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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)

**APPROVAL OF THE QUALIFICATION OF
DIRECTORSHIP BY THE REGULATORY BODY
AND
CHANGES OF COMPOSITION OF BOARD COMMITTEES**

**APPROVAL OF THE QUALIFICATION OF DIRECTORSHIP BY THE REGULATORY
BODY**

Reference is made to the announcement on the poll results of the 2020 annual general meeting of Bank of Zhengzhou Co., Ltd.* (the "**Bank**") dated June 17, 2021 in relation to, inter alia, the re-election and election of directors (the "**Directors**") of the Bank.

The Bank has recently received the Approval by the China Banking and Insurance Regulatory Commission Henan Office in relation to the Qualification of Li Xiaojian to serve as an Independent Director of Bank of Zhengzhou Co., Ltd. (Yu Yin Bao Jian Fu [2021] No. 623) (《河南銀保監局關於核准李小建鄭州銀行股份有限公司獨立董事任職資格的批覆》(豫銀保監覆[2021]623號)) and the Approval by the China Banking and Insurance Regulatory Commission Henan Office in relation to the Qualification of LI Shuk Yin Edwina to serve as an Independent Director of Bank of Zhengzhou Co., Ltd. (Yu Yin Bao Jian Fu [2021] No. 625) (《河南銀保監局關於核准李淑賢鄭州銀行股份有限公司獨立董事任職資格的批覆》(豫銀保監覆[2021]625號)) from the China Banking and Insurance Regulatory Commission Henan Office (中國銀行保險監督管理委員會河南監管局) that the qualifications of Mr. LI Xiaojian and Ms. LI Shuk Yin Edwina for serving as an independent non-executive director of the board (the "**Board**") of Directors of the Bank was approved, respectively.

The term of offices of Mr. LI Xiaojian and Ms. LI Shuk Yin Edwina as independent non-executive Directors of the seventh session of the Board became effective on the approval date and will last until the expiry of the seventh session of the Board. For the profiles of Mr. LI Xiaojian and Ms. LI Shuk Yin Edwina, please refer to the announcement of the Bank dated June 17, 2021. In addition, Ms. LI Shuk Yin Edwina has obtained a master's degree in risk management from Glasgow Caledonian University in November 2021 and ceased to be a director of Community Business Limited since December 2021. Save as mentioned above, each of Mr. LI Xiaojian and Ms. LI Shuk Yin Edwina has confirmed that such information remains accurate as at the date of this announcement.

Upon commencement of duties of Mr. LI Xiaojian and Ms. LI Shuk Yin Edwina as the newly appointed independent non-executive Directors, Mr. XIE Taifeng and Ms. CHAN Mei Bo Mabel have ceased to act as the independent non-executive Directors and as chairpersons or members of the relevant committees under the Board of Directors.

CHANGES OF COMPOSITION OF BOARD COMMITTEES

The board is pleased to further announce that the following changes to the composition of committees under the Board of Directors have been made with effect from December 23 2021:

- (i) Mr. SHEN Xueqing, an executive Director, has been redesignated and appointed as the chairman of the consumer rights protection committee whereas Mr. WANG Tianyu, an executive Director and chairman of the Board, has been redesignated as a member of the consumer rights protection committee;
- (ii) Ms. WANG Dan, a non-executive Director, has been appointed as a member of the nomination committee;
- (iii) Mr. LIU Bingheng, a non-executive Director, has been appointed as a member of the audit committee;
- (iv) Mr. SU Xiaojun, a non-executive Director, has been appointed as a member of the related party transactions control committee;
- (v) Mr. JI Hongjun, a non-executive Director, has ceased to be a member of the audit committee and related party transactions control committee, respectively;
- (vi) Mr. WANG Shihao, a non-executive Director, has ceased to be a member of the nomination committee;
- (vii) Ms. LI Yanyan, an independent non-executive Director, has been appointed as a member of the risk management committee;
- (viii) Mr. LI Xiaojian, a newly appointed independent non-executive Director, has been appointed as a member of each of the nomination committee and the audit committee;
- (ix) Ms. LI Shuk Yin Edwina, a newly appointed independent non-executive Director, has been appointed as a member of each of the remuneration and assessment committee and the audit committee;
- (x) Mr. XIE Taifeng, a former independent non-executive Director, has ceased to be a member of the audit committee, the chairman and a member of the nomination committee and a member of the risk management committee, respectively; and
- (xi) Ms. CHAN Mei Bo Mabel, a former independent non-executive Director, has ceased to be the chairperson and a member of the audit committee and a member of the remuneration and assessment committee, respectively.

Each of Mr. WANG Tianyu, Mr. SHEN Xueqing, Ms. WANG Dan, Mr. LIU Bingheng, Mr. SU Xiaojun, Ms. LI Yanyan, Mr. LI Xiaojian and Ms. LI Shuk Yin Edwina will perform his/her duties in the relevant Board committees from the date of this announcement until the expiry date of the seventh session of the Board.

In addition, the Board has resolved and approved that the following changes to the composition of committees under the Board of Directors to take effect upon the approval of qualification of the newly appointed independent non-executive Director, Mr. SONG Ke, as an independent Director by the CBIRC Henan Office:

- (i) Mr. WU Ge, a current independent non-executive Director, to cease as the chairman and a member of the related party transactions control committee and a member of the nomination committee, respectively; and
- (ii) Mr. SONG Ke, a newly appointed independent non-executive Director, to be appointed as member of the related party transactions control committee and the nomination committee, respectively.

Except the consumer rights protection committee and the related party transactions control committee, the chairperson of each committee of the Board had ceased to act as the chairperson and the committees shall elect their respective chairpersons at the relevant committee meetings to be convened and further submit their respective election results to the Board for approval. The Bank will make further announcements regarding changes to the committees of the Board as and when appropriate.

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

Zhengzhou, Henan, the PRC
December 24, 2021

As at the date of this announcement, the Board comprises Mr. WANG Tianyu, Mr. SHEN Xueqing and Mr. XIA Hua as executive directors, Ms. WANG Dan, Mr. LIU Bingheng, Mr. SU Xiaojun, Mr. JI Hongjun and Mr. WANG Shihao as non-executive directors, Mr. WU Ge, Ms. LI Yanyan, Mr. LI Xiaojian and Ms. LI Shuk Yin Edwina 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.*