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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 5 January 2015. As at 31 March 2015, a total of RMB1,564,614,000 of A-share convertible bonds (the “**A-Share Convertible Bonds**”) issued by the Company were converted into 191,820,397 A shares in aggregate, accounting for 0.67624% of the total number of issued shares before conversion of the A-Share Convertible Bonds of the Company. As at 31 March 2015, RMB18,435,386,000 of A-Share Convertible Bonds remained outstanding, accounting for 92.17693% of the total value of A-Share Convertible Bonds. Please see below for the changes in issued shares of the Company:

Unit: shares

Class of shares	Number of issued shares as at 31 December 2014	Percentage of the total issued shares (%)	Number of shares converted from A-Share Convertible Bonds from 31 December 2014 to 31 March 2015	Number of issued shares as at 31 March 2015	Percentage of the total issued shares (%)
A shares	27,219,523,629	79.70	77,573,007	27,297,096,636	79.74

H shares	6,933,579,408	20.30	-	6,933,579,408	20.26
Total number of issued shares	34,153,103,037	100.00	77,573,007	34,230,676,044	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
1 April 2015

As at the date of this announcement, the executive directors of the Company are Mr. Hong Qi and Mr. Liang Yutang; 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.