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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)

POLL RESULTS OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2014

VOTING RESULTS OF THE MEETING

According to the notice of the first extraordinary general meeting in 2014 dated 12 January 2014 (the “**Meeting Notice**”) of China Minsheng Banking Corp., Ltd. (the “**Company**”), the first extraordinary general meeting in 2014 of the Company (the “**Meeting**”) was held at 2:00 p.m. on Thursday, 27 February 2014 at the Conference Room 1, 2/F, Building VII, Beijing Friendship Hotel, No. 1 Zhongguancun Nandajie, Haidian District, Beijing, the People’s Republic of China (the “**PRC**”) and was chaired by Hong Qi, the vice chairman of the Board, as authorized in writing by Dong Wenbiao, the chairman of the Board.

The total number of issued Shares of the Company on 27 January 2014, the trading day immediately prior to the commencement of closure of register of members for the purpose of the Meeting, was 28,366,193,981 shares. The total number of Shares entitling the holders to attend and vote at the Meeting was 20,779,468,739. The total number of Shares represented by holders of A Share convertible bonds, who were required to abstain from voting at the Meeting, was 7,586,725,242. None of the shareholders of the Company (“**Shareholders**”) was required to abstain from voting in favour of any resolution. In addition, in the Circular (as defined below) dispatched by the Company, none of the Shareholders has stated his/her/its intention to vote against the relevant resolution or to abstain. A total of 2,871 Shareholders with voting rights and authorised proxies, holding 10,175,913,682 Shares, representing 48.97% of the total number of Shares with voting rights of the Company, attended the Meeting in person or voted through the online system. Among those Shareholders, 2,866 holders of A Shares or authorised proxies, holding 8,005,401,994 A Shares, representing 38.53% of the total number of Shares with voting rights of the Company, attended the Meeting in person or voted through the online system; 5 holders of H Shares or authorised proxies, holding 2,170,511,688 H Shares, representing 10.44% of the total number of Shares with voting rights of the Company, attended the Meeting in person or voted through the online system.

Some of the directors, supervisors and senior management of the Company attended the Meeting, which complied with the requirements of the Company Law of the People’s Republic of China and the Articles of Association of the Company.

Computershare Hong Kong Investor Services Limited, the H Share registrar of the Company, two representatives from the Shareholders, a supervisor of the Company, and Zhang Lixin from Grandall Law Firm, Beijing Office, were appointed as the scrutineers for the vote-taking and vote-calculating at the Meeting.

The following special resolution was not passed at the Meeting, and the voting results are as follows:

Special Resolution	Number of votes cast and percentage of total number of votes cast		
	For Number of Shares (percentage)	Against Number of Shares (percentage)	Abstain Number of Shares (percentage)
1 Resolution on the downward adjustment to the conversion price of A Share convertible bonds of China Minsheng Banking Corp., Ltd.	4,643,972,181 (45.636906%)	4,113,056,414 (40.419529%)	1,418,885,087 (13.943565%)
As less than two thirds of the valid votes were cast in favour of this resolution by the Shareholders (including authorised proxies) attending the Meeting, the resolution was not passed as a special resolution.			

For details of the resolution considered at the Meeting, Shareholders may refer to the Meeting Notice and the circular dated 12 January 2014 (the “**Circular**”) of the Company. The Meeting Notice and Circular can be downloaded from the website of the Company (www.cmbs.com.cn). Unless otherwise required by the context, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

ATTESTATION BY LAWYERS

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

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

27 February 2014

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.