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## **JILIN JIUTAI RURAL COMMERCIAL BANK CORPORATION LIMITED \***

**吉林九台農村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: 6122)**

### **POLL RESULTS OF THE ANNUAL GENERAL MEETING FOR 2023**

The Bank is pleased to announce the poll results of resolutions proposed at the AGM held on Thursday, May 23, 2024. All resolutions were duly passed.

The board of directors (the “**Board**”) of Jilin Jiutai Rural Commercial Bank Corporation Limited (the “**Bank**”) is pleased to announce that the annual general meeting for 2023 of the Bank (the “**AGM**”) was held at the Conference Room, Sixth Floor, No. 2559 Wei Shan Road, High-tech Zone, Changchun, Jilin Province, the PRC on Thursday, May 23, 2024.

Reference is made to the circular of the Bank (the “**Circular**”) dated April 26, 2024. Unless the context otherwise requires, the terms used in this announcement shall have the same meaning as those defined in the Circular.

#### **ATTENDANCE AT THE AGM**

The AGM was chaired by Mr. Guo Ce, the Chairman of the Board. The Board comprises 13 directors, all of whom attended the meeting. Voting at the AGM was conducted by way of poll. The AGM was convened and held in compliance with the applicable PRC laws and regulations, the Listing Rules and the Articles of Association.

As at the date of the AGM, the details regarding the number of Shares entitling the Shareholders to attend and vote at the AGM are as follows:

- the total number of issued Shares was 5,074,191,569, including 4,107,690,457 Domestic Shares and 966,501,112 H Shares, being the total number of Shares entitling the holders to attend and vote at the AGM.

Having made all reasonable inquiries and to the best knowledge, information and belief of the Board, no Shareholder had any material interests in the matters considered at the AGM and was required to abstain from voting at the AGM. There were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as required by Rule 13.40 of the Listing Rules. No Shareholder has stated his/her/its intention in the Circular to vote against or to abstain from voting on any resolution proposed at the AGM.

Details of the attendance of the AGM are set out as follows:

- Shareholders and their proxies holding 2,143,977,653 Shares in aggregate (including 2,014,152,486 Shares with voting rights attended the AGM, representing 45.18% of the total number of Shares with voting rights), representing 42.25% of the total issued Shares, attended the AGM.

Computershare Hong Kong Investor Services Limited, the H share registrar of the Bank in Hong Kong, acted as the scrutineer for the vote-taking at the AGM. King & Wood Mallesons, the PRC legal adviser of the Bank, one Supervisor of the Bank and two Shareholders' representatives were also responsible for the vote-taking at the AGM.

## POLL RESULTS OF THE AGM

The poll results of the resolutions proposed at the AGM are set out as follows:

| ORDINARY RESOLUTIONS |  | Number of Votes (approximate percentage (%)) |         |         |
|----------------------|--|--|---------|---------|
|                      |  | For  | Against | Abstain |
| 1.                   | To consider and approve the work report of the Board of Directors for 2023.                          | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 2.                   | To consider and approve the work report of the Board of Supervisors for 2023.                        | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 3.                   | To consider and approve the annual report for 2023.  | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 4.                   | To consider and approve the final financial report for 2023.   | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 5.                   | To consider and approve the profit distribution proposal for 2023.                                   | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 6.                   | To consider and approve the annual financial budget for 2024.  | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 7.                   | To consider and approve the resolution regarding the engagement of external auditing firms for 2024. | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |

| ORDINARY RESOLUTIONS |   | Number of Votes (approximate percentage (%)) |         |         |
|----------------------|---|--|---------|---------|
|                      |   | For  | Against | Abstain |
| 8.                   | To consider and approve the resolution regarding the determination of the principal auditors for 2024.  | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.                   | To consider and approve the resolutions regarding the election of directors of the sixth session of the Board of Directors:   |  |         |         |
| 9.1                  | To consider and approve the resolution regarding the election of Mr. Guo Ce as an executive director of the sixth session of the Board of Directors.                              | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.2                  | To consider and approve the resolution regarding the election of Mr. Liang Xiangmin as an executive director of the sixth session of the Board of Directors.                      | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.3                  | To consider and approve the resolution regarding the election of Mr. Yuan Chunyu as an executive director of the sixth session of the Board of Directors.                         | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.4                  | To consider and approve the resolution regarding the election of Mr. Liu Xiangzhi as a non-executive director of the sixth session of the Board of Directors.                     | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.5                  | To consider and approve the resolution regarding the election of Mr. Zhang Yusheng as a non-executive director of the sixth session of the Board of Directors.                    | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.6                  | To consider and approve the resolution regarding the election of Mr. Wu Shujun as a non-executive director of the sixth session of the Board of Directors.                        | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.7                  | To consider and approve the resolution regarding the election of Mr. Zhang Lixin as a non-executive director of the sixth session of the Board of Directors.                      | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.8                  | To consider and approve the resolution regarding the election of Ms. Wang Ying as a non-executive director of the sixth session of the Board of Directors.                        | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.9                  | To consider and approve the resolution regarding the election of Mr. Sun Jiafu as an independent non-executive director of the sixth session of the Board of Directors.           | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.10                 | To consider and approve the resolution regarding the election of Mr. Fong Wai Kuk Dennis as an independent non-executive director of the sixth session of the Board of Directors. | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.11                 | To consider and approve the resolution regarding the election of Ms. Jin Xiaotong as an independent non-executive director of the sixth session of the Board of Directors.        | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.12                 | To consider and approve the resolution regarding the election of Mr. An Mingyou as an independent non-executive director of the sixth session of the Board of Directors.          | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 9.13                 | To consider and approve the resolution regarding the election of Mr. Yin Xiaoping as an independent non-executive director of the sixth session of the Board of Directors.        | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |

| ORDINARY RESOLUTIONS |   | Number of Votes (approximate percentage (%)) |         |         |
|----------------------|---|--|---------|---------|
|                      |   | For  | Against | Abstain |
| 10.                  | To consider and approve the resolutions regarding the election of non-employee supervisors of the sixth session of the Board of Supervisors:                                  |  |         |         |
| 10.1                 | To consider and approve the resolution regarding the election of Ms. Dai Yundi as a non-employee supervisor of the sixth session of the Board of Supervisors.                 | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 10.2                 | To consider and approve the resolution regarding the election of Mr. Liu Jianxin as a non-employee supervisor of the sixth session of the Board of Supervisors.               | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 10.3                 | To consider and approve the resolution regarding the election of Mr. Dong Shuaibing as a non-employee supervisor of the sixth session of the Board of Supervisors.            | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 10.4                 | To consider and approve the resolution regarding the election of Ms. Hu Guohuan as a non-employee supervisor of the sixth session of the Board of Supervisors.                | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 11.                  | To consider and approve the resolution regarding the remuneration for the relevant directors of the sixth session of the Board of Directors during their terms of office.     | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 12.                  | To consider and approve the resolution regarding the remuneration for the relevant supervisors of the sixth session of the Board of Supervisors during their terms of office. | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| SPECIAL RESOLUTIONS  |   | Number of Votes (approximate percentage (%)) |         |         |
|                      |   | For  | Against | Abstain |
| 13.                  | To consider and approve the authorization plan for external donation matters.   | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |
| 14.                  | To consider and approve the proposed amendments to certain articles of the Articles of Association.   | 2,014,152,486<br>100%                        | 0<br>0% | 0<br>0% |

As more than half of the votes from the Shareholders (including their proxies) attending the AGM were cast in favour of Resolutions No. 1 to No. 12 above, these resolutions were duly passed as ordinary resolutions at the AGM. As more than two-thirds of the votes from the Shareholders (including their proxies) attending the AGM were cast in favour of Resolutions No. 13 to No. 14 above, these resolutions were duly passed as special resolutions at the AGM.

## RE-ELECTION OF THE BOARD

Each of the 13 candidates for Directors of the sixth session of the Board of the Bank proposed for consideration at the AGM was duly approved by the Shareholders at the AGM. Therefore, the members of the sixth session of the Board of the Bank shall include:

Executive Directors: Mr. Guo Ce, Mr. Liang Xiangmin and Mr. Yuan Chunyu

Non-executive Directors: Mr. Liu Xiangzhi, Mr. Zhang Yusheng, Mr. Wu Shujun, Mr. Zhang Lixin and Ms. Wang Ying

Independent non-executive Directors: Mr. Sun Jiafu, Mr. Fong Wai Kuk Dennis, Ms. Jin Xiaotong, Mr. An Mingyou and Mr. Yin Xiaoping

According to the Articles of Association, unless adjustment is required under the applicable laws and regulations, the term of office of the Directors of the sixth session of the Board shall be three years, and they shall be eligible for re-election and re-appointment upon expiry of their terms of office subject to compliance with the relevant regulations. In particular, the terms of office of ten candidates for Directors, namely Mr. Guo Ce, Mr. Liang Xiangmin, Mr. Yuan Chunyu, Mr. Zhang Yusheng, Mr. Wu Shujun, Mr. Zhang Lixin, Ms. Wang Ying, Mr. Sun Jiafu, Mr. Fong Wai Kuk Dennis and Ms. Jin Xiaotong, will commence on the date when their elections as Directors of the Bank are approved at the general meeting and end on the date of expiry of the term of office of the sixth session of the Board. The terms of office of three candidates for Directors, namely Mr. Liu Xiangzhi, Mr. An Mingyou and Mr. Yin Xiaoping, will commence on the date when their elections as Directors of the Bank are approved at the general meeting and their qualifications are approved by regulatory authorities, and end on the date of expiry of the term of office of the sixth session of the Board. Mr. Cui Qiang, Ms. Zhang Qiuhua and Ms. Han Lirong will continue to perform the duties as non-executive Directors or independent non-executive Directors, respectively, before the qualifications of Mr. Liu Xiangzhi, Mr. An Mingyou and Mr. Yin Xiaoping are approved.

The retiring Directors, namely Mr. Cui Qiang, Ms. Zhang Qiuhua and Ms. Han Lirong, have confirmed that they have no disagreement with the Board and there are no other matters relating to their retirement that need to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to Mr. Cui Qiang, Ms. Zhang Qiuhua and Ms. Han Lirong for their contribution to the Bank during their tenure of service.

Please refer to the Circular for the biographies and information related to the appointments of the Directors of the sixth session of the Board of the Bank. As of the date of this announcement, there was no change to such information.

## **RE-ELECTION OF THE BOARD OF SUPERVISORS**

Each of the four candidates for the non-employee Supervisors of the sixth session of the Board of Supervisors of the Bank proposed for consideration at the AGM was duly approved by the Shareholders at the AGM. In addition, on May 16, 2024, the Bank held the employee representative meeting of the Bank, at which Mr. Luo Hui, Mr. Wang Enjiu and Ms. Tang Kun were elected as employee Supervisors of the sixth session of the Board of Supervisors of the Bank. Therefore, the sixth session of the Board of Supervisors of the Bank has been duly established, the members of which include:

Non-employee Supervisors: Ms. Dai Yundi, Mr. Liu Jianxin, Mr. Dong Shuaibing and Ms. Hu Guohuan

Employee Supervisors: Mr. Luo Hui, Mr. Wang Enjiu and Ms. Tang Kun

In accordance with the Articles of Association, unless adjustment is required under the applicable laws and regulations, the term of office of the non-employee Supervisors of the sixth session of the Board of Supervisors shall be three years commencing on the date when their elections as Supervisors of the Bank are approved at the general meeting, and the supervisors shall be eligible for re-election and re-appointment upon expiry of their terms of office subject to relevant provisions.

The retired employee Supervisor, namely Mr. Liu Xiangjun, has confirmed that he has no disagreement with the Board and the Board of Supervisors and there are no other matters relating to his retirement that need to be brought to the attention of the Shareholders. The Board and the Board of Supervisors would like to express their sincere gratitude to Mr. Liu Xiangjun for his contribution to the Bank during his tenure of service.

Please refer to the Circular for the biographies and information related to the appointments of the non-employee Supervisors of the sixth session of the Board of Supervisors of the Bank. As of the date of this announcement, there was no change to such information.

The biographies of Mr. Luo Hui, Mr. Wang Enjiu and Ms. Tang Kun, the employee Supervisors of the sixth session of the Board of Supervisors of the Bank, are set out in the appendix to this announcement.

Save as disclosed in this announcement, each of Mr. Luo Hui, Mr. Wang Enjiu and Ms. Tang Kun has confirmed that: (i) he/she did not hold any directorship in the last three years in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas; (ii) he/she does not hold any other positions in the Bank or any of its subsidiaries; (iii) he/she does not have any relationship with any Director, Supervisor, senior management, substantial or controlling Shareholders of the Bank; (iv) as of the date of this announcement, he/she did not have any interest in any shares of the Bank or its associated corporations within the meaning of Part XV of the SFO; and (v) there is no other information and matters in respect of their appointment that are required to be disclosed pursuant to Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules, nor is there any matter that needs to be brought to the attention of the Shareholders.

## **ELECTION OF THE CHAIRMAN OF THE BOARD AND MEMBERS OF THE BOARD COMMITTEES**

After the AGM, the Board held the first meeting of the sixth session of the Board of the Bank to elect Mr. Guo Ce as the Chairman of the sixth session of the Board of the Bank. His term of office will commence on the date when the election of the Board is approved and end on the date of expiry of the term of office of the sixth session of the Board of the Bank, and he shall be eligible for re-election and re-appointment upon expiry of his term of office. Besides, the first meeting of the sixth session of the Board has considered and approved the appointment of the members and chairman of each of the committees of the Board. Details are set out as follows:

## **Strategy and Development Committee**

Mr. Guo Ce (*Chairman*)

Mr. An Mingyou

Ms. Jin Xiaotong

Mr. Fong Wai Kuk Dennis

Mr. Yuan Chunyu

## **Audit Committee**

Mr. Yin Xiaoping (*Chairman*)

Mr. An Mingyou

Mr. Zhang Lixin

## **Related-party Transactions Control Committee**

Mr. Sun Jiafu (*Chairman*)

Mr. Yin Xiaoping

Ms. Jin Xiaotong

Mr. Wu Shujun

Ms. Wang Ying

## **Risk Management Committee**

Mr. Liang Xiangmin (*Chairman*)

Mr. Yin Xiaoping

Mr. Fong Wai Kuk Dennis

## **Nomination Committee**

Ms. Jin Xiaotong (*Chairman*)

Mr. Liang Xiangmin

Mr. Zhang Yusheng

Mr. Yin Xiaoping

Mr. Fong Wai Kuk Dennis

**Remuneration Committee**

Mr. An Mingyou (*Chairman*)

Mr. Zhang Yusheng

Mr. Sun Jiafu

**Consumer Rights Protection Committee**

Mr. Yuan Chunyu (*Chairman*)

Mr. Liu Xiangzhi

Mr. Sun Jiafu

**Three Rurals Financial Services Committee**

Mr. Guo Ce (*Chairman*)

Ms. Jin Xiaotong

Mr. Zhang Lixin

The above appointments of Mr. Liu Xiangzhi, Mr. An Mingyou and Mr. Yin Xiaoping shall be subject to the approval of their qualifications as Directors by regulatory authorities. Before the qualifications of the above newly elected Directors are approved, Mr. Cui Qiang, Ms. Zhang Qihua and Ms. Han Lirong will continue to perform their duties in the relevant committees of the Board.

**ELECTION OF THE CHAIRMAN OF THE BOARD OF SUPERVISORS AND MEMBERS OF THE BOARD OF SUPERVISORS**

After the AGM, the Board of Supervisors held the first meeting of the sixth session of the Board of Supervisors of the Bank to elect Mr. Luo Hui, an employee Supervisor, as the chairman of the sixth session of the Board of Supervisors of the Bank. His term of office will commence on the date when the election of the Board of Supervisors is approved and end on the date of expiry of the term of office of the sixth session of the Board of Supervisors of the Bank, and he shall be eligible for re-election and re-appointment upon expiry of his term of office. Besides, the first meeting of the sixth session of the Board of Supervisors has considered and approved the appointment of the members and chairman of each of the committees of the Board of Supervisors. Details are set out as follows:



## **Supervision Committee**

Mr. Liu Jianxin (*Chairman*)

Ms. Hu Guohuan

Mr. Wang Enjiu

## **Nomination Committee**

Ms. Dai Yundi (*Chairman*)

Ms. Hu Guohuan

Ms. Tang Kun

## **AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The resolution in relation to the proposed amendments to certain articles of the Articles of Association was duly passed as a special resolution at the AGM. The amended Articles of Association shall become effective from the date of approval by Jilin Bureau of the National Financial Regulatory Administration. Prior to that, the existing Articles of Association of the Bank shall remain effective.

Please refer to the announcement of the Bank dated March 27, 2024 and the Circular for the details of the proposed amendments to certain articles of the Articles of Association.

By order of the Board  
**Jilin Jiutai Rural Commercial Bank Corporation Limited\***  
**Guo Ce**  
*Chairman*

Changchun, the PRC

May 23, 2024

*As at the date of this announcement, the Board comprises Mr. Guo Ce, Mr. Liang Xiangmin and Mr. Yuan Chunyu as executive Directors; Mr. Cui Qiang, Mr. Zhang Yusheng, Mr. Wu Shujun, Mr. Zhang Lixin and Ms. Wang Ying as non-executive Directors; and Ms. Zhang Qiuhua, Mr. Fong Wai Kuk Dennis, Ms. Han Lirong, Ms. Jin Xiaotong and Mr. Sun Jiafu as independent non-executive Directors.*

\* *Jilin Jiutai Rural Commercial Bank Corporation Limited 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.*

## APPENDIX

### BIOGRAPHIES OF THE EMPLOYEE SUPERVISORS OF THE SIXTH SESSION OF THE BOARD OF SUPERVISORS OF THE BANK

Mr. Luo Hui (羅輝), born in March 1972, has been the chairman of the Board of Supervisors and an employee Supervisor of the Bank since December 2008. Mr. Luo was the head of Tongtai Credit Cooperative of Dehui Union from July 1999 to April 2003, division head of the financial division of Dehui Union from April 2003 to January 2006 and deputy head of Yushu Union from January 2006 to November 2008. Mr. Luo graduated from a correspondence course at Changchun Finance College in July 2001, majoring in finance and completed his postgraduate studies in economics and management at Party School of CPC Jilin Provincial Committee in July 2007. In addition, Mr. Luo obtained an intermediate economist qualification from the Personnel Office of Jilin Province in November 2003 and is an intermediate accountant jointly accredited by Jilin Accounting Professional Examination Office and Jilin Province Human Resources and Social Security Bureau in October 2012.

Mr. Wang Enjiu (王恩久), born in December 1969, has been an employee Supervisor of the Bank since December 2008. Mr. Wang joined the Bank's predecessor in December 1988 and worked as a bookkeeper and accountant at Jiutai Chunyang Credit Cooperative and Jiutai Erdaogou Credit Cooperative from December 1988 to August 1993; and he was an officer of the audit division of Jiutai Rural Credit Cooperative Union from August 1993 to January 1996. He was appointed as the deputy head of Jiutai Xinglong Credit Cooperative in January 1996 and head of Jiutai Erdaogou Credit Cooperative from February 2000 to March 2006. Mr. Wang was the manager of the human resources department of Jiutai Rural Credit Cooperative Union from March 2006 to December 2008, general manager of the human resources department of the Bank from April 2009 to February 2011, vice president of Da'an Huimin Village and Township Bank from February 2011 to November 2011, chairman of the board of supervisors of Anci District Huimin Village and Township Bank from November 2011 to December 2013, and chairman of Anping Huimin Village and Township Bank from December 2013 to August 2019. Mr. Wang has served as the deputy general manager of the village and township bank management department of the Bank since October 2019. Mr. Wang graduated from a part-time course at Central Radio and Television University (currently known as Open University of China) in April 2004, majoring in finance and financial direction and from a correspondence course at Jilin University of Finance and Economics in July 2011, majoring in finance. He is also an intermediate economist accredited by Jilin Professional Examination Office in November 2003.

Ms. Tang Kun (唐坤), born in March 1972, has been the deputy director of the office of the Board of Supervisors of the Bank since March 2023. Ms. Tang joined the Bank in December 2015 and worked in the original communication finance department of the Bank until March 2017; and she served as the deputy director of the comprehensive office of Changchun Branch of the Bank from March 2017 to March 2020, and the director of the comprehensive office of Changchun Branch of the Bank from March 2020 to March 2023. Before joining the Bank, Ms. Tang worked in Jilin Petroleum Development Co., Ltd. from December 1996 to November 2003, Nangan Branch of the State Land Resources Bureau of Changchun City from November 2003 to May 2011, and Jilin New Energy Investment Co., Ltd. from May 2011 to December 2015. Ms. Tang graduated from Changchun University of Science and Technology in July 1995, majoring in Chinese language and literature, and graduated from a correspondence course at Jilin Provincial Institute of Education in July 2000, majoring in Chinese language and literature.