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**WEIHAI CITY COMMERCIAL BANK CO., LTD.\***

**威海市商業銀行股份有限公司\***

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

**(Stock Code: 9677)**

**POLL RESULTS OF  
2021 ANNUAL GENERAL MEETING ON MAY 31, 2022  
DISTRIBUTION OF DIVIDEND  
APPOINTMENT OF DIRECTOR AND SUPERVISOR  
AND  
AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The board of directors (the “**Board**”) of Weihai City Commercial Bank Co., Ltd.\* (the “**Bank**”) announces that at the 2021 annual general meeting of the Bank (the “**Annual General Meeting**”) held on May 31, 2022, all the proposed resolutions as set out in the notice of the Annual General Meeting were passed by the Shareholders of the Bank by way of poll.

Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those used in the circular of the Bank dated April 28, 2022.

**I. CONVENING AND ATTENDANCE OF THE ANNUAL GENERAL MEETING**

The Annual General Meeting was convened by the Board and chaired by Mr. TAN Xianguo, the Chairman of the Bank. Mr. TAN Xianguo, Mr. MENG Dongxiao, Ms. TAO Zunjian, Mr. LU Jiliang, Mr. ZHANG Wenbin, Mr. YI Jijun, Mr. SONG Bin, Mr. YIN Lin, Mr. ZHAO Bing, Mr. SUN Guomao, Mr. FAN Chi Chiu, Mr. WANG Shaohong and Ms. SUN Zuying, the Directors of the Bank, attended the Annual General Meeting.

**Attendance of the Annual General Meeting**

As at the date of the Annual General Meeting, the number of issued Shares of the Bank was 5,980,058,344 Shares (of which 4,971,197,344 Shares were Domestic Shares and 1,008,861,000 Shares were H Shares), which was the total number of Shares entitling the holders thereof to attend and vote on the resolutions at the Annual General Meeting. A total of 17 Shareholders of the Bank and valid proxies holding an aggregate of 4,675,590,519 Shares with voting rights, representing approximately 78.19% of the total number of issued Shares of the Bank, entitling the holders thereof to vote at the Annual General Meeting, were present at the Annual General Meeting.

Shandong Hi-Speed Group Company and its associates controlled or were entitled to exercise control over the voting rights in respect of 2,910,381,485 Domestic Shares, representing approximately 48.67% of the entire issued share capital of the Bank. According to the Administrative Measures for Related (Connected) Party Transactions of Weihai City Commercial Bank (《威海市商業銀行關聯(連)交易管理辦法》), the Rules of Procedure for the Related Party Transactions Control Committee under the Board of Directors of Weihai City Commercial Bank (《威海市商業銀行董事會關聯交易控制委員會議事規則》) and other relevant regulations, they have abstained from voting on the resolution approving the proposed extension of credit to Shandong Hi-Speed Group Company (i.e. Resolution No. 11). Save as disclosed above, there were no restrictions on any Shareholder to cast votes on the proposed resolutions at the Annual General Meeting.

## II. POLL RESULTS OF THE ANNUAL GENERAL MEETING

The poll results of the resolutions at the Annual General Meeting are as follows:

Ordinary Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
1.	To consider and approve the Work Report of the Board of Directors for 2021.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
2.	To consider and approve the Work Report of the Board of Supervisors for 2021.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
3.	To consider and approve the 2021 Annual Report.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
4.	To consider and approve the Final Accounts Report for 2021.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
5.	To consider and approve the Profit Distribution Plan for 2021.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
6.	To consider and approve the Financial Budget for 2022.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
7.	To consider and approve the Duty Report of the Independent Directors for 2021.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
8.	To consider and approve the Report of the Board of Supervisors on Evaluation of the Performance of Duties by the Board of Directors, Senior Management and its Members for 2021.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed

Ordinary Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
9.	To consider and approve the Report of the Board of Supervisors on Evaluation of the Performance of Duties by Supervisors for 2021.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
10.	To consider and approve the Report on the Control of Related Party Transactions and Evaluation of Shareholders for 2021.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
11.	To consider and approve the proposed extension of credit to Shandong Hi-Speed Group.	1,765,209,034 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
12.	To consider and approve the appointment of external auditors for 2022.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
13.	To consider and approve the proposed amendments to the rules of procedure for Shareholders' general meetings.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
14.	To consider and approve the proposed amendments to the rules of procedure for the Board of Directors.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
15.	To consider and approve the proposed amendments to the rules of procedure for the Board of Supervisors.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
16.	To consider and approve the proposed appointment of independent non-executive Director.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
17.	To consider and approve the proposed appointment of Supervisor.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed
Special Resolution		Number of Votes (%)			Voting Results
		For	Against	Abstain	
18.	To consider and approve the proposed amendments to the Articles of Association.	4,675,590,519 Shares (100%)	0 Share (0%)	0 Share (0%)	Passed

As more than 50% of the votes from the Shareholders (including proxies) attending and having the rights to vote at the Annual General Meeting were cast in favor of the resolutions numbered 1 to 17, resolutions numbered 1 to 17 were duly passed as ordinary resolutions of the Annual General Meeting. As not less than two-thirds of the votes from the Shareholders (including proxies) attending and having the rights to vote at the Annual General Meeting were cast in favor of the resolution numbered 18, the resolution numbered 18 was duly passed as a special resolution of the Annual General Meeting.

The Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the Annual General Meeting. Weihai Lingyunzhi Law Firm (威海凌雲志律師事務所), one Supervisor of the Bank and two representatives from the Shareholders were also appointed as the scrutineers for vote-taking and vote-tabulation at the Annual General Meeting.

### **III. DISTRIBUTION OF FINAL CASH DIVIDEND FOR 2021**

The distribution of final cash dividend for 2021 of RMB10 per 100 shares (tax inclusive) was approved at the Annual General Meeting. Such dividend will be distributed on or around July 5, 2022 (Tuesday) to Domestic Shareholders and H Shareholders of the Bank whose names appear on the register of members of the Bank on June 13, 2022 (Monday). Dividend payable to H Shareholders shall be paid in Hong Kong dollar. The applicable exchange rate is HKD1.00 to RMB0.85195, being the average of the central parity rates of Renminbi exchange rate of the interbank foreign exchange market as announced by the People's Bank of China for the five working days preceding the date of declaration of the dividend at the Annual General Meeting (including the date of the Annual General Meeting). As such, the dividend of each 100 H Shares of the Bank is HKD11.7378 (tax inclusive). For matters concerning taxation relating to the final dividend, please refer to the 2021 annual report of the Bank.

#### **Closure of Register of Members and Qualification for Receiving Final Dividend**

The register of members of H Shares of the Bank will be closed from June 7, 2022 (Tuesday) to June 13, 2022 (Monday), both days inclusive. In order to be eligible for receiving the dividend, holders of H Shares of the Bank who have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on June 6, 2022 (Monday). Shareholders whose names appear on the register of members of the Bank after close of business on June 13, 2022 (Monday) are entitled to the dividend.

### **IV. APPOINTMENT OF DIRECTOR AND SUPERVISOR**

References are made to the announcement dated March 30, 2022 and the circular dated April 28, 2022 of the Bank in relation to, among others, the proposed appointment of Director and Supervisor.

The Board is pleased to announce that at the Annual General Meeting:

- (i) Mr. Wang Yong (“**Mr. Wang**”) was newly appointed as an independent non-executive Director; and
- (ii) Mr. Peng Feng (“**Mr. Peng**”) was newly appointed as the external Supervisor.

The term of office of Mr. Wang will take effect after he obtains the approval from the China Banking and Insurance Regulatory Commission Shandong Office for his eligibility to hold office until the expiration of the term of the Eighth Session of the Board of Directors. Mr. Lu Qing, the former independent non-executive Director, will continue to perform his duties as an independent Director until the qualification of Mr. Wang is approved.

The term of office of Mr. Peng being appointed as mentioned above shall be effective from the date on which he is approved at the Annual General Meeting and ending on the expiration of the term of the Eighth Session of the Board of Supervisors.

## V. AMENDMENTS TO THE ARTICLES OF ASSOCIATION

References are made to the announcement dated March 30, 2022 and the circular dated April 28, 2022 of the Bank in relation to, among others, proposed amendments to the Articles of Association.

The Board is pleased to announce that the relevant proposed amendments to the Articles of Association were duly approved by the Shareholders as special resolution at the Annual General Meeting. The amended Articles of Association shall be effective from the date on which an approval of the China Banking and Insurance Regulatory Commission Shandong Office is obtained by the Bank.

By Order of the Board  
**Weihai City Commercial Bank Co., Ltd.\***  
**TAN Xianguo**  
*Chairman*

Weihai, China  
May 31, 2022

*As at the date of this announcement, the Board comprises Mr. TAN Xianguo, Mr. MENG Dongxiao, Ms. TAO Zunjian, Mr. LU Jiliang and Mr. ZHANG Wenbin as executive Directors; Mr. YI Jijun, Mr. SONG Bin, Mr. YIN Lin, Mr. ZHAO Bing and Ms. ZHAO Yue as non-executive Directors; Mr. SUN Guomao, Mr. FAN Chi Chiu, Mr. LU Qing, Mr. WANG Shaohong and Ms. SUN Zuying as independent non-executive Directors.*

\* Weihai City Commercial Bank Co., Ltd. is not an authorised 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 authorised to carry on banking and/or deposit-taking business in Hong Kong.