

*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**  
**RESULTS OF CONVERSION OF A-SHARE**  
**CONVERTIBLE BONDS AND CHANGES IN**  
**SHARES**

Reference is made to the announcement of China Minsheng Banking Corp., Ltd. (the “**Company**”) on the issue of A-share convertible bonds dated 13 March 2013 and the announcement of the Company on the results of conversion of A-Share convertible bonds and changes in shares dated 2 April 2014. As at 30 June 2014, a total of RMB7,623,000 of A-share convertible bonds (the “**A-Share Convertible Bonds**”) issued by the Company were converted into 768,584 A shares in aggregate, accounting for 0.00226% of the total number of issued shares before conversion of the A-Share Convertible Bonds of the Company. As at 30 June 2014, RMB19,992,377,000 of A-Share Convertible Bonds remained outstanding, accounting for 99.96189% of the total value of A-Share Convertible Bonds. Please see below for the changes in issued shares of the Company:

Unit: shares

	Number of issued	Percentage of the	Number of shares converted from A- Share Convertible Bonds from 25 June	Number of issued shares	Percentage of the total issued shares
--	---------------------	-------------------	--	----------------------------	--

Class of shares	shares as at 25 June 2014	total issued shares (%)	2014 to 30 June 2014	as at 30 June 2014	(%)
A shares	27,106,043,114	79.63	1,709	27,106,044,823	79.63
H shares	6,933,579,408	20.37	-	6,933,579,408	20.37
Total number of issued shares	34,039,622,522	100.00	1,709	34,039,624,231	100.00

Note:

1. All shares were tradable shares and were not subject to any restrictions of sale.
2. 25 June 2014 is the date of the Ex-right and Ex-dividend date for the A Share profit distribution for the second half of 2013. Please refer to the announcement regarding the A Share Profit Distribution Plan and its Implementation for the Second Half of 2013 dated 17 June 2014 for the details of the share capital of the Company subsequent to the profit distribution.
3. The share certificates for the 1,155,596,568 H Bonus Shares will be dispatched on 11 July 2014. Dealings in the Bonus H Shares are expected to commence on 14 July 2014.

By Order of the Board  
**CHINA MINSHENG BANKING CORP., LTD.**  
**Dong Wenbiao**  
*Chairman*

1 July 2014

As at the date of this announcement, the executive directors of the Company are Dong Wenbiao, Hong Qi, Liang Yutang and Mao Xiaofeng; the non-executive directors of the Company are Zhang Hongwei, Lu Zhiqiang, Liu Yonghao, Wang Yugui, Wang Hang, Wang Junhui, Wu Di and Guo Guangchang; and the independent non-executive directors

of the Company are Qin Rongsheng, Wang Lihua, Han Jianmin, Cheng Hoichuen, Ba Shusong and You Lantian.