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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)

**ANNOUNCEMENT REGARDING THE WITHHOLDING AND PAYMENT OF  
ENTERPRISE INCOME TAX FOR NON-RESIDENT ENTERPRISE H  
SHAREHOLDERS**

Reference is made to the announcement dated 9 July 2010 of China Minsheng Banking Corp., Ltd. (the "**Company**"). The Company hereby sets forth further details regarding the withholding and payment of enterprise income tax for non-resident enterprise H Shareholders in respect of the bonus shares allotted and dividends distributed relevant to their holding of H Shares as follows.

In accordance with the Enterprise Income Tax Law of the PRC effective from 1 January 2008 and its implementation regulations and the relevant policies and regulations, all domestic enterprises in China shall be obliged to withhold and pay enterprise income tax for their overseas non-resident enterprise shareholders with a uniform tax rate of 10% when they pay dividends or make bonus distributions to overseas non-resident enterprise shareholders for any financial year commencing from 1 January 2008. Apart from the dividends to be distributed, the bonus shares converted from the retained profits of the Company represent income from equity investment on the part of shareholders shall also be at the same time subject to the above tax laws, and an enterprise income tax shall be levied on the face value of the bonus shares distributed to non-resident enterprise H Shareholders at the tax rate of 10%.

Any H Shares of the Company registered other than in the name(s) of individual(s), including those registered in the name of HKSCC Nominees Limited, other nominees, trustees, or other organizations or groups, shall be deemed to be Shares held by overseas non-resident enterprise shareholder(s) and enterprise income tax shall be withheld from dividends payable thereon and the Bonus H Shares allotted. As such, the Company will comply with the relevant rules and regulations to withhold and pay enterprise income tax for the non-resident

enterprise shareholders whose names appeared in the register of members of H Shares of the Company as of the H Share Record Date for the Bonus H Shares and the Dividend (i.e. 30 June 2010). For natural person H Shareholder(s), no such 10% enterprise income tax will be withheld from dividends payable thereon and bonus shares allotted.

The Company's receiving agent in Hong Kong, Bank of China (Hong Kong) Trustees Limited, will pay the dividends (net of enterprise income tax, where applicable) to holders of H Shares of the Company prior to 17 August 2010, and will send the relevant cheques by ordinary post to the entitled H Shareholders at their own risk.

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

Beijing, 9 July 2010

*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 Jinquan, Mr. Wang Lihua, Mr. Qin Rongsheng and Mr. Han Jianmin.*

\* For identification purpose only