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

(Stock Code: 0416)

(Stock Code of Preference Shares: 4615)

ANNOUNCEMENT ON APPROVALS OF THE QUALIFICATIONS OF DIRECTORS

References are made to the circular of Bank of Jinzhou Co., Ltd. (the “**Bank**”) dated 14 November 2017 (the “**Circular**”), the announcement of the Bank dated 29 December 2017 (the “**Announcement**”), and the poll results announcement of the 2017 second extraordinary general meeting of the Bank dated 29 December 2017 (the “**Poll Results Announcement**”) in relation to, among other things, the appointment of Ms. Liu Hong and Mr. Sun Jing as the executive Directors, Mr. Wang Jinsong and Ms. Meng Xiao as the non-executive Directors, and Mr. Chang Peng’ao, Ms. Peng Taoying and Ms. Tan Ying as the independent non-executive Directors. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

As at the date of this announcement, the Bank has received the Approval in relation to the Qualification of Ms. Peng Taoying (Liao Yin Jian Fu [2018] No. 22), the Approval in relation to the Qualification of Ms. Liu Hong (Liao Yin Jian Fu [2018] No. 25), the Approval in relation to the Qualification of Mr. Wang Jinsong (Liao Yin Jian Fu [2018] No. 26), the Approval in relation to the Qualification of Ms. Meng Xiao (Liao Yin Jian Fu [2018] No. 27), the Approval in relation to the Qualification of Ms. Tan Ying (Liao Yin Jian Fu [2018] No. 28), the Approval in relation to the Qualification of Mr. Sun Jing (Liao Yin Jian Fu [2018] No. 29), and the Approval in relation to the Qualification of Mr. Chang Peng’ao (Liao Yin Jian Fu [2018] No. 30), from Liaoning Regulatory Bureau of China Banking Regulatory Commission in respect of (i) the qualification of Ms. Liu Hong as the Director, with effect from 9 February 2018; (ii) the qualifications of Mr. Chang Peng’ao, Ms. Peng Taoying and Ms. Tan Ying as the independent Directors, with effect from 11 February 2018; and (iii) the qualifications of Mr. Wang Jinsong, Ms. Meng Xiao and Mr. Sun Jing as the Directors, with effect from 11 February 2018.

For the biographical details of the above Directors, please refer to the Circular. As at the date of this announcement, there has been no change in such information except that Mr. Wang Jinsong was promoted to the vice president of Jinlian Holding Group Co., Ltd. (錦聯控股集團有限公司) in December 2017.

The Bank will enter into a service contract for each of the abovementioned Directors' respective position for an initial term commencing on the respective date of approval by Liaoning Regulatory Bureau of China Banking Regulatory Commission till the end of the fifth session of the Board which may be terminated by either party furnishing written notice of not less than three months and in any event subject to retirement and re-election at general meetings in accordance with Articles of Association. The Bank will determine the remuneration for each of the abovementioned Director based on its remuneration policies.

Save as disclosed above, the Board is not aware of any other matters in relation to the election of each of the abovementioned Director that need to be brought to the attention of the Shareholders or any information that need to be disclosed pursuant to the requirements of Rule 13.51(2) (h) to (v) of the Listing Rules.

As disclosed in the Announcement and the Poll Results Announcement, upon the receipt of the abovementioned approval and with effect from 11 February 2018, (i) Mr. Jiang Daxing, Mr. Deng Xiaoyang, Mr. Niu Sihui and Ms. Jiang Jian have ceased to perform their duties as the independent non-executive Directors; (ii) Mr. Deng Xiaoyang, Ms. Jiang Jian and Mr. Niu Sihui have ceased to perform their duties as the chairman and/or the member of the audit committee of the Board and the nomination and remuneration committee of the Board; (iii) Mr. Jiang Daxing and Mr. Deng Xiaoyang have become able to perform their duties as the external Supervisors; and (iv) Mr. Jing Fei and Ms. Chen Yingmei have ceased to perform their duties as the external Supervisors.

The Bank would like to express its gratitude to Mr. Jiang Daxing, Mr. Deng Xiaoyang, Mr. Niu Sihui, Ms. Jiang Jian, Mr. Jing Fei and Ms. Chen Yingmei for their contributions to the Bank during their tenure of service, to welcome Ms. Liu Hong, Mr. Sun Jing, Mr. Wang Jinsong, Ms. Meng Xiao, Mr. Chang Peng'ao, Ms. Peng Taoying and Ms. Tan Ying to join the Board, and to welcome Mr. Jiang Daxing and Mr. Deng Xiaoyang to join the Supervisory Committee.

By order of the Board
Bank of Jinzhou Co., Ltd.*
Zhang Wei
Chairman

Jinzhou, the PRC, 14 February 2018

As at the date of this announcement, the Board comprises Mr. Zhang Wei, Mr. Huo Lingbo, Ms. Liu Hong, Mr. Wang Jing, Mr. Sun Jing and Ms. Wang Xiaoyu, as executive Directors; Mr. Zhang Caiguang, Ms. Gu Jie, Mr. Wang Jinsong and Ms. Meng Xiao, as non-executive Directors; Mr. Choon Yew Khee, Mr. Lin Yanjun, Mr. Chang Peng'ao, Ms. Peng Taoying and Ms. Tan Ying, as independent non-executive Directors.

* *Bank of Jinzhou Co., Ltd. is not an authorized institution within the meaning of the Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorized to carry on banking and/or deposit-taking business in Hong Kong.*