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Bank of Zhengzhou Co., Ltd.*
鄭州銀行股份有限公司*

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

(H Shares Stock Code: 6196)

(Preference Shares Stock Code: 4613)

**CHANGE OF SECRETARY TO THE BOARD, JOINT COMPANY
SECRETARY AND AUTHORIZED REPRESENTATIVE**

The board (the “**Board**”) of directors (the “**Directors**”) of Bank of Zhengzhou Co., Ltd.* (the “**Bank**”) hereby announces that due to internal job reallocation of the Bank, Mr. FU Chunqiao (“**Mr. FU**”) has tendered his resignation on August 27, 2021 as the secretary to the Board, a joint company secretary of the Bank (the “**Joint Company Secretary**”) and an authorized representative (the “**Authorized Representative**”) under Rule 3.05 of the Rules Governing the Listing of Securities (the “**Hong Kong Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) with effect from August 27, 2021, however, he will remain as a vice president of the Bank. The Board also announces that Mr. XIA Hua (“**Mr. XIA**”) has been appointed as the secretary to the Board, a Joint Company Secretary and an Authorized Representative.

Mr. FU has confirmed that he has no disagreement with the Board and there are no other circumstances relating to his resignation from the positions as the secretary to the Board, a Joint Company Secretary and an Authorized Representative that need to be brought to the attention the Hong Kong Stock Exchange and the shareholders of the Bank.

The biographical details of Mr. XIA are set out as follows:

Mr. XIA Hua, aged 54, has served as an executive Director and vice chairman of the Bank since July 2020. He is primarily responsible for the affairs of the internal audit office of the Board, and assists Mr. WANG Tianyu (an executive Director and chairman of the Board) to manage the office of the Board, the remuneration and assessment office of the Board and the strategic development department of the Board. In addition, he has served as the chairman of Henan Jiuding Financial Leasing Co., Ltd., a subsidiary of the Bank, since December 2019.

Mr. XIA has 31 years of experience in the banking industry. He joined the Bank in December 2011 and served as vice president of the Bank from February 2012 to July 2020. Prior to joining the Bank, he had successively served in the former China Banking Regulatory Commission Henan Office as a principal staff member and deputy chief of the state-owned banking regulatory No. 1 department, deputy chief and regulatory researcher of the city commercial banks regulatory department from September 2003 to December 2011. He had successively served as vice president of the People's Bank of China sub-branch in Yichuan County, deputy principal staff member and principal staff member of the rural cooperative finance management department of the Henan office, principal staff member of the cooperation department of the Zhengzhou regulatory office of the Jinan office, principal staff member of the regulatory department of the Agricultural Bank of China from August 1996 to September 2003, and staff member of the foreign exchange department of People's Bank of China Luoyang Office from July 1990 to July 1996.

Mr. XIA graduated from the Beijing Agricultural Engineering University (北京農業工程大學) (Beijing, China) in July 1990, majoring in applied electronic technology, with a bachelor's degree in engineering, and obtained from the China Europe International Business School (中歐國際工商管理學院) (Shanghai, China) a master's degree in executive business administration in October 2015. He has been an economist accredited by the Ministry of Personnel of the PRC since June 1995.

Mr. XIA has obtained the qualification certificate of secretary to the board of directors issued by the Shenzhen Stock Exchange. Mr. XIA's qualifications are in compliance with the Company Law of the People's Republic of China, the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange and other laws and regulations as well as the articles of association of the Bank, and such qualifications have been filed and approved by the Shenzhen Stock Exchange without disagreement. Besides, Mr. XIA holds no Shares in the Bank and no position in the Bank's shareholder units except those positions disclosed in his biographical details set out hereinabove. Mr. XIA has no related party relationships with the shareholders with 5% or more shareholding in the Bank or other Directors, supervisors and senior management of the Bank. There were no circumstances where Mr. XIA breached Article 146 of the Company Law of the People's Republic of China, was subject to any penalty and punishment imposed by the China Securities Regulatory Commission (the "CSRC") or stock exchanges, or was investigated by judicial authorities due to suspected commission of offences or by the CSRC due to suspected violation of laws and regulations. Mr. XIA has never been listed on the public information platform regarding violations and breaches of integrity in the securities and futures markets by the CSRC and has never been included in the list of dishonest persons published by the People's Courts.

APPLICATION TO THE HONG KONG STOCK EXCHANGE FOR WAIVER FROM STRICT COMPLIANCE WITH RULES 3.28 AND 8.17 OF THE HONG KONG LISTING RULES

Pursuant to Rule 8.17 of the Hong Kong Listing Rules, a listed issuer must appoint a company secretary who satisfies the requirements as set out in Rule 3.28 of the Hong Kong Listing Rules. Rule 3.28 of the Hong Kong Listing Rules requires that a listed issuer must appoint as its company secretary an individual who, in the opinion of the Hong Kong Stock Exchange, is capable of discharging the functions of company secretary of the listed issuer by virtue of his/her academic or professional qualifications or relevant experience. Mr. XIA currently does not possess the qualifications of a company secretary as required under Rule 3.28 of the Hong Kong Listing Rules.

The Bank has applied for, and the Hong Kong Stock Exchange has granted, a waiver from strict compliance with the requirements under Rules 3.28 and 8.17 of the Hong Kong Listing Rules for a period of three years from the date of appoint of Mr. XIA as a Joint Company Secretary (the “**Waiver Period**”) in relation to Mr. XIA’s eligibility to act as a Joint Company Secretary on the conditions that (i) Mr. XIA must be assisted by Ms. Leung Wing Han Sharon (“**Ms. LEUNG**”) as a Joint Company Secretary during the Waiver Period; and (ii) the waiver could be revoked if there are material breaches of the Hong Kong Listing Rules by the Bank. The Hong Kong Stock Exchange may withdraw or change the waiver if the Bank’s situation changes. Before the end of the Waiver Period, the Bank must demonstrate and seek confirmation from the Hong Kong Stock Exchange that Mr. XIA, having had the benefit of Ms. LEUNG’s assistance during the Waiver Period, has attained the relevant experience and is capable of discharging the functions of company secretary under Rule 3.28 of the Hong Kong Listing Rules such that a further waiver will not be necessary.

The biographical details of Ms. LEUNG are set out as follows:

Ms. LEUNG Wing Han Sharon, one of the Joint Company Secretaries of the Bank, was appointed on 6 November 2015. Ms. LEUNG is the vice president of SWCS Corporate Services Group (Hong Kong) Limited. She has over 15 years of experience in finance, accounting and company secretarial matters. Ms. LEUNG holds a bachelor’s degree in business administration (accounting), a bachelor’s degree in laws, and a master’s degree in international corporate and financial laws. Ms. LEUNG is a fellow member of the Hong Kong Chartered Governance Institute (formerly known as the Hong Kong Institute of Chartered Secretaries), the Chartered Governance Institute (formerly known as the Institute of Chartered Secretaries and Administrators) in the UK, and the Association of Chartered Certified Accountants in the UK. She is also a member of the Hong Kong Institute of Certified Public Accountants.

CHANGE OF AUTHORIZED REPRESENTATIVE

Immediately following Mr. FU’s resignation as an Authorized Representative, the Board further announces that Mr. XIA has been appointed as an Authorized Representative with effect from August 27, 2021. Accordingly, the Authorized Representatives of the Bank shall be Mr. WANG Tianyu, an executive Director, and Mr. XIA.

By Order of the Board
Bank of Zhengzhou Co., Ltd.*
WANG Tianyu
Chairman

Zhengzhou, Henan, the PRC
August 30, 2021

As at the date of this announcement, the Board comprises Mr. WANG Tianyu, Mr. SHEN Xueqing and Mr. XIA Hua as executive directors, Mr. JI Hongjun and Mr. WANG Shihao as non-executive directors, Mr. XIE Taifeng, Mr. WU Ge, Ms. CHAN Mei Bo Mabel and Ms. LI Yanyan as independent non-executive directors.

* *The Bank 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.*