

**Announcement on Resolutions of the 2022 Annual General Meeting, the First A Share Class Meeting for 2023 and the First H Share Class Meeting for 2023**

9 June 2023

Important Notice:

- Proposal denied: None

**I. Convention and Attendance of the Meetings**

(I) Date: 9 June 2023

(II) Venue: Meeting Room No. 3, 1/F, East Gate, China Minsheng Bank, No. 28 Xirongxian Hutong, Xicheng District, Beijing, PRC.

(III) Holders of ordinary shares attended and their shareholdings:

**1. The 2022 AGM**

1) Number of shareholders and proxies attended the meeting	234
Of which: Number of holders of A shares	231
Number of holders of overseas listed foreign shares (H share)	3
2) Total number of shares carrying voting rights held by the shareholders attended the meeting (share)	13,964,037,366
Of which: Total number of shares held by holders of A shares	11,140,140,108
Total number of shares held by holders of overseas listed foreign shares (H share)	2,823,897,258
3) Percentage of number of shares carrying voting rights held by the shareholders attended the meeting in total number of shares carrying voting rights of the Bank (%)	33.758038
Of which: Percentage of shares held by holders of A shares in total shares (%)	26.931271
Percentage of shares held by holders of overseas listed foreign shares in total shares (%)	6.826767

**2. The First A Share Class Meeting for 2023**

1) Number of holders of A shares and proxies attended the A share class meeting (including on-site and online voting)	231
2) Total number of shares carrying voting rights held by holders of A shares attended the A share class meeting (share)	11,140,140,108
3) Percentage of shares carrying voting rights held by holders of A shares attended the A share class meeting in total A shares carrying voting rights of the Bank (%)	33.097120

### 3. The First H Share Class Meeting for 2023

1) Number of holders of H shares and proxies attended the H share class meeting	3
2) Total number of shares carrying voting rights held by holders of H shares attended the H share class meeting (share)	2,821,070,839
3) Percentage of shares carrying voting rights held by holders of H shares attended the H share class meeting in total H shares carrying voting rights of the Bank (%)	36.608124

(IV) Compliance of voting methods with the regulations under the Company Law and the Articles of Association, and the presiding of the meetings, etc.

The AGM was convened by the Board of the Bank, and was presided over by Chairman Gao Yingxin. A combination of on-site and online voting was adopted at the 2022 AGM and the First A Share Class Meeting for 2023, which complied with the laws and regulations under the Company Law of the PRC and the Guidelines of the SSE for Self-Discipline Supervision of Listed Companies No.1 — Standard Operation, and the Articles of Association of the Bank. Holders of A shares of the Bank participated in the online voting through the online voting system of the SSE for shareholders' meeting.

The First H Share Class Meeting for 2023 took the form of on- site voting.

(V) Attendance of Directors, Supervisors and Board Secretary of the Bank

1. All 18 Directors of the Bank attended the meetings.
2. All 8 Supervisors of the Bank attended the meetings.
3. The Bank's Board Secretary attended the meetings, and all Senior Management of the Bank attended the meetings as non-voting delegates.

## II. Review of Proposals

(I) Non-cumulative voting proposals

### The 2022 AGM

1. Proposal on the 2022 Annual Report of the Bank

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,131,374,293	99.921313	7,452,676	0.066900	1,313,139	0.011787
H share	2,800,207,095	99.161083	4,043,440	0.143186	19,646,723	0.695731

Total ordinary shares	13,931,581,388	99.767575	11,496,116	0.082326	20,959,862	0.150099
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## 2. Proposal on the 2022 Final Accounts Report of the Bank

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,129,762,313	99.906843	8,718,276	0.078260	1,659,519	0.014897
H share	2,796,170,219	99.018129	8,080,316	0.286140	19,646,723	0.695731
Total ordinary shares	13,925,932,532	99.727122	16,798,592	0.120299	21,306,242	0.152579

## 3. Proposal on the Proposed Profit Distribution Plan of the Bank for 2022

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,131,408,192	99.921618	7,708,776	0.069198	1,023,140	0.009184
H share	2,812,990,978	99.613786	0	0.000000	10,906,280	0.386214
Total ordinary shares	13,944,399,170	99.859366	7,708,776	0.055204	11,929,420	0.085430

## 4. Proposal on the 2023 Financial Budget Report of the Bank

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,130,955,012	99.917550	7,777,816	0.069817	1,407,280	0.012633
H share	2,809,073,538	99.475062	3,917,440	0.138724	10,906,280	0.386214
Total ordinary shares	13,940,028,550	99.828067	11,695,256	0.083752	12,313,560	0.088181

## 5. Proposal on the 2022 Work Report of the Board of the Bank

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,130,491,593	99.913390	8,033,536	0.072113	1,614,979	0.014497

H share	2,800,207,095	99.161083	4,043,440	0.143186	19,646,723	0.695731
Total ordinary shares	13,930,698,688	99.761253	12,076,976	0.086487	21,261,702	0.152260

#### 6. Proposal on the 2022 Work Report of the Board of Supervisors of the Bank

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,130,358,793	99.912198	8,094,296	0.072658	1,687,019	0.015144
H share	2,800,207,095	99.161083	4,043,440	0.143186	19,646,723	0.695731
Total ordinary shares	13,930,565,888	99.760302	12,137,736	0.086922	21,333,742	0.152776

#### 7. Proposal on the 2022 Directors' Remuneration Report of the Bank

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,126,142,790	99.874352	12,250,738	0.109970	1,746,580	0.015678
H share	2,812,989,538	99.613735	1,440	0.000051	10,906,280	0.386214
Total ordinary shares	13,939,132,328	99.821649	12,252,178	0.087741	12,652,860	0.090610

#### 8. Proposal on the 2022 Supervisors' Remuneration Report of the Bank

Voting Result: Approved

Types of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,126,315,170	99.875900	11,909,458	0.106906	1,915,480	0.017194
H share	2,812,989,538	99.613735	1,440	0.000051	10,906,280	0.386214
Total ordinary shares	13,939,304,708	99.822883	11,910,898	0.085297	12,821,760	0.091820

#### 9. Proposal on Re-Appointing Audit Firms and Their Remunerations for 2023

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)

A share	11,129,396,926	99.903563	9,215,702	0.082726	1,527,480	0.013711
H share	2,806,984,998	99.401102	6,005,980	0.212684	10,906,280	0.386214
Total ordinary shares	13,936,381,924	99.801952	15,221,682	0.109007	12,433,760	0.089041

10. Proposal on Electing Mr. Yeung Chi Wai, Jason as Independent Non-Executive Director of the 8<sup>th</sup> Session of the Board  
Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,130,676,992	99.915054	8,068,796	0.072430	1,394,320	0.012516
H share	2,810,299,083	99.518461	2,701,895	0.095679	10,896,280	0.385860
Total ordinary shares	13,940,976,075	99.834852	10,770,691	0.077132	12,290,600	0.088016

11. Proposal on Electing Ms. Wen Qiuju as Independent Non-Executive Director of the 8<sup>th</sup> Session of the Board  
Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,132,693,332	99.933154	6,131,356	0.055038	1,315,420	0.011808
H share	2,810,309,083	99.518815	2,691,895	0.095325	10,896,280	0.385860
Total ordinary shares	13,943,002,415	99.849363	8,823,251	0.063186	12,211,700	0.087451

12. Proposal Electing Mr. Song Huanzheng as Independent Non-Executive Director of the 8<sup>th</sup> Session of the Board  
Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,130,792,692	99.916092	8,031,996	0.072100	1,315,420	0.011808
H share	2,810,299,083	99.518461	2,701,895	0.095679	10,896,280	0.385860
Total ordinary shares	13,941,091,775	99.835681	10,733,891	0.076868	12,211,700	0.087451

13. Proposal on Electing Mr. Cheng Fengchao as Independent Non-Executive Director of the 8<sup>th</sup> Session of the Board

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,123,313,488	99.848955	15,490,200	0.139049	1,336,420	0.011996
H share	2,795,314,272	98.987818	17,686,706	0.626322	10,896,280	0.385860
Total ordinary shares	13,918,627,760	99.674810	33,176,906	0.237589	12,232,700	0.087601

14. Proposal on Electing Mr. Liu Hanxing as Independent Non-Executive Director of the 8<sup>th</sup> Session of the Board

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,130,804,692	99.916200	8,031,996	0.072100	1,303,420	0.011700
H share	2,810,299,083	99.518461	2,701,895	0.095679	10,896,280	0.385860
Total ordinary shares	13,941,103,775	99.835767	10,733,891	0.076868	12,199,700	0.087365

15. Proposal on the Demonstration and Analysis Report on Issuance of A Share Convertible Corporate Bonds to Unspecified Subscribers

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,057,256,665	99.255993	78,045,239	0.700577	4,838,204	0.043430
H share	2,485,646,768	88.021856	327,344,210	11.591930	10,906,280	0.386214
Total ordinary shares	13,542,903,433	96.984153	405,389,449	2.903097	15,744,484	0.112750

16. Proposal on Extending the Validity Period of the Resolution on the Issuance of A Share Convertible Corporate Bonds to Unspecified Subscribers and the Authorization Period to the Board and Its Authorized Persons to Handle Relevant Matters in Full Power

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of	Percentage	Number of	Percentage	Number of	Percentage

	votes	(%)	votes	(%)	votes	(%)
A share	3,710,725,262	97.963751	72,256,653	1.907588	4,873,504	0.128661
H share	2,496,529,184	88.407224	316,461,794	11.206562	10,906,280	0.386214
Total ordinary shares	6,207,254,446	93.882133	388,718,447	5.879204	15,779,784	0.238663

17. Proposal on Granting General Authorization to the Board for Share Issuance by the Bank

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	10,812,767,530	97.061324	326,032,858	2.926650	1,339,720	0.012026
H share	2,037,115,651	72.138448	773,393,840	27.387464	13,387,767	0.474088
Total ordinary shares	12,849,883,181	92.021260	1,099,426,698	7.873273	14,727,487	0.105467

18. Proposal on the Issuance Plan of Financial Bonds and Capital Instruments in the Next Three Years

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,056,918,199	99.252955	34,370,633	0.308529	48,851,276	0.438516
H share	2,460,074,891	87.116303	153,608,714	5.439600	210,213,653	7.444097
Total ordinary shares	13,516,993,090	96.798603	187,979,347	1.346168	259,064,929	1.855229

19. Proposal on the Capital Management Plan for 2024-2026 of the Bank

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,071,729,388	99.385908	18,859,626	0.169294	49,551,094	0.444798
H share	2,503,218,804	88.644118	96,263,980	3.408905	224,414,474	7.946977
Total ordinary shares	13,574,948,192	97.213634	115,123,606	0.824429	273,965,568	1.961937

20. Proposal on Revising Certain Provisions of the Articles of Association of the Bank

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,130,851,232	99.916618	7,724,756	0.069342	1,564,120	0.014040
H share	2,812,989,538	99.613735	1,440	0.000051	10,906,280	0.386214
Total ordinary shares	13,943,840,770	99.855367	7,726,196	0.055329	12,470,400	0.089304

21. Proposal on the Related Party Transaction with the Group of Dajia Insurance Group Co., Ltd.

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	3,776,997,423	99.713347	9,078,316	0.239669	1,779,680	0.046984
H share	2,812,749,538	99.605236	241,440	0.008550	10,906,280	0.386214
Total ordinary shares	6,589,746,961	99.667173	9,319,756	0.140957	12,685,960	0.191870

**The First A Share Class Meeting for 2023**

1. Proposal on the Demonstration and Analysis Report on Issuance of A Share Convertible Corporate Bonds to Unspecified Subscribers

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
A share	11,057,256,665	99.255993	78,045,239	0.700577	4,838,204	0.043430

2. Proposal on Extending the Validity Period of the Resolution on the Issuance of A Share Convertible Corporate Bonds to Unspecified Subscribers and the Authorization Period to the Board and Its Authorized Persons to Handle Relevant Matters in Full Power

Voting Result: Approved

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)



A share	3,710,725,262	97.963751	72,256,653	1.907588	4,873,504	0.128661
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### **The First H Share Class Meeting for 2023**

#### **1. Proposal on the Demonstration and Analysis Report on Issuance of A Share Convertible Corporate Bonds to Unspecified Subscribers**

**Voting Result: Approved**

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
H share	2,785,055,418	98.723342	24,812,141	0.879529	11,203,280	0.397129

#### **2. Proposal on Extending the Validity Period of the Resolution on the Issuance of A Share Convertible Corporate Bonds to Unspecified Subscribers and the Authorization Period to the Board and Its Authorized Persons to Handle Relevant Matters in Full Power**

**Voting Result: Approved**

Type of Shareholders	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
H share	2,785,053,690	98.723281	25,119,141	0.890412	10,898,008	0.386307

### **(II) Voting results for cash dividend distribution**

	Affirmative		Negative		Abstention	
	Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
Holders of ordinary shares holding more than 5% of total shares	7,352,284,689	100.0000	0	0.0000	0	0.0000
Holders of ordinary shares holding 1% - 5% of total shares	2,604,401,576	100.0000	0	0.0000	0	0.0000

Holders of ordinary shares holding less than 1% of total shares	1,174,721,927	99.2621	7,708,776	0.6513	1,023,140	0.0866
Of which: Holders of ordinary shares with market value less than RMB500 thousand	464,810,476	99.3430	2,689,556	0.5748	384,040	0.0822
Holders of ordinary shares with market value more than RMB500 thousand	709,911,451	99.2092	5,019,220	0.7014	639,100	0.0894

(III) Voting results of shareholders holding less than 5% of total shares for major events

No.	Proposal	Affirmative		Negative		Abstention	
		Number of votes	Percentage (%)	Number of votes	Percentage (%)	Number of votes	Percentage (%)
3	Proposal on the Proposed Profit Distribution Plan of the Bank for 2022	3,779,123,503	99.7694	7,708,776	0.2035	1,023,140	0.0271
7	Proposal on the 2022 Directors' Remuneration Report of the Bank	3,773,858,101	99.6304	12,250,738	0.3234	1,746,580	0.0462
8	Proposal on the 2022 Supervisors' Remuneration Report of the Bank	3,774,030,481	99.6350	11,909,458	0.3144	1,915,480	0.0506
9	Proposal on Re-Appointing Audit Firms and Their Remunerations for 2023	3,777,112,237	99.7163	9,215,702	0.2432	1,527,480	0.0405

10	Proposal on Electing Mr. Yeung Chi Wai, Jason as Independent Non-Executive Director of the 8th Session of the Board	3,778,392,303	99.7501	8,068,796	0.2130	1,394,320	0.0369
11	Proposal on Electing Ms. Wen Qiuju as Independent Non-Executive Director of the 8th Session of the Board	3,780,408,643	99.8034	6,131,356	0.1618	1,315,420	0.0348
12	Proposal on Electing Mr. Song Huanzheng as Independent Non-Executive Director of the 8th Session of the Board	3,778,508,003	99.7532	8,031,996	0.2120	1,315,420	0.0348
13	Proposal on Electing Mr. Cheng Fengchao as Independent Non-Executive Director of the 8th Session of the Board	3,771,028,799	99.5557	15,490,200	0.4089	1,336,420	0.0354
14	Proposal on Electing Mr. Liu Hanxing as Independent Non-Executive Director of the 8th Session of the Board	3,778,520,003	99.7535	8,031,996	0.2120	1,303,420	0.0345
15	Proposal on the Demonstration and Analysis Report on Issuance of A Share Convertible Corporate Bonds to Unspecified Subscribers	3,704,971,976	97.8118	78,045,239	2.0604	4,838,204	0.1278
16	Proposal on Extending the Validity Period of the Resolution on the Issuance of A Share Convertible Corporate Bonds to Unspecified Subscribers and the	3,710,725,262	97.9637	72,256,653	1.9075	4,873,504	0.1288

	Authorization Period to the Board and Its Authorized Persons to Handle Relevant Matters in Full Power						
17	Proposal on Granting General Authorization to the Board for Share Issuance by the Bank	3,460,482,841	91.3573	326,032,858	8.6073	1,339,720	0.0354
18	Proposal on the Issuance Plan of Financial Bonds and Capital Instruments in the Next Three Years	3,704,633,510	97.8029	34,370,633	0.9073	48,851,276	1.2898
20	Proposal on Revising Certain Provisions of the Articles of Association of the Bank	3,778,566,543	99.7547	7,724,756	0.2039	1,564,120	0.0414
21	Proposal on the Related Party Transaction with the Group of Dajia Insurance Group Co., Ltd.	3,776,997,423	99.7133	9,078,316	0.2396	1,779,680	0.0471

(IV) Explanation to the voting on the proposals

1. The above proposals 1-14, 19 and 21 were ordinary ones, which were approved with more than half of the voting rights held by the shareholders (including proxies) who attended the meeting. The above proposals 15-18 and 20 were special proposals, which were approved with more than two-thirds of the voting rights held by the shareholders (including proxies) who attended the meeting.

2. Proposal 21 was a proposal on related party transaction, the related shareholder Dajia Life Insurance Co., Ltd. withdrew from the voting.

3. As at the end of the share registration date (31 May, 2023), a major shareholder, China Oceanwide Holdings Group Co., Ltd, had overdue credit with the Bank, the voting rights of the corresponding shareholder were restricted at the meetings in accordance with the relevant regulations.

**III. Lawyers' Witness**

1. Law firm as witness of the meetings: Grandall Law Firm, Beijing Office

Lawyers: Zhang Lixin, Zhong Chonglu

2. Opinion of the lawyers as witnesses:

The convention and procedures of the 2022 AGM, the First A share Class Meeting for 2023 and the First H Share Class Meeting for 2023 of the Bank are in compliance with the relevant laws, regulations, rules, administrative documents and the Articles of Association of the Bank. The qualifications of the participants and the qualification of the convener are lawful and valid. The voting procedures and voting results are legal and effective.

**IV. Online Announcement Document**

Legal opinion of Grandall Law Firm, Beijing Office on the 2022 AGM, the First A share Class Meeting for 2023 and the First H Share Class Meeting for 2023 of the Bank.

**V. Documents for Reporting**

Resolutions of the meetings signed by the Directors attended and sealed by the Board.

**Board of Directors**

**China Minsheng Banking Corporation Limited**

(Please note that this is the English translation of the announcement in Chinese. Should there be any discrepancy between the English translation and the Chinese version, the Chinese version prevails.)