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中國民生銀行股份有限公司
CHINA MINSHENG BANKING CORP., LTD.

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01988)

Announcement in Relation to the Approval from CSRC Concerning the Issuance of Offshore Preference Shares

On 2 December 2016, China Minsheng Banking Corp., Ltd. (the “**Company**”) received the “Approval Concerning the Issuance of Preference Shares by China Minsheng Banking Corp., Ltd.” (Zheng Jian Xu Ke [2016] No. 2971) issued by the China Securities Regulatory Commission (the “**CSRC**”) pursuant to which, the CSRC approved the Company’s issuance of up to 100 million offshore preference shares, with each offshore preference share having a par value of RMB100. The preference shares may be listed on The Stock Exchange of Hong Kong Limited after completion of the issuance. Furthermore, the mandatory conversion of the preference shares into ordinary shares upon the occurrence of any trigger events was also approved and any ordinary shares so converted may be listed on The Stock Exchange of Hong Kong Limited.

The board of directors of the Company (the “**Board**”) will deal with the relevant matters in respect of the issuance of preference shares in accordance with relevant laws and regulations, the requirements set out in the relevant approvals from the regulatory authorities including the CSRC and the authorisations granted by the shareholders’ general meeting of the Company.

By order of the Board
CHINA MINSHENG BANKING CORP., LTD.

Hong Qi
Chairman

Beijing, PRC
2 December 2016

As at the date of this announcement, the executive directors of the Company are Mr. Hong Qi, Mr. Liang Yutang and Mr. Zheng Wanchun; the non-executive directors of the Company are Mr. Zhang Hongwei, Mr. Lu Zhiqiang, Mr. Liu Yonghao, Mr. Wang Yugui, Mr. Wang Hang, Mr. Wang Junhui, Mr. Wu Di, Mr. Guo Guangchang and Mr. Yao Dafeng; and the independent non-executive directors of the Company are Mr. Wang Lihua, Mr. Han Jianmin, Mr. Cheng Hoi-chuen, Mr. Liu Jipeng, Mr. Li Hancheng and Mr. Xie Zhichun.