

**Announcement on Resolutions of the 7th Extraordinary Meeting
of the 6th Session BOD**

31 January 2015

The 7th extraordinary meeting of the 6th session of the Board of Directors of the Company was held in Beijing on 31 January 2015. The meeting notices were sent via telephone calls on 30 January 2-15. The meeting was convened and presided over by Hong Qi, Chairman of the Board, with the presence of 8 out of 17 directors. Vice Chairman Lu Zhiqiang, Director Wu Di, Guo Guangchang, Cheng Hoi-Chuen, Ba Shusong, Wang Lihua and Han Jianmin participated through telephone meeting. Vice Chairman Liu Yonghao entrusted Director Wang Hang in written to execute his voting right. One director, You Lantian was absent from the meeting. All seven supervisors of the Company attended the meeting without voting rights. The convention and procedures of the meeting complied with the rules and regulations under the Company Law of the PRC, the Articles of Association of the Company and the Meeting Rules for the Board of the Company, and the resolutions made through voting were legal and effective.

The following resolutions were discussed and passed at the meeting:

I. Resolution on Approving the Resignation of Mr. Mao Xiaofeng from the Position as the President

Voting result: Confirmative: 15 votes; Negative: 0 vote; Abstention: 0 vote.

II. Resolution on Approving the Chairman to Perform Duties of the President

Voting result: Confirmative: 15 votes; Negative: 0 vote; Abstention: 0 vote.

Board of Directors

China Minsheng Banking Corp., Ltd.