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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)**

**ANNOUNCEMENT**  
**ADJUSTMENT OF CONVERSION PRICE OF**  
**A-SHARE CONVERTIBLE BONDS**

Reference is made to the announcement of China Minsheng Banking Corp., Ltd. (“the **Company**”) regarding the adjustment of conversion price of A-share convertible bonds of the Company (“**A-share Convertible Bonds**”) dated 19 June 2013. The initial conversion price of A-share Convertible Bonds was RMB10.08 per share from 27 June 2013. Reference is also made to the announcement of the Company regarding 2013 interim dividend distribution dated 28 August 2013. The Company will distribute 2013 interim cash dividend of RMB1.58 per 10 shares (tax inclusive) to the shareholders whose names appear on the register of members on 9 September 2013.

According to the relevant terms under the *Prospectus in relation to the Public Issuance of A-share Convertible Bonds of China Minsheng Banking Corp., Ltd.*, after the issuance of the A-share Convertible Bonds, the Company shall adjust the conversion price upon subsequent distribution of cash dividends based on the following formula:

When there is distribution of cash dividends:  $P1 = P0 - D$

Where: “P0”, “D” and “P1” represent initial conversion price, cash dividend per share and adjusted conversion price respectively.

Accordingly, the initial conversion price of the A-share Convertible Bonds will be adjusted from RMB10.08 per share to RMB9.92 per share from 10 September 2013.

By Order of the Board  
**CHINA MINSHENG BANKING CORP., LTD.**  
**Dong Wenbiao**  
*Chairman*

2 September 2013

*As at the date of this announcement, the executive directors of the Company are Dong Wenbiao, Hong Qi and Liang Yutang; the non-executive directors of the Company are Zhang Hongwei, Lu Zhiqiang, Liu Yonghao, Wang Yugui, Shi Yuzhu, Wang Hang, Wang Junhui, Wu Di and Guo Guangchang; and the independent non-executive directors of the Company are Qin Rongsheng, Wang Lihua, Han Jianmin, Cheng Hoi-chuen, Ba Shusong and You Lantian.*