

Announcement on Resolutions of the 4th Meeting of the 6th Session of the BOD

23 August 2012

The 4th Meeting of the 6th Session of the Board of Directors of the Company was held in Changchun on 23 August 2012. The meeting notices were sent out via email on 8 August 2012. The Meeting was convened and chaired by Chairman Dong Wenbiao. 18 out of 18 eligible directors attended the meeting. 15 directors attended the meeting onsite, while Zhang Hongwei, Liu Yonghao and Chen Jian attended the meeting via teleconference. The convening of the meeting complied with the relevant provisions of the Company Law and the Articles of Association of the Company. The resolutions passed were legal and valid.

The following resolutions were considered and passed at the meeting:

I. Resolution on the 2012 Interim Report of the Company (Full Contents and Summary)

Voting result: Affirmative: 18 votes; Negative: 0 vote; Abstention: 0 vote.

II. Resolution on the 2012 Interim Profit Distribution of the Company

The meeting discussed the Proposal on the 2012 Interim Profit Distribution and passed the following distribution plan: The Company has a net profit of RMB18.709 billion in the first half of 2012. The undistributed profit of the Company amounted to RMB38.486 billion at the beginning of 2012, and amounted to RMB29.976 billion after the payment of cash dividend for 2011. According to relevant regulations, the Company will allocate RMB1.871 billion, which accounts for 10% of interim net profit of 2012, to its statutory surplus reserve, and will allocate RMB3.1 billion to its general risk reserve. As at the end of June 2012, the profit available for distribution to shareholders amounted to RMB43.714 billion.

According to the interim profit distribution principle for the first half of 2012 considered and approved at the 2011 Annual General Meeting of the Company, the Company will, based on the total number of A shares and H shares of 28,365,585,227 shares as of 30 June 2012, distribute a cash dividend of RMB1.50 (inclusive of tax) for every 10 shares to the registered holders of A shares and H shares of the Company for the first half of 2012. The total amount is RMB4.255 billion. The interim dividend payable to the Company's shareholders shall be declared in RMB, and dividend payable to holders of A shares shall be paid in RMB while dividend payable to holders of H shares shall be paid in Hong Kong dollars. The actual amount of interim dividend to be paid to H shareholders in HK\$ is calculated according to the benchmark exchange rate of RMB against HK\$ as published by the People's Bank of China on Thursday, 23 August 2012, that is the date of the meeting,

Voting result: Affirmative: 18 votes; Negative: 0 vote; Abstention: 0 vote.

III. Resolution on the Establishment of Township Bank Management Department

Voting result: Affirmative: 18 votes; Negative: 0 vote; Abstention: 0 vote.

IV. Resolution on the Establishment of Infrastructure Management Office

Voting result: Affirmative: 18 votes; Negative: 0 vote; Abstention: 0 vote.

V. Resolution on Liquidity Risk Control Indicator of the Company

Voting result: Affirmative: 18 votes; Negative: 0 vote; Abstention: 0 vote.

VI. Resolution on the Administrative Measures on Internal Transaction of the Company

Voting result: Affirmative: 18 votes; Negative: 0 vote; Abstention: 0 vote.

VII. Resolution on the Development Plan of the Internal Control System of the Company for 2012–2014

Voting result: Affirmative: 18 votes; Negative: 0 vote; Abstention: 0 vote.

Board of Directors

China Minsheng Banking Corp., Ltd.