

## **Announcement on Resolutions of the 18<sup>th</sup> Meeting of the 6<sup>th</sup> Session BOS**

7 November 2014

The 18<sup>th</sup> meeting of the 6<sup>th</sup> session of the Board of Supervisors of the Company was held on 7 November 2014 in Beijing. The meeting notices and relevant documents were sent out via emails on 27 October 2014. The meeting was presided over by Duan Qingshan, Chairman of the BOS, with all 7 supervisors attendance, of which, Zhang Disheng and Lu Zhongnan, attended the meeting through teleconference. The convention and procedure of the meeting complied with the relevant rules and regulations under the Company Law and the Articles of Association of the Company, and the resolutions made through voting were legal and effective.

The meeting discussed and approved the following resolutions:

### **I. Resolution on the Plan for the Non-public Issuance of Preference Shares of the Company**

This proposal will be submitted to Extraordinary General Meeting and the class meetings the shareholders for review. The results cannot be implemented until the approval of the CBRC and accreditation of the CSRC, and are subject to the approved plan.

#### 1. Type and nominal value

Voting result: Affirmative: 5 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 2 votes.

#### 2. Method and date of issuance

Voting result: Affirmative: 5 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 2 votes.

#### 3. Target and subscription method

Voting result: Affirmative: 5 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 2 votes.

#### 4. Volume

Voting result: Affirmative: 5 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 2 votes.

#### 5. Issue price and pricing principle

Voting result: Affirmative: 5 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 2

votes.

6. Sales Restriction period

Voting result: Affirmative: 5 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 2 votes.

7. Use of proceed

Voting result: Affirmative: 5 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 2 votes.

8. Arrangement of accumulated retained earnings before this non-public issuance

Voting result: Affirmative: 5 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 2 votes.

9. Valid period of this issuance

Voting result: Affirmative: 5 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 2 votes.

10. Listing place

Voting result: Affirmative: 5 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 2 votes.

**II. Resolution on Employee Stock Ownership Plan**

This proposal will be submitted to the ShareholdersqGeneral Meeting for review.

Voting result: Affirmative: 5 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 2 votes.

**III. Resolution on Items of Related-party Transactions in relation to the Non-public Issuance of RMB Denominated Common Shares (A Share) of the Company**

This proposal will be submitted to the ShareholdersqGeneral Meeting for review.

Voting result: Affirmative: 5 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 2 votes.

**Board of Supervisors**

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