

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 company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01988)

**Announcement**  
**Resignation of Shi Yuzhu as Director and**  
**Nomination of Director**

On 25 March 2014, the board of directors (the “**Board**”) of China Minsheng Banking Corp., Ltd. (the “**Company**”) received a letter from Mr. Shi Yuzhu, a shareholder representative to the Board (as non-executive director) and the beneficial controller of Shanghai Giant Lifetech Co., Ltd., in relation to his resignation as director of the sixth session of the Board. As Mr. Shi Yuzhu is withdrawing gradually from corporate management and preparing for retirement, he has tendered his resignation as a shareholder representative to the Board (as non-executive director) and other positions in the committees of the Board (including the Strategic Development and Investment Management Committee, Audit Committee and Related Party Transactions Supervision Committee). The resignation of Mr. Shi Yuzhu has become effective since 25 March 2014. Mr. Shi Yuzhu has confirmed that he has no disagreement with the Board and there is no any other matter that needs to be brought to the attention of the shareholders and creditors of the Company.

Mr. Shi Yuzhu pointed out that in light of the rapid development of information technology and the keen competition in the commercial banking industry, the demand for professional management of commercial banks has been becoming higher. Thus, to further improve the corporate governance, optimise the composition of the Board and establish a more scientific and professional decision-making mechanism of the Board, Mr. Shi Yuzhu has recommended to appoint another member of senior management to join the Board as an executive director and nominate Mr. Mao Xiaofeng, vice president of the Company, as candidate for executive director of the sixth session of the Board of the Company. The nomination will be considered by the Board before it is submitted to the general meeting for shareholders’ approval. A circular containing, *inter alia*, relevant resolution in relation to the appointment of new director and information of the candidate for director required to be disclosed according to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited will be dispatched to shareholders in due course.

Mr. Shi Yuzhu expressly declared that his undertaking publicly made on 24 January 2013 shall remain effective, pursuant to which, his shareholding of A shares of the Company will not be reduced within three years.

The Company expresses its sincere gratitude to Mr. Shi Yuzhu for his contributions to the Company during his term of service.

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

Beijing, the PRC  
25 March 2014

*As at the date of this announcement, the executive directors of the Company 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. Wu Di, Mr. Wang Hang, Mr. Wang Junhui and Mr. Guo Guangchang; and the independent non-executive directors are Mr. Cheng Hoi-chuen, Mr. Ba Shusong, Mr. Wang Lihua, Mr. Qin Rongsheng, Mr. Han Jianmin and Ms. You Lantian.*