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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**

**Change of Composition of Board Committees**

The 7th meeting of the sixth session of the board of directors (the “**Board**”) of China Minsheng Banking Corp., Ltd. (the “**Company**”) was held through communication voting and the closing date of the voting was 31 December 2012. 18 out of 18 eligible directors rendered their votes, which was in compliance with the relevant provisions of *the Company Law of the People’s Republic of China* and *the Articles of Association of the Company*.

Reference is made to the circular of the Company dated 30 October 2012 and the resolutions relating to appointment of directors in the announcement named *the resolutions passed at the fifth meeting of the sixth session of the board of directors* of the Company dated 30 October 2012.

As considered and approved by a unanimous vote, the Board is pleased to announce that the chairmen/chairwoman and members of Board committees are as follows after proper adjustment:

1. Strategic Development and Investment Management Committee

Chairman: Dong Wenbiao

Members: Hong Qi, Zhang Hongwei, Lu Zhiqiang, Liu Yonghao, Shi Yuzhu, Wang Junhui, Ba Shusong

2. Risk Management Committee

Chairman: Ba Shusong

Members: Liang Yutang, Wang Yugui, Wang Hang, Guo Guangchang

3. Nomination Committee

Chairwoman: You Lantian

Members: Hong Qi, Zhang Hongwei, Wang Yugui, Wang Hang, Qin Rongsheng,  
Cheng Hoi-chuen, Ba Shusong, Wang Lihua, Han Jianmin

4. Audit Committee

Chairman: Qin Rongsheng

Members: Shi Yuzhu, Wu Di, Cheng Hoi-chuen, You Lantian; Han Jianmin

5. Related Party Transactions Supervision Committee

Chairman: Qin Rongsheng

Members: Liang Yutang, Shi Yuzhu, Wang Junhui, Wu Di, Ba Shusong; Wang  
Lihua; Han Jianmin

6. Compensation and Remuneration Committee

Chairman: Cheng Hoi-chuen

Members: Lu Zhiqiang, Liang Yutang, Wang Hang, Guo Guangchang, Qin  
Rongsheng, You Lantian, Wang Lihua, Han Jianmin

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

Beijing, PRC  
31 December 2012

*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 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 are Qin Rongsheng, Wang Lihua, Han Jianmin, Cheng Hoi-chuen, Ba Shusong and You Lantian.*