

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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)

POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING

Reference is made to the revised notice of the 2023 annual general meeting dated June 12, 2024, the circular dated May 28, 2024 (the “**Circular**”) and the supplemental circular dated June 12, 2024 (the “**Supplemental Circular**”) (collectively the “**Circulars**”) of Bank of Zhengzhou Co., Ltd.* (the “**Bank**”). Except as the context otherwise requires, capitalized terms used herein shall have the same meanings as ascribed to them in the Circulars.

I. VOTING RESULTS OF THE AGM

The AGM was duly convened and chaired by Mr. ZHAO Fei, an executive Director and the chairman of the Bank. All members of the Board attended the AGM in person or through video access. Voting at the AGM was conducted by a combination of poll onsite and online voting. In accordance with the relevant laws and regulations of the PRC, the A Shareholders were entitled to attend and vote at the AGM in person, by proxy, or via online voting for the relevant resolutions. The time of online voting for the resolutions proposed at the AGM for the A Shareholders held on June 27, 2024 was set out in the supplemental notice of AGM to the A Shareholders published on the media designated by the CSRC on June 13, 2024.

The Bank’s H Share Registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM. King & Wood Mallesons, the Bank’s PRC legal advisers, one Supervisor and two representatives from the Shareholders were also appointed as the scrutineers for the vote-taking and vote-tabulation at the AGM.

As at the date of the AGM, the total number of issued Shares of the Bank was 9,092,091,358 (comprising 7,071,633,358 A Shares and 2,020,458,000 H Shares), which was the total number of Shares entitling the holders to attend the AGM.

Zhengzhou Finance Bureau (鄭州市財政局), Zhengzhou Investment Holdings Co., Ltd.* (鄭州投資控股有限公司), Zhengzhou Development & Investment Group Co., Ltd.* (鄭州發展投資集團有限公司) and Zhengzhou City Sanitation & Cleaning Co., Ltd.* (鄭州市環衛清潔有限公司) held in aggregate 1,418,761,196 A Shares (including 153,409,705 A Shares the voting rights of which is restricted pursuant to the Articles of Association) and were deemed to have a material interest in the resolutions numbered 9.1(a), 9.1(b), 9.1(c), 9.1(e) and 9.1(f). Zhengzhou Municipal Group Co., Ltd. (鄭州市政集團有限公司) held 66,550,000 A Shares (including 66,550,000 A Shares the voting rights of which is restricted pursuant to the Articles of Association) and was deemed to have a material interest in the resolution numbered 9.1(d). Henan Investment Group Co., Ltd.* (河南投資集團有限公司) and Zhongyuan Trust Co., Ltd.* (中原信託有限公司) held 119,482,821 A Shares and 318,676,633 A Shares, respectively, and were deemed to have a material interest in the resolutions numbered 9.1(g), 9.1(i), 9.1(j), 9.1(k), 9.2(c), 9.2(e) and 9.2(g). Henan Guoyuan Trade Co., Ltd.* (河南國原貿易有限公司) held 320,590,857 A Shares (including 320,590,857 A Shares the voting rights of which is restricted pursuant to the Articles of Association) and was deemed to have a material interest in the resolution numbered 9.1(h). Therefore, the above Shareholders did not cast any vote on the relevant resolutions numbered 9.

II. POLL RESULTS OF THE AGM

A total of 499 Shareholders and their proxies, holding an aggregate of 2,946,351,723 Shares with voting rights, representing approximately 40.603484% of the total Shares with voting rights of the Bank, in which 498 A Shareholders and their proxies, holding an aggregate of 2,616,662,695 A Shares, representing approximately 36.060061% of the total Shares with voting rights of the Bank while one H Shareholder and his/her proxy, holding an aggregate of 329,689,028 H Shares, representing approximately 4.543423% of the total Shares with voting rights of the Bank, have attended the AGM. The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary Resolutions			For		Against		Abstain	
			Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
1.	to consider and approve the 2023 Board of Directors' work report;	A Shares	2,445,798,119	93.470134	107,818,045	4.120441	63,046,531	2.409425
		H Shares	328,476,678	99.632275	1,029,400	0.312234	182,950	0.055491
		Total	2,774,274,797	94.159661	108,847,445	3.694313	63,229,481	2.146026
2.	to consider and approve the 2023 Board of Supervisors' work report;	A Shares	2,445,738,102	93.467840	100,857,886	3.854447	70,066,707	2.677713
		H Shares	328,476,678	99.632275	1,029,400	0.312234	182,950	0.055491
		Total	2,774,214,780	94.157624	101,887,286	3.458083	70,249,657	2.384293
3.	to consider and approve the 2023 annual financial statements;	A Shares	2,445,144,919	93.445171	101,873,160	3.893248	69,644,616	2.661581
		H Shares	328,476,678	99.632275	1,029,400	0.312234	182,950	0.055491
		Total	2,773,621,597	94.137491	102,902,560	3.492542	69,827,566	2.369967
4.	to consider and approve the 2023 annual report;	A Shares	2,445,777,960	93.469363	107,212,560	4.097302	63,672,175	2.433335
		H Shares	328,476,678	99.632275	1,029,400	0.312234	182,950	0.055491
		Total	2,774,254,638	94.158977	108,241,960	3.673762	63,855,125	2.167261

Ordinary Resolutions			For		Against		Abstain	
			Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
5.	to consider and approve the 2023 profit distribution proposal;	A Shares	2,356,092,139	90.041874	260,035,649	9.937683	534,907	0.020443
		H Shares	55,679,978	16.888635	274,009,050	83.111365	0	0.000000
		Total	2,411,772,117	81.856219	534,044,699	18.125626	534,907	0.018155
6.	to consider and approve the 2024 financial budget;	A Shares	2,445,051,791	93.441612	101,892,720	3.893995	69,718,184	2.664393
		H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
		Total	2,773,711,419	94.140540	102,922,120	3.493205	69,718,184	2.366255
7.	to consider and approve the re-appointment of Ernst & Young and Ernst & Young Hua Ming LLP as the Bank's overseas and domestic auditors for 2024 and for the annual audit, interim review and provision of professional services such as internal control audit, whose term of office ends after the Bank's 2024 annual general meeting, and their remuneration;	A Shares	2,446,743,712	93.506271	100,294,249	3.832907	69,624,734	2.660822
		H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
		Total	2,775,403,340	94.197964	101,323,649	3.438953	69,624,734	2.363083
8.	to consider and approve the special report on related party transactions for 2023;	A Shares	2,445,694,083	93.466158	100,868,579	3.854856	70,100,033	2.678986
		H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
		Total	2,774,353,711	94.162339	101,897,979	3.458446	70,100,033	2.379215
9.	to consider and approve the estimated quota on recurring related party transactions for 2024:							
	9.1 Credit-granting related party transactions							
	(a) estimated quota on related party transactions with Zhengzhou Development & Investment Group Co., Ltd. (鄭州發展投資集團有限公司) and its associated corporations;	A Shares	1,359,667,472	88.895555	99,411,490	6.499559	70,432,242	4.604886
		H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
		Total	1,688,327,100	90.809321	100,440,890	5.402371	70,432,242	3.788308
	(b) estimated quota on related party transactions with Zhengzhou Construction Investment Group Co., Ltd. (鄭州市建設投資集團有限公司) and its associated corporations;	A Shares	1,359,692,572	88.897196	99,078,615	6.477796	70,740,017	4.625008
		H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
		Total	1,688,352,200	90.810671	100,108,015	5.384467	70,740,017	3.804862

Ordinary Resolutions		For		Against		Abstain	
		Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
(c) estimated quota on related party transactions with Zhengzhou Transportation Construction Investment Co., Ltd. (鄭州交通建設投資有限公司) and its associated corporations;	A Shares	1,359,692,572	88.897196	99,563,680	6.509510	70,254,952	4.593294
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	1,688,352,200	90.810671	100,593,080	5.410557	70,254,952	3.778772
(d) estimated quota on related party transactions with Zhengzhou Municipal Group Co., Ltd. (鄭州市政集團有限公司) and its associated corporations;	A Shares	2,446,804,063	93.508577	98,523,890	3.765250	71,334,742	2.726173
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	2,775,463,691	94.200012	99,553,290	3.378866	71,334,742	2.421122
(e) estimated quota on related party transactions with Zhengzhou Metro Group Co., Ltd. (鄭州地鐵集團有限公司) and its associated corporations;	A Shares	1,360,358,972	88.940765	98,737,670	6.455505	70,414,562	4.603730
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	1,689,018,600	90.846514	99,767,070	5.366128	70,414,562	3.787358
(f) estimated quota on related party transactions with Zhengzhou Zhongrongchuang Industrial Investment Co., Ltd. (鄭州市中融創產業投資有限公司) and its associated corporations;	A Shares	1,360,074,533	88.922169	98,615,454	6.447514	70,821,217	4.630317
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	1,688,734,161	90.831215	99,644,854	5.359555	70,821,217	3.809230
(g) estimated quota on related party transactions with Henan Investment Group Co., Ltd. (河南投資集團有限公司) and its associated corporations;	A Shares	2,009,216,887	92.229236	98,953,632	4.542276	70,332,722	3.228488
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	2,337,876,515	93.209621	99,983,032	3.986259	70,332,722	2.804120
(h) estimated quota on related party transactions with Henan Guoyuan Trade Co., Ltd. (河南國原貿易有限公司) and its associated corporations;	A Shares	2,447,249,324	93.525594	98,511,237	3.764766	70,902,134	2.709640
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	2,775,908,952	94.215125	99,540,637	3.378437	70,902,134	2.406438

Ordinary Resolutions		For		Against		Abstain	
		Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
(i) estimated quota on related party transactions with Henan Asset Management Co., Ltd. (河南資產管理有限公司) and its associated corporations;	A Shares	2,009,179,887	92.227537	98,560,099	4.524212	70,763,255	3.248251
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	2,337,839,515	93.208146	99,589,499	3.970569	70,763,255	2.821285
(j) estimated quota on related party transactions with Central China Securities Co., Ltd. (中原證券股份有限公司) and its associated corporations;	A Shares	2,010,107,863	92.270134	98,842,377	4.537169	69,553,001	3.192697
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	2,338,767,491	93.245144	99,871,777	3.981823	69,553,001	2.773033
(k) estimated quota on related party transactions with Zhongyuan Trust Co., Ltd. (中原信託有限公司) and its associated corporations;	A Shares	2,009,111,970	92.224420	99,349,189	4.560433	70,042,082	3.215147
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	2,337,771,598	93.205438	100,378,589	4.002029	70,042,082	2.792533
(l) estimated quota on related party transactions with Bank of Lanzhou Co., Ltd. (蘭州銀行股份有限公司);	A Shares	2,447,976,783	93.553395	97,770,155	3.736445	70,915,757	2.710160
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	2,776,636,411	94.239815	98,799,555	3.353284	70,915,757	2.406901
(m) estimated quota on related party transactions with Zhongyuan Bank Co., Ltd. (中原銀行股份有限公司);	A Shares	2,447,682,683	93.542155	98,783,330	3.775165	70,196,682	2.682680
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	2,776,342,311	94.229833	99,812,730	3.387672	70,196,682	2.382495
(n) estimated quota on related party transactions with Great Wall Fund Management Co., Ltd. (長城基金管理有限公司);	A Shares	2,447,264,424	93.526171	98,401,314	3.760565	70,996,957	2.713264
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	2,775,924,052	94.215637	99,430,714	3.374706	70,996,957	2.409657
(o) estimated quota on related party transactions with Henan Jiuding Financial Leasing Co., Ltd. (河南九鼎金融租賃股份有限公司);	A Shares	2,447,249,024	93.525582	99,350,689	3.796847	70,062,982	2.677571
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	2,775,908,652	94.215115	100,380,089	3.406928	70,062,982	2.377957
(p) estimated quota on related party transactions with Zhongmu Zhengyin County Bank Co., Ltd. (中牟鄭銀村鎮銀行股份有限公司); and	A Shares	2,447,356,746	93.529699	98,540,772	3.765895	70,765,177	2.704406
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	2,776,016,374	94.218771	99,570,172	3.379439	70,765,177	2.401790
(q) estimated quota on related party transactions with Yanling Zhengyin County Bank Co., Ltd. (鄆陵鄭銀村鎮銀行股份有限公司).	A Shares	2,447,345,246	93.529260	98,837,907	3.777251	70,479,542	2.693489
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
	Total	2,776,004,874	94.218380	99,867,307	3.389524	70,479,542	2.392096

Ordinary Resolutions			For		Against		Abstain	
			Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
9.2 Non-credit-granting related party transactions								
(a) estimated quota on related party transactions with Bank of Lanzhou Co., Ltd. (蘭州銀行股份有限公司);	A Shares	2,447,955,883	93.552596	97,782,195	3.736905	70,924,617	2.710499	
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000	
	Total	2,776,615,511	94.239106	98,811,595	3.353693	70,924,617	2.407201	
(b) estimated quota on related party transactions with Zhongyuan Bank Co., Ltd. (中原銀行股份有限公司);	A Shares	2,447,625,172	93.539957	98,915,481	3.780215	70,122,042	2.679828	
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000	
	Total	2,776,284,800	94.227881	99,944,881	3.392157	70,122,042	2.379962	
(c) estimated quota on related party transactions with Zhongyuan Trust Co., Ltd. (中原信託有限公司);	A Shares	2,009,127,881	92.225150	98,743,923	4.532650	70,631,437	3.242200	
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000	
	Total	2,337,787,509	93.206073	99,773,323	3.977898	70,631,437	2.816029	
(d) estimated quota on related party transactions with Great Wall Fund Management Co., Ltd. (長城基金管理有限公司);	A Shares	2,447,669,713	93.541660	98,640,360	3.769701	70,352,622	2.688639	
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000	
	Total	2,776,329,341	94.229393	99,669,760	3.382819	70,352,622	2.387788	
(e) estimated quota on related party transactions with Central China Securities Co., Ltd. (中原證券股份有限公司);	A Shares	2,010,124,752	92.270909	98,784,645	4.534519	69,593,844	3.194572	
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000	
	Total	2,338,784,380	93.245817	99,814,045	3.979521	69,593,844	2.774662	
(f) estimated quota on related party transactions with Henan Jiuding Financial Leasing Co., Ltd. (河南九鼎金融租賃股份有限公司); and	A Shares	2,447,225,713	93.524691	99,150,240	3.789187	70,286,742	2.686122	
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000	
	Total	2,775,885,341	94.214323	100,179,640	3.400125	70,286,742	2.385552	
(g) estimated quota on related party transactions with Henan Asset Management Co., Ltd. (河南資產管理有限公司).	A Shares	2,009,226,276	92.229667	97,623,577	4.481222	71,653,388	3.289111	
	H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000	
	Total	2,337,885,904	93.209996	98,652,977	3.933230	71,653,388	2.856774	

Special Resolution			For		Against		Abstain	
			Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
10.	to consider and approve the issuance of tier-two capital bonds.	A Shares	2,447,339,607	93.529044	97,788,188	3.737134	71,534,900	2.733822
		H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
		Total	2,775,999,235	94.218189	98,817,588	3.353897	71,534,900	2.427914

Additional Ordinary Resolution			For		Against		Abstain	
			Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
11.	to consider and approve the Mid-term Capital Plan (2024-2026).	A Shares	2,446,021,408	93.478667	107,681,822	4.115235	62,959,465	2.406098
		H Shares	328,659,628	99.687766	1,029,400	0.312234	0	0.000000
		Total	2,774,681,036	94.173449	108,711,222	3.689689	62,959,465	2.136862

In accordance with the relevant regulatory requirements of the CSRC and the Shenzhen Stock Exchange, among all of the resolutions proposed at the AGM, the voting on resolutions involving significant events which affect the interest of minority investors of A Shares (being Shareholders other than the Directors, Supervisors and senior management of the Bank and the Shareholders who individually or jointly hold 5% or more of the Shares of the Bank) was counted separately at the AGM, the poll results of which are as follows:

Ordinary Resolutions		For		Against		Abstain	
		Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
5.	to consider and approve the 2023 profit distribution proposal;	1,268,940,648	82.963802	260,035,649	17.001226	534,907	0.034972
7.	to consider and approve the re-appointment of Ernst & Young and Ernst & Young Hua Ming LLP as the Bank's overseas and domestic auditors for 2024 and for the annual audit, interim review and provision of professional services such as internal control audit, whose term of office ends after the Bank's 2024 annual general meeting, and their remuneration;	1,359,592,221	88.890635	100,294,249	6.557275	69,624,734	4.552090
8.	to consider and approve the special report on related party transactions for 2023;	1,358,542,592	88.822010	100,868,579	6.594824	70,100,033	4.583166
9.	to consider and approve the estimated quota on recurring related party transactions for 2024:						
	9.1 Credit-granting related party transactions						
	(a) estimated quota on related party transactions with Zhengzhou Development & Investment Group Co., Ltd. (鄭州發展投資集團有限公司) and its associated corporations;	1,359,667,472	88.895555	99,411,490	6.499559	70,432,242	4.604886
	(b) estimated quota on related party transactions with Zhengzhou Construction Investment Group Co., Ltd. (鄭州市建設投資集團有限公司) and its associated corporations;	1,359,692,572	88.897196	99,078,615	6.477796	70,740,017	4.625008
(c) estimated quota on related party transactions with Zhengzhou Transportation Construction Investment Co., Ltd. (鄭州交通建設投資有限公司) and its associated corporations;	1,359,692,572	88.897196	99,563,680	6.509510	70,254,952	4.593294	

Ordinary Resolutions	For		Against		Abstain	
	Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
(d) estimated quota on related party transactions with Zhengzhou Municipal Group Co., Ltd. (鄭州市政集團有限公司) and its associated corporations;	1,359,652,572	88.894581	98,523,890	6.441528	71,334,742	4.663891
(e) estimated quota on related party transactions with Zhengzhou Metro Group Co., Ltd. (鄭州地鐵集團有限公司) and its associated corporations;	1,360,358,972	88.940765	98,737,670	6.455505	70,414,562	4.603730
(f) estimated quota on related party transactions with Zhengzhou Zhongrongchuang Industrial Investment Co., Ltd. (鄭州市中融創產業投資有限公司) and its associated corporations;	1,360,074,533	88.922169	98,615,454	6.447514	70,821,217	4.630317
(g) estimated quota on related party transactions with Henan Investment Group Co., Ltd. (河南投資集團有限公司) and its associated corporations;	922,065,396	84.488378	98,953,632	9.067070	70,332,722	6.444552
(h) estimated quota on related party transactions with Henan Guoyuan Trade Co., Ltd. (河南國原貿易有限公司) and its associated corporations;	1,360,097,833	88.923692	98,511,237	6.440701	70,902,134	4.635607
(i) estimated quota on related party transactions with Henan Asset Management Co., Ltd. (河南資產管理有限公司) and its associated corporations;	922,028,396	84.484988	98,560,099	9.031011	70,763,255	6.484001
(j) estimated quota on related party transactions with Central China Securities Co., Ltd. (中原證券股份有限公司) and its associated corporations;	922,956,372	84.570018	98,842,377	9.056876	69,553,001	6.373106
(k) estimated quota on related party transactions with Zhongyuan Trust Co., Ltd. (中原信託有限公司) and its associated corporations;	921,960,479	84.478765	99,349,189	9.103315	70,042,082	6.417920
(l) estimated quota on related party transactions with Bank of Lanzhou Co., Ltd. (蘭州銀行股份有限公司);	1,360,825,292	88.971254	97,770,155	6.392248	70,915,757	4.636498
(m) estimated quota on related party transactions with Zhongyuan Bank Co., Ltd. (中原銀行股份有限公司);	1,360,531,192	88.952025	98,783,330	6.458490	70,196,682	4.589485

Ordinary Resolutions		For		Against		Abstain	
		Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
	(n) estimated quota on related party transactions with Great Wall Fund Management Co., Ltd. (長城基金管理有限公司);	1,360,112,933	88.924679	98,401,314	6.433514	70,996,957	4.641807
	(o) estimated quota on related party transactions with Henan Jiuding Financial Leasing Co., Ltd. (河南九鼎金融租賃股份有限公司);	1,360,097,533	88.923672	99,350,689	6.495584	70,062,982	4.580744
	(p) estimated quota on related party transactions with Zhongmu Zhengyin County Bank Co., Ltd. (中牟鄭銀村鎮銀行股份有限公司); and	1,360,205,255	88.930715	98,540,772	6.442632	70,765,177	4.626653
	(q) estimated quota on related party transactions with Yanling Zhengyin County Bank Co., Ltd. (鄆陵鄭銀村鎮銀行股份有限公司).	1,360,193,755	88.929963	98,837,907	6.462058	70,479,542	4.607979
9.2 Non-credit-granting related party transactions							
	(a) estimated quota on related party transactions with Bank of Lanzhou Co., Ltd. (蘭州銀行股份有限公司);	1,360,804,392	88.969887	97,782,195	6.393036	70,924,617	4.637077
	(b) estimated quota on related party transactions with Zhongyuan Bank Co., Ltd. (中原銀行股份有限公司);	1,360,473,681	88.948265	98,915,481	6.467130	70,122,042	4.584605
	(c) estimated quota on related party transactions with Zhongyuan Trust Co., Ltd. (中原信託有限公司);	921,976,390	84.480223	98,743,923	9.047855	70,631,437	6.471922
	(d) estimated quota on related party transactions with Great Wall Fund Management Co., Ltd. (長城基金管理有限公司);	1,360,518,222	88.951177	98,640,360	6.449143	70,352,622	4.599680
	(e) estimated quota on related party transactions with Central China Securities Co., Ltd. (中原證券股份有限公司);	922,973,261	84.571566	98,784,645	9.051586	69,593,844	6.376848
	(f) estimated quota on related party transactions with Henan Jiuding Financial Leasing Co., Ltd. (河南九鼎金融租賃股份有限公司); and	1,360,074,222	88.922148	99,150,240	6.482479	70,286,742	4.595373
	(g) estimated quota on related party transactions with Henan Asset Management Co., Ltd. (河南資產管理有限公司).	922,074,785	84.489239	97,623,577	8.945198	71,653,388	6.565563

Notes:

- (a) In counting the voting results for a resolution, abstained votes were regarded as votes with voting rights.
- (b) As a majority of the votes were cast in favour of each of the resolutions No. 1 to 9 and No. 11, all such resolutions were duly passed as ordinary resolutions.
- (c) As at least two-thirds of the votes were cast in favour of the resolution No. 10, such resolution was duly passed as a special resolution.
- (d) Insofar as the Bank is aware, certain Shareholders participating in the AGM have pledged 50% or more of its/his/her equity interests in the Bank, the voting rights of such Shareholders at the AGM shall therefore be subject to restrictions pursuant to the Articles of Association of the Bank, resulting in a total of 1,835,690,156 Shares subject to restrictions. Such Shares were not involved in the voting.
- (e) There was no Shares requiring the holder to abstain from voting in favour of the resolutions at the AGM under Rule 13.40 of the Hong Kong Listing Rules.
- (f) Save as disclosed above, none of the Shareholders stated their intention in the Circulars to vote against any of the resolutions at the AGM or abstain from voting.

III. LAWYER'S CERTIFICATION

LI Yuanyuan and YUAN Bingyu, lawyers of King & Wood Mallesons, the Bank's PRC legal advisers, witnessed the AGM and issued a legal opinion certifying that the procedures to call and convene the AGM were in compliance with laws and regulatory regulations including the Company Law of the PRC and the Securities Law of the PRC, the Rules Governing Shareholders' General Meetings of Listed Companies, and the Articles of Association of the Bank; the qualifications of attendees and the convener of the AGM were lawful and valid; and the voting process and poll results of the AGM were lawful and valid.

By Order of the Board
Bank of Zhengzhou Co., Ltd.*
ZHAO Fei
Chairman

Zhengzhou, Henan, the PRC
June 27, 2024

As at the date of this announcement, the Board comprises Mr. ZHAO Fei as executive Director; Ms. WANG Dan, Mr. LIU Bingheng and Mr. WANG Shihao as non-executive Directors; and Ms. LI Yanyan, Mr. LI Xiaojian, Mr. SONG Ke 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.*