

Announcement on Resolutions of the First Extraordinary General Meeting in 2015

27 April 2015

Important Notice:

- Proposals voted down: No

I. Convention and Attendance of the Meeting

1. Time: 27 April 2015

2. Venue: Meeting Room V, Building VIII, Beijing Friendship Hotel, No.1 Zhongguancun Nandajie, Haidian District, Beijing.

3. Attending common share holders and preference share holders with recovered voting rights and their shareholdings:

1. Number of shareholders and proxies attended the meeting	249
Of which: Number of A-share holders	240
Number of H-share holders	9
2. Total number of shares carrying voting rights held by the attending shareholders	15,647,013,206
Of which: Total number of shares held by A-share holders	13,653,061,728
Total number of shares held by H-share holders	1,993,951,478
3. Proportion of shares carrying voting rights held by attending shareholders in total shares carrying voting rights of the Company (%)	45.710503
Of which: Proportion of shares held by A-share holders to total shares (%)	39.885460
Proportion of shares held by H-share holders to total shares (%)	5.825043

4. Convened by the Board of Directors, the EGM was chaired by Vice Chairman Liang Yutang as entrusted by Chairman Hong Qi in written. The convention and procedures of the EGM was in compliance with the rules and regulations of the Company Law of the PRC and the Articles of Association of the Company.

5. Attendance of directors, supervisors and the board secretary

1) 16 out of 17 incumbent directors of the Company attended the meeting. Of which, Chairman Hong Qi, Vice Chairmen Zhang Hongwei, Lu Zhiqiang and Liu Yonghao, and directors Wang Yugui, Wang Hang, Wang Junhui, Wu Di, Guo Guangchang, Qin Rongsheng, Wang Lihua, Han Jianmin, Cheng Hoi-chuen and Ba Shusong attended the meeting through telephone conference. Director You Lantian did not attend the meeting.

2) All 7 incumbent supervisors attended the Meeting.

3) Board secretary Wan Qingyuan and attestation lawyer Zhang Lixin attended the meeting. Some senior executives also attended the Meeting as non-voting delegates.

II. Review of Resolutions

1. Non-cumulative voting resolutions

1) Resolution on Postponement of the Election of the Board of the Company

Review result: Approved

Voting results:

Type of shareholders	Approved		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A-share	13,614,538,328	99.717841	27,063,248	0.198221	11,460,152	0.083938
H-share	1,395,030,072	69.963090	598,920,686	30.036874	720	0.000036
Sub-total of common shares	15,009,568,400	95.926093	625,983,934	4.000661	11,460,872	0.073246

2) Resolution on Postponement of the Election of the Supervisory Board of the Company

Review result: Approved

Voting results:

Type of shareholders	Approved		Against		Abstained	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A-share	13,614,503,828	99.715888	27,066,748	0.198247	11,491,152	0.084165
H-share	1,395,030,072	69.963090	598,920,686	30.036874	720	0.000036
Sub-total of common shares	15,009,533,900	95.925872	625,987,434	4.000683	11,491,872	0.073445

III. Attestation by Lawyers

1. Attestation law firm of the EGM: Grandall Law Firm (Beijing)

Lawyer: Zhang Lixin

2. Attestation conclusions by the lawyer

The meeting was attested by lawyer Zhang Lixin of Grandall Law Firm (Beijing), who has issued a legal opinion, certifying that the convention and procedures, the qualification of the convener, the qualification of the attendees and the voting procedures of the first EGM in 2015 were in compliance with the relevant laws, administrative rules and the relevant regulations of the Articles of Association of the Company. The voting results of the meeting were legal and effective.

IV. Documents for Reference

1. Resolutions of the general meeting signed by the attending directors and stamped with the seal of the Board;

2. Legal opinion signed by the director of the attested law firm and stamped with the seal of the law firm;

3. Other documents required.

China Minsheng Banking Corp., Ltd.