

## **Announcement on Relate-Party Transactions**

April 13, 2013

### **I. Overview**

1. The 3<sup>rd</sup> meeting of the Related-Party Transaction Control Committee of the 6<sup>th</sup> session of the Board of Directors in 2013 discussed and approved the Proposal on Related-Party Credit to Orient Group Industry Co., Ltd. and consented to grant RMB1.6 billion one-year-term credit lines to Orient Group Industrial Co., Ltd.. The credit lines include all credit types with risk exposure no higher than mid-long term working capital loans, such as short-term working capital loan, bank acceptance bills, discounted bills and letter of credit, etc.. The loan interest rates and the prices of other business types shall be no lower than the market level in the same industry in the same period.

2. The 3<sup>rd</sup> meeting of the Related-Party Transaction Control Committee of the 6<sup>th</sup> session of the Board of Directors in 2013 discussed and approved the Proposal on Related-Party Credit to Fuxin Group Co., Ltd. and consented to grant RMB1.0 billion one-year-term credit lines to Fuxin Group Co., Ltd.. The credit lines include all credit types with risk exposure no higher than mid-long term working capital loans, such as short-term working capital loan, bank acceptance bills, discounted bills and letter of credit, etc.. The loan interest rates and the prices of other business types shall be no lower than the market level in the same industry in the same period.

### **II. Abstention**

The related directors abstained from the voting on the above related-party transactions.

### **III. Impact**

The related-party transactions are normal credit business of the Bank which have no material impact on the Bank's business operations and financial condition.

### **VI. Opinion of the Independent Directors**

The Bank's granting of RMB1.6 billion credit lines to Orient Group Industrial Co., Ltd. and RMB1.0 billion credit lines to Fuxin Group Co., Ltd. is normal credit business of the Bank and complies with the general commercial provisions and the relevant rules and regulations promulgated by the regulatory authorities including the CBRC and the CSRC. The application and approval process comply with the rules and regulations under the Articles of Association and the Administrative Measures on Related-Party Transactions of the Company. The transactions are fair and no damage to lawful interest of other shareholders is identified.

**Board of Directors**  
**China Minsheng Banking Corp., Ltd.**