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**BANK OF GANSU CO., LTD.\***

**甘肅銀行股份有限公司\***

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

**(Stock Code: 2139)**

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

References are made to the notice and the circular of the AGM dated June 7, 2023 (the “**AGM Circular**”) of Bank of Gansu Co., Ltd. (the “**Bank**”). Unless the context otherwise requires, all the terms and expressions used herein shall have the same meanings as those defined in the AGM Circular.

The Board of the Bank hereby announces that the Bank held its 2022 annual general meeting (the “**AGM**”) at the conference room at 4/F of Bank of Gansu Tower, No. 525-1 Donggang West Road, Chengguan District, Lanzhou, Gansu Province, the PRC on Tuesday, June 27, 2023, and each of the resolutions proposed at the AGM was duly passed.

### **1. POLL RESULTS OF THE AGM**

The AGM was convened and held by the Board and was presided over by Mr. LIU Qing, the Chairman of the Bank. Voting at the AGM was taken by poll. The convening and holding of the AGM complied with relevant PRC laws and regulations, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and provisions of the Articles of Association of the Bank.

As at the date of the AGM, the Bank issued a total of 15,069,791,330 Shares (comprising 11,275,991,330 Domestic Shares and 3,793,800,000 H Shares), which entitled the holders to attend the AGM and vote for or against the resolutions proposed at the AGM (the “**AGM Resolutions**”). Shareholders and their proxies who attended the AGM held a total of 12,116,559,254 Shares with voting rights, accounting for approximately 80.40% of the total Shares issued by the Bank.

To the best of knowledge, information and belief of the Board and after making all reasonable inquiries, no Shareholders had material interests in the matters considered at the AGM and were required to abstain from voting at the AGM. There were no Shares of the Bank entitling the holders to attend the AGM and requiring them to abstain from voting in favour of the resolutions at the AGM according to Rule 13.40 of the Listing Rules. No Shareholders were required to abstain from voting on the resolutions at the AGM according to the Listing Rules. No Shareholders have stated their intention in the AGM Circular to vote against or abstain from voting on the AGM Resolutions.

Computershare Hong Kong Investor Services Limited, the Bank's H Share registrar in Hong Kong, served as the scrutineer at the AGM. Grandall Law Firm (Shanghai) (the Bank's PRC legal adviser), one Supervisor and two Shareholder representatives of the Bank were also responsible for counting and calculation of votes at the AGM.

All current Directors of the Bank attended the AGM.

The voting results of the AGM Resolutions are as follows:

ORDINARY RESOLUTIONS		Number of Votes (approximately %)		
		For	Against	Abstain
(1)	To consider and approve the resolution on the work report of the Board of Directors for 2022	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
(2)	To consider and approve the resolution on the work report of the Board of Supervisors for 2022	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
(3)	To consider and approve the resolution on final financial accounts and financial audit report for 2022	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
(4)	To consider and approve the resolution on the profit distribution plan for 2022	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
(5)	To consider and approve the resolution on the financial budget plan for 2023	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
(6)	To consider and approve the resolution on the annual report for 2022	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
(7)	To consider and approve the resolution on the engagement of external auditing firms for 2023	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
(8)	To consider and approve the resolution on the work report of Independent Non-Executive Directors for 2022	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
(9)	To consider and approve the resolution on the report of the Board of Supervisors on the evaluation of duty performance by the Board of Directors, the Board of Supervisors, the senior management and their members in 2022	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
(10)	To consider and approve the resolution on the remuneration distribution and settlement results for Directors and Supervisors for 2022	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
(11)	To consider and approve the resolution on the report on related-party/connected transactions for 2022	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
(12)	To consider and approve the resolution on the report on the assessment of the basic information of substantial Shareholders for 2022	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%

ORDINARY RESOLUTIONS		Number of Votes (approximately %)		
		For	Against	Abstain
(13)	To consider and approve the resolution on the amendments to the plan on authorization of the shareholders' general meeting to the Board	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
(14)	To consider and approve the resolutions regarding the election of certain Directors of the third session of the Board of Directors of the Bank			
	a. To consider and approve the resolution regarding the election of Mr. ZHANG Junping as a non-executive Director of the third session of the Board of Directors of the Bank	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
	b. To consider and approve the resolution regarding the election of Ms. ZHANG Tingting as a non-executive Director of the third session of the Board of Directors of the Bank	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
	c. To consider and approve the resolution regarding the election of Mr. HAU Pak Sun as an independent non-executive Director of the third session of the Board of Directors of the Bank	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
	d. To consider and approve the resolution regarding the election of Mr. WANG Lei as an independent non-executive Director of the third session of the Board of Directors of the Bank	12,116,559,254 100.000000%	0 0.000000%	0 0.000000%
SPECIAL RESOLUTIONS		For	Against	Abstain
(15)	To consider and approve the resolution on the general mandate to issue Shares	12,116,479,254 99.999340%	80,000 0.000660%	0 0.000000%
(16)	To consider and approve the resolution on the amendments to the Articles of Association	12,116,479,254 99.999340%	80,000 0.000660%	0 0.000000%

As more than half of the votes were cast by the Shareholders (including their proxies) who attended the AGM in favour of each of the above Resolutions numbered 1 to 14, these resolutions were duly passed as ordinary resolutions at the AGM.

As more than two-thirds of the votes were cast by the Shareholders (including their proxies) who attended the AGM in favour of the above Resolutions numbered 15 and 16, these resolutions were duly passed as special resolutions at the AGM.

Save for the above resolutions, the Bank has not received any proposed resolutions from the Shareholders holding 3% or more of the total number of Shares with voting rights of the Bank.

## 2. ELECTION OF NEW DIRECTORS

The AGM has approved the resolutions regarding the election of Mr. ZHANG Junping and Ms. ZHANG Tingting as non-executive Directors of the Bank, and Mr. HAU Pak Sun and Mr. WANG Lei as independent non-executive Directors of the Bank. Qualifications of each of the Director candidates shall be subject to the approval by the Gansu Office of the China Banking and Insurance Regulatory Commission (the “**CBIRC Gansu Office**”), and their terms of office shall take effect from the date of approval of their qualifications.

## 3. APPROVAL OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Corresponding amendments to the Articles of Association have been approved at the AGM.

The proposed amendments to some of the provisions in the Articles of Association shall take effect from the date of approval by the CBIRC Gansu Office, prior to which, the existing Articles of Association continues to be effective.

By Order of the Board  
**Bank of Gansu Co., Ltd.\***  
**LIU Qing**  
*Chairman*

Lanzhou, Gansu Province  
June 27, 2023

*As of the date of this announcement, the Board comprises Mr. LIU Qing and Mr. WANG Xizhen as executive Directors; Mr. ZHAO Xingjun, Mr. ZHANG Youda, Mr. GUO Jirong, Ms. YANG Chunmei and Mr. CHEN Jinhui as non-executive Directors; and Ms. LUO Mei, Mr. WONG Sincere, Mr. DONG Ximiao, Mr. WANG Tingting and Mr. LIU Guanghua as independent non-executive Directors.*

\* *Bank of Gansu 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.*