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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 2022 ANNUAL GENERAL MEETING HELD ON JUNE 9, 2023 (FRIDAY)**

The board of directors (the “**Board**”) of Jinshang Bank Co., Ltd.\* (the “**Bank**”) hereby announces that the 2022 annual general meeting of the Bank (the “**AGM**”) was 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, 2023 (Friday). Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the circular of the Bank dated May 10, 2023 (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 AGM. The AGM was chaired by Mr. ZHANG Yunfei, vice Chairman of the Board and the president of the Bank. Mr. ZHANG Yunfei as executive Director, Mr. LI Shishan, Mr. LIU Chenhang, Mr. LI Yang and Mr. WANG Jianjun as non-executive Directors, and Mr. JIN Haiteng, Mr. WANG Liyan and Mr. DUAN Qingshan as independent non-executive Directors of the Bank, attended the AGM. The executive Director, Ms. HAO Qiang, the non-executive Director, Mr. XIANG Lijun, and the independent non-executive Directors, Mr. SUN Shihu, Mr. SAI Zhiyi and Mr. YE Xiang, did not attend the AGM in person due to other business arrangements.

### **POLL RESULTS OF THE 2022 ANNUAL GENERAL MEETING**

At the AGM, all the proposed resolutions set out in the notice of AGM dated May 10, 2023 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 subject to the restrictions on voting as set out below, to vote on the resolutions proposed at the AGM. A total of 20 Shareholders and authorized proxies, holding 4,471,068,196 Shares in total, representing approximately 76.58% 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 79,204,528 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 5,759,445,472 Shares, including 4,788,795,472 Domestic Shares and 970,650,000 H Shares. Shareholders and proxies attending the AGM represented, in aggregate, 4,421,068,196 Shares of the Bank carrying voting rights, being 76.76% 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.

Save as disclosed above, to the best knowledge, information and belief of the Board, having made all reasonable inquiries, there was no Shareholders who had any material interests in the matters considered at the AGM and were 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. No Shareholders have indicated in the Circular that they intend to vote against or abstain from voting on any of the resolutions proposed at the AGM.

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

ORDINARY RESOLUTIONS		Number of valid votes and percentage (%)		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the Work Report of the Board of Directors for 2022;	4,421,068,196 (100%)	0 (0%)	0 (0%)
2.	To consider and approve the Work Report of the Board of Supervisors for 2022;	4,421,068,196 (100%)	0 (0%)	0 (0%)
3.	To consider and approve the Profit Distribution Plan for 2022;	4,421,068,196 (100%)	0 (0%)	0 (0%)
4.	To consider and approve the Report of Final Financial Accounts for 2022;	4,421,068,196 (100%)	0 (0%)	0 (0%)
5.	To consider and approve the Financial Budget for 2023;	4,421,068,196 (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 2022;	4,421,068,196 (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 2022;	4,421,068,196 (100%)	0 (0%)	0 (0%)

<b>ORDINARY RESOLUTIONS</b>		<b>Number of valid votes and percentage (%)</b>		
		<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
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 2022;	4,421,068,196 (100%)	0 (0%)	0 (0%)
9.	To consider and approve the appointment of auditors to audit financial statements for 2023;	4,421,068,196 (100%)	0 (0%)	0 (0%)
10.	To consider and approve the proposed amendments to the Administrative Measures on Write-off of Bad Debts of Jinshang Bank Co., Ltd.; and	4,421,068,196 (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.				
<b>SPECIAL RESOLUTION</b>		<b>Number of valid votes and percentage (%)</b>		
		<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
11.	To consider and approve the issuance of bonds as capital instruments.	4,421,068,196 (100%)	0 (0%)	0 (0%)
As more than two-thirds of the votes were cast in favor of the above-mentioned resolution, the resolution was duly passed as a special resolution.				

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 AGM. 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 AGM was witnessed by King & Wood Mallesons (Shanghai Branch), who presented a legal opinion concluding that the convening and the procedures for holding of the AGM, the eligibility of the Shareholders attending the AGM and the vote taking procedures of the AGM 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, 2022 of RMB10 (tax inclusive) for every 100 Shares to be distributed was approved at the AGM, amounting to approximately RMB583,865,000 (tax inclusive) in aggregate. The dividend will be distributed on Friday, July 28, 2023 to domestic shareholders and H shareholders whose names appear on the register of members of the Bank on Wednesday, June 21, 2023. 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 as announced by the People's Bank of China in the interbank foreign exchange market prevailing five business days preceding the date of approval for declaration of such dividends at the AGM (including the date thereof), i.e. HKD1.00 to RMB0.907138. Therefore, the final dividend for every 100 H Shares is HKD11.02368 (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 published on April 27, 2023.

By order of the Board  
**Jinshang Bank Co., Ltd.\***  
**LI Weiqiang**  
*Joint Company Secretary*

Taiyuan, June 9, 2023

*As at the date of this announcement, the executive Directors of the Bank are Ms. HAO Qiang and Mr. ZHANG Yunfei; 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.*