

**Announcement on Resolutions of the 2018 Annual General Meeting,
the Second A Share Class Meeting for 2019 and
the Second H Share Class Meeting for 2019**

21 June 2019

Important Notice:

- Resolution denied: None

I. Convening and Attendance of the Meetings

(I) Time for Convening the Annual General Meeting (AGM): 21 June 2019

(II) Venue for Convening the AGM: Xihua Hall, 11th Floor, Beijing Minzu Hotel, No. 51 Fuxingmennei Avenue, Xicheng District, Beijing, the PRC.

(III) Ordinary shareholders and preference shareholders with restored voting rights attended and their holding of shares:

1. 2018 AGM

1. Number of shareholders and proxies attended the meeting	150
Of which: Number of A shareholders	144
Number of overseas listed foreign shareholders (H share)	6
2. Total number of shares carrying voting rights held by the shareholders attended the meeting (share)	17,506,120,940
Of which: Total number of shares held by A shareholders	14,520,479,276
Total number of shares held by overseas listed foreign shareholders (H share)	2,985,641,664
3. Percentage of total number of shares carrying voting rights held by the shareholders attended the meeting in total number of shares carrying voting rights of the Company (%)	39.984363
Of which: Percentage of shares held by A shareholders in total shares (%)	33.165092
Percentage of shares held by overseas listed foreign shareholders in total shares (%)	6.819271

2. The Second A Share Class Meeting for 2019

(1) Number of A shareholders and proxies attended the A share class meeting (including on-site and via online voting)	144
(2) Total number of shares carrying voting rights held by A shareholders attended the A share class meeting (share)	14,520,479,276
(3) Percentage of shares carrying voting rights held by A shareholders attended the A share class meeting in total A shares carrying voting rights of the Company (%)	40.946446

3. The Second H Share Class Meeting for 2019

(1) Number of H shareholders and proxies attended the H share class meeting	6
(2) Total number of shares carrying voting rights held by the H shareholders attended the H share class meeting (share)	2,985,519,264
(3) Percentage of shares carrying voting rights held by H shareholders attended the H share class meeting in total H shares carrying voting rights of the Company (%)	35.882371

(IV) Compliance of voting methods with the regulations under the Company Law and the Articles of Association, and the presiding of the meetings, etc.

The AGM was convened by the Board of Directors of the Company, and was presided over by Chairman Hong Qi. The 2018 AGM and the second A share Class Meeting for 2019 adopted a combination of on-site voting and online voting, which was in line with the laws and regulations under the Company Law of the PRC and the Implementing Rules of the SSE for Online Voting at the Shareholders' Meeting of Listed Companies and the Articles of Association of the Company. A shareholders of the Company participated in the online voting through the online voting system of the SSE for shareholders' meeting. The second H Share Class Meeting for 2019 took the form of on-site voting.

(V) Attendance of directors, supervisors and secretary of the board of directors of the Company

1. All 15 Directors of the Company attended the meeting. Among which, Vice Chairmen Zhang Hongwei, Lu Zhiqiang and Liu Yonghao, Directors Zheng Wanchun, Shi Yuzhu, Wu Di, Song Chunfeng, Weng Zhenjie, Liu Jipeng, Xie Zhichun, Peng Xuefeng and Tian Suning attended the meeting by teleconference.

2. All 8 Supervisors of the Company attended the meeting. Among which, Supervisors Wang Hang, Zhang Bo and Bao Jiming attended the meeting by teleconference.

3. The Company's CFO and Board Secretary Bai Dan, witness lawyers Zhang Lixin and Zhong Chonglu attended the meeting.

II. Review of the Resolutions

(I) Non-cumulative voting resolutions

2018 AGM

1. Proposal on 2018 Annual Report of the Company

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of	Percentage	Number of	Percentag	Number of	Percentage

	votes	(%)	votes	e (%)	votes	(%)
A Share	14,519,153,178	99.990867	935,908	0.006446	390,190	0.002687
H Share	2,976,532,778	99.694910	5,278,408	0.176793	3,830,478	0.128297
Total ordinary shares	17,495,685,956	99.940392	6,214,316	0.035498	4,220,668	0.024110

2. Proposal on 2018 Report on Final Accounts of the Company

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	14,519,146,678	99.990823	935,908	0.006445	396,690	0.002732
H Share	2,976,532,778	99.694910	5,278,408	0.176793	3,830,478	0.128297
Total ordinary shares	17,495,679,456	99.940355	6,214,316	0.035498	4,227,168	0.024147

3. Proposal on Proposed Profit Distribution Plan for 2018 of the Company

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	14,519,412,145	99.992651	888,713	0.006120	178,418	0.001229
H Share	2,981,388,882	99.857559	3,533,544	0.118351	719,238	0.024090
Total ordinary shares	17,500,801,027	99.969611	4,422,257	0.025261	897,656	0.005128

4. Proposal on 2019 Financial Budget Report of the Company

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	14,519,333,778	99.992111	937,608	0.006457	207,890	0.001432
H Share	2,981,388,018	99.857530	3,534,408	0.118380	719,238	0.024090
Total ordinary shares	17,500,721,796	99.969159	4,472,016	0.025545	927,128	0.005296

5. Proposal on Work Report of the Board of Directors for 2018 of the Company

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	14,519,151,478	99.990856	937,608	0.006457	390,190	0.002687
H Share	2,976,532,778	99.694910	5,278,408	0.176793	3,830,478	0.128297
Total ordinary shares	17,495,684,256	99.940383	6,216,016	0.035507	4,220,668	0.024110

6. Proposal on Work Report of the Board of Supervisors for 2018 of the Company

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	14,519,130,678	99.990712	937,708	0.006458	410,890	0.002830
H Share	2,976,532,778	99.694910	5,278,408	0.176793	3,830,478	0.128297
Total ordinary shares	17,495,663,456	99.940264	6,216,116	0.035508	4,241,368	0.024228

7. Proposal on the Appointment and Remuneration of Auditing Firms for 2019

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	14,519,296,478	99.991854	964,208	0.006641	218,590	0.001505
H Share	2,979,620,358	99.798325	5,302,068	0.177585	719,238	0.024090
Total ordinary shares	17,498,916,836	99.958848	6,266,276	0.035795	937,828	0.005357

8. Proposal on Electing Mr. Zhao Fugao as External Supervisor of the Company

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	14,519,277,138	99.991721	983,608	0.006774	218,530	0.001505
H Share	2,979,944,611	99.809185	4,709,475	0.157737	987,578	0.033078
Total ordinary shares	17,499,221,749	99.960590	5,693,083	0.032520	1,206,108	0.006890

9. Proposal on Extending the Valid Period of Resolutions of the Shareholders' Meeting on the Public Issuance of A Share Convertible Corporate Bonds and the Authorization

Period to the Board of Directors and Its Authorized Persons to Handle in Full Power the Relevant Matters

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	14,514,603,418	99.959534	5,738,940	0.039523	136,918	0.000943
H Share	2,923,622,716	97.922760	61,299,710	2.053150	719,238	0.024090
Total ordinary shares	17,438,226,134	99.612165	67,038,650	0.382944	856,156	0.004891

10. Proposal on Impacts on Dilution of Current Returns of the Public Issuance of A Share Convertible Corporate Bonds and the Remedial Measures

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	14,514,434,185	99.958369	5,866,601	0.040402	178,490	0.001229
H Share	2,921,855,056	97.863554	63,067,370	2.112356	719,238	0.024090
Total ordinary shares	17,436,289,241	99.601101	68,933,971	0.393771	897,728	0.005128

11. Proposal on the Report on Use of of Proceeds from the Previous Issuance of the Company

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	14,518,603,778	99.987084	1,656,908	0.011411	218,590	0.001505
H Share	2,981,388,018	99.857530	3,534,408	0.118380	719,238	0.024090
Total ordinary shares	17,499,991,796	99.964989	5,191,316	0.029654	937,828	0.005357

12. Proposal on Granting General Authorization for Issuing Shares to the Board of Directors by the Company

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)

A Share	14,322,503,343	98.636574	197,761,543	1.361950	214,390	0.001476
H Share	1,621,480,755	54.309289	1,363,441,671	45.666621	719,238	0.024090
Total ordinary shares	15,943,984,098	91.076625	1,561,203,214	8.918042	933,628	0.005333

The Second A Share Class Meeting for 2019

1. Proposal on Extending the Validity Period of the Resolutions of the Shareholders' Meeting on the Public Issuance of A Share Convertible Corporate Bonds and the Authorization Period to the Board of Directors and Its Authorized Persons to Handle in Full Power the Relevant Matters

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A Share	14,514,603,418	99.959534	5,189,658	0.035740	686,200	0.004726

The Second H Share Class Meeting for 2019

1. Proposal on Extending the Validity Period of the Resolutions of the Shareholders' Meeting on the Public Issuance of A Share Convertible Corporate Bonds and the Authorization Period to the Board of Directors and Its Authorized Persons to Handle in Full Power the Relevant Matters

Voting Result: Approved

Voting Situation:

Types of shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
H Share	2,922,094,536	97.875588	62,705,490	2.100321	719,238	0.024091

(II) Proposal on profit distribution plan for 2018 of the Company

	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
Ordinary shareholders holding more than 5% of total shares	9,367,867,307	100.000000	0	0.000000	0	0.000000
Ordinary shareholders holding 1% - 5% of total shares	4,388,761,340	100.000000	0	0.000000	0	0.000000

Ordinary shareholders holding less than 1% of total shares	762,783,498	99.860296	888,713	0.116346	178,418	0.023358
Of which: Ordinary shareholders with market value less than RMB500,000	96,557,257	99.587536	342,213	0.352953	57,700	0.059511
Ordinary shareholders with market value more than RMB500,000	666,226,241	99.899951	546,500	0.081947	120,718	0.018102

(III) Voting situation of shareholders below 5% concerning major events

No.	Proposal	Affirmative		Negative		Abstention	
		Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
3	Proposal on Proposed Profit Distribution Plan for 2018 of the Company	3,871,427,715	99.972443	888,713	0.022949	178,418	0.004608
7	Proposal on the Appointment and Remuneration of Auditing Firms for 2019	3,871,312,048	99.969456	964,208	0.024899	218,590	0.005645
11	Proposal on the Report on Use of Proceeds from the Previous Issuance of the Company	3,870,619,348	99.951569	1,656,908	0.042787	218,590	0.005644
12	Proposal on Granting General Authorization for Issuing Shares to the Board of Directors by the Company	3,674,518,913	94.887639	197,761,543	5.106825	214,390	0.005536

(IV) Explanation to the Voting on the Proposals

The above 1-8th and 10th proposals were ordinary resolutions, which were approved with more than half of the votes held by the shareholders (including proxies) present at the meeting. The 9th, 11th and 12th proposals were special resolutions, which were approved with more than two-thirds of the votes held by the shareholders (including proxies) present at the meeting.

III. Lawyers' Witness

1. Law Firm as witness of this AGM: Grandall Law Firm, Beijing Office

Lawyers: Zhang Lixin, Zhong Chonglu

2. Opinion of the lawyers as witnesses:

The convention and procedures, qualification of the convener, qualifications of the participants, and the voting procedures of the 2018 AGM, the Second A share Class Meeting for 2019 and the Second H Share Class Meeting for 2019 of the Company are in compliance with the relevant laws, administrative regulations and the Articles of Association of the Company. The voting results are legal and effective.

IV. Documents for Reference

1. Resolutions of the meetings signed by the Directors attended and note-takers and sealed by the Board of Directors.

2. Legal opinion signed by the director and sealed by the witness law firm.

China Minsheng Banking Corp., Ltd.