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## **China Minsheng Financial Holding Corporation Limited**

**中國民生金融控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 245)**

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR AND CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board announces that with effect from 20 February 2016:

- (1) Mr. Thaddeus Thomas Beczak has been appointed as an independent non-executive Director of the Company; and
- (2) Mr. Thaddeus Thomas Beczak has been appointed as a member of the Remuneration Committee and the Nomination Committee and Mr. Ling Yu Zhang has resigned as a member of the Remuneration Committee and the Nomination Committee.

### **APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board (the “**Board**”) of directors (the “**Directors**”) of China Minsheng Financial Holding Corporation Limited (the “**Company**”) is pleased to announce that Mr. Thaddeus Thomas Beczak (“**Mr. Beczak**”) has been appointed as an independent non-executive Director of the Company, with effect from 20 February 2016.

Mr. Beczak, aged 65, is currently an independent non-executive director of the following listed companies: Phoenix Satellite Television Holdings Limited (stock code: 2008, a company listed on the Stock Exchange), Singapore Exchange Limited (stock code: S68, a company listed on the Singapore Exchange Securities Trading Limited) and Pacific Online Limited (stock code: 543, a company listed on the Stock Exchange).

Mr. Beczak was previously an independent non-executive director of the following listed companies: Advanced Semiconductor Manufacturing Corporation Limited (stock code: 3355, a company listed on the Stock Exchange) and e-Kong Group Limited (stock code: 524, a company listed on the Stock Exchange).

Mr. Beczak was previously the vice chairman of China Renaissance Holdings Limited and chairman of China Renaissance Securities (Hong Kong) Limited. From April 2005 to March 2008, Mr. Beczak was a senior advisor to Nomura International (Hong Kong) Limited and non-executive chairman of Nomura Asia Holding N.V. From September 1997 until December 2003, Mr. Beczak was a director of Kerry Holdings Limited. During this time he

also held various board and operating positions within the group. Most recently, he was deputy chairman of SCMP Holdings Limited and publisher of South China Morning Post Publishers Limited. Previously, he had been deputy chairman of ShangriLa Asia Limited, deputy chairman of Kuok Philippines Properties, a director of China World Trade Center Limited and a director of Kerry Properties Limited.

From November 1997 until December 2002, Mr. Beczak was chairman of the Listing Committee of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and a member of the Stock Exchange and a member of board of directors of the Stock Exchange from 1998 until 2001. From June 2001 until May 2007, he was a member of the Advisory Committee of the Securities and Futures Commission in Hong Kong. Currently, he is a member of the international advisory committee of the China Securities Regulatory Commission (CSRC).

Prior to joining the Kerry group, Mr. Beczak was a managing director and president of J.P. Morgan Inc., and president of J.P. Morgan Securities Asia from 1990 until 1997. While at J.P. Morgan, Hong Kong, he was a director of the Bank of the Philippine Islands and a committee member of the Hong Kong Association of Banks. He joined J.P. Morgan in 1974. Mr. Beczak has over 30 years of experience in Asia.

Mr. Beczak is a graduate of Georgetown University (B.S.F.S.) and Columbia University (M.B.A.). He is a member of the Board of Advisors of the School of Foreign Service at Georgetown. Mr. Beczak was previously an adjunct professor of the MBA program of the Hong Kong University of Science and Technology from 2010 to 2014.

Mr. Beczak has entered into a service contract with the Company for a term of three years with effect from 20 February 2016, provided that either party may terminate such service contract at any time by giving at least three months’ notice in writing. Mr. Beczak is entitled to a remuneration of HK\$250,000 per annum pursuant to the service contract. The Director’s fee for Mr. Beczak has been approved by the Board and its remuneration committee (the “**Remuneration Committee**”) and will be reviewed by the Board and the Remuneration Committee on an annual basis. In accordance with the Company’s articles of association, Mr. Beczak’s appointment as an independent non-executive Director is subject to retirement by rotation and re-selection at the Company’s general meeting.

As at the date of this announcement, Mr. Beczak has no interest in any shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Mr. Beczak does not have any relationships with any Directors, senior management, substantial shareholders or controlling shareholder (within the meaning of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) of the Company.

Save as disclosed above, (i) Mr. Beczak has not held any directorship in any listed public companies in the last three years or any other position with the Company and other members of the Group or other major appointments and professional qualifications; and (ii) there is no further information to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules and there is no other matter which needs to be brought to the attention of the Shareholders in relation to Mr. Beczak’s appointment.

The Board considers that Mr. Beczak's extensive experience in financial services will strengthen the management team and help lay a solid foundation for the Company's future business growth. The Board would like to take this opportunity to welcome Mr. Beczak in joining the Company.

#### **CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board announces that Mr. Beczak has been appointed as a member of the nomination committee of the Company (the "**Nomination Committee**") and the Remuneration Committee and Mr. Ling Yu Zhang ("**Mr. Ling**") has tendered his resignation as a member of the Nomination Committee and the Remuneration Committee, with effect from 20 February 2016.

Mr. Ling remains as an independent non-executive Director of the Company.

The Board wishes to express its sincere gratitude to Mr. Ling for his contributions to the Nomination Committee and the Remuneration Committee in the past.

By Order of the Board  
**China Minsheng Financial Holding Corporation Limited**  
**Zhang Sheng**  
*Chairman*

Hong Kong, 19 February 2016

*As at the date of this announcement, the Board comprises (1) Mr. Liu Tianlin, Mr. Wang Sing, Ms. Feng Xiaoying and Mr. Zhao Hongbo as executive Directors; (2) Mr. Zhang Sheng and Mr. Ni Xinguang as non-executive Directors; and (3) Mr. Lyu Wei, Mr. Chen Johnny and Mr. Ling Yu Zhang as independent non-executive Directors.*