

*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)**

**(USD Preference Share Stock Code: 04609)**

**NOMINATION OF INDEPENDENT  
NON-EXECUTIVE DIRECTOR  
RESIGNATION OF JOINT COMPANY SECRETARY**

The seventh extraordinary meeting (the “**Meeting**”) of the seventh session of the board of directors (the “**Board**”) of China Minsheng Banking Corp., Ltd. (the “**Company**”) was convened on 4 April 2018, at which (among others) the following matters were considered and passed:

**NOMINATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The term of office of Mr. Cheng Hoi-chuen as an independent non-executive director of the Company, since 15 June 2012, will expire on 15 June 2018. Mr. Tian Suning has been nominated as candidate for independent non-executive director (the “**Proposed INED**”) of the seventh session of the Board of the Company in the Meeting.

The biographical details of Mr. Tian Suning as required to be disclosed by Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”) are as follows:

Mr. Tian Suning, aged 55, holds a Doctor's Degree. Mr. Tian Suning has been the chairman of China Broadband Capital Partners, L.P. since May 2006 and the chairman of AsiaInfo, Inc. since January 2014. He was an independent non-executive director of Shanghai Pudong Development Bank Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 600000) from April 2016 to March 2018. Mr. Tian Suning has been an independent non-executive director of Lenovo Group Limited (a company listed on the Stock Exchange, stock code: 00992) since August 2007. Mr. Tian Suning was the vice chairman, executive director and chief executive officer of China Netcom Group Corporation (Hong Kong) Limited from April 2005 to April 2006, president and chief executive officer of China Network Communication Co., Ltd. from August 1999 to April 2005, founder and chief executive officer of AsiaInfo, Inc. from December 1993 to August 1999. Mr. Tian Suning also served as a non-independent director of Taikang Life Insurance Inc. from July 2008 to July 2016, an independent director of MasterCard International Incorporated from March

2006 to June 2016, an independent director of MasterCard Incorporated (a company listed on the New York Stock Exchange, stock code: MA) from March 2006 to June 2016, and a non-executive director of China Jiu hao Health Industry Corporation Limited (currently known as Huayi Tencent Entertainment Company Limited, a company listed on the Stock Exchange, stock code: 00419) from January 2008 to February 2016. Mr. Tian Suning received his Bachelor's Degree in Ecology from Liaoning University in 1985, Master's Degree in Ecology from the Graduate University of Chinese Academy of Sciences in 1987, and Doctor's Degree in Resources Management from Texas Tech University of USA in 1993. Mr. Tian Suning was awarded "Outstanding Youth of the Year (求是傑出青年成果轉化獎)" by China Association for Science and Technology in July 2003 and "Outstanding Returned Scholar Award (全國留學回國人員優秀個人獎)" by the Ministry of Education of the People's Republic of China in August 2003.

Subject to adjustments pursuant to the requirements of relevant applicable laws and regulations, the term of office of the Proposed INED shall be the same as that of the current session of the Board. Remuneration of the Proposed INED shall be determined in accordance with the Remuneration Policy of Directors and Supervisors of China Minsheng Banking Corp., Ltd. The Proposed INED has confirmed that he has fulfilled the independent factors as stipulated in Rule 3.13 of the Listing Rules. The Company considered that the Proposed INED is independent according to the guidelines on independence under the Listing Rules.

The Proposed INED does not have any other relationship with any of the directors, supervisors, senior management, substantial shareholder or controlling shareholder of the Company, and does not have any interests in the shares of the Company as defined in Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in this announcement, there is no other information in relation to the Proposed INED which is subject to disclosure pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules, and he is not involved and has not been involved in any activity subject to disclosure pursuant to Rule 13.51(2)(h) to Rule 13.51(2)(v) of the Listing Rules. Save as disclosed in this announcement, the Proposed INED did not hold any directorship in any other listed companies in the last three years, and did not hold other positions in the Company or its subsidiaries. There is no other matter that shall be brought to the attention of the shareholders of the Company.

The appointment of the Proposed INED as director of the Board of the Company will be submitted to the shareholders' general meeting of the Company for approval by simple majority of the shareholders (including proxies) present at the meeting. The qualification of Mr. Tian Suning to serve as independent non-executive director of the Company will be subject to approval by the regulatory authorities.

## **RESIGNATION OF JOINT COMPANY SECRETARY**

The Company received the resignation letter from Mr. Fang Zhou, a joint company secretary of the Company. Mr. Fang Zhou has resigned to serve as a joint company secretary of the Company for personal reasons. Mr. Fang Zhou has confirmed that he has no disagreement with the Board and the supervisory board of the Company and there is no other matter that needs to be brought to the attention of the shareholders and creditors of the Company. Upon resignation of Mr. Fang Zhou, Ms. Wong Wai Wee, Ella, the current joint company secretary of the Company, will serve

as company secretary of the Company. Ms. Wong Wai Wee, Ella possesses the professional qualifications as stipulated in Rule 3.28 of the Listing Rules. For biographical details of Ms. Wong Wai Wee, Ella, please refer to the Company's results announcement for the year ended 31 December 2017 dated 29 March 2018.

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

Beijing, PRC  
4 April 2018

*As at the date of this announcement, the executive directors of the Company are Mr. Hong Qi, Mr. Liang Yutang and Mr. Zheng Wanchun; the non-executive directors are Mr. Zhang Hongwei, Mr. Lu Zhiqiang, Mr. Liu Yonghao, Mr. Shi Yuzhu, Mr. Wu Di, Mr. Yao Dafeng, Mr. Song Chunfeng, Mr. Tian Zhiping and Mr. Weng Zhenjie; and the independent non-executive directors are Mr. Liu Jipeng, Mr. Li Hancheng, Mr. Xie Zhichun, Mr. Cheng Hoi-chuen, Mr. Peng Xuefeng and Mr. Liu Ningyu.*