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錦州銀行股份有限公司
Bank of Jinzhou Co., Ltd.*

(a joint stock company incorporated in the People's Republic of China with limited liability)
(the "Bank")
(Stock Code: 0416)
(Stock Code of Preference Shares: 4615)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING,
DOMESTIC SHAREHOLDERS' CLASS MEETING AND
H SHAREHOLDERS' CLASS MEETING
HELD ON 29 MAY 2018
AND
PAYMENT OF 2017 FINAL DIVIDEND**

Reference is made to the notice of AGM, the notice of Domestic Shareholders' Class Meeting and the notice of H Shareholders' Class Meeting of the Bank dated 13 April 2018, the supplemental notice of AGM dated 11 May 2018 (collectively, the "Notices") and the circular of the Bank dated 18 April 2018 (the "Circular"). Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE MEETINGS

The Board is pleased to announce that, the AGM, the Domestic Shareholders' Class Meeting and the H Shareholders' Class Meeting (collectively, the "Meetings") were held at the meeting room of 34th Floor, No. 68 Keji Road, Jinzhou City, Liaoning Province, the PRC on 29 May 2018 and the proposed resolutions set out in the Notices were duly passed by poll. The Meetings were held in accordance with the requirements of the Company Law of the PRC and the Articles of Association.

As at the date of the AGM, the number of issued Shares of the Bank was 6,781,615,684 (among which, 4,264,295,684 were Domestic Shares and 2,517,320,000 were H Shares), all of which entitled their holders to attend and vote for or against or abstain from voting on the resolutions put forward at the AGM. Shareholders holding an aggregate of 5,763,023,693 voting Shares, representing approximately 84.98% of the total number of issued Shares of the Bank, attended the AGM either in person or by proxy.

Jincheng International Logistics Group Co., Ltd.⁺ (錦程國際物流集團股份有限公司) (“**Jincheng Interational**”) and Dalian Changxing Island Green-city Development Co., Ltd.⁺ (大連長興島綠城發展有限公司) (“**Green-city Development**”), which are the related parties of Jinlian Holding Group Co., Ltd.⁺ (錦聯控股集團有限公司) and Shareholders, holding a total of 246,686,586 Domestic Shares as at the date of the AGM, are materially interested in the ordinary resolution no. 8(1) put forward at the AGM and have abstained from voting on such ordinary resolution. Therefore, as at the date of the AGM, the total number of Shares that entitled the Shareholders to attend and vote for or against or abstain from voting on the ordinary resolution no. 8(1) at the AGM was 6,534,929,098.

Jinzhou Yixing College Logistical Services Co., Ltd.⁺ (錦州逸興高校後勤服務有限公司), holding 62,000,000 Domestic Shares as at the date of the AGM, is materially interested in the ordinary resolution no. 8(2) put forward at the AGM and has abstained from voting on such ordinary resolution. Therefore, as at the date of the AGM, the total number of Shares that entitled the Shareholders to attend and vote for or against or abstain from voting on the ordinary resolution no. 8(2) at the AGM was 6,719,615,684.

Beijing Fulaige Investment Co., Ltd.⁺ (北京浮萊格投資有限公司), holding 30,000,000 Domestic Shares as at the date of the AGM, is materially interested in the ordinary resolution no. 8(3) put forward at the AGM and has abstained from voting on such ordinary resolution. Therefore, as at the date of the AGM, the total number of Shares that entitled the Shareholders to attend and vote for or against or abstain from voting on the ordinary resolution no. 8(3) at the AGM was 6,751,615,684.

Jinzhou Jinhua Co., Ltd.⁺ (錦州錦華股份有限公司), holding 10,000,000 Domestic Shares as at the date of the AGM, is materially interested in the ordinary resolution no. 8(4) put forward at the AGM and has abstained from voting on such ordinary resolution. Therefore, as at the date of the AGM, the total number of Shares that entitled the Shareholders to attend and vote for or against or abstain from voting on the ordinary resolution no. 8(4) at the AGM was 6,771,615,684.

⁺ *For identification purposes only*

As at the date of the Domestic Shareholders' Class Meeting, the total number of issued Domestic Shares was 4,264,295,684, all of which entitled their holders to attend and vote for or against or abstain from voting on the resolutions put forward at the Domestic Shareholders' Class Meeting. Shareholders holding an aggregate of 3,959,309,340 voting Domestic Shares, representing approximately 92.85% of the total number of issued Domestic Shares, attended the Domestic Shareholders' Class Meeting either in person or by proxy.

As at the date of the H Shareholders' Class Meeting, the total number of issued H Shares was 2,517,320,000, all of which entitled their holders to attend and vote for or against or abstain from voting on the resolutions put forward at the H Shareholders' Class Meeting. Shareholders holding an aggregate of 1,498,714,353 voting H Shares, representing approximately 59.54% of the total number of issued H Shares, attended the H Shareholders' Class Meeting either in person or by proxy.

Save as disclosed above, no Shareholder was required to abstain from voting on any resolution put forward at the Meetings under the requirements of the Listing Rules. There were no Shares entitling their holders to attend the Meetings but abstain from voting in favour of any of resolution under Rule 13.40 of the Listing Rules. No Shareholder has stated the intention in the Notices and the Circular to vote against or to abstain from voting on any of resolution put forward at the Meetings. All the resolutions put forward at the Meetings were voted by way of poll. Computershare Hong Kong Investor Services Limited, the H share registrar of the Bank, acted as the scrutineer for vote-taking at the Meetings. Two Shareholders' representatives and one supervisors' representative were also responsible for the vote-taking and vote-tabulation at the Meetings.

The poll results in respect of each resolution proposed at the AGM were as follows:

Ordinary Resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To receive, consider and approve the annual report of the Bank for the financial year ended 31 December 2017;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
2.	To receive, consider and approve the report of the board of directors of the Bank for the year ended 31 December 2017;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
3.	To receive, consider and approve the report of the board of supervisors of the Bank for the year ended 31 December 2017;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)

Ordinary Resolutions		Number of votes (%)		
		For	Against	Abstain
4.	To receive, consider and approve the appraisal report on directors' performance of duties in 2017;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
5.	To receive, consider and approve the appraisal report on supervisors' performance of duties in 2017;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
6.	To receive, consider and approve the Bank's final financial accounts for the year ended 31 December 2017 and financial budget plan for the year ending 31 December 2018;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
7.	To consider and approve the Bank's profit distribution plan for the year ended 31 December 2017, namely the proposed distribution of a final dividend of RMB0.16 per share (tax inclusive) and RMB1,085,058,509.44 in aggregate (tax inclusive) for the year ended 31 December 2017;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
8.	To consider and approve the credit extension plan for related parties for the year 2018:			
	(1) Credit extension plan for Jinlian Holding Group Co., Ltd. ⁺ (錦聯控股集團有限公司) and other 12 related parties;	5,516,337,107 (100.00%)	0 (0.00%)	0 (0.00%)
	(2) Credit extension plan for Jinzhou Yixing College Logistical Services Co., Ltd. ⁺ (錦州逸興高校後勤服務有限公司);	5,701,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
	(3) Credit extension plan for Beijing Fulaige Investment Co., Ltd. ⁺ (北京浮萊格投資有限公司);	5,733,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
	(4) Credit extension plan for Jinzhou Jinhua Co., Ltd. ⁺ (錦州錦華股份有限公司);	5,753,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
9.	To consider and approve the remuneration plan for directors of the Bank;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
10.	To consider and approve the remuneration plan for supervisors of the Bank;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
11.	To consider and approve the proposed amendments to the rules of procedures for board of directors' meetings;	5,762,611,683 (99.99%)	412,010 (0.01%)	0 (0.00%)

⁺ For identification purposes only

Ordinary Resolutions		Number of votes (%)		
		For	Against	Abstain
12.	To consider and approve the proposed amendments to the administrative measures for related transactions;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
12A.	To consider and approve the appointment of Ernst & Young Hua Ming LLP as the Bank's domestic auditor and Ernst & Young as the Bank's international auditor, respectively, until the next annual general meeting of the Bank to be held in 2019, and to authorize the board of directors and the authorized person of the board of directors to determine their remuneration;	5,755,873,693 (99.88%)	0 (0.00%)	7,150,000 (0.12%)
Special Resolutions		Number of votes (%)		
		For	Against	Abstain
13.	To consider and approve, item by item, the following items of the proposal on the issue of new H shares under specific mandate by the Bank:			
	(1) Class of shares and nominal value;	5,747,566,350 (99.73%)	15,457,343 (0.27%)	0 (0.00%)
	(2) Method of issuance;	5,747,566,350 (99.73%)	15,457,343 (0.27%)	0 (0.00%)
	(3) Target places and method of subscription;	5,747,566,350 (99.73%)	15,457,343 (0.27%)	0 (0.00%)
	(4) Size of issuance;	5,747,566,350 (99.73%)	15,457,343 (0.27%)	0 (0.00%)
	(5) Issue price and pricing mechanism;	5,747,566,350 (99.73%)	15,457,343 (0.27%)	0 (0.00%)
	(6) Lock-up period;	5,747,566,350 (99.73%)	15,457,343 (0.27%)	0 (0.00%)
	(7) Use of proceeds;	5,747,566,350 (99.73%)	15,457,343 (0.27%)	0 (0.00%)
	(8) Accumulated profits;	5,747,566,350 (99.73%)	15,457,343 (0.27%)	0 (0.00%)
	(9) Underwriting;	5,747,566,350 (99.73%)	15,457,343 (0.27%)	0 (0.00%)
	(10) Time of issuance;	5,747,566,350 (99.73%)	15,457,343 (0.27%)	0 (0.00%)
	(11) Validity period of the resolution;	5,747,566,350 (99.73%)	15,457,343 (0.27%)	0 (0.00%)

Special Resolutions		Number of votes (%)		
		For	Against	Abstain
14.	To consider and approve the proposal on the authorisation to the board of directors and the persons authorised by the board of directors to implement the Bank's issue of new H shares;	5,747,626,350 (99.73%)	15,397,343 (0.27%)	0 (0.00%)
15.	To consider and approve the proposed amendments to the Bank's articles of association consequential to the Bank's issue of new H shares;	5,747,566,350 (99.73%)	15,457,343 (0.27%)	0 (0.00%)
16.	To consider and approve the proposed amendments to the articles of association of the Bank;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
17.	To consider and approve the extension of the validity period of the A Share Offering;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
18.	To consider and approve the extension of the authorisation to the board of directors to deal with matters in relation to the A Share Offering;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
19.	To consider and approve the issue of the tier 2 capital bonds;	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
20.	To consider and approve the issue of the perpetual capital bonds; and	5,763,023,693 (100.00%)	0 (0.00%)	0 (0.00%)
21.	To consider and approve the general mandate to issue new shares.	5,762,154,340 (99.98%)	869,353 (0.02%)	0 (0.00%)

As more than half of the votes from the Shareholders (including their proxies) attending and voting at the AGM were respectively cast in favour of resolutions numbered 1 to 12A, these resolutions were duly passed as ordinary resolutions. As more than two-thirds of the votes from the Shareholders (including their proxies) attending and voting at the AGM were cast in favour of resolutions numbered 13 to 21, these resolutions were duly passed as special resolutions.

The poll results in respect of each resolution proposed at the Domestic Shareholders' Class Meeting were as follows:

Special Resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve, item by item, the following items of the proposal on the issue of new H shares under specific mandate by the Bank:			
	(1) Class of shares and nominal value;	3,944,309,340 (99.62%)	15,000,000 (0.38%)	0 (0.00%)
	(2) Method of issuance;	3,944,309,340 (99.62%)	15,000,000 (0.38%)	0 (0.00%)
	(3) Target places and method of subscription;	3,944,309,340 (99.62%)	15,000,000 (0.38%)	0 (0.00%)
	(4) Size of issuance;	3,944,309,340 (99.62%)	15,000,000 (0.38%)	0 (0.00%)
	(5) Issue price and pricing mechanism;	3,944,309,340 (99.62%)	15,000,000 (0.38%)	0 (0.00%)
	(6) Lock-up period;	3,944,309,340 (99.62%)	15,000,000 (0.38%)	0 (0.00%)
	(7) Use of proceeds;	3,944,309,340 (99.62%)	15,000,000 (0.38%)	0 (0.00%)
	(8) Accumulated profits;	3,944,309,340 (99.62%)	15,000,000 (0.38%)	0 (0.00%)
	(9) Underwriting;	3,944,309,340 (99.62%)	15,000,000 (0.38%)	0 (0.00%)
	(10) Time of issuance;	3,944,309,340 (99.62%)	15,000,000 (0.38%)	0 (0.00%)
	(11) Validity period of the resolution;	3,944,309,340 (99.62%)	15,000,000 (0.38%)	0 (0.00%)
2.	To consider and approve the proposal on the authorisation to the board of directors and the persons authorised by the board of directors to implement the Bank's issue of new H shares;	3,944,309,340 (99.62%)	15,000,000 (0.38%)	0 (0.00%)
3.	To consider and approve the extension of the validity period of the A Share Offering; and	3,959,309,340 (100.00%)	0 (0.00%)	0 (0.00%)
4.	To consider and approve the extension of the authorisation to the board of directors to deal with matters in relation to the A Share Offering.	3,959,309,340 (100.00%)	0 (0.00%)	0 (0.00%)

As more than two-thirds of the votes from the Shareholders (including their proxies) attending and voting at the Domestic Shareholders' Class Meeting were cast in favour of the resolutions numbered 1 to 4, these resolutions were duly passed as special resolutions.

The poll results in respect of each resolution proposed at the H Shareholders' Class Meeting were as follows:

Special Resolutions		Number of votes (%)		
		For	Against	Abstain
1.	To consider and approve, item by item, the following items of the proposal on the issue of new H shares under specific mandate by the Bank:			
	(1) Class of shares and nominal value;	1,498,257,010 (99.97%)	457,343 (0.03%)	0 (0.00%)
	(2) Method of issuance;	1,498,257,010 (99.97%)	457,343 (0.03%)	0 (0.00%)
	(3) Target places and method of subscription;	1,498,257,010 (99.97%)	457,343 (0.03%)	0 (0.00%)
	(4) Size of issuance;	1,498,257,010 (99.97%)	457,343 (0.03%)	0 (0.00%)
	(5) Issue price and pricing mechanism;	1,498,257,010 (99.97%)	457,343 (0.03%)	0 (0.00%)
	(6) Lock-up period;	1,498,257,010 (99.97%)	457,343 (0.03%)	0 (0.00%)
	(7) Use of proceeds;	1,498,257,010 (99.97%)	457,343 (0.03%)	0 (0.00%)
	(8) Accumulated profits;	1,498,257,010 (99.97%)	457,343 (0.03%)	0 (0.00%)
	(9) Underwriting;	1,498,257,010 (99.97%)	457,343 (0.03%)	0 (0.00%)
	(10) Time of issuance;	1,498,257,010 (99.97%)	457,343 (0.03%)	0 (0.00%)
	(11) Validity period of the resolution;	1,498,257,010 (99.97%)	457,343 (0.03%)	0 (0.00%)
2.	To consider and approve the proposal on the authorisation to the board of directors and the persons authorised by the board of directors to implement the Bank's issue of new H shares;	1,498,317,010 (99.97%)	397,343 (0.03%)	0 (0.00%)
3.	To consider and approve the extension of the validity period of the A Share Offering; and	1,498,714,353 (100.00%)	0 (0.00%)	0 (0.00%)
4.	To consider and approve the extension of the authorisation to the board of directors to deal with matters in relation to the A Share Offering.	1,498,714,353 (100.00%)	0 (0.00%)	0 (0.00%)

As more than two-thirds of the votes from the Shareholders (including their proxies) attending and voting at the H Shareholders' Class Meeting were cast in favour of the resolutions numbered 1 to 4, these resolutions were duly passed as special resolutions.

PAYMENT OF FINAL DIVIDEND FOR 2017

The Board announces the following information relating to payment of the final dividend for 2017:

The Bank will pay in cash the final dividend (the “**Dividend**”) of RMB0.16 (tax inclusive) per share for the year ended 31 December 2017, with the aggregate amount of RMB1,085,058,509.44 (tax inclusive). The Dividend is payable to the Domestic Shareholders and holders of H Shares (the “**H Shareholders**”) whose names appear on the register of members of the Bank on Friday, 8 June 2018.

The Dividend shall be denominated in RMB. The Dividend payable to the Domestic Shareholders shall be paid in RMB whilst the Dividend payable to the H Shareholders shall be paid in HK\$. The exchange rate of RMB to HK\$ to be adopted shall be the average middle exchange rates of the five business days preceding and including the date of declaration of such dividends at the AGM (being 23 May 2018 to 29 May 2018, inclusive) as announced by the PBOC, i.e. HK\$1.00 : RMB0.814158. Accordingly, the Dividend payable per H Share is approximately HK\$0.1965 (tax inclusive).

The Bank has appointed Computershare Hong Kong Trustees Limited as the receiving agent in Hong Kong (the “**Receiving Agent**”) which will receive the Dividend declared by the Bank on behalf of the H Shareholders. The Dividend will be paid by the Receiving Agent and the dividend warrants will be posted by the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, by ordinary mail to H Shareholders who are entitled to receive the Dividend at their own risk on or around Friday, 20 July 2018.

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

Jinzhou, the PRC
29 May 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.*