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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 IN RESPECT OF THE RESOLUTIONS PASSED AT THE 2009
ANNUAL GENERAL MEETING**

According to the Notice of 2009 Annual General Meeting dated 30 April 2010 and the subsequent Indicative Announcement of China Minsheng Banking Corp., Ltd. (the "Company"), the 2009 Annual General Meeting (the "Meeting") of the Company was held at Building VIII, Beijing Friendship Hotel, No. 1 Zhongguancun Nandajie, Haidian District, Beijing, PRC on 18 June 2010 and chaired by Dong Wenbiao, the Chairman of the Board of Directors.

35 shareholders and authorized proxies, holding 6,772,608,870 shares, representing 30.42% of the total number of issued shares of the Company carrying voting rights, were present at the Meeting. Among those shareholders, 34 holders of A shares and authorized proxies, holding 6,367,901,325 A shares, representing 33.83% of the total number of A shares of the Company, were present at the Meeting; 1 holder of H shares/authorized proxy, holding 404,707,545 H shares, representing 11.77% of the total number of H shares of the Company, was present at the Meeting.

Some of the directors, supervisors and senior management of the Company attended the Meeting, which complied with the requirements of the Company Law of the People's Republic of China, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Articles of Association of the Company.

The total number of shares of the Company entitling the holders thereof to attend and vote for or against or abstain from voting in respect of the special resolution (resolution number 12 and all ordinary resolutions (except resolution number 11) at the Meeting was 6,772,608,870. China Oceanwide Holdings Group Co., Ltd., holding 582,449,263 shares, abstained from voting on resolution number 11 by reason of being a connected shareholder.

Therefore, the total number of shares of the Company entitling the holders thereof to attend and vote for or against or abstain from voting on resolution number 11 at the Meeting was 6,190,159,607. Apart from that, none of the shareholders of the Company was required to abstain from voting on the resolutions proposed at the Meeting. In addition, there were no shares which entitle the shareholders of the Company to attend and vote only against any resolutions at the Meeting. The Company was not aware of any parties indicating their intention to vote against any resolutions proposed at the Meeting.

Computershare Hong Kong Investor Services Limited, the Company's H share registrar, two representatives from the Company's shareholders, a supervisor of the Company, and Lu Qi from Grandall Legal Group, Beijing Office, were appointed as the scrutineers for the vote-taking and vote-calculating at the Meeting.

All resolutions were considered and passed at the Meeting by way of poll, and the voting results are as follows:

Ordinary Resolutions		Number of votes cast and percentage of total number of votes cast			
		For Number of shares (percentage)	Against Number of shares (percentage)	Abstain Number of shares (percentage)	Results
1.	Consider and approve the annual report of the Company for 2009	6,734,326,711 (99.434750%)	499,000 (0.007368%)	37,783,159 (0.557882%)	passed
2.	Consider and approve the work report of the Board of Directors of the Company for 2009	6,772,354,470 (99.996243%)	1,000 (0.000015%)	253,400 (0.003742%)	passed
3.	Consider and approve the work report of the Supervisory Board of the Company for 2009	6,772,594,470 (99.999787%)	1,000 (0.000015%)	13,400 (0.000198%)	passed
4.	Consider and approve the audited accounts of the Company for 2009	6,734,824,711 (99.442103%)	1,000 (0.000015%)	37,783,159 (0.557882%)	passed
5.	Consider and approve the proposed profit appropriation plan of the Company for 2009	6,772,589,970 (99.999721%)	6,000 (0.000089%)	12,900 (0.000190%)	passed
6.	Consider and approve the annual budgets of the Company for 2010	6,772,097,970 (99.992456%)	1,000 (0.000015%)	509,900 (0.007529%)	passed
7.	Consider and approve the appointment of the auditing firm of the Company for 2010 and their remuneration	6,771,207,463 (99.979308%)	406,700 (0.006005%)	994,707 (0.014687%)	passed
8.	Consider and approve the amendments to certain provisions in the "Rules of Procedure for the Shareholders' General Meeting of China Minsheng Banking Corp., Ltd."	6,772,593,970 (99.999780%)	1,500 (0.000022%)	13,400 (0.000198%)	passed
9.	Consider and approve the	6,772,584,470	11,000	13,400	passed

	amendments to certain provisions in the "Rules of Procedure for the Meeting of the Board of Directors of China Minsheng Banking Corp., Ltd."	(99.999640%)	(0.000162%)	(0.000198%)	
10.	Consider and approve the amendments to certain provisions in the "Rules of Procedure for the Meeting of the Supervisory Board of China Minsheng Banking Corp., Ltd."	6,772,594,470 (99.999787%)	1,000 (0.000015%)	13,400 (0.000198%)	passed
11.	Consider and approve the granting of a credit line to Legend Holdings Limited and its subsidiaries	6,185,618,707 (99.926644%)	720,000 (0.011631%)	3,820,900 (0.061725%)	passed
Special Resolution		For Number of shares (percentage)	Against Number of shares (percentage)	Abstain Number of shares (percentage)	Results
12.	Consider and approve the amendments to certain provisions of the Articles of Association of the Company	6,768,456,270 (99.938685%)	1,000 (0.000015%)	4,151,600 (0.061300%)	passed

As more than 50% of the valid votes from the shareholders (including authorized proxies) attending the Meeting were cast in favour of ordinary resolutions numbers 1 to 11, all such resolutions were duly passed as ordinary resolutions. As more than two thirds of the valid votes from the shareholders (including authorized proxies) attending the Meeting were cast in favour of the special resolution number 12, it was duly passed as a special resolution.

BONUS ISSUE AND DIVIDEND PAYMENT

The Board of Directors also wishes to notify Shareholders the details of the bonus issue and payment of the final dividend as follows:

The Company will issue bonus shares to the holders of H shares whose names appear on the register of members of H Shares of the Company on 30 June 2010 (the "Record Date") on the basis of two (2) bonus shares for every ten (10) existing shares held by them on such Record Date, and will pay final dividend for the year ended 31 December 2009 of RMB0.50 (inclusive of applicable tax) for every ten (10) existing shares held by them on such Record Date. According to the Articles of Association of the Company, dividend payable to the Company's shareholders shall be declared in Renminbi, and dividend payable to holders of A Shares shall be paid in Renminbi while dividend payable to holders of H Shares shall be paid in Hong Kong dollars. The following formula shall apply for the purpose of calculating the Hong Kong dollar equivalent of the amount of final dividend payable per H Share:

		Final dividend per share in Renminbi
Final dividend per share (Renminbi to Hong Kong dollars)	=	$\frac{\text{Benchmark exchange rate for Renminbi to Hong Kong dollar as announced by the People's Bank of China on the date of the 2009 Annual General Meeting (i.e. 18 June 2010)}}{\text{Final dividend per share in Renminbi}}$

The benchmark exchange rate for Renminbi to Hong Kong dollar as announced by the People's Bank of China on 18 June 2010, that is the date of the Meeting at which the final dividend is declared, is RMB0.87686 to HK\$1.00. Accordingly, the amount of final dividend payable per H share of the Company is HK\$0.05702165 (including tax).

According to the Enterprise Income Tax Law of the People's Republic of China and the relevant implementation regulations which were adopted in 2008 and came into effect on 1 January 2008, the Company is obligated to withhold and pay enterprise income tax at the rate of 10% when distributing dividend or bonus issues to non-resident enterprise shareholders whose names appear on the register of members of H Shares of the Company. Any shares registered other than in the name(s) of individual(s), including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations, shall be deemed to be shares held by non-resident enterprise shareholders and therefore the enterprise income tax shall be withheld from any dividend payable thereon. Any cash dividend distributed to non-resident enterprise shareholders of H shares shall be deducted up to 50% as enterprise income tax after taking into account the relevant withholding tax applicable to both the cash dividend and bonus issues. The Company will not withhold and pay income tax in respect of the dividend payable to any natural person shareholders whose names appear on the Company's H share register of members on the Record Date.

In order to determine the entitlement of holders of H Shares to the Bonus H Shares and final dividend, the Company's register of members of H Shares will be closed from 25 June 2010 (Friday) to 30 June 2010 (Wednesday) (both days inclusive) during such period no transfer of H Shares will be registered. Shareholders whose names appear on the register of members of H Shares of the Company as at 4:30 p.m. on 30 June 2010 (Wednesday) are entitled to the Bonus H Shares and the dividend. Unregistered holders of H Shares who wish to be entitled to the Bonus H Shares and the dividend must lodge the transfer documents accompanied by the relevant share certificates no later than 4:30 p.m. on 24 June 2010 (Thursday) with the H Share registrar of the Company, Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

The Company will withhold payment of the enterprise income tax strictly in accordance with the relevant laws or requirements of the relevant government departments and strictly based on the Company's register of members of H Shares on the Record Date. The Company

assumes no liability whatsoever in respect of and will not entertain any claims arising from any delay in, or inaccurate determination of, the status of the shareholders or any disputes over the mechanism of withholding of enterprise income tax.

The Company proposes to despatch the share certificates for the Bonus H Shares to the H Shareholders entitled thereto at their own risk on 12 July 2010 by ordinary post.

The Company has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent in Hong Kong (the "Receiving Agent") and will pay to such Receiving Agent the final dividend declared payable to holders of H Shares. The final dividend will be paid by the Receiving Agent on or about 17 August 2010, and the relevant cheques will be despatched on the same day to holders of H Shares who are entitled to receive such dividend by ordinary post and at their own risk.

Details of paying dividend to holders of A Shares and relevant matters will be announced in due course after discussion between the Company and China Securities Depository and Clearing Corporation Limited, Shanghai Branch.

ATTESTATION BY LAWYER(S)

The Meeting was attested by Grandall Legal Group, Beijing Office which issued a legal opinion, certifying that the convening and procedures of the Meeting of the Company, the qualification of the convener, the qualification of the attendees and the voting procedures were in compliance with the relevant PRC laws and regulations and the Articles of Association of the Company. The resolutions passed at the Meeting were lawful and valid.

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

Hong Kong, 18 June 2010

As at the date of this announcement, the executive directors of the Company are Mr. Dong Wenbiao, 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. Chen Jian, Ms. Wong Hei, Mr. Shi Yuzhu, Mr. Wang Hang and Mr. Wang Junhui; and the independent non-executive directors are Mr. Andrew Wong, Mr. Wang Songqi, Mr. Liang Jinqun, Mr. Wang Lihua, Mr. Qin Rongsheng and Mr. Han Jianmin.

* For identification purpose only