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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 FIRST EXTRAORDINARY GENERAL MEETING FOR 2024 HELD ON 25 OCTOBER 2024

References are made to the notice (the “**Notice**”) and the circular (the “**Circular**”) dated 2 October 2024 of the first extraordinary general meeting for 2024 (the “**EGM**”) of China Minsheng Banking Corp., Ltd. (the “**Bank**”).

The board of directors (the “**Board**” or “**Board of Directors**”) of the Bank is pleased to announce the poll results of the EGM held by the Bank at 10:00 a.m. on Friday, 25 October 2024 at Conference Room No. 3, 1/F, Minsheng Bank East Gate, No. 28 Xirongxian Lane, Xicheng District, Beijing, the PRC.

For details of the resolutions considered at the EGM, Shareholders may refer to the Notice and the Circular. The Notice and the Circular can be downloaded from the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.cmbc.com.cn). Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

1. CONVENING AND ATTENDANCE OF THE EGM

(1) Convening of the EGM

The EGM was convened as an on-site meeting at 10:00 a.m. on Friday, 25 October 2024 at Conference Room No. 3, 1/F, Minsheng Bank East Gate, No. 28 Xirongxian Lane, Xicheng District, Beijing, the PRC. Votings at the EGM were taken by poll on site and poll online through the online voting system for shareholders' general meetings of the Shanghai Stock Exchange.

The EGM was convened by the Board and presided over by Gao Yingxin, the Chairman of the Board. All Directors and Supervisors attended the EGM. All senior management were present at the EGM. The meeting was convened in compliance with the requirements of the Company Law of the People's Republic of China, the Hong Kong Listing Rules and the Articles of Association.

(2) Attendance of the EGM

The total number of the issued Shares of the Bank as at the meeting record date was 43,782,418,502 Shares. According to the Articles of Association, when the amount of equity interest in the Bank pledged by a Shareholder reaches or exceeds 50% of his/her shareholding in the Bank, or if a substantial Shareholder's credit granted by the Bank is overdue, the voting right of such Shareholder at the general meeting shall be restricted. As of the record date, to the best of the Bank's knowledge, a total of 9,071,659,053 shares were restricted to exercise voting rights at the EGM. The total number of shares with voting rights at the EGM was 34,710,759,449, representing 79.280133% of the total number of shares of the Bank. No Shareholders were required to abstain from voting in favour when casting votes on any of the resolutions at the EGM according to Rule 13.40 of the Hong Kong Listing Rules. No Shareholders were required to abstain from voting according to the Hong Kong Listing Rules. Moreover, no Shareholders indicated their intention to vote against or abstain from voting on the relevant resolutions contained in the Circular. A total of 3,554 Shareholders and authorised proxies who were entitled to vote, holding an aggregate of 14,113,057,724 Shares, representing 40.659029% of the total number of Shares with voting rights of the Bank, were present at the EGM or participated in the online voting. Among those Shareholders, there were 3,549 A Shareholders and authorised proxies, holding 11,401,771,235 A Shares, representing 32.847945% of the total number of Shares with voting rights of the Bank, and 5 H Shareholders and authorised proxies, holding 2,711,286,489 H Shares, representing 7.811084% of the total number of Shares with voting rights of the Bank.

2. VOTING RESULTS OF THE EGM

Computershare Hong Kong Investor Services Limited, the Bank's H share registrar, one Supervisor of the Bank, and Zhang Lixin, a lawyer from Grandall Law Firm, Beijing Office were appointed as the scrutineers for the voting of the EGM.

The Shareholders present at the EGM considered and approved the following resolutions (special resolution is marked with *) by way of open poll via a combination of on-site voting and online voting, and the voting results are as follows:

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)
1.	Resolution on the Interim Profit Distribution Plan for 2024 of the Bank	14,095,754,861 (99.877398%)	9,926,355 (0.070335%)	7,376,508 (0.052267%)
As more than 50% of the valid votes were cast in favour of this resolution from the Shareholders (including authorised proxies) attending the EGM, the resolution was duly passed as an ordinary resolution.				
2.	Resolution on the Termination of Appointment of the Auditing Firms for 2024 of the Bank	14,062,492,144 (99.641711%)	34,936,880 (0.247550%)	15,628,700 (0.110739%)
As more than 50% of the valid votes were cast in favour of this resolution from the Shareholders (including authorised proxies) attending the EGM, the resolution was duly passed as an ordinary resolution.				
3.	Resolution on the Appointment and Remuneration of the Auditing Firms for 2024 of the Bank	13,997,232,811 (99.179307%)	96,293,968 (0.682304%)	19,530,945 (0.138389%)
As more than 50% of the valid votes were cast in favour of this resolution from the Shareholders (including authorised proxies) attending the EGM, the resolution was duly passed as an ordinary resolution.				
4.	*Resolution on the Amendments to the Articles of Association of the Bank	11,706,771,388 (82.949929%)	2,386,130,500 (16.907254%)	20,155,836 (0.142817%)
As more than two-thirds of the valid votes were cast in favour of this resolution from the Shareholders (including authorised proxies) attending the EGM, the resolution was duly passed as a special resolution.				
5.	Resolution on the Amendments to the Rules of Procedure for the Shareholders' General Meeting of the Bank	14,083,147,279 (99.788065%)	13,018,365 (0.092244%)	16,892,080 (0.119691%)
As more than 50% of the valid votes were cast in favour of this resolution from the Shareholders (including authorised proxies) attending the EGM, the resolution was duly passed as an ordinary resolution.				
6.	Resolution on the Amendments to the Rules of Procedure for the Board of Directors of the Bank	14,082,496,623 (99.783455%)	14,698,953 (0.104152%)	15,862,148 (0.112393%)
As more than 50% of the valid votes were cast in favour of this resolution from the Shareholders (including authorised proxies) attending the EGM, the resolution was duly passed as an ordinary resolution.				
7.	Resolution on the Amendments to the Rules of Procedure for the Board of Supervisors of the Bank	14,081,490,723 (99.776328%)	15,396,353 (0.109093%)	16,170,648 (0.114579%)
As more than 50% of the valid votes were cast in favour of this resolution from the Shareholders (including authorised proxies) attending the EGM, the resolution was duly passed as an ordinary resolution.				

3. DISTRIBUTION OF CASH DIVIDEND

The Board would like to notify the Shareholders of the details of the distribution of interim cash dividend for 2024 (the “**Cash Dividend**”) as follows:

The Bank will distribute the Cash Dividend to the H Shareholders whose names appear on the register of members of the Bank on 5 November 2024 (the “**Record Date**”) in the amount of RMB1.30 (tax inclusive) for every 10 Shares held. The dividend will be denominated and declared in RMB and will be paid in Hong Kong dollars to the H Shareholders.

The actual amount of the Cash Dividend distributed to H Shareholders in Hong Kong dollar shall be calculated at the benchmark exchange rate (RMB1 to HKD1.092944) published by the PBOC on 25 October 2024 (the date of meeting at which the distribution of Cash Dividend is declared), being HKD1.420827 per 10 H Shares (tax inclusive).

According to the Enterprise Income Tax Law of the PRC (《中華人民共和國企業所得稅法》) and its implementation regulations (the “**EIT Law**”), the tax rate of the enterprise income tax applicable to the income of a non-resident enterprise deriving from the PRC is 10%. For this purpose, any H Shares registered under the name of the non-individual enterprise, including the H Shares registered under the name of HKSCC Nominees Limited, other nominees or trustees, or other organisations or entities, shall be deemed as Shares held by non-resident enterprise Shareholders (as defined under the EIT Law). The Bank will distribute the dividend to those non-resident enterprise Shareholders subject to a deduction of 10% enterprise income tax withheld and paid by the Bank on their behalf.

Any resident enterprise (as defined under the EIT Law) which has been legally incorporated in the PRC or which was established pursuant to the laws of foreign countries (regions) but has established effective administrative entities in the PRC, and whose name appears on the Bank’s H share registrar should deliver a legal opinion ascertaining its status as a resident enterprise furnished by a qualified PRC lawyer (with the official chop of the law firm issuing the opinion affixed thereon) and relevant documents to the Bank’s H share registrar, Computershare Hong Kong Investor Services Limited, in due course, if it does not wish to have the 10% enterprise income tax withheld and paid on its behalf by the Bank.

Pursuant to the Notice on the Issues on Levy of Individual Income Tax after the Abolishment of Guoshuifa (1993) No. 045 Document (《關於國稅發(1993)045號文件廢止後有關個人所得稅徵管問題的通知》) (the “**Notice**”) issued by the State Administration of Taxation on 28 June 2011, the dividend to be distributed by the PRC non-foreign invested enterprise which has issued shares in Hong Kong to the overseas resident individual Shareholders, is subject to the individual income tax with a tax rate of 10% in general.

However, the tax rates for respective overseas resident individual Shareholders may vary depending on the relevant tax agreements between the countries of their residence and Mainland China. Thus, 10% individual income tax will be withheld by the Bank from the dividend payable to any individual Shareholders of H Shares whose names appear on the H share register of members of the Bank on the Record Date, unless otherwise stated in the relevant taxation regulations, tax treaties or the Notice.

Profit Distribution to Investors of Northbound Trading

For investors of the Hong Kong Stock Exchange (including enterprises and individuals) investing in the A Shares of the Bank listed on the SSE (the “**Northbound Trading**”), their dividends will be distributed in RMB by the Bank through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such Shares. The Bank will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the competent tax authorities for the withholding. For investors of Northbound Trading who are tax residents of other countries and whose country of domicile is a country which has entered into a tax treaty with the PRC stipulating a dividend tax rate of lower than 10%, those enterprises or individuals may, or may entrust a withholding agent to, apply to the competent tax authorities of the Bank for the entitlement of the rate under such tax treaty. Upon approval by the competent tax authorities, the paid amount in excess of the tax payable based on the tax rate according to such tax treaty will be refunded. The record date and the date of distribution of cash dividends and other arrangements for the investors of Northbound Trading will be the same as those for the A Shareholders.

Profit Distribution to Investors of Southbound Trading

- For investors of the SSE and the Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares of the Bank listed on the Hong Kong Stock Exchange (the “**Southbound Trading**”), the cash dividends will be distributed in RMB. The record date and the date of distribution of cash dividends and other arrangements for the investors of Southbound Trading will be the same as those for the H Shareholders of the Bank. Below are relevant taxation policies: Shanghai-Hong Kong Stock Connect: Pursuant to the relevant requirements under the Notice on the Tax Policies Related to the Pilot Program of the Shanghai Hong Kong Stock Connect (Caishui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅[2014]81號)》), for dividends received by domestic individual investors from investing in H Shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the company of such H Shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H Shares will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

- Shenzhen-Hong Kong Stock Connect: Pursuant to the relevant requirements under the Notice on the Tax Policies Related to the Pilot Program of the Shenzhen-Hong Kong Stock Connect (Caishui [2016] No. 127) (《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知(財稅[2016]127號)》), for dividends received by domestic individual investors from investing in H Shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the company of such H Shares shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in shares listed on the Hong Kong Stock Exchange through Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The company of such H Shares will not withhold and pay the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

The Shareholders are suggested to consult their tax consultants regarding the tax impacts in China, Hong Kong and other countries (regions) for holding and dealing with the Bank's Shares.

Closure of Register of Members and Expected Distribution Date

To determine the entitlement of the H Shareholders to the Cash Dividend, the register of members of the Bank will be closed from Thursday, 31 October 2024 to Tuesday, 5 November 2024 (both days inclusive), during which period no transfer of Shares of the Bank will be effected. For unregistered holders of H Shares of the Bank who wish to be eligible to receive the Cash Dividend, share certificates and the transfer documents must be lodged with the Bank's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Wednesday, 30 October 2024. H Shareholders whose names appear on the register of members of the Bank on Tuesday, 5 November 2024 will be entitled to receive the dividend.

The Bank will withhold payment of relevant income tax strictly in accordance with the relevant laws or requirements of the relevant government departments and based on the Bank's register of members of H Shares on the Record Date. The Bank 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 payment of relevant income tax. The Bank will not be liable for any claims arising from any delay in, or inaccurate determination of the status of the Shareholders or any disputes over the mechanism of withholding. For the H Shareholders of the Bank who are not investors of Southbound Trading, the Bank has appointed Bank of China (Hong Kong) Trustees Limited as the receiving agent in Hong Kong (the "**Receiving Agent**") and has paid the declared Cash Dividend to the Receiving Agent for their onward payment to H Shareholders. For the H Shareholders of the Bank investing in Southbound Trading, the Cash Dividend will be paid by the Bank through the depository and clearing system of China Securities Depository and Clearing Corporation Limited. For the H Shareholders who are not investors of Southbound Trading, the dividend will be paid to the relevant Shareholders by the Receiving Agent on Tuesday, 3 December 2024, and the relevant cheques will be dispatched on the same day to H Shareholders who are entitled to receive such dividend by ordinary post while the risk of the delivery shall be borne by the receivers. For the H Shareholders investing in Southbound Trading, the Cash Dividend will be paid to the investors by China Securities Depository and Clearing Corporation Limited through clearing agency participants.

Details of distribution of the Cash Dividend to A Shareholders and relevant matters will be announced in due course.

4. AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The amended Articles of Associations will be effective upon the approval by the National Financial Regulatory Administration. The existing Articles of Association will remain effective until the amended Articles of Association takes effect.

ATTESTATION BY LAWYERS

The EGM was attested by Grandall Law Firm, Beijing Office, which has issued a legal opinion, certifying that the convening and procedures of the EGM, the qualification of the convener, the qualification of the attendees and the voting procedures were in compliance with the relevant PRC laws and administrative regulations and the Articles of Association. The poll results of the EGM were lawful and valid.

By Order of the Board
CHINA MINSHENG BANKING CORP., LTD.
Gao Yingxin
Chairman

Beijing, the PRC
25 October 2024

As at the date of this announcement, the Executive Directors of the Bank are Mr. Gao Yingxin, Mr. Wang Xiaoyong and Mr. Zhang Juntong; the Non-executive Directors are Mr. Zhang Hongwei, Mr. Liu Yonghao, Mr. Shi Yuzhu, Mr. Song Chunfeng and Mr. Zhao Peng; and the Independent Non-executive Directors are Mr. Qu Xinjiu, Ms. Wen Qiuju, Mr. Song Huanzheng, Mr. Yeung Chi Wai, Jason, Mr. Cheng Fengchao and Mr. Liu Hanxing.