

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中國民生銀行股份有限公司

CHINA MINSHENG BANKING CORP., LTD.

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 01988)

ANNOUNCEMENT ADJUSTMENT OF CONVERSION PRICE OF A-SHARE CONVERTIBLE BONDS

Reference is made to the announcement of China Minsheng Banking Corp., Ltd. (“the **Company**”) regarding the adjustment of conversion price of A-share convertible bonds of the Company (“**A-share Convertible Bonds**”) dated 17 June 2014. The initial conversion price of A-share Convertible Bonds was RMB8.18 per share since 25 June 2014. References are made to the announcement on the poll results of extraordinary general meeting, A-share class meeting and H-share class meeting and the overseas regulatory announcement for the resolutions of the second extraordinary general meeting in 2014, the first A-share class meeting in 2014 and the first H-share class meeting in 2014, both of which are dated 23 December 2014, as well as the overseas regulatory announcement dated 30 December 2014 on the implementation of the 2014 interim profits distribution plan. The Company will distribute the 2014 interim cash dividend of RMB0.75 per 10 shares (tax inclusive) to the holders of A shares of the Company whose names appear on the register of members after the stock market closes on 8 January 2015.

According to the relevant terms under the *Prospectus in relation to the Public Issuance of A-share Convertible Bonds of China Minsheng Banking Corp., Ltd. (Including Subordinated Terms)*, after the issuance of the A-share Convertible Bonds, the Company shall adjust the conversion price upon subsequent distribution of cash dividends based on the following formula:

When there is distribution of cash dividends: $P1 = P0 - D$

Where: “P0”, “D” and “P1” represent initial conversion price, cash dividend per share and adjusted conversion price respectively.

Accordingly, the initial conversion price of the A-share Convertible Bonds will be adjusted from RMB8.18 per share to RMB8.105 per share since 9 January 2015.

By Order of the Board
CHINA MINSHENG BANKING CORP., LTD.
Hong Qi
Chairman

Beijing, PRC
30 December 2014

As at the date of this announcement, the executive directors of the Company are Mr. Hong Qi, Mr. Liang Yutang and Mr. Mao Xiaofeng; the non-executive directors 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 are Mr. Qin Rongsheng, Mr. Wang Lihua, Mr. Han Jianmin, Mr. Cheng Hoi-chuen, Mr. Ba Shusong and Ms. You Lantian.