

## **Announcement on Resolutions of the 32nd Meeting of the 8th Session BOD**

21 February 2023

The 32nd meeting of the 8th session of the BOD of the Bank was held in Beijing on 21 February 2023. The meeting notice and meeting documents were sent out by emails on 7 February 2023. The meeting was convened and presided over by Chairman Gao Yingxin. Of all 18 Directors who were entitled to attend the meeting, 7 Directors, being Chairman Gao Yingxin, Vice Chairman Zheng Wanchun, and Directors Yang Xiaoling, Zhao Peng, Liu Ningyu, Qu Xinjiu and Yuan Guijun, attended the meeting in person; 11 Directors, being Vice Chairmen Zhang Hongwei, Lu Zhiqiang and Liu Yonghao, and Directors Shi Yuzhu, Wu Di, Song Chunfeng, Weng Zhenjie, Liu Jipeng, Li Hancheng, Xie Zhichun and Peng Xuefeng, attended the meeting by teleconference/video conference. Of all 8 Supervisors who were entitled to attend the meeting, 8 Supervisors attended the meeting as non-voting delegates. The convention and procedures of the meeting complied with the rules and regulations under the Company Law of the PRC and the Articles of Association of the Bank. The resolutions made through voting are legal and effective.

The following resolutions were discussed and passed at the meeting:

### **I. Resolution on Nominating Mr. Cheng Fengchao as a Candidate for Independent Non-Executive Director of the 8th Session BOD of the Bank**

In accordance with the regulatory requirements and the relevant requirements of the Articles of Association of the Bank, the accumulative terms of office of the Independent Non-Executive Directors of the Bank shall not exceed six years, and the term of office of Independent Non-Executive Directors of the Bank Mr. Peng Xuefeng and Mr. Liu Ningyu reached six years on 20 February 2023. The Board agreed to nominate Mr. Cheng Fengchao as a candidate for Independent Non-Executive Director of the 8th session BOD of the Bank, and submit it to the Shareholders' General Meeting for election.

The above proposal will be submitted to the Shareholders' General Meeting of the Bank for consideration. After being elected and approved by the Shareholders' General Meeting, the qualification of Mr. Cheng Fengchao will be subject to the approval of the CBIRC, and he will officially serve as an Independent Non-Executive Director of the Bank from the date of the approval of the qualification until the date of expiration of the 8th session BOD. The remuneration of Mr. Cheng Fengchao as an Independent Non-Executive Director will be determined in accordance with the Rules

for Remuneration of Directors and Supervisors of China Minsheng Banking Corp., Ltd. .

Voting result: Affirmative: 17 votes; Negative: 0 vote; Abstention: 0 vote.

## **II. Resolution on Nominating Mr. Liu Hanxing as a Candidate for Independent Non-Executive Director of the 8th Session BOD of the Bank**

The Board agreed to nominate Mr. Liu Hanxing as a candidate for Independent Non-Executive Director of the 8th session BOD of the Bank, and submit it to the Shareholders' General Meeting for election.

The above proposal will be submitted to the Shareholders' General Meeting of the Bank for consideration. After being elected and approved by the Shareholders' General Meeting, the qualification of Mr. Liu Hanxing will be subject to the approval of the CBIRC, and he will officially serve as an Independent Non-Executive Director of the Bank from the date of the approval of the qualification until the date of expiration of the 8th session BOD. The remuneration of Mr. Liu Hanxing as an Independent Non-Executive Director will be determined in accordance with the Rules for Remuneration of Directors and Supervisors of China Minsheng Banking Corp., Ltd. .

Voting result: Affirmative: 17 votes; Negative: 0 vote; Abstention: 0 vote.

In accordance with the relevant provisions of "the number of Independent Non-Executive Directors shall not be less than one-third of the total number of members of the BOD", before the Bank convenes a shareholders' general meeting to elect new Independent Non-Executive Directors and their qualifications are approved by the regulatory authorities, Mr. Peng Xuefeng and Mr. Liu Ningyu will continue to perform the relevant duties as Independent Non-Executive Directors and members of the special committees of the BOD of the Bank in accordance with the provisions of laws and regulations and the Articles of Association of the Bank.

During their terms of office as Independent Non-Executive Directors of the Bank, Mr. Peng Xuefeng and Mr. Liu Ningyu have been diligent and conscientious in performing their duties and responsibilities and have made important contributions to corporate governance, operation of the Board, development strategies, risk control and steady development of the Bank with good professional ethics and expertise. The Board would like to express its gratitude to Mr. Peng Xuefeng and Mr. Liu Ningyu for their contributions to the development of the Bank during their terms of office.

**III. Resolution on the Plan for Issuing Financial Bonds and Capital Instruments for the Next Three Years of the Bank**

The above proposal will be submitted to the Shareholders' General Meeting for review.

Voting result: Affirmative: 17 votes; Negative: 0 vote; Abstention: 0 vote.

**IV. Resolution on 2024-2026 Capital Management Plan of the Bank**

The above proposal will be submitted to the Shareholders' General Meeting for review.

Voting result: Affirmative: 17 votes; Negative: 0 vote; Abstention: 0 vote.

**V. Resolution on Extending the Validity Period of the Resolutions on the Issuance of A Share Convertible Corporate Bonds to Non-Specific Targets and the Authorization Period to the Board and Its Authorized Persons to Exercise Full Power to Deal with Matters Relating to the Issuance**

The above proposal will be submitted to the Shareholders' General Meeting and class meetings for review.

Voting result: Affirmative: 17 votes; Negative: 0 vote; Abstention: 0 vote.

**VI. Resolution on Granting General Authorization to the Board for Share Issuance**

The above proposal will be submitted to the Shareholders' General Meeting for review.

Voting result: Affirmative: 17 votes; Negative: 0 vote; Abstention: 0 vote.

**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.)