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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: 1988)

### **Overseas Regulatory Announcement**

This announcement is made pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Please refer to the attached First Quarterly Report of 2010 released by China Minsheng Banking Corp., Ltd. on the Shanghai Stock Exchange and newspapers in the People's Republic of China.

The Board of Directors of China Minsheng Banking Corp., Ltd.

29 April 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 Jinquan, Mr. Wang Lihua, Mr. Qin Rongsheng and Mr. Han Jianmin.

\* For identification purpose only

### First Quarterly Report of 2010

China Minsheng Banking Corp., Ltd.

#### **Important Notice**

The Board of Directors, the Supervisory Board, and the Directors, Supervisors and Senior Management of China Minsheng Banking Corp., Ltd. (the "Company" or the "Bank") warrant that there are no misstatements, misleading representations in or material omissions from this quarterly report, and shall assume joint and several liability for the truthfulness, accuracy and completeness of its contents.

This quarterly report was approved on 29 April 2010 at the 10th meeting of the 5th session of the Board of Directors of the Company.

Board of Directors China Minsheng Banking Corp., Ltd.

Mr. Dong Wenbiao (Chairman), Mr. Hong Qi (President), Mr. Zhao Pinzhang and Mr. Duan Qingshan (senior management responsible for finance and accounting) and Ms. Bai Dan (Head of Finance and Accounting Department) warrant the truthfulness and completeness of the financial reports included in this quarterly report.

#### I. Profile

1. Key financial data and indicators

(Unit: RMB million)

ltem	As at the end of the reporting period	As at the end of the previous year	Changes from the end of the previous year to the end of the reporting period (%)
Total assets	1,484,917	1,426,392	4.1
Equity attributable to equity holders of the Bank	92,681	88,034	5.3
Net asset per share attributable to equity holders of the Bank (RMB)	4.16 3.95		5.4
	From the beginning of the year to the end of the reporting period		Change over the same period of the previous year (%)
Net cash flows from operating activities	4,992		Net cash outflow from operating activities in the same period of the previous year
Net cash flows per share from operating activities (RMB)	0.22		Net cash outflow from operating activities in the same period of the previous year
	During the From the reporting beginning of period the year to		Change over the same period of the previous year (%)

		the end of the reporting period	
Net profit attributable to equity holders of the Bank	4,269	4,269	70.8
Basic earnings per share (RMB)	0.19	0.19	46.2
Diluted earnings per share (RMB)	0.19	0.19	46.2
Weighted average return on net assets attributable to equity holders of the Bank (%)	4.73	4.73	Increased by 0.32 percentage point
Weighted average return on net assets attributable to equity holders of the Bank after exclusion of extraordinary gains/losses (%)	4.74	4.74	Increased by 0.34 percentage point
Extraordinary gains/losses items	Amount fron	n the beginning	of the year to the end of the reporting period
Extraordinary gains			28
Extraordinary losses			37
Net non-operating income and expense	-9		
Less: Income tax effect of non-recurring profit/loss items			2
Net extraordinary gains/losses items			-7

### 2. Supplemental financial data as at the end of the reporting period and the end of the previous year

(Unit: RMB million)

		(OTHE TRIVID HIMMOH)
Item	31 March 2010	31 December 2009
Total liabilities	1,391,362	1,337,498
Total deposits	1,123,603	1,127,938
Of which: Corporate Deposits	928,868	932,568
Individual Deposits	193,048	194,104
Other deposits	1,687	1,266
Placements from banks and other financial institutions	4,223	7,500
Total loans	936,486	882,979
Of which: Loans to corporate entities	749,370	719,099
Loans to individuals	187,116	163,880

Note: As at the end of the reporting period, according to the five-category loan classification system, outstanding non-performing loans ("NPL") amounted to RMB 7,455 million and the NPL ratio was 0.80%. Allowance to impaired loans amounted to RMB16,330 million, as compared with RMB15,241 million at the end of the previous year.

In the first quarter of 2010, business development of the Group showed the following features: Firstly, profitability maintained rapid growth. Net profit attributable to equity holders of the Bank amounted to RMB4,269 million, representing an increase of 70.8% as compared with the corresponding period of the previous year. Operating income amounted to RMB12,379 million, representing an increase of RMB3,631 million or 41.5% as compared with the corresponding period of the previous year. Of which, net interest

income was RMB10,093 million and net non-interest income was RMB2,286 million, increased by 47.9% and 18.9% as compared with the corresponding period of the previous year, respectively. Basic earnings per share ("EPS") was RMB0.19, representing an increase of RMB0.06 as compared with the corresponding period of the previous year. Weighted average return on net assets attributable to equity holders of the Bank was 4.73%, representing an increase of 0.32 percentage point as compared with the corresponding period of the previous year. Secondly, cost control was further strengthened. The cost-to-income ratio decreased by 2.09 percentage points to 38.2% from 40.3% as compared with the corresponding period of the previous year. Thirdly, asset quality continued to improve. The NPL ratio as at the end of the reporting period was 0.80%, representing a decrease of 0.04 percentage point as compared with the beginning of the year. The allowance to impaired loans ratio was 219.05%, representing an increase of 13.01 percentage points as compared with the beginning of the year.

 Share capital
 Total number of shareholders and shareholdings of the top ten holders of shares not subject to restriction on sales

Total number of shareholders as at the end of the reporting period	1,150,573		
Shareholdings of top ten holders of shares not subject to re	striction on sales		
Shareholders	Number of shares not subject to restriction on sales held as at the end of the reporting period	Class of shares (A、B、H or other)	
HKSCC Nominees Limited	3,114,252,500	Н	
New Hope Investment Co., Ltd.	1,111,322,354	Α	
China Life Insurance Co., LtdTraditional-Common Insurance Products-005L-CT001, SH	959,422,762	А	
China Shipowners Mutual Assurance Association	754,803,754	А	
Orient Group Incorporation	740,808,520	А	
China SME Investment Co., Ltd.	614,962,526	А	
China Oceanwide Holdings Group Co., Ltd.	582,449,263	А	
Fuxin Group Co., Ltd.	489,616,267	А	
Sichuan South Hope Industrial Co., Ltd.	465,255,782	А	
Bank of Communications-EFUND 50 Securities Investment Fund	241,386,326	А	

#### **II. Significant Events**

1. Significant changes in key accounting items and financial indicators and explanation of such changes

(Unit: RMB million)

ltem	As at the end of the reporting period	Change from the end of the previous year (%)	Main reason
Financial assets purchased under resale agreements	26,144	-50.0	Decrease in low yielding financial assets
Intangible assets	1,194	471.3	Increase in intangible assets of the leasing company
Other assets	12,150	41.6	Increase in other assets of the leasing company
Due to banks and other financial institutions	184,912	33.5	Sufficient capital in the market increased balance due to banks and other financial institutions
Placements from banks and other financial institutions	4,223	-43.7	Decrease in demand of borrowings due to a better fund position
Borrowings from other financial institutions	19,750	42.4	Increase in borrowings from other financial institutions
Financial assets sold under repurchase agreements	11,977	88.7	Increase in financial assets sold under repurchase agreements
Payroll payable	3,191	58.8	Increase in payroll payable
Other liabilities	8,499	59.3	Increase in other payables
Retained earnings	16,772	34.1	Increase in net profit
ltem	For the reporting period	Change over the same period of the previous year (%)	Main reason
Fees and commissions income	2,143	116.7	Increase in income from financial advisory and trade finance business
Investment income	69	-93.2	Inclusion of return from disposal of Haitong Securities in the corresponding period of the previous year
Gains/(losses) from fair value changes	55	Inapplicable	Market fluctuation (negative fair value changes in the corresponding period of the previous year)
Foreign exchange gains	102	45.7	Increase in gains from foreign exchange transactions
Business tax and surcharges	850	43.1	Increase in operating income
Operating and administrative expenses	4,729	34.2	Increase in business scale and number of personnel
Income tax expenses	1,329	63.1	Increase in total profit

<ol><li>Development and impacts of significant events and analysis of and explanation on the solutions</li></ol>
□ Applicable ☑ Inapplicable
3. Equities of other listed companies held by the Company  □ Applicable ☑ Inapplicable
4. Equities of other unlisted financial institutions and companies to be listed held by the Company
☑ Applicable □Inapplicable
1) Initiation and establishment of Minsheng Financial Leasing Co., Ltd. The Company invested RMB2.6 billion in Minsheng Financial Leasing Co., Ltd (accounting for 81.25% of its registered capital), which company was launched on 18 Apri 2008.
2) Initiation and establishment of Minsheng Royal Fund Management Co., Ltd. The Company invested RMB120 million in Minsheng Royal Fund Management Co., Ltd (accounting for 60% of its registered capital), which company was launched on 18 November 2008.
3) Initiation and establishment of Pengzhou Minsheng Township Bank Co., Ltd. The Company invested RMB20 million in Pengzhou Minsheng Township Bank Co., Ltd (accounting for 36.36% of its registered capital), which company was launched on 12 September 2008.
4) Initiation and establishment of Cixi Minsheng Township Bank Co., Ltd. The Company invested RMB35 million in Cixi Minsheng Township Bank Co., Ltd (accounting for 35% of its registered capital), which company was launched on 30 December 2008.
5) Initiation and establishment of Shanghai Songjiang Minsheng Township Bank Co., Ltd. The Company invested RMB35 million in Shanghai Songjiang Minsheng Township Bank Co., Ltd. (accounting for 35% of its registered capital), which company was launched or 29 December 2009.
6) Investment in China UnionPay
The Company holds 80 million shares issued by China UnionPay, or about 2.8% of the total shares.
7) Investment in and establishment of credit card company On 28 January 2008, the 15 <sup>th</sup> meeting of the 4 <sup>th</sup> session of the Board of Directors of the Company approved the Proposal on Establishing the Minsheng Credit Card Co., Ltd. which would be wholly owned by the Company with investment of registered capital or RMB1.6 billion with its registered office in Beijing. This proposal is currently under the review of the regulatory authorities for approval.
5. Status of fulfillment of undertakings given by the Company, shareholders and ultimate controller

6. Caution and explanation as to the anticipated accumulated losses or significant changes over the corresponding period of the previous year

□ Applicable ☑ Inapplicable

☐ Applicable	☑ Inapplicable
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Dong Wenbiao
Chairman
Board of Directors
China Minsheng Banking Corp., Ltd.
29 April 2010

Appendices: Balance Sheet, Income Statement, Statement of Cash Flow

### Written Confirmation of the First Quarterly Report of 2010 of the Company by Directors and Senior Management

In accordance with the relevant rules and requirements of the Securities Law of the Peoples Republic of China, Standards Concerning the Contents and Formats of Information Disclosure by Companies Offering Securities to the Public No.13 ---- Special Provisions on Contents and Formats of Quarterly Report (Revised 2007) and the Listing Rules of the Shanghai Stock Exchange, we, as Directors and Senior Management of China Minsheng Banking Corp., Ltd., after acquiring full understanding of and performing review on the First Quarterly Report of 2010 of the Company, hereby issue the following opinion:

- 1. The Company operates in strict compliance with the Accounting Standard for Business Enterprises and relevant rules and regulations. The First Quarterly Report of 2010 fairly reveals the financial position and operating results of the Company during the reporting period.
- 2. We hereby warrant that the information disclosed in the First Quarterly Report of 2010 is true, accurate and complete, and there are no misstatements, misleading representations in or material omissions from this report, and shall assume joint and several liability for the truthfulness, accuracy and completeness of its contents.

Signatures of Directors and Senior Management:

DONG Wenbiao	ZHANG Hongwei	LU Zhiqiang
LIU Yonghao	WANG Yugui	CHEN Jian
WONG Hei	SHI Yuzhu	WANG Hang
WANG Junhui	LIANG Jinquan	WANG Songqi
Andrew WONG	QIN Rongsheng	WANG Lihua
HAN Jianmin	HONG Qi	LIANG Yutang
SHAO Ping	ZHAO Pinzhang	MAO Xiaofeng
DUAN Qingshan		

Board of Directors China Minsheng Banking Corp., Ltd.

29 April 2010

# Consolidated and the Company's Balance Sheet as at 31 March 2010 (All amounts in RMB million unless otherwise stated)

_	The Group		The Bank		
_	31 March 2010 31 December		31 March 2010	31 December 2009	
		2009			
	(unaudited)	(audited)	(unaudited)	(audited)	
Assets					
Cash and balances with Central	226,053	226,054	223,869	224,744	
Bank					
Due from banks and other	79,331	61,848	79,090	61,841	
financial institutions					
Precious metals	310	265	310	265	
Placements with banks and other	22,014	20,716	22,014	20,716	
financial institutions					
Trading financial assets	5,704	4,747	5,704	4,747	
Derivative financial assets	438	465	438	465	
Assets purchased under resale	26,144	52,299	26,144	52,299	
agreements					
Interest receivable	4,630	4,234	4,592	4,227	
Loans and advances to	920,156	867,738	918,285	866,292	
customers					
Available-for-sale investments	52,231	48,910	52,231	48,910	
Held-to-maturity investments	63,099	57,142	62,860	57,102	
Loans and receivables	41,768	45,567	41,744	45,567	
Finance lease receivables	18,823	16,874	-	-	
Long-term equity investments	125	125	2,935	2,935	
Fixed assets	7,435	7,440	7,408	7,412	
Intangible assets	1,194	209	188	196	
Deferred income tax assets	3,312	3,181	3,294	3,166	
Other assets	12,150	8,578	4,994	3,203	
Total assets	1,484,917	1,426,392	1,456,100	1,404,087	

China Minsheng Banking Corp., Ltd.

Consolidated and the Company's Balance Sheet as at 31 March 2010 (continued)

(All amounts in RMB million unless otherwise stated)

	The Group		The Bank		
	31 March 2010 31 December 2009		31 March 2010	31 December 2009	
	(unaudited)	(audited)	(unaudited)	(audited)	
Liabilities and shareholders'					
equity					
Liabilities					
Due to banks and other financial					
institutions	184,912	138,470	185,777	139,882	
Placements from banks and					
other financial institutions	4,223	7,500	4,223	7,500	
Borrowings from foreign					
governments	369	391	369	391	
Borrowings from other financial					
institutions	19,750	13,871	-	-	
Derivative financial liabilities	330	395	330	395	
Assets sold under repurchase					
agreements	11,977	6,347	7,638	2,000	
Deposits from customers	1,123,603	1,127,938	1,121,326	1,125,390	
Payroll payable	3,191	2,009	3,175	1,981	
Tax payable	3,612	4,982	3,561	4,969	
Interest payable	6,594	5,931	6,443	5,827	
Provisions	1,294	1,269	1,294	1,269	
Bonds payable	23,008	23,060	23,008	23,060	
Other liabilities	8,499	5,335	6,506	3,550	
Total liabilities	1,391,362	1,337,498	1,363,650	1,316,214	
Equity					
Share capital	22,262	22,262	22,262	22,262	
Capital reserve	38,559	38,181	38,547	38,169	
Statutory surplus reserve	4,184	4,184	4,184	4,184	
General reserve	10,904	10,904	10,900	10,900	
Retained earnings	16,772	12,503	16,557	12,358	
Total equities attributable to					
equity holders of the Bank	92,681	88,034	92,450	87,873	
Non-controlling interests in equity	874	860	-	-	
Total equity	93,555	88,894	92,450	87,873	
Total equity and liabilities	1,484,917	1,426,392	1,456,100	1,404,087	

Legal Representative: DONG Wenbiao (signed) President: HONG Qi (signed) Head of Finance and

Accounting Department: BAI Dan (signed)

# Consolidated and the Company's Income Statement for January – March 2010 (All amounts in RMB million unless otherwise stated)

	The Group		The Bank		
	January –	January –	January –	January –	
	March 2010	March 2009	March 2010	March 2009	
	(unaudited)	(unaudited)	(unaudited)	(unaudited)	
1. Operating income					
Interest income	15,050	12,049	14,719	11,955	
Interest expense	(4,957)	(5,223)	(4,819)	(5,173)	
Net interest income	10,093	6,826	9,900	6,782	
Fee and commission income	2,143	989	2,056	985	
Fee and commission expense	(84)	(74)	(68)	(73)	
Net Fee and commission income	2,059	915	1,988	912	
Investment income	69	1,016	68	1,016	
Gains/(losses) from fair value changes	55	(81)	55	(81)	
Foreign exchange gains	102	70	102	71	
Income from other business	1	2	-	1	
2. Operating expense					
Business tax and surcharges	(850)	(594)	(834)	(590)	
Operating and administrative expenses	(4,729)	(3,525)	(4,656)	(3,487)	
Impairment losses on assets	(1,165)	(1,323)	(1,120)	(1,315)	
Other operating expenses	(14)	<u> </u>	(1)		
3. Operating profit	5,621	3,306	5,502	3,309	
Plus: non-operating income	28	10	28	10	
Less: non-operating expense	(37)	(6)	(37)	(6)	
4. Total profit	5,612	3,310	5,493	3,313	
Less: Income tax expense	(1,329)	(815)	(1,294)	(812)	
5. Net profit	4,283	2,495	4,199	2,501	
Net profit attributable to equity holders of the Bank	4,269	2,499	4,199	2,501	
Profit/loss attributable to minority interests	14	(4)	-	-	

### Consolidated and the Company's Income Statement for January - March, 2010 (continued) (All amounts in RMB million unless otherwise stated)

	The Group		The Bank	
	January –	January –	January –	January –
	March 2010	March 2009	March 2010	March 2009
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
6. Earnings per share				
(Unit: RMB per share)				
Basic EPS	0.19	0.13		
Diluted EPS	0.19	0.13		
7. Other comprehensive income	378	407	378	407
8. Total comprehensive income	4,661	2,902	4,577	2,908
			· ·	
Total comprehensive income				
attributable to equity holders of				
the Bank	4,647	2,906	4,577	2,908
Total comprehensive income				
attributable to minority interests	14	(4)	-	-

Legal Representative: DONG Wenbiao (signed) President: HONG Qi and Accounting Department: BAI Dan (signed)

(signed) Head of Finance

# Consolidated and the Company's Statement of Cash Flows for January – March, 2010 (All amounts in RMB million unless otherwise stated)

	The Group		The Bank	
	January – March 2010	January – March 2009	January – March 2010	January – March 2009
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
1. Cash flows from operating	(	(	(	(
activities				
Net increase in deposits from				
customers and due to banks and other financial institutions	42,126	129,259	41,831	129,484
Cash inflow of interests, fees and commissions	14,428	11,038	14,005	11,022
Net decrease in placements with banks and other financial institutions	28,143	-	27,218	-
Other cash received in relation to operating activities	1,738	1,823	386	1,844
Subtotal of cash inflow from operating activities	86,435	142,120	83,440	142,350
Net increase in loans and advances to customers	(53,505)	(59,207)	(53,078)	(59,071)
Net increase in balances with central bank and due from banks and other financial institutions	(13,563)	(20,348)	(13,399)	(20,484)
Net increase in placements with other financial institutions	-	(95,443)	-	(95,443)
Cash paid for interests, fees and commissions	(4,101)	(4,676)	(4,046)	(4,675)
Cash paid to and paid for employees	(1,869)	(1,485)	(1,832)	(1,468)
Taxes paid	(3,833)	(954)	(3,811)	(948)
Other cash paid in relation to operating activities	(4,572)	(2,095)	491	(1,506)
Subtotal of cash outflow from operating activities	(81,443)	(184,208)	(75,675)	(183,595)
Net cash flows from operating activities	4,992	(42,088)	7,765	(41,245)

## Consolidated and the Company's Statement of Cash Flows for January - March, 2010 (continued)

(All amounts in RMB million unless otherwise stated)

	The Group		The Bank	
	January –	January –	January –	January –
	March 2010	March 2009	March 2010	March 2009
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
2. Cash flows from investing				
activities				
Cash received from disposal of investments	22,899	14,380	22,899	14,380
Cash received from investment returns	1,592	1,267	1,592	1,267
Cash received from disposal of fixed assets, intangible assets and other long-term assets	104	80	104	80
Subtotal of cash inflow from investing activities	24,595	15,727	24,595	15,727
Cash paid for investment  Net cash received from  subsidiaries and other business	(28,333)	(22,148)	(28,133)	(22,109)
units  Cash paid for purchase of fixed				
assets, intangible assets and other long-term assets	(554)	(764)	(553)	(577)
Subtotal of cash outflow from investing activities	(28,887)	(22,912)	(28,686)	(22,686)
Net cash flows from investing activities	(4,292)	(7,185)	(4,091)	(6,959)
3. Cash flows from financing activities				
Cash received from investments				
Including: Capital injection from				
non-controlling equity holders of subsidiaries	-	-	-	-
Proceeds from issuance of debt securities	-	5,000	-	5,000
			<del></del>	

China Minsheng Banking Corp., Ltd.

Consolidated and the Company's Statement of Cash Flows for January – March, 2010 (continued)

(All amounts in RMB million unless otherwise stated)

	The Group		The Bank	
	January -	January –	January –	January –
	March 2010	March 2009	March 2010	March 2009
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Proceeds from other financing activities	6,574	1,343		
Subtotal of cash inflow from financing activities	6,574	6,343	-	5,000
Cash paid for debts	(2,000)	-	-	-
Cash paid for distribution of dividend, profit or interest	(383)	(14)	(277)	(14)
Other cash paid in relation to financing activities		(4)		
Subtotal of cash outflow from financing activities	(2,383)	(18)	(277)	(14)
Net cash flows from financing activities	4,191	6,325	(277)	4,986
4. Effect of changes in foreign exchange rate on cash and cash equivalents	(62)	(354)	(62)	(354)
5. Net increase in cash and cash equivalents	4,829	(43,302)	3,335	(43,572)
Plus: Cash and cash equivalents at beginning of the year	161,750	112,565	160,512	112,284
6. Cash and cash equivalents at end of the period	166,579	69,263	163,847	68,712

Legal Representative: DONG Wenbiao (signed) President: HONG Qi (signed) Head of Finance and Accounting Department: BAI Dan (signed)