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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)

**POLL RESULTS OF
THE SECOND EXTRAORDINARY GENERAL MEETING IN 2012,
THE FIRST A SHARE CLASS MEETING IN 2012 AND
THE FIRST H SHARE CLASS MEETING IN 2012**

The board of directors (the “**Board**”) of China Minsheng Banking Corp., Ltd. (the “**Company**”) is pleased to announce the poll results of the second extraordinary general meeting in 2012 of the Company (the “**2012 Second EGM**”), the first A share class meeting in 2012 of the Company (the “**2012 First A Share Class Meeting**”), and the first H share class meeting in 2012 of the Company (the “**2012 First H Share Class Meeting**”, together with the 2012 Second EGM and the 2012 First A Share Class Meeting, collectively referred to as the “**Meetings**”) held at Fifth Meeting Room, Building VIII, Beijing Friendship Hotel, No. 1 Zhongguancun Nandajie, Haidian District, Beijing, the People’s Republic of China (the “**PRC**”) on Thursday, 3 May 2012.

For details of the resolutions considered at the Meetings, Shareholders may refer to the notices of the Meetings, all dated 19 March 2012, and the supplemental announcement of the Company, dated 13 April 2012. The aforesaid notices and announcement can be downloaded from the website of the Company (www.cmbc.com.cn). Unless otherwise defined in this announcement, capitalized terms used in this announcement shall have the same meanings as those defined in the notices.

1. CONVENING AND ATTENDANCE OF THE MEETINGS

(1) Convening of the Meetings

The Meetings were held as on-site meetings on Thursday, 3 May 2012 at Fifth Meeting Room, Building VIII, Beijing Friendship Hotel, No. 1 Zhongguancun Nandajie, Haidian District, Beijing, the PRC. The 2012 Second EGM and 2012 First A Share Class Meeting have adopted on-site voting as well as internet voting. Internet voting was conducted through the trading system of Shanghai Stock Exchange and was participated by the holders of A Shares of the Company. The 2012 First H Share Class Meeting has adopted on-site voting.

(2) Attendance of the Meetings

Attendance of the 2012 Second EGM

The total number of issued Shares of the Company as at the date of the 2012 Second EGM was 28,365,585,227, while the total number of Shares entitling the holders to attend and vote at the 2012 Second EGM was 26,714,732,987, as the holders of the new H Shares (1,650,852,240 shares in total) issued on 2 April 2012 were not registered with the register of members of the Company by 4:30 p.m. on Friday, 9 March 2012, the latest date of lodging of transfer documents for the Meetings as stipulated in the announcement of the Company regarding “Closure of the Register of Members of H Shares of the Company” dated 24 February 2012, therefore, holders of the new H Shares issued on 2 April 2012 are not entitled to attend or vote at the 2012 Second EGM. Save for the above, there were no restrictions on any Shareholder casting votes on the proposed resolution at the 2012 Second EGM. A total of 534 Shareholders and authorized proxies, holding an aggregate of 9,917,273,174 Shares, representing 37.12% of the total number of Shares with voting rights of the Company, were present at the 2012 Second EGM. Among those Shareholders, 533 holders of A Shares and authorized proxies, holding 8,845,019,244 A Shares, representing 39.16% of the total number of A Shares with voting rights of the Company, and 1 holders of H Shares and authorized proxies, holding 1,055,646,658 H Shares, representing 25.58% of the total number of H Shares with voting rights of the Company, were present at the 2012 Second EGM.

Attendance of the 2012 First A Share Class Meeting

The total number of the issued A Shares of the Company as at the date of the 2012 First A Share Class Meeting was 22,587,602,387, which was the total number of A Shares entitling the holders to attend and vote for or against or abstain from voting on the resolution proposed at the 2012 First A Share Class Meeting. There were no restrictions on any A Shareholder casting votes on the proposed resolutions at the 2012 First A Share Class Meeting. A total of 533 holders of A Shares and authorized proxies, holding an aggregate of 8,845,019,244 A Shares, representing 39.16% of the total number of A Shares with voting rights of the Company, were present at the 2012 First A Share Class Meeting.

Attendance of the 2012 First H Share Class Meeting

The total number of issued H Shares of the Company as at the date of the 2012 First H Shares Class Meeting was 5,777,982,840, while the total number of H Shares entitling the holders to attend and vote at the 2012 First H Shares Class Meeting was 4,127,130,600, as the holders of the new H Shares (1,650,852,240 shares in total) issued on 2 April 2012 were not registered with the register of members of the Company by 4:30 p.m. on Friday, 9 March 2012, the latest date of lodging of transfer documents for the Meetings as stipulated in the announcement of the Company regarding “Closure of the Register of Members of H Shares of the Company” dated 24 February 2012, therefore, holders of the new H Shares issued on 2 April 2012 are not entitled to attend or vote at the 2012 First H Share Class Meeting. Save for the above, there were no restrictions on any H Shareholder casting votes on the proposed resolution at the 2012 First H Share Class Meeting. A total of 1 holders of H Shares and authorized proxies, holding an aggregate of 1,055,646,658 H Shares,

representing 25.58% of the total number of H Shares with voting rights of the Company, were present at the 2012 First H Share Class Meeting.

The Meetings were convened by the Board and chaired by the Chairman Mr. Dong Wenbiao. Some of the directors, supervisors and senior management of the Company attended the Meetings, 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.

2. VOTING RESULTS OF THE MEETINGS

(1) Voting results of the 2012 Second EGM

The Shareholders of the Company present at the 2012 Second EGM considered and approved the following resolution by way of poll (on-site voting and internet voting):

	Special Resolution	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)
1.	To consider and approve the proposal regarding the extension of the validity period of the resolution in respect of the public issuance of A Share Convertible Bonds by China Minsheng Banking Corp., Ltd. and the authorization period of the Board and the authorized person for handling related matters	99.786750%	0.176339%	0.036911%

(2) Voting results of the 2012 First A Share Class Meeting

The holders of the A Shares of the Company present at the 2012 First A Share Class Meeting considered and approved the following resolution by way of poll (on-site voting and internet voting):

	Special Resolution	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)
1.	To consider and approve the proposal regarding the extension of the validity period of the resolution in respect of the public issuance of A Share Convertible Bonds by China Minsheng Banking Corp., Ltd. and the authorization period of the Board and the authorized person for handling related matters	99.853774%	0.139698%	0.006528%

(3) Voting results of the 2012 First H Share Class Meeting

The holders of the H Shares of the Company present at the 2012 First H Share Class Meeting considered and approved the following resolution by way of poll (on-site voting):

	Special Resolution	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)
1.	To consider and approve the proposal regarding the extension of the validity period of the resolution in respect of the public issuance of A Share Convertible Bonds by China Minsheng Banking Corp., Ltd. and the authorization period of the Board and the authorized person for handling related matters	98.663051%	1.336778%	0.000171%

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, a lawyer from Grandall Law Firm, Beijing Office, were appointed as the scrutineers for the vote-taking and vote-calculating at the Meetings.

Resolutions regarding the issuance of A Share convertible bonds of the Company can only be implemented after the Company has applied to and obtained the relevant approvals from the relevant regulatory authorities, including the China Securities Regulatory Commission.

3. ATTESTATION BY LAWYERS

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

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

Beijing, the PRC
3 May 2012

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 Jinqian, Mr. Wang Lihua, Mr. Qin Rongsheng and Mr. Han Jianmin.