
THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your Shares in China Minsheng Banking Corp., Ltd., you should at once hand this circular and the accompanying form of proxy and reply slip to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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中國民生銀行股份有限公司

CHINA MINSHENG BANKING CORP., LTD.

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01988)

**CHANGE OF DOMICILE AND AMENDMENTS TO THE RELATED PROVISIONS OF
THE ARTICLES OF ASSOCIATION**

AND

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING FOR 2026

The Bank will convene the EGM at 10:00 a.m. on Friday, 21 August 2026 at Conference Room No. 3, 1/F, Minsheng Bank East Gate, No. 28 Xirongxian Lane, Xicheng District, Beijing, the PRC. Notice convening the EGM has been published on the website (www.hkexnews.hk) of the Hong Kong Stock Exchange pursuant to the Hong Kong Listing Rules on 3 August 2026.

If you intend to appoint a proxy to attend the EGM, please complete the enclosed form of proxy in accordance with the instructions printed thereon and return the same to Computershare Hong Kong Investor Services Limited (for holders of H Shares) and the office of the Board of the Bank (for holders of A Shares) not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 10:00 a.m. on Thursday, 20 August 2026) in person or by post. Completion and return of the form of proxy will not preclude you from attending the EGM and voting in person if you so wish.

If you intend to attend the EGM in person or by proxy, please complete the enclosed reply slip and return the same to Computershare Hong Kong Investor Services Limited (for holders of H Shares) and the office of the Board of the Bank (for holders of A Shares) on or before Tuesday, 18 August 2026.

* References to times and dates of this circular are to Hong Kong times and dates.

4 August 2026

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DEFINITIONS

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

“A Shareholder(s)”	holder(s) of A Share(s)
“A Share(s)”	domestic ordinary Share(s) of RMB1.00 each issued by the Bank which is/are subscribed for by domestic investors in Renminbi and are listed for trading on the SSE (stock code: 600016)
“Articles of Association”	the articles of association of the Bank
“Bank” or “China Minsheng Bank” or “Minsheng Bank”	China Minsheng Banking Corp., Ltd. (中國民生銀行股份有限公司), a joint stock company incorporated with limited liability in accordance with the Company Law, the H Shares and A Shares of which are listed on the Hong Kong Stock Exchange and the SSE respectively
“Company Law”	the Company Law of the People’s Republic of China
“Director(s)”	the director(s) of the Bank
“EGM”	the first extraordinary general meeting for 2026 of the Bank to be held at 10:00 a.m. on Friday, 21 August 2026 at Conference Room No. 3, 1/F, Minsheng Bank East Gate, No. 28 Xirongxian Lane, Xicheng District, Beijing, the PRC or any adjournment thereof, the notice of which is set out in this circular
“H Shareholder(s)”	holder(s) of H Share(s)
“H Share(s)”	overseas listed foreign invested share(s) of RMB1.00 each in the share capital of the Bank, which are listed on the Hong Kong Stock Exchange (stock code: 01988) and are subscribed for in HK dollars
“HK dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited

DEFINITIONS

“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“NFRA”	the National Financial Regulatory Administration
“PRC” or “China”	the People’s Republic of China
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	holder(s) of the Share(s)
“Share(s)”	the ordinary Share(s) of the Bank, including A Share(s) and H Share(s)
“SSE”	the Shanghai Stock Exchange

LETTER FROM THE BOARD



中國民生銀行股份有限公司
CHINA MINSHENG BANKING CORP., LTD.

(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 01988)

Members of the Board:

Executive Directors:

Mr. Gao Yingxin
Mr. Wang Xiaoyong
Mr. Zhang Juntong

Registered Address:

No. 2 Fuxingmennei Avenue,
Xicheng District,
Beijing, China
100031

Non-executive Directors:

Mr. Liu Yonghao
Mr. Shi Yuzhu
Mr. Song Chunfeng
Mr. Liang Xinjie
Mr. Lin Li
Mr. Zheng Haiyang

Independent Non-executive Directors:

Mr. Qu Xinjiu
Ms. Wen Qiujia
Mr. Song Huanzheng
Mr. Yeung Chi Wai, Jason
Mr. Cheng Fengchao
Mr. Liu Hanxing

4 August 2026

To the Shareholders

Dear Sir or Madam,

**CHANGE OF DOMICILE AND AMENDMENTS TO THE RELATED PROVISIONS OF
THE ARTICLES OF ASSOCIATION
AND**

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING FOR 2026

INTRODUCTION

The purpose of this circular is to provide you (among other things) with additional information to enable you to make informed decisions on whether to vote for or against the special resolution to be proposed at the EGM:

- (i) Resolution regarding the change of domicile and amendments to the related provisions of the Articles of Association

LETTER FROM THE BOARD

CHANGE OF DOMICILE AND AMENDMENTS TO THE RELATED PROVISIONS OF THE ARTICLES OF ASSOCIATION

Based on the construction progress of the Bank's CBD Head Office building and relevant work arrangements, the domicile of the Bank is proposed to be changed from No. 2 Fuxingmennei Avenue, Xicheng District, Beijing, China, to Building 1, Courtyard 9, Jinhe Road, Chaoyang District, Beijing, and the related provisions of the Articles of Association shall be amended accordingly.

In accordance with regulatory requirements, the change of the Bank's domicile is subject to the approval by the NFRA, and the procedures for the change of registration must be completed with the market regulation administration department. Upon approval of the change of domicile by the NFRA, the Articles of Association of the Bank will be submitted to the NFRA for filing in accordance with the relevant provisions.

This resolution has been considered and approved at the Board meeting held on 30 July 2026 and is hereby proposed to the EGM as a special resolution for consideration and approval.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Bank will be closed from Tuesday, 18 August 2026 to Friday, 21 August 2026 (both days inclusive), during which period no transfer of Shares will be effected. For unregistered H Shareholders of the Bank who intend to attend the EGM, all Share certificates and the Share 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 Monday, 17 August 2026. H Shareholders whose names appear on the register of members of the Bank on Friday, 21 August 2026 will be entitled to attend and vote at the EGM.

VOTING BY POLL AT EGM

Pursuant to Rule 13.39(4) of the Hong Kong Listing Rules, all votes of the Shareholders at the EGM of the Bank must be taken by poll. As such, the chairman of the meeting will require a poll for all resolutions proposed at the EGM.

On a poll, every Shareholder present in person or by proxy or, being a corporation, by its duly authorized representative, shall have one vote for each Share registered in his/her/its name in the register of members.

According to the Articles of Association, (i) if the amount of equity interest in the Bank pledged by a shareholder reaches or exceeds 50% of his/her shareholding in the Bank, the voting right of such shareholder at the shareholders' meeting shall be restricted; and (ii) if a substantial shareholder's credit granted by the Bank is overdue, the voting right of such shareholder at the shareholders' meeting shall be restricted.

LETTER FROM THE BOARD

RECOMMENDATION

The Board considers that the special resolution mentioned above is in the best interests of the Bank and its Shareholders. As such, the Board recommends the Shareholders to vote in favor of the resolution to be proposed at the EGM.

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

APPENDIX	COMPARISON TABLE FOR AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF CHINA MINSHENG BANKING CORP., LTD.
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No.	Original Article	New Article
1	Article 5 The Head Office of the Bank is located in Beijing. Registered address of the Bank: ~~No. 2, Fuxingmennei Avenue, Xicheng District, Beijing, China, 100031~~ Tel: (86) 010-58560666 Fax: (86) 010-58560690	Article 5 The Head Office of the Bank is located in Beijing. Registered address of the Bank: Building 1, Courtyard 9, Jinhe Road, Chaoyang District, Beijing, 100020 Tel: (86) 010-58560666 Fax: (86) 010-58560690

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING FOR 2026

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中國民生銀行股份有限公司

CHINA MINSHENG BANKING CORP., LTD.

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01988)

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING FOR 2026

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting for 2026 (the “EGM”) of China Minsheng Banking Corp., Ltd. (the “Bank”) will be held at 10:00 a.m. on Friday, 21 August 2026 at Conference Room No. 3, 1/F, Minsheng Bank East Gate, No. 28 Xirongxian Lane, Xicheng District, Beijing, the PRC, for the consideration and, if thought fit, passing of the following special resolution:

SPECIAL RESOLUTION

1. Resolution regarding the change of domicile and amendments to the related provisions of the Articles of Association

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Bank will be closed from Tuesday, 18 August 2026 to Friday, 21 August 2026 (both days inclusive), during which period no transfer of Shares will be effected. For unregistered H Shareholders of the Bank who intend to attend the EGM, all Share certificates and the Share 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 Monday, 17 August 2026. H Shareholders whose names appear on the register of members of the Bank on Friday, 21 August 2026 will be entitled to attend and vote at the EGM.

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

4 August 2026

As at the date of this notice, the Executive Directors of the Bank are Mr. Gao Yingxin, Mr. Wang Xiaoyong and Mr. Zhang Juntong; the Non-executive Directors are Mr. Liu Yonghao, Mr. Shi Yuzhu, Mr. Song Chunfeng, Mr. Liang Xinjie, Mr. Lin Li and Mr. Zheng Haiyang; 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.

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING FOR 2026

Notes:

1. Any member of the Bank entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote in his/her stead. A proxy need not be a member of the Bank. If more than one proxy is so appointed, the appointment shall specify the number and class of shares in respect of which each such proxy is so appointed.
2. Shareholders of the Bank shall appoint their proxies in writing. The form of proxy shall be signed by the shareholder or his/her/its attorney who has been authorized in writing. If the shareholder is a corporation, the form of proxy shall be affixed with the corporation's seal or signed by its director, or its attorney duly authorized in writing. If the form of proxy is signed by the attorney of the shareholder, the power of attorney or other authorization document shall be notarized. For holders of H shares, the aforementioned documents must be lodged with the H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time appointed for holding the EGM (i.e. not later than 10:00 a.m. on Thursday, 20 August 2026) in order for such documents to be valid. Completion and delivery of the form of proxy shall not preclude a member of the Bank from attending and voting in person at the meeting and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
3. Shareholders who intend to attend the EGM (in person or by proxy) shall complete and deliver the reply slip of EGM to Computershare Hong Kong Investor Services Limited or the office of the Board of the Bank by hand, post or fax on or before Tuesday, 18 August 2026.
4. Shareholders shall produce their identification documents when attending the EGM.
5. If a proxy attends the EGM on behalf of a shareholder, he/she shall produce his/her identification document and the power of attorney or other documents signed by the appointer or his/her attorney, which specify the date of its issuance. If a representative of a corporate shareholder attends the EGM, such representative shall produce his/her identification document and the notarized copy of the resolution passed by the Board of Directors or other authority or other notarized copy of any authorization documents issued by such corporate shareholder.
6. The EGM is expected to last for half a day. Shareholders who attend the EGM (in person or by proxy) shall bear their own travelling, accommodation and other expenses.
7. For details of the relevant resolution, please refer to the circular of the Bank dated 4 August 2026.
8. References to times and dates of this notice are to Hong Kong times and dates.