

## **Announcement on Related-Party Transaction**

December 31, 2011

### **I. Overview**

The 21<sup>st</sup> meeting of the 5<sup>th</sup> session Board of Directors discussed and approved the Proposal on Related Party Loan to Orient Group Inc., and consented to grant RMB400 million (including RMB400 million credit lines granted previously) one-year-term comprehensive credit lines to Orient Group Inc., which included working capital loan, non-financing L/G, bank acceptance bills, discounted commercial bills (including derivative resolutions for forfeiting and agency bill discounting), domestic L/C issuance and documents under L/C (or agency payment). Of which, the percentage of guarantees for non-financing L/G, bank acceptance bills and domestic is no lower than 30%, and the interest rates and relevant charges rates will be implemented in accordance with the administrative measures on pricing of the Company. Orient Hope Management Co., Ltd. will be the guarantor of the joint and several responsibilities.

### **II. Abstention**

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

### **III. Impact**

The related-party transaction is a normal credit business of the Bank which has no material impact on the Bank's business operations and financial condition.

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

The Bank's granting of RMB400 million (including RMB400 million credit lines granted previously) one-year-term comprehensive credit lines to Orient Group Inc.. complies with the relevant rules and regulations promulgated by the regulatory authorities including the CBRC and the CSRC, and its 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 Bank. The transaction is fair and no damage to lawful interests of other shareholders is identified.

**Board of Directors**

**China Minsheng Banking Corp., Ltd.**