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锦州银行股份有限公司
Bank of Jinzhou Co., Ltd.*

*(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock code: 0416)*

ANNOUNCEMENT IN RELATION TO THE APPROVAL FROM THE CSRC CONCERNING THE ISSUANCE OF THE OFFSHORE PREFERENCE SHARES

References are made to the circular of Bank of Jinzhou Co., Ltd. (the “**Bank**”) dated 18 April 2017 (the “**Circular**”) and the announcements of the Bank dated 22 March 2017, 25 May 2017 and 17 August 2017. Unless the context otherwise requires, the capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Bank received the “Approval concerning the Issuance of Offshore Preference Shares by Bank of Jinzhou Co., Ltd.” (Zheng Jian Xu Ke [2017] No.1833) issued by the CSRC and dated on 13 October 2017, pursuant to which, the CSRC approved the Bank’s issuance of up to 100 million Offshore Preference Shares with each Offshore Preference Share having a par value of RMB100. The Bank may complete the issuance in multiple series, and the intervals between any two series shall not be less than 3 months, with each series having an issuance size of not less than 25% of the total approved quota. The unused quota will lose effect automatically upon the expiry of the validity period of the approval. The Offshore Preference Shares may be listed on the Stock Exchange after the completion of the issuance. Furthermore, the mandatory conversion of the Offshore Preference Shares into ordinary shares upon the occurrence of any trigger events was also approved by the CSRC and any ordinary shares so converted may be listed on the Stock Exchange.

The Board will deal with the relevant matters in respect of the issuance of the Offshore Preference Shares in accordance with relevant laws and regulations, the requirements set out in the relevant approvals from the regulatory authorities including the CBRC Liaoning Bureau, the CSRC and the authorisations granted by the Shareholders’ meetings of the Bank.

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

Jinzhou, the PRC, 16 October 2017

As at the date of this announcement, the Board comprises Mr. Zhang Wei, Mr. Huo Lingbo, Ms. Chen Man, Mr. Wang Jing and Ms. Wang Xiaoyu, as executive Directors; Mr. Li Dongjun, Mr. Zhang Canguang, Mr. Wu Zhengkui and Ms. Gu Jie, as non-executive Directors; Mr. Jiang Daxing, Mr. Deng Xiaoyang, Mr. Niu Sihui, Ms. Jiang Jian, Mr. Choon Yew Khee and Mr. Lin Yanjun, 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.*