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JINSHANG BANK CO., LTD.*

晉商銀行股份有限公司*

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

(Stock Code: 2558)

**POLL RESULTS OF THE 2019 ANNUAL GENERAL MEETING,
2020 FIRST DOMESTIC SHARE CLASS MEETING AND 2020 FIRST
H SHARE CLASS MEETING HELD ON JUNE 9, 2020 (TUESDAY)**

The board of directors (the “**Board**”) of Jinshang Bank Co., Ltd.* (the “**Bank**”) hereby announces that the 2019 Annual General Meeting (the “**AGM**”), as well as the 2020 First Domestic Share Class Meeting (the “**2020 First Domestic Share Class Meeting**”) and the 2020 First H Share Class Meeting (the “**2020 First H Share Class Meeting**”) immediately after the conclusion of the AGM (collectively referring to as the “**General Meetings**”) were held at the Conference Room, 22nd Floor, No. 59 Changfeng Street, Xiaodian District, Taiyuan, Shanxi Province, the PRC at 10:00 a.m. on June 9, 2020 (Tuesday). Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the circular of the Bank dated April 24, 2020 (the “**Circular**”). Voting by way of poll was demanded as required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) on the resolutions proposed at the General Meetings. The General Meetings were chaired by Tang Yiping, Vice Chairman of the Bank.

POLL RESULTS OF THE 2019 ANNUAL GENERAL MEETING

At the AGM, the proposed resolutions set out in the Notice of AGM dated April 24, 2020 were voted by poll and were duly passed.

As at the date of the AGM, the total number of issued Shares of the Bank was 5,838,650,000, including 4,868,000,000 Domestic Shares and 970,650,000 H Shares, which entitled the Shareholders to attend and vote on the resolutions proposed at the AGM. A total of 26 Shareholders and authorized proxies, holding 4,916,236,172 Shares in total, representing 84.2% of the total issued Shares of the Bank, were present at the AGM.

To the knowledge of the Bank, as the number of Shares pledged by certain Shareholders of the Bank reaches or exceeds 50% of the number of Shares held by them in our Bank, such Shareholders' voting rights at the AGM shall be restricted according to the Articles of Association, and the restricted Shares amounted to 318,188,200 Shares in aggregate. Save as disclosed in this announcement, no Shareholder was restricted to vote in respect of any resolutions proposed at the AGM. As a result, as at the date of the AGM, the total number of Shares entitling the Shareholders of the Bank to vote in respect of the resolutions proposed at the AGM was 5,520,461,800 Shares, including 4,549,811,800 Domestic Shares and 970,650,000 H Shares. Shareholders and proxies attending the AGM represented, in aggregate, 4,632,802,500 Shares of the Bank carrying voting rights, being 83.92% of the total number of Shares carrying voting rights of the Bank as at the date of the AGM. The holding of the AGM was in compliance with the requirements of the Company Law of the PRC and the Articles of Association.

Pursuant to Rule 14A.36 of the Listing Rules, Huaneng Capital and its Associates in aggregate holding 600,000,000 Shares, representing approximately 10.28% equity interest in the total issued share capital of the Bank, must abstain from voting on the relevant resolution (being the resolution numbered 10) in accordance with the Listing Rules regarding the Huaneng Framework Supplemental Agreement and the new caps at the AGM, and SSCIO and its Associates, in aggregate holding 1,406,430,741 Shares, representing approximately 24.09% equity interest in the total issued share capital of the Bank, must abstain from voting on the relevant resolution (being the resolution numbered 11) in accordance with the Listing Rules regarding the SSCIO Framework Supplemental Agreement and the new caps at the AGM.

Save as disclosed above, to the best knowledge, information and belief of the Board, having made all reasonable inquiries, there was no Shareholder who had any material interests in the matters considered at the AGM and was required to abstain from voting at the AGM. No Shareholders of the Bank were required under the Listing Rules to abstain from voting at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favor of the resolutions proposed at the AGM pursuant to Rule 13.40 of the Listing Rules.

The poll results in respect of the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of valid votes (%)		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the Work Report of the Board of Directors for 2019;	4,632,802,500 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the Work report of the Board of Supervisors for 2019;	4,632,802,500 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the Profit Distribution Plan for 2019;	4,632,802,500 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the Report of Final Financial Accounts for 2019;	4,632,802,500 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the Financial Budget for 2020;	4,632,802,500 (100%)	0 (0%)	0 (0%)
6.	To consider and approve the Report of the Board of Supervisors on Supervision and Assessment on the Performance of Duties by Directors during 2019;	4,632,802,500 (100%)	0 (0%)	0 (0%)
7.	To consider and approve the Report of the Board of Supervisors on Assessment on the Performance of Duties by Supervisors during 2019;	4,632,802,500 (100%)	0 (0%)	0 (0%)
8.	To consider and approve the Report of the Board of Supervisors on Supervision and Assessment on the Performance of Duties by Senior Management during 2019;	4,632,802,500 (100%)	0 (0%)	0 (0%)
9.	To consider and approve the Determination of the Write-off Amount for Non-performing Loans and Bad Debts for 2020;	4,632,802,500 (100%)	0 (0%)	0 (0%)
10.	To consider and approve the Huaneng Framework Supplemental Agreement entered into between the Bank and Huaneng Capital, the transactions contemplated thereunder and the annual caps for the financial years ending December 31, 2020 and December 31, 2021 relating thereto;	4,032,802,500 (100%)	0 (0%)	0 (0%)
11.	To consider and approve the SSCIO Framework Supplemental Agreement entered into between the Bank and SSCIO, the transactions contemplated thereunder and the annual caps for the financial years ending December 31, 2020 and December 31, 2021 relating thereto; and	3,226,371,759 (100%)	0 (0%)	0 (0%)
12.	To consider and approve the appointment of Auditors to audit Financial Statements for 2020.	4,632,802,500 (100%)	0 (0%)	0 (0%)
As more than half of the votes were cast in favor of the above-mentioned resolutions, the resolutions were duly passed as ordinary resolutions.				

SPECIAL RESOLUTIONS		Number of valid votes (%)		
		FOR	AGAINST	ABSTAIN
13.	To consider and approve the Proposed Extension of the Term of Authorization for the Issuance of Financial Bonds;	4,632,802,500 (100%)	0 (0%)	0 (0%)
14.	To consider and approve the Proposed Issuance of Green Financial Bonds;	4,632,802,500 (100%)	0 (0%)	0 (0%)
15.	To consider and approve the Proposed Issuance of Tier-2 Capital Bonds;	4,632,802,500 (100%)	0 (0%)	0 (0%)
16.	To consider and approve the Proposed Amendments to the Articles of Association; and	4,632,802,500 (100%)	0 (0%)	0 (0%)
17.	To consider and approve the Proposed Amendments to the Rules of Procedures for the Shareholders' General Meeting.	4,632,802,500 (100%)	0 (0%)	0 (0%)
As more than two-thirds of the votes were cast in favor of the above-mentioned resolutions, the resolutions were duly passed as special resolutions.				

POLL RESULTS OF THE 2020 FIRST DOMESTIC SHARE CLASS MEETING

As at the date of the 2020 First Domestic Share Class Meeting, the total number of issued Domestic Shares of the Bank was 4,868,000,000, which entitled the Domestic Shareholders to attend and vote on the resolutions proposed at the 2020 First Domestic Share Class Meeting. A total of 22 Domestic Shareholders and authorized proxies, holding 4,550,505,172 Shares in total, representing 93.48% of the total issued Domestic Shares of the Bank, were present at the 2020 First Domestic Share Class Meeting.

To the knowledge of the Bank, as the number of Shares pledged by certain Shareholders of the Bank reaches or exceeds 50% of the number of Shares held by them in our Bank, such Shareholders' voting rights at the 2020 First Domestic Share Class Meeting shall be restricted according to the Articles of Association, and the restricted Shares amounted to 318,188,200 Shares in aggregate. Save as disclosed in this announcement, no Shareholder was restricted to vote in respect of any resolutions proposed at the 2020 First Domestic Share Class Meeting. As a result, as at the date of the 2020 First Domestic Share Class Meeting, the total number of Domestic Shares entitling the Shareholders of the Bank to vote in respect of the resolutions proposed at the 2020 First Domestic Share Class Meeting was 4,549,811,800. Shareholders and proxies attending the 2020 First Domestic Share Class Meeting represented, in aggregate, 4,267,071,500 Shares of the Bank carrying voting rights, being 93.79% of the total number of Shares carrying voting rights of the Bank as at the date of the 2020 First Domestic Share Class Meeting. The holding of the 2020 First Domestic Share Class Meeting was in compliance with the requirements of the Company Law of the PRC and the Articles of Association.

To the best knowledge, information and belief of the Board, having made all reasonable inquiries, there was no Shareholder who had any material interests in the matters considered at the 2020 First Domestic Share Class Meeting and was required to abstain from voting at the 2020 First Domestic Share Class Meeting. No Shareholders of the Bank were required under the Listing Rules to abstain from voting at the 2020 First Domestic Share Class Meeting. There were no Shares entitling the Shareholders to attend and abstain from voting in favor of the resolutions proposed at the 2020 First Domestic Share Class Meeting pursuant to Rule 13.40 of the Listing Rules.

The poll results in respect of the resolution proposed at the 2020 First Domestic Share Class Meeting are as follows:

SPECIAL RESOLUTIONS		Number of valid votes (%)		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the Proposed Amendments to the Articles of Association; and	4,267,071,500 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the Proposed Amendments to the Rules of Procedures for the Shareholders' General Meeting.	4,267,071,500 (100%)	0 (0%)	0 (0%)
As more than two-thirds of the votes were cast in favor of the above-mentioned resolutions, the resolutions were duly passed as special resolutions.				

POLL RESULTS OF THE 2020 FIRST H SHARE CLASS MEETING

At the 2020 First H Share Class Meeting, the proposed resolutions set out in the Notice of 2020 First H Share Class Meeting dated of April 24, 2020 were voted by poll and were duly passed.

As at the date of the 2020 First H Share Class Meeting, the total number of issued H Shares of the Bank was 970,650,000, which entitled the Shareholders to attend and vote on the resolutions proposed at the 2020 First H Share Class Meeting. A total of 4 Shareholders and authorized proxies, holding 365,731,000 H Shares in total, representing 37.68% of the total issued H Shares of the Bank, were present at the 2020 First H Share Class Meeting.

To the knowledge of the Bank, as the number of Shares pledged by certain Shareholders of the Bank reaches or exceeds 50% of the number of Shares held by them in our Bank, such Shareholders' voting rights at the 2020 First H Share Class Meeting shall be restricted according to the Articles of Association, and the restricted Shares amounted to 0 H Shares in aggregate. Save as disclosed in this announcement, no Shareholder was restricted to vote in respect of any resolutions proposed at the 2020 First H Share Class Meeting. As a result, as at the date of the 2020 First H Share Class Meeting, the total number of H Shares entitling the Shareholders of the Bank to vote in respect of the resolutions proposed at the 2020 First H Share Class Meeting was 970,650,000. Shareholders and proxies attending the 2020 First H Share Class Meeting represented, in aggregate, 365,731,000 Shares of the Bank carrying voting rights, being 37.68% of the total number of Shares carrying voting rights of the Bank as at the date of the 2020 First H Share Class Meeting. The holding of the 2020 First H Share Class Meeting was in compliance with the requirements of the Company Law of the PRC and the Articles of Association.

To the best knowledge, information and belief of the Board, having made all reasonable inquiries, there was no Shareholder who had any material interests in the matters considered at the 2020 First H Share Class Meeting and was required to abstain from voting at the 2020 First H Share Class Meeting. No Shareholders of the Bank were required under the Listing Rules to abstain from voting at the 2020 First H Share Class Meeting. There were no Shares entitling the Shareholders to attend and abstain from voting in favor of the resolutions proposed at the 2020 First H Share Class Meeting pursuant to Rule 13.40 of the Listing Rules.

The poll results in respect of the resolution proposed at the 2020 First H Share Class Meeting are as follows:

SPECIAL RESOLUTIONS		Number of valid votes (%)		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the Proposed Amendments to the Articles of Association; and	365,731,000 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the Proposed Amendments to the Rules of Procedures for the Shareholders' General Meeting.	365,731,000 (100%)	0 (0%)	0 (0%)
As more than two-thirds of the votes were cast in favor of the above-mentioned resolutions, the resolutions were duly passed as special resolutions.				

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Bank's H Share Registrar acted as a scrutineer for the vote-taking at the General Meetings. A Supervisor representative, two Shareholder representatives and King & Wood Mallesons (Shanghai Branch) were also the scrutineers for the vote-taking and vote-tabulation at the AGM. The progress of conducting poll at the General Meetings was witnessed by King & Wood Mallesons (Shanghai Branch), who presented a legal opinion concluding that the convening and the procedures for holding of the General Meetings; the eligibility of the Shareholders attending the General Meetings and the voting procedures of the General Meetings are in compliance with relevant laws, rules, regulations and the Articles of Association. The poll results are lawful and valid.

DISTRIBUTION OF DIVIDENDS

A final cash dividend for the year ended December 31, 2019 of RMB11 (tax inclusive) for every 100 Shares to be distributed was approved at the AGM, amounting to approximately RMB642,251,500 (tax inclusive) in aggregate. The dividend will be distributed on Wednesday, July 29, 2020 to Domestic Shareholders and H Shareholders whose names appear on the register of members of the Bank on Thursday, June 18, 2020. Such dividends to be distributed are all denominated in Renminbi, and will be paid to Domestic Shareholders in Renminbi and paid to H Shareholders in Hong Kong dollars, dividends to be paid in Hong Kong dollars are applicable to the average middle exchange rate of RMB to HKD as announced by the People's Bank of China in the interbank foreign exchange market prevailing five business days preceding the date of declaration of such dividends at the AGM (including the date thereof), i.e. HKD1.00 to RMB0.915182. Therefore, the final dividend for every 100 H Shares is HKD12.01947 (tax inclusive).

For the tax matters related to the final dividend and the closure of the register of members, please refer to the annual report of the Bank dated April 29, 2020.

APPROVAL OF THE AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND TO THE RULES OF PROCEDURES FOR THE SHAREHOLDERS' GENERAL MEETING

The amendments to the Articles of Association have been approved by Shareholders at the AGM, the Domestic Share Class Meeting and the H Share Class Meeting, and will take effect on the date on which all necessary approvals are obtained from China Banking Regulatory Authorities. The proposed amendments to the Rules of Procedures of the Shareholders' General Meeting by the Bank will take effect at the same time with the amended Articles of Association. Prior to this, the current Articles of Association and Rules of Procedures of the Shareholders' General Meeting shall apply.

By order of the Board
Jinshang Bank Co., Ltd.*
TANG Yiping
Vice Chairman

Taiyuan, June 9, 2020

As at the date of this announcement, the executive Directors are Mr. WANG Junbiao, Mr. TANG Yiping, Mr. WANG Peiming and Mr. RONG Changqing; the non-executive Directors are Mr. LI Shishan, Mr. XIANG Lijun, Mr. LIU Chenhang, Mr. LI Yang and Mr. WANG Jianjun; and the independent non-executive Directors are Mr. JIN Haiteng, Mr. SUN Shihu, Mr. WANG Liyan, Mr. DUAN Qingshan, Mr. SAI Zhiyi and Mr. YE Xiang.

* *Jinshang Bank 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/deposit-taking business in Hong Kong.*