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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 8 October 2014. As at 31 December 2014, a total of RMB935,884,000 of A-share convertible bonds (the “**A-Share Convertible Bonds**”) issued by the Company were converted into 114,247,390 A shares in aggregate, accounting for 0.40277% of the total number of issued shares before conversion of the A-Share Convertible Bonds of the Company. As at 31 December 2014, RMB19,064,116,000 of A-Share Convertible Bonds remained outstanding, accounting for 95.32058% of the total value of A-Share Convertible Bonds. Please see below for the changes in issued shares of the Company:

Unit: shares

<b>Class of shares</b>	<b>Number of issued shares as at 30 September 2014</b>	<b>Percentage of the total issued shares (%)</b>	<b>Number of shares converted from A-Share Convertible Bonds from 30 September 2014 to 31 December 2014</b>	<b>Number of issued shares as at 31 December 2014</b>	<b>Percentage of the total issued shares (%)</b>
A shares	27,106,074,7	79.63	113,448,865	27,219,523,6	79.70

	64			29	
H shares	6,933,579,408	20.37	-	6,933,579,408	20.30
Total number of issued shares	34,039,654,172	100.00	113,448,865	34,153,103,037	100.00

Note:

1. All shares were tradable shares and were not subject to any restrictions of sale.

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

Beijing, PRC  
5 January 2015

*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.*