,519,719<br>(0.032047%)                       | 5,372,098<br>(0.031189%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.07. | Conditional redemption   | 17,213,159,185<br>(99.936654%)                                    | 5,538,719<br>(0.032157%)                       | 5,372,098<br>(0.031189%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.08. | Mandatory conversion provisions  | 17,213,143,105<br>(99.936560%)                                    | 5,554,799<br>(0.032251%)                       | 5,372,098<br>(0.031189%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.09. | Restriction on and restoration of voting rights  | 17,213,178,185<br>(99.936764%)                                    | 5,519,719<br>(0.032047%)                       | 5,372,098<br>(0.031189%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.10. | Order of distribution on liquidation and basis for liquidation   | 17,213,159,185<br>(99.936654%)                                    | 5,538,719<br>(0.032157%)                       | 5,372,098<br>(0.031189%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |   |  |  |

| Special resolutions |       |  | Number of votes cast and<br>percentage of total number of votes cast |  |  |
|---------------------|-------|--|--|--|--|
|                     |       |  | For<br>Number of<br>Shares<br>(percentage)                           | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
|                     | 1.11. | Use of proceeds  | 17,213,159,905<br>(99.936658%)                                       | 5,537,999<br>(0.032153%)                       | 5,372,098<br>(0.031189%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.12. | Rating   | 17,213,159,425<br>(99.936655%)                                       | 5,538,479<br>(0.032156%)                       | 5,372,098<br>(0.031189%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.13. | Guarantee arrangement  | 17,213,159,425<br>(99.936655%)                                       | 5,538,479<br>(0.032156%)                       | 5,372,098<br>(0.031189%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.14. | Transferability  | 17,213,159,425<br>(99.936655%)                                       | 5,538,479<br>(0.032156%)                       | 5,372,098<br>(0.031189%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.15. | Compliance of latest regulatory requirements   | 17,213,178,425<br>(99.936765%)                                       | 5,519,479<br>(0.032046%)                       | 5,372,098<br>(0.031189%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.16. | Effective period of the resolution of the non-public issuance of preference shares   | 17,213,159,425<br>(99.936655%)                                       | 5,537,759<br>(0.032151%)                       | 5,372,818<br>(0.031194%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |  |  |  |

| Special resolutions  |   | Number of votes cast and<br>percentage of total number of votes cast |  |  |
|--|---|--|--|--|
|  |   | For<br>Number of<br>Shares<br>(percentage)                           | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
| 2.   | The proposal to the shareholders' general meeting on the authorization to the board of directors and its authorized persons to exercise full power to deal with matters relating to the non-public issuance of the offshore preference shares | 17,213,155,393<br>(99.936632%)                                       | 5,538,479<br>(0.032155%)                       | 5,376,130<br>(0.031213%)                       |
| As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution. |   |  |  |  |
| Ordinary resolution  |   | Number of votes cast and<br>percentage of total number of votes cast |  |  |
|  |   | For<br>Number of<br>Shares<br>(percentage)                           | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
| 3.   | The proposal on the Capital Management Plan for 2018 to 2020 of China Minsheng Banking Corp., Ltd.  | 17,212,783,313<br>(99.934471%)                                       | 5,200,259<br>(0.030192%)                       | 6,086,430<br>(0.035337%)                       |
| As more than 50% of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as an ordinary resolution.      |   |  |  |  |

| Special resolutions |   | Number of votes cast and<br>percentage of total number of votes cast |  |  |
|---------------------|---|--|--|--|
|                     |   | For<br>Number of<br>Shares<br>(percentage)                           | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
| 4.                  | The proposal on extension of validity period of the resolution of shareholders' general meeting of China Minsheng Banking Corp., Ltd. in respect of the non-public issuance of the domestic preference shares and authorization period to the board of directors and its authorized persons to deal with relevant matters | 17,213,156,113<br>(99.936636%)                                       | 5,537,759<br>(0.032151%)                       | 5,376,130<br>(0.031213%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution.  |  |  |  |
| 5.                  | The proposal on the issuance of domestic and foreign non-fixed term capital bonds of the Company in the next three years  | 17,099,486,747<br>(99.276691%)                                       | 118,151,917<br>(0.685970%)                     | 6,431,338<br>(0.037339%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the Ordinary Shareholders (including authorized proxies) attending the EGM, the resolution was duly passed as a special resolution.  |  |  |  |

## (2) Voting results of the A Share Class Meeting

The A Shareholders present at the A Share Class Meeting considered and approved the following resolutions by way of open poll via a combination of on-site voting and online voting, and the voting results are as follows:

| Special resolutions |   | Number of votes cast and<br>percentage of total number of votes cast |  |  |
|---------------------|---|--|--|--|
|                     |   | For<br>Number of<br>Shares<br>(percentage)                           | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
| 1.                  | Each of the following items of the proposal in respect of the Plan of the Non-public Issuance of the Offshore Preference Shares of China Minsheng Banking Corp., Ltd.:  |  |  |  |
| 1.01.               | Type and scale of securities to be issued   | 14,414,407,115<br>(99.968190%)                                       | 733,679<br>(0.005088%)                         | 3,852,960<br>(0.026722%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
| 1.02.               | Maturity  | 14,414,406,395<br>(99.968185%)                                       | 734,399<br>(0.005093%)                         | 3,852,960<br>(0.026722%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
| 1.03.               | Method of issuance  | 14,414,425,395<br>(99.968317%)                                       | 715,399<br>(0.004962%)                         | 3,852,960<br>(0.026721%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
| 1.04.               | Placees   | 14,414,406,395<br>(99.968185%)                                       | 734,399<br>(0.005093%)                         | 3,852,960<br>(0.026722%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
| 1.05.               | Nominal value and issue price   | 14,414,407,115<br>(99.968190%)                                       | 733,679<br>(0.005088%)                         | 3,852,960<br>(0.026722%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |

| Special resolutions |       |   | Number of votes cast and<br>percentage of total number of votes cast |  |  |
|---------------------|-------|---|--|--|--|
|                     |       |   | For<br>Number of<br>Shares<br>(percentage)                           | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
|                     | 1.06. | Dividend distribution provisions  | 14,414,425,395<br>(99.968317%)                                       | 715,399<br>(0.004962%)                         | 3,852,960<br>(0.026721%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.07. | Conditional redemption  | 14,414,406,395<br>(99.968185%)                                       | 734,399<br>(0.005093%)                         | 3,852,960<br>(0.026722%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.08. | Mandatory conversion provisions   | 14,414,390,315<br>(99.968074%)                                       | 750,479<br>(0.005205%)                         | 3,852,960<br>(0.026721%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.09. | Restriction on and restoration of voting rights   | 14,414,425,395<br>(99.968317%)                                       | 715,399<br>(0.004962%)                         | 3,852,960<br>(0.026721%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.10. | Order of distribution on liquidation and basis for liquidation  | 14,414,406,395<br>(99.968185%)                                       | 734,399<br>(0.005093%)                         | 3,852,960<br>(0.026722%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.11. | Use of proceeds   | 14,414,407,115<br>(99.968190%)                                       | 733,679<br>(0.005088%)                         | 3,852,960<br>(0.026722%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |

| Special resolutions |       |   | Number of votes cast and<br>percentage of total number of votes cast |  |  |
|---------------------|-------|---|--|--|--|
|                     |       |   | For<br>Number of<br>Shares<br>(percentage)                           | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
|                     | 1.12. | Rating  | 14,414,406,635<br>(99.968187%)                                       | 734,159<br>(0.005092%)                         | 3,852,960<br>(0.026721%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.13. | Guarantee arrangement   | 14,414,406,635<br>(99.968187%)                                       | 734,159<br>(0.005092%)                         | 3,852,960<br>(0.026721%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.14. | Transferability   | 14,414,406,635<br>(99.968187%)                                       | 734,159<br>(0.005092%)                         | 3,852,960<br>(0.026721%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.15. | Compliance of latest regulatory requirements  | 14,414,425,635<br>(99.968319%)                                       | 715,159<br>(0.004960%)                         | 3,852,960<br>(0.026721%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |
|                     | 1.16. | Effective period of the resolution of the non-public issuance of preference shares  | 14,414,406,635<br>(99.968187%)                                       | 733,439<br>(0.005087%)                         | 3,853,680<br>(0.026726%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution. |  |  |  |

| Special resolutions |   | Number of votes cast and<br>percentage of total number of votes cast |  |  |
|---------------------|---|--|--|--|
|                     |   | For<br>Number of<br>Shares<br>(percentage)                           | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
| 2.                  | The proposal to the shareholders' general meeting on the authorization to the board of directors and its authorized persons to exercise full power to deal with matters relating to the non-public issuance of the offshore preference shares   | 14,414,402,603<br>(99.968159%)                                       | 734,159<br>(0.005092%)                         | 3,856,992<br>(0.026749%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution.   |  |  |  |
| 3.                  | The proposal on extension of validity period of the resolution of shareholders' general meeting of China Minsheng Banking Corp., Ltd. in respect of the non-public issuance of the domestic preference shares and authorization period to the board of directors and its authorized persons to deal with relevant matters | 14,414,403,323<br>(99.968164%)                                       | 733,439<br>(0.005087%)                         | 3,856,992<br>(0.026749%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the A Shareholders (including authorized proxies) attending the A Share Class Meeting, the resolution was duly passed as a special resolution.   |  |  |  |

### (3) Voting results of the H Share Class Meeting

The H Shareholders present at the H Share Class Meeting considered and approved the following resolutions by way of open poll via on-site voting, and the voting results are as follows:

| Special resolutions |   | Number of votes cast and percentage of total number of votes cast |  |  |
|---------------------|---|---|--|--|
|                     |   | For<br>Number of<br>Shares<br>(percentage)                        | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
| 1.                  | Each of the following items of the proposal in respect of the Plan of the Non-public Issuance of the Offshore Preference Shares of China Minsheng Banking Corp., Ltd.:  |   |  |  |
| 1.01.               | Type and scale of securities to be issued   | 2,832,238,573<br>(99.239445%)                                     | 20,186,669<br>(0.707326%)                      | 1,519,138<br>(0.053229%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
| 1.02.               | Maturity  | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
| 1.03.               | Method of issuance  | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
| 1.04.               | Placees   | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
| 1.05.               | Nominal value and issue price   | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |

| Special resolutions |       |   | Number of votes cast and percentage of total number of votes cast |  |  |
|---------------------|-------|---|---|--|--|
|                     |       |   | For<br>Number of<br>Shares<br>(percentage)                        | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
|                     | 1.06. | Dividend distribution provisions  | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.07. | Conditional redemption  | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.08. | Mandatory conversion provisions   | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.09. | Restriction on and restoration of voting rights   | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.10. | Order of distribution on liquidation and basis for liquidation  | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.11. | Use of proceeds   | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |

| Special resolutions |       |   | Number of votes cast and percentage of total number of votes cast |  |  |
|---------------------|-------|---|---|--|--|
|                     |       |   | For<br>Number of<br>Shares<br>(percentage)                        | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
|                     | 1.12. | Rating  | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.13. | Guarantee arrangement   | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.14. | Transferability   | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.15. | Compliance of latest regulatory requirements  | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.16. | Effective period of the resolution of the non-public issuance of preference shares  | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |

| Special resolutions |   | Number of votes cast and percentage of total number of votes cast |  |  |
|---------------------|---|---|--|--|
|                     |   | For<br>Number of<br>Shares<br>(percentage)                        | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
| 2.                  | The proposal to the shareholders' general meeting on the authorization to the board of directors and its authorized persons to exercise full power to deal with matters relating to the non-public issuance of the offshore preference shares   | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution.   |   |  |  |
| 3.                  | The proposal on extension of validity period of the resolution of shareholders' general meeting of China Minsheng Banking Corp., Ltd. in respect of the non-public issuance of the domestic preference shares and authorization period to the board of directors and its authorized persons to deal with relevant matters | 2,847,620,922<br>(99.778431%)                                     | 4,804,320<br>(0.168340%)                       | 1,519,138<br>(0.053229%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the H Shareholders (including authorized proxies) attending the H Share Class Meeting, the resolution was duly passed as a special resolution.   |   |  |  |

#### (4) Voting results of the Preference Share Class Meeting

The Holders of Existing Offshore Preference Shares present at the Preference Share Class Meeting considered and approved the following resolutions by way of open poll via on-site voting, and the voting results are as follows:

| Special resolutions |  | Number of votes cast and percentage of total number of votes cast |  |  |
|---------------------|--|---|--|--|
|                     |  | For<br>Number of<br>Shares<br>(percentage)                        | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
| 1.                  | Each of the following items of the proposal in respect of the Plan of the Non-public Issuance of the Offshore Preference Shares of China Minsheng Banking Corp., Ltd.:   |   |  |  |
| 1.01.               | Type and scale of securities to be issued  | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
| 1.02.               | Maturity   | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
| 1.03.               | Method of issuance   | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
| 1.04.               | Placees  | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
| 1.05.               | Nominal value and issue price  | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |

| Special resolutions |       |  | Number of votes cast and percentage of total number of votes cast |  |  |
|---------------------|-------|--|---|--|--|
|                     |       |  | For<br>Number of<br>Shares<br>(percentage)                        | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
|                     | 1.06. | Dividend distribution provisions   | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.07. | Conditional redemption   | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.08. | Mandatory conversion provisions  | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.09. | Restriction on and restoration of voting rights  | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.10. | Order of distribution on liquidation and basis for liquidation   | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.11. | Use of proceeds  | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |

| Special resolutions |       |  | Number of votes cast and percentage of total number of votes cast |  |  |
|---------------------|-------|--|---|--|--|
|                     |       |  | For<br>Number of<br>Shares<br>(percentage)                        | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
|                     | 1.12. | Rating   | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.13. | Guarantee arrangement  | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.14. | Transferability  | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.15. | Compliance of latest regulatory requirements   | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |
|                     | 1.16. | Effective period of the resolution of the non-public issuance of preference shares   | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     |       | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |

| Special resolutions |  | Number of votes cast and percentage of total number of votes cast |  |  |
|---------------------|--|---|--|--|
|                     |  | For<br>Number of<br>Shares<br>(percentage)                        | Against<br>Number of<br>Shares<br>(percentage) | Abstain<br>Number of<br>Shares<br>(percentage) |
| 2.                  | The proposal to the shareholders' general meeting on the authorization to the board of directors and its authorized persons to exercise full power to deal with matters relating to the non-public issuance of the offshore preference shares                                  | 35,516,500<br>(92.571645%)  | 350,000<br>(0.912254%)                         | 2,500,000<br>(6.516101%)                       |
|                     | As more than two-thirds of the valid votes were cast in favour of this resolution from the Holders of Existing Offshore Preference Shares (including authorized proxies) attending the Preference Share Class Meeting, the resolution was duly passed as a special resolution. |   |  |  |

## ATTESTATION BY LAWYERS

The Meetings were attested by Grandall Law Firm, Beijing Office, which has issued a legal opinion, certifying that the convening and procedures of the Meetings, the qualification of the convener, the qualification of the attendees and the voting procedures were in compliance with the relevant PRC laws and regulations and the Articles of Association of the Company. The poll results of the Meetings were lawful and valid.

By Order of the Board  
**CHINA MINSHENG BANKING CORP., LTD.**  
**Hong Qi**  
*Chairman*

Beijing, PRC  
26 February 2019

*As at the date of this announcement, the executive directors of the Company are Mr. Hong Qi and Mr. Zheng Wanchun; the non-executive directors are Mr. Zhang Hongwei, Mr. Lu Zhiqiang, Mr. Liu Yonghao, Mr. Shi Yuzhu, Mr. Wu Di, Mr. Song Chunfeng and Mr. Weng Zhenjie; and the independent non-executive directors are Mr. Liu Jipeng, Mr. Li Hancheng, Mr. Xie Zhichun, Mr. Peng Xuefeng, Mr. Liu Ningyu and Mr. Tian Suning.*