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Bank of Guizhou Co., Ltd. *

貴州銀行股份有限公司*

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

(Stock Code: 6199)

**(1) POLL RESULTS OF AGM ON 18 MAY 2023;
(2) PAYMENT OF FINAL DIVIDEND; AND
(3) APPOINTMENTS OF DIRECTORS**

References are made to the notice of the 2022 AGM and the circular of the 2022 AGM dated 19 April 2023 (the “**Circular**”) of Bank of Guizhou Co., Ltd.* (the “**Bank**”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

I. POLL RESULTS OF THE AGM

The AGM was held in the afternoon on Thursday, 18 May 2023 at the Conference Room 4501, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC. The convening and holding of the AGM were in compliance with the requirements of the applicable laws and regulations of the PRC, the Listing Rules and the Articles of Association.

Chairman Mr. YANG Mingshang and Directors Mr. XU An, Mr. CAI Dong, Mr. CHEN Hanqing, Ms. GONG Taotao, Mr. ZHAO Yong, Mr. WANG Gefan, Mr. TANG Xin, Mr. SONG Ke, Mr. LEE Hoey Simon and Ms. SUN Li attended the AGM.

As at the date of the AGM, the total number of issued ordinary Shares of the Bank was 14,588,046,744, including 12,388,046,744 Domestic Shares and 2,200,000,000 H Shares, representing the total number of the Shares entitling the Shareholders to attend the AGM. Pursuant to the requirement of the Articles of Association, if any Shareholder pledges over 50% (inclusive) of his/her/its equity in the Bank, in the duration of pledge, he/she/it shall not exercise voting right over the pledged equity at the AGM. According to statistics and to the knowledge of the Bank, the restricted Shares in the Bank amounted to 895,684,552 Domestic Shares and 0 H Shares. Except that, there is no restriction on any other Shareholders casting

votes on the proposed resolutions at the AGM. Accordingly, as at the date of the AGM, the total number of the ordinary Shares entitling the Shareholders of the Bank to vote in respect to the resolutions proposed at the AGM was 13,692,362,192, including 11,492,362,192 Domestic Shares and 2,200,000,000 H Shares. Shareholders and proxies attending the AGM represented, in aggregate, 11,549,279,015 ordinary Shares of the Bank carrying voting rights, being approximately 84.35% of the total number of the ordinary Shares carrying voting rights of the Bank as at the date of the AGM.

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. None of the Shareholders of the Bank entitled to attend the AGM was required to abstain from voting in favour of the resolutions under the Rule 13.40 of the Listing Rules. None of the Shareholders was required under the Listing Rules to abstain from voting on the resolutions proposed at the AGM. None of the Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the AGM.

The AGM was convened and held by the Board of Directors and chaired by Mr. YANG Mingshang, the Chairman of the Board of Directors. Voting was taken by poll at the AGM.

The following resolutions have been considered and passed by the Shareholders (including their proxies) attending the AGM by way of poll and the poll results are set out as follows:

Ordinary Resolutions		Number of votes cast and the percentage of total number of votes (%)			Total number of votes cast
		For	Against	Abstain	
1.	To consider and approve the 2022 Work Report of the Board of Directors of the Bank	11,549,279,015 (100%)	0 (0%)	0 (0%)	11,549,279,015
2.	To consider and approve the 2022 Work Report of the Board of Supervisors of the Bank	11,549,279,015 (100%)	0 (0%)	0 (0%)	11,549,279,015
3.	To consider and approve the 2022 Financial Statements Report of the Bank	11,549,279,015 (100%)	0 (0%)	0 (0%)	11,549,279,015
4.	To consider and approve the 2022 Profit Distribution Plan of the Bank	11,549,279,015 (100%)	0 (0%)	0 (0%)	11,549,279,015
5.	To consider and approve the 2023 Financial Budget Plan of the Bank	11,549,279,015 (100%)	0 (0%)	0 (0%)	11,549,279,015
6.	To consider and approve the appointment of accounting firms for 2023	11,549,279,015 (100%)	0 (0%)	0 (0%)	11,549,279,015

Ordinary Resolutions		Number of votes cast and the percentage of total number of votes (%)			Total number of votes cast
		For	Against	Abstain	
7.	To consider and approve the amendments to the Administrative Measures on Related Party/ Connected Transactions of Bank of Guizhou Co., Ltd.	11,549,279,015 (100%)	0 (0%)	0 (0%)	11,549,279,015
8.	To consider and approve the appointment of Mr. WU Zhijun as a non-executive Director of the third session of the Board of Directors of the Bank	11,474,279,015 (99.35%)	0 (0%)	75,000,000 (0.65%)	11,549,279,015
9.	To consider and approve the appointment of Mr. SUN Junwei as a non-executive Director of the third session of the Board of Directors of the Bank	11,474,279,015 (99.35%)	0 (0%)	75,000,000 (0.65%)	11,549,279,015
10.	To consider and approve the appointment of Ms. YE Jiangmei as a non-executive Director of the third session of the Board of Directors of the Bank	11,474,279,015 (99.35%)	0 (0%)	75,000,000 (0.65%)	11,549,279,015
Special Resolution		Number of votes cast and the percentage of total number of votes (%)			Total number of votes cast
		For	Against	Abstain	
11.	To consider and approve the plan on redemption and new issuance of tier-two capital bonds by the Bank	11,474,279,015 (99.35%)	0 (0%)	75,000,000 (0.65%)	11,549,279,015

As more than half of the votes were cast in favor of the above ordinary resolutions No. 1 to No. 10, all these ordinary resolutions were duly passed. As more than two-thirds of the votes were cast in favor of the above special resolution No. 11, the special resolution was duly passed.

For the full text of the resolutions, please refer to the Circular.

II. PAYMENT OF FINAL DIVIDEND TO SHAREHOLDERS

Information on Payment of Final Dividend

The payment of the cash dividend of RMB0.6 per 10 Shares (tax inclusive) for the year ended 31 December 2022 (the “**Final Dividend**”) was approved at the AGM. On 13 July 2023, the Final Dividend will be distributed to the holders of Shares whose names appear on the register of members on Thursday, 15 June 2023.

The register of members in respect of the H Shares of the Bank will be closed from Friday, 9 June 2023 to Thursday, 15 June 2023 (both days inclusive) in order to determine the list of holders of Shares who are entitled to receive the Final Dividend.

In order to be entitled to the Final Dividend, Shareholders of the Bank who have not registered the relevant transfer documents are required to deliver all transfer documents together with the relevant share certificates and other appropriate documents to the Share Registrar of the Bank, (H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong; Domestic Share Registrar, China Securities Depository and Clearing Company Limited, Shenzhen Branch, 26F, Shenzhen Stock Exchange Building, 2012 Shennan Blvd, Futian District, Shenzhen) not later than 4:30 p.m. on Thursday, 8 June 2023 for registration. Shareholders whose names appear on the register of members of the Shares on Thursday, 15 June 2023 are entitled to receive the Final Dividend.

Final Dividends to Domestic Shareholders will be paid in RMB, and dividends to H Shareholders will be paid in equivalent Hong Kong dollars. RMB will be converted into Hong Kong dollars at the exchange central parity rate (i.e. HK\$1.00=RMB0.89376) announced by the People’s Bank of China on Thursday, 18 May 2023 (i.e. the date of the AGM of the Bank). Accordingly, Final Dividend per 10 Shares is HK\$0.671321 (tax inclusive).

Taxation of Final Dividend

H Shareholders

In accordance with the Enterprise Income Tax Law of the People’s Republic of China and the related implementation provisions, the Bank shall withhold and pay enterprise income tax at the rate of 10% for non-resident enterprise Shareholders whose names appear on the register of H Shareholders on 15 June 2023.

Pursuant to the Notice of the State Administration of Taxation on Issues Concerning Individual Income Tax After the Annulment of Document Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348) (《關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348 號)), dividend received by overseas resident individual shareholders from the shares issued by domestic non-foreign invested enterprises in Hong Kong are subject to individual income tax, which shall be withheld and paid by withholding agents according to relevant laws; however, the overseas resident individual shareholders of the shares issued by domestic non- foreign invested enterprises in Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax agreements between the countries where they reside and China and the tax arrangements between Mainland China and Hong Kong/Macau.

In accordance with the aforesaid tax regulations, the Bank shall generally withhold and pay individual income tax at the rate of 10% for individual holders of H Shares of the Bank. For individual holders of H Shares registered in real name, if the relevant tax regulations and tax agreements provide otherwise, the Bank will conduct specific procedures according to the relevant regulatory requirements of tax authorities.

Domestic Shareholders

In accordance with the applicable provisions and the implementation regulations of the Enterprise Income Tax Law of the People's Republic of China and the Individual Income Tax Law of the People's Republic of China, the Bank will withhold and pay the income tax for natural person Shareholders of domestic Shares at a tax rate of 20%, and the income tax for legal person Shareholders of domestic Shares shall be paid by themselves.

The Bank is not responsible for any claims arising from any delay in, or inaccurate determination of the status of the Shareholders or any disputes over the mechanism of withholding and payment.

If in any doubt as to the above arrangements, the relevant H Shareholders of the Bank may consult with their tax consultants on the advices of the tax impact in Mainland China, Hong Kong and other countries (regions) in respect of holding and disposing of the relevant H Shares of the Bank.

III. APPOINTMENTS OF DIRECTORS

The resolutions on the appointments of Mr. WU Zhijun, Mr. SUN Junwei and Ms. YE Jiangmei (the “**Appointed Directors**”) as non-executive Directors of the third session of the Board of Directors of the Bank have been approved by the Shareholders by way of ordinary resolutions at the AGM. The Appointed Directors, whose directorships have not yet been approved, will perform their duties upon the approval of their qualifications by the CBIRC Guizhou Office, with terms of office same as the term of the third session of the Board.

Biographical details of the Appointed Directors are set out in the Circular. As of the date of this announcement, there was no change for such information of the Appointed Directors.

As of the date of this announcement and to the best knowledge of the Board, the Appointed Directors have not held any other position in the Bank or any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years.

As of the date of this announcement, the Appointed Directors do not have other relationship with any Directors, Supervisors, senior management or substantial Shareholders of the Bank. They do not have any interest in the shares of the Bank or its associated entities within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong

Kong). Save as disclosed in the Circular, there is no other information in relation to the Appointed Directors which is required to be disclosed pursuant to the requirements set out in Rules 13.51(2) (h) to (v) of the Listing Rules nor are there any matters which need to be brought to the attention of the Shareholders of the Bank. The Bank will enter into service contracts with the Appointed Directors upon the approval of their qualifications by the CBIRC Guizhou Office. The Appointed Directors will not receive remuneration from the Bank during their term of office as non-executive Directors of the Bank.

IV. ATTESTATION BY LAWYERS

DeHeng Law Offices (Guiyang), the PRC legal advisor of the Bank, witnessed the AGM and issued the legal opinion stating that the convening and the procedures for holding the AGM are in compliance with the requirements of the laws and regulations and the Articles of Association, the qualifications of attendees and the convener are legal and valid, the voting process of the meetings and the poll results are legal and valid, and the resolutions passed at the AGM are legal and valid.

V. SCRUTINY

Computershare Hong Kong Investor Services Limited as the H Share Registrar, DeHeng Law Offices (Guiyang) as the PRC legal advisor of the Bank, one Shareholder representative and one Supervisor acted as the vote counters and scrutineers for the vote-taking at the AGM.

By order of the Board
Bank of Guizhou Co., Ltd.
YANG Mingshang
Chairman

Guiyang, the PRC, 18 May 2023

As of the date of this announcement, the Board of the Bank comprises Mr. YANG Mingshang, Mr. XU An and Mr. CAI Dong as executive Directors; Mr. CHEN Jingde, Mr. CHEN Hanqing, Ms. GONG Taotao and Mr. ZHAO Yong as non-executive Directors; and Mr. WANG Gefan, Mr. TANG Xin, Mr. SONG Ke, Mr. LEE Hoey Simon and Ms. SUN Li as independent non-executive Directors.

* *Bank of Guizhou 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 and/or deposit-taking business in Hong Kong.*