

## **Announcement on Resolutions of the 47th Meeting of the 8th Session BOD**

28 March 2024

The 47th meeting of the 8th session of the BOD of the Bank was held in Beijing on 28 March 2024. The meeting notice and meeting documents were sent out by emails on 14 March 2024. The meeting was convened and presided over by Chairman Gao Yingxin. Of all 16 Directors who were entitled to attend the meeting, 7 Directors, being Chairman Gao Yingxin, and Directors Song Chunfeng, Wen Qiuju, Song Huanzheng, Yeung Chi Wai, Jason, Cheng Fengchao, Liu Hanxing attended the meeting in person; 9 Directors, being Vice Chairmen Zhang Hongwei, Lu Zhiqiang and Liu Yonghao, and Directors Shi Yuzhu, Wu Di, Weng Zhenjie, Yang Xiaoling, Zhao Peng and Qu Xinjiu, attended the meeting by teleconference/video conference. All 11 voting tickets sent to the Directors who have the voting rights were collected. Of all 6 Supervisors who were entitled to attend the meeting, 6 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 the 2023 Annual Report of the Bank (Text and Abstract)**

The 2023 Annual Report of the Bank (Text and Abstract) has been deliberated and approved by all members of the Audit Committee of the BOD of the Bank, obtaining the prior consent of the Audit Committee. For details of the 2023 Annual Report of the Bank (Text and Abstract), please refer to the website of Shanghai Stock Exchange and the website of the Bank.

The Board agreed to submit the 2023 Annual Report of the Bank to the Shareholders' General Meeting for review.

Voting result: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

### **II. Resolution on the 2023 Report on Final Accounts of the Bank (Draft)**

The Board agreed to submit the 2023 Report on Final Accounts of the Bank (Draft) to the Shareholders' General Meeting for review.

Voting result: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

### **III. Resolution on the 2024 Financial Budget Report of the Bank (Draft)**

The Board agreed to submit the 2024 Financial Budget Report of the Bank (Draft) to the Shareholders' General Meeting for review.

Voting result: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

### **IV. Resolution on the 2023 Profit Distribution Plan of the Bank**

For details of the Announcement on the 2023 Profit Distribution Plan of the Bank, please refer to the website of Shanghai Stock Exchange and the website of the Bank.

The Board agreed to submit the 2023 Profit Distribution Plan of the Bank to the Shareholders' General Meeting for review.

Voting result: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

### **V. Resolution on the 2023 Capital Composition and Leverage Ratio of the Bank**

Voting result: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

### **VI. Resolution on the 2023 Corporate Social Responsibility Report of the Bank**

For details of the 2023 Corporate Social Responsibility Report of the Bank, please refer to the website of Shanghai Stock Exchange and the website of the Bank.

Voting result: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

### **VII. Resolution on the 2023 Environmental, Social and Governance Report of the Bank**

For details of the 2023 Environmental, Social and Governance Report of the Bank, please refer to the website of Shanghai Stock Exchange and the website of the Bank.

Voting result: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

### **VIII. Resolution on Adjusting the Plan for the Establishment of the Public Welfare Donation Fund of the Bank**

The Board agreed to submit the Proposal on Adjusting the Plan for the Establishment of the Public Welfare Donation Fund of the Bank to the Shareholders' General Meeting for review.

Voting result: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

#### **IX. Resolution on the 2023 Internal Control Evaluation Report of the Bank**

The 2023 Internal Control Evaluation Report of the Bank has been deliberated and approved by all members of the Audit Committee of the BOD of the Bank, obtaining the prior consent of the Audit Committee.

For details of the 2023 Internal Control Evaluation Report of the Bank, please refer to the website of Shanghai Stock Exchange and the website of the Bank.

Voting result: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

#### **X. Resolution on Re-Appointing Audit Firms of the Bank and Their Remunerations for 2024**

The above proposal has been deliberated and approved by all members of the Audit Committee of the BOD of the Bank, obtaining the prior consent of the Audit Committee. All Independent Directors issued the independent opinion.

For details of the Announcement on Re-Appointing Audit Firms of the Bank, please refer to the website of Shanghai Stock Exchange and the website of the Bank.

The Board agreed to submit the Proposal on Re-Appointing Audit Firms of the Bank and Their Remunerations for 2024 to the Shareholders' General Meeting for review.

Voting result: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

#### **XI. Resolution on the 2023 Directors' Remuneration Report of the Bank**

The 2023 Directors' Remuneration Report of the Bank has been deliberated and approved by all members of the Compensation and Remuneration Committee of the BOD of the Bank. The Board agreed to submit the 2023 Directors' Remuneration Report of the Bank to the Shareholders' General Meeting for review.

Voting results:

Remuneration of Gao Yingxin for 2023: Affirmative: 10 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 1 vote; Gao Yingxin withdrew from the voting.

Remuneration of Zhang Hongwei for 2023: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

Remuneration of Lu Zhiqiang for 2023: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

Remuneration of Liu Yonghao for 2023: Affirmative: 10 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 1 vote; Liu Yonghao withdrew from the voting.

Remuneration of Shi Yuzhu for 2023: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

Remuneration of Wu Di for 2023: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

Remuneration of Song Chunfeng for 2023: Affirmative: 10 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 1 vote; Song Chunfeng withdrew from the voting.

Remuneration of Weng Zhenjie for 2023: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

Remuneration of Yang Xiaoling for 2023: Affirmative: 10 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 1 vote; Yang Xiaoling withdrew from the voting.

Remuneration of Zhao Peng for 2023: Affirmative: 10 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 1 vote; Zhao Peng withdrew from the voting.

Remuneration of Qu Xinjiu for 2023: Affirmative: 10 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 1 vote; Qu Xinjiu withdrew from the voting.

Remuneration of Wen Qiuju for 2023: Affirmative: 10 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 1 vote; Wen Qiuju withdrew from the voting.

Remuneration of Song Huanzheng for 2023: Affirmative: 10 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 1 vote; Song Huanzheng withdrew from the voting.

Remuneration of Yeung Chi Wai, Jason for 2023: Affirmative: 10 votes; Negative: 0 vote; Abstention: 0 vote; Withdrawal: 1 vote; Yeung Chi Wai, Jason withdrew from the voting.

Remuneration of Zheng Wanchun for 2023: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

Remuneration of Liu Jipeng for 2023: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

Remuneration of Li Hancheng for 2023: Affirmative: 11 votes; Negative: 0 vote;

Abstention: 0 vote.

Remuneration of Xie Zhichun for 2023: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

Remuneration of Peng Xuefeng for 2023: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

Remuneration of Liu Ningyu for 2023: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

Remuneration of Yuan Guijun for 2023: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

## **XII. Resolution on the 2023 Related-Party Transactions Report of the Bank**

The 2023 Related-Party Transactions Report of the Bank has been deliberated and approved by all members of the Related Party Transactions Supervision Committee of the BOD of the Bank. The 2nd Meeting of the Independent Directors of the 8th session of the BOD of the bank in 2024 has received briefing on the 2023 Related-Party Transactions Report of the Bank.

The Board agreed to submit the 2023 Related-Party Transactions Report of the Bank to the Shareholders' General Meeting for review.

Voting result: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

## **XIII. Resolution on Writing off Bad Loans in the First Quarter of 2024 of the Bank**

Voting result: Affirmative: 11 votes; Negative: 0 vote; Abstention: 0 vote.

## **XIV. Resolution on Convening the 2023 Annual General Meeting of the Bank**

The Board of the Bank proposed to convene the 2023 Annual General Meeting of the Bank. The Board authorized the Board Secretary to confirm the time and venue of the above meeting after conclusion of this meeting, and choose voting method according to the regulatory requirements, send out meeting notices and prepare the detailed matters in relation to the meeting.

Voting result: Affirmative: 11 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.)