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**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)**

**EXPIRATION OF TERM OF OFFICE OF THE INDEPENDENT  
NON-EXECUTIVE DIRECTORS  
AND  
PROPOSED APPOINTMENT OF THE INDEPENDENT  
NON-EXECUTIVE DIRECTORS**

The board (the “**Board**”) of directors (“**Director(s)**”) of Bank of Zhengzhou Co., Ltd.\* (the “**Bank**”) hereby announces that Ms. LI Yanyan, Mr. SONG Ke and Ms. LI Shuk Yin Edwina, independent non-executive Directors of the Bank, resign as the independent non-executive Directors of the Bank and relevant positions in the special committees of the Board upon the expiration of their terms of office.

The Board further announces that it has considered and approved the nomination of Mr. WANG Ning (王寧), Mr. LIU Yatian (劉亞天) and Mr. SIU Chi Hung (蕭志雄) as the candidates for independent non-executive Directors of the seventh session of the Board of the Bank (the “**Candidates for the Independent Non-executive Directors**”). The appointment of the Candidates for the Independent Non-executive Directors as the independent non-executive Directors of the Bank shall take effect upon consideration and approval by the shareholders of the Bank at a general meeting and approval by Henan Regulatory Bureau of National Financial Regulatory Administration for their qualifications as Directors. The Candidates for the Independent Non-executive Directors will officially take office from the date of the approval for their qualifications as Directors, and their terms of office will be the same as the term of the seventh session of the Board of the Bank. In accordance with the requirements under relevant laws and regulations and the articles of association of the Bank, prior to the approval of the qualifications of the Candidates for the Independent Non-executive Directors, Ms. LI Yanyan, Mr. SONG Ke and Ms. LI Shuk Yin Edwina will continue to serve as the independent non-executive Directors of the Bank and relevant positions in the special committees of the Board in accordance with the regulatory requirements.

The biographical details of the Candidates for the Independent Non-executive Directors are as follows:

Mr. **WANG Ning** (王寧), aged 41, obtained a bachelor's degree in information management and information system and a master's degree in corporate management from Zhengzhou University, and a doctoral degree in management science and engineering from Northwestern Polytechnical University (西北工業大學). He is a professor.

Mr. WANG joined the Business School of Zhengzhou University since July 2013, served as a teacher from July 2013 to September 2019, served as the deputy dean from September 2019 to January 2024, and served as the executive dean since January 2024.

Mr. **LIU Yatian** (劉亞天), aged 61, obtained a bachelor's degree in law, an academic diploma of master's degree qualification in economic law, and an academic diploma of doctoral degree qualification in civil and commercial law from China University of Political Science and Law (中國政法大學). He is a professor.

Mr. LIU worked at China University of Political Science and Law from January 1989 to May 2023, during which he served as a member of the Academic Committee of the School of Continuing Education and a member of the Party Committee of the School. He was an expert member of the Contract Law Group in the Codification of the Civil Code of the PRC (中國民法典編纂合同法組), a member of the Expert Committee of the Pinggu District Procuratorate of Beijing (北京市平谷區檢察院), an arbitrator of the Tianjin Arbitration Commission (天津仲裁委員會), a legal advisor to law firms and state-owned enterprises, and other positions.

Mr. **SIU Chi Hung** (蕭志雄), aged 53, obtained a bachelor's degree in business administration from the Chinese University of Hong Kong. He is a member of the Hong Kong Institute of Certified Public Accountants, a member of the American Institute of Certified Public Accountants, and a member of The Hong Kong Independent Non-Executive Director Association.

Mr. SIU joined KPMG in August 1994, and successively served as a partner of KPMG (Hong Kong), the principal partner of real estate of KPMG (China) and the principal partner of Capital Markets Development (Southern China) of KPMG (China) from July 2008 to June 2018. During the past five years, Mr. SIU has served as an executive director of LVGEM (China) Real Estate Investment Company Limited (00095.HK), and an independent non-executive director of Roiserv Lifestyle Services Co., Ltd. (02146.HK), Central China Management Company Limited (09982.HK) and MicroPort NeuroScientific Corporation (02172.HK). Mr. SIU has been serving as an independent non-executive director of Dongjiang Environmental Company Limited (002672.SZ; 00895.HK) and an independent non-executive director of CHINA GAS INDUSTRY INVESTMENT HOLDINGS CO. LTD. (01940.HK) since December 2020, an independent non-executive director of China Aluminum International Engineering Corporation Limited (601068.SH; 02068.HK) since April 2022, and an independent non-executive director of Sichuan Energy Investment Development Co., Ltd. (01713.HK) since August 2024.

The remuneration of each of the Candidates for the Independent Non-executive Directors is RMB0.21 million (tax inclusive) per year. Such remuneration is determined on the basis of the remuneration standard for the independent non-executive Directors of the Bank, which was considered and approved at the 2020 annual general meeting of the Bank. Each of the Candidates for the Independent Non-executive Directors has confirmed his/her independence pursuant to Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), and the Board also considers that each of the Candidates for the Independent Non-executive Directors meets the independence guidelines set out in Rule 3.13 of the Listing Rules.

Save as disclosed in this announcement, each of the Candidates for the Independent Non-executive Directors has confirmed that: (i) he/she does not have any relationship with any Directors, supervisors, senior management or substantial shareholders of the Bank or controlling shareholders of its subsidiaries; (ii) he/she did not hold any other position in the Bank or its subsidiaries and did not hold any directorship or supervisorship in any other companies listed in Hong Kong or overseas over the past three years; and (iii) he/she does not have or is not deemed to have any interest in shares, underlying shares and debentures of the Bank or its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in this announcement, there are no other matters in relation to the appointment of the Candidates for the Independent Non-executive Directors which are required to be disclosed to the shareholders of the Bank and The Stock Exchange of Hong Kong Limited, or matters which would require disclosure in accordance with Rules 13.51(2)(h) to (v) of the Listing Rules.

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

Zhengzhou, Henan, the PRC  
October 30, 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.*