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中国民生银行股份有限公司

CHINA MINSHENG BANKING CORP., LTD. *

(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1988)

**PARTIAL EXERCISE OF OVER-ALLOTMENT OPTION
STABILIZING ACTIONS AND
END OF STABILIZING PERIOD**

PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION

The Bank announces that the Over-allotment Option referred to in the Prospectus has been partially exercised by UBS AG, Hong Kong Branch, on behalf of the International Purchasers on 18 December 2009 in respect of an aggregate of 117,569,500 Shares, representing approximately 3.54% of the Offer Shares initially available under the Global Offering before any exercise of the Over-allotment Option.

The Over-allotment Shares will be issued and allotted by the Bank at HK\$9.08 per Share (excluding brokerage of 1.0%, SFC transaction levy of 0.004% and Hong Kong Stock Exchange trading fee of 0.005%), being the Offer Price per Share in connection with the Global Offering.

STABILIZING ACTIONS AND END OF STABILIZING PERIOD

The Bank also announces that the stabilizing period in connection with the Global Offering ended on 18 December 2009, being the 30th day after the last day for the lodging of Application Forms under the Hong Kong Public Offering. Stabilizing actions undertaken by the UBS AG, Hong Kong Branch, as the stabilizing manager, or any person acting for it, during the stabilizing period were:

(1) over-allocations of an aggregate of 498,255,000 Shares in the International Offering, representing 15% of the Offer Shares initially offered under the Global Offering before any exercise of the Over-allotment Option;

(2) successive market purchase which purchases were made in the price range of HK\$8.47 to HK\$9.05 per Share (excluding brokerage, SFC transaction levy and the Hong Kong Stock Exchange trading fee). The last purchase made in the course of the stabilizing period in the open market was on 15 December 2009 at the price of HK\$8.90 per H Share; and

(3) the partial exercise of the Over-allotment Option in respect of 117,569,500 Shares.

1. PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION

The Bank announces that the Over-allotment Option referred to in the Prospectus has been partially exercised by UBS AG, Hong Kong Branch (“**UBS**”, the “**Sole Global Coordinator**”) on behalf of the International Purchasers on 18 December 2009 in respect of an aggregate of 117,569,500 Shares (the “**Over-allotment Shares**”), representing approximately 3.54% of the Offer Shares before any exercise of the Over-allotment Option.

The Over-allotment Shares will be issued and allotted by the Bank at HK\$9.08 per Share (excluding brokerage of 1.0%, SFC transaction levy of 0.004% and Stock Exchange trading fee of 0.005%), being the Offer Price per Share in connection with the Global Offering.

Immediately after the issue and allotment of the Over-allotment Shares by the Bank, H shares held by the public represents approximately 15.45% of the issued share capital of the Bank and the number of shares of the Bank held in public hands will represent at least 25% of the total issued share capital of the Bank.

Listing of and permission to deal in the Over-allotment Shares have already been granted by the Listing Committee of the Stock Exchange. Listing of and dealing in such Over-allotment Shares are expected to commence on the Main Board of the Stock Exchange at 9:30 a.m. on 23 December 2009.

The shareholding structure of the Bank immediately before and immediately after the issue and allotment of the Over-allotment Shares by the Bank are as follows:

Name	Immediately before the issue and allotment of the Over-allotment Shares		Immediately after the issue and allotment of the Over-allotment Shares	
	Number of Shares	Approximately % of issued	Number of Shares	Approximately % of issued

		share capital		share capital
A Shares	18,823,001,989	85.00%	18,823,001,989	84.55%
H Shares	<u>3,321,706,000</u>	<u>15.00%</u>	<u>3,439,275,500</u>	<u>15.45%</u>
Total number of Shares	<u>22,144,707,989</u>	<u>100.00%</u>	<u>22,262,277,489</u>	<u>100.00%</u>

The net proceeds of approximately HK\$1,041 million from the issuance and allotment of 117,569,500 H Shares by the Bank pursuant to the exercise of the Over-allotment Option will be used by the Bank for the same purposes as set out in the section headed “Future Plans and Use of Proceeds” in the Prospectus.

The Bank continues to comply with the public float requirement under Rule 8.08(1)(b) of the Listing Rules. No new Shares or securities convertible into equity securities of the Bank may be listed within six months from the Listing Date save for the situations set out in Rule 10.08 of the Listing Rules.

2. STABILIZING ACTIONS AND END OF STABILIZING PERIOD

The Bank makes this announcement pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571 W of the Laws of Hong Kong) and announces that the stabilising period in connection with the Global Offering ended on 18 December 2009, being the 30th day after the last day for the lodging of Application Forms under the Hong Kong Public Offering.

The stabilizing actions undertaken by the UBS AG, Hong Kong Branch as the stabilizing manager, or any person acting for it, in compliance with the Securities and Futures (Price Stabilizing) Rules, during the stabilizing period were:

- (1) over-allocations of an aggregate of 498,255,000 Shares in the International Offering, representing 15% of the Offer Shares initially offered under the Global Offering before any exercise of the Over-allotment Option;
- (2) successive market purchases which purchases were made in the price range of HK\$8.47 to HK\$9.05 per Share (excluding brokerage, SFC transaction levy and the Hong Kong Stock Exchange trading fee). The last purchase made in the course of the stabilizing period in the open market was on 15 December 2009 at the price of HK\$8.90 per H Share; and
- (3) the partial exercise of the Over-allotment Option in respect of 117,569,500 Shares.

By order of the Board
China Minsheng Banking Corp., Ltd.
Dong Wenbiao
Chairman

Hong Kong, 18 December 2009

As at the date of this announcement, the executive directors of the Bank are Mr. Dong Wenbiao, Mr. Hong Qi and Mr. Liang Yutang; the non-executive directors are Mr. Zhang Hongwei, Mr. Lu Zhiqiang, Mr. Liu Yonghao, Mr. Wang Yugui, Mr. Chen Jian, Ms. Wong Hei, Mr. Shi Yuzhu, Mr. Wang Hang,

Mr. Wang Junhui; and the independent non-executive directors are Mr. Andrew Wong, Mr. Wang Songqi, Mr. Liang Jinquan, M. Wang Lihua, Mr. Qin Rongsheng and Mr. Han Jianmin.

** For identification purpose only*