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JINSHANG BANK CO., LTD.*

晉商銀行股份有限公司*

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

(Stock Code: 2558)

POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING HELD ON JUNE 20, 2024 (THURSDAY)

The board (the “**Board**”) of directors (the “**Director(s)**”) of Jinshang Bank Co., Ltd.* (the “**Bank**”) hereby announces that the 2023 annual general meeting of the Bank (the “**AGM**”) was held at the Conference Room, 22nd Floor, No. 59 Changfeng Street, Xiaodian District, Taiyuan, Shanxi Province, the PRC at 10:00 a.m. on June 20, 2024 (Thursday). Unless otherwise defined, terms used in this announcement shall have the same meanings as those defined in the circular of the Bank dated May 21, 2024 (the “**Circular**”). Voting by way of poll was demanded as required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) on the resolutions proposed at the AGM. The AGM was chaired by Mr. ZHANG Yunfei, the vice chairman of the Board and the president of the Bank. Mr. ZHANG Yunfei as an executive Director, Mr. LI Shishan, Mr. MA Hongchao, Mr. LIU Chenhong, Mr. LI Yang and Mr. WANG Jianjun as non-executive Directors, and Mr. DUAN Qingshan, Ms. HU Zhihong and Mr. CHAN Ngai Sang Kenny as independent non-executive Directors, attended the AGM either in person or by electronic means. The executive Director, Ms. HAO Qiang and the independent non-executive Directors, Mr. WANG Liyan and Mr. SAI Zhiyi did not attend the AGM due to other business arrangements.

POLL RESULTS OF THE AGM

At the AGM, all the proposed resolutions set out in the notice of AGM dated May 21, 2024 were voted by poll and were duly passed.

As at the date of the AGM, the total number of issued Shares of the Bank was 5,838,650,000, including 4,868,000,000 Domestic Shares and 970,650,000 H Shares, which entitled the Shareholders to attend and subject to the restrictions on voting as set out below, to vote on the resolutions proposed at the AGM. A total of 23 Shareholders and authorized proxies, holding 4,320,963,860 Shares in total, representing approximately 74.01% of the total issued Shares of the Bank, were present at the AGM.

To the knowledge of the Bank, as the number of Shares pledged by certain Shareholders reaches or exceeds 50% of the number of Shares held by them in the Bank, such Shareholders' voting rights at the AGM shall be restricted according to the Articles of Association, and the restricted Shares amounted to 130,939,562 Shares in aggregate. Save as disclosed in this announcement, no Shareholder was restricted to vote in respect of any resolutions proposed at the AGM. As a result, as at the date of the AGM, the total number of Shares entitling the Shareholders to vote in respect of the resolutions proposed at the AGM was 5,707,710,438 Shares, including 4,737,060,438 Domestic Shares and 970,650,000 H Shares. Shareholders and proxies attending the AGM represented, in aggregate, 4,219,228,826 Shares of the Bank carrying voting rights, being 73.92% of the total number of Shares carrying voting rights of the Bank as at the date of the AGM. The holding of the AGM was in compliance with the requirements of the Company Law of the PRC and the Articles of Association.

Save as disclosed above, to the best knowledge, information and belief of the Board, having made all reasonable inquiries, there was no Shareholders who had any material interests in the matters considered at the AGM and were required to abstain from voting at the AGM. No Shareholders were required under the Listing Rules to abstain from voting at the AGM. There were no Shares entitling the Shareholders to attend and abstain from voting in favor of the resolutions proposed at the AGM pursuant to Rule 13.40 of the Listing Rules. No Shareholders have indicated in the Circular that they intend to vote against or abstain from voting on any of the resolutions proposed at the AGM.

The poll results in respect of the resolutions proposed at the AGM are as follows:

ORDINARY RESOLUTIONS		Number of valid votes and percentage (%)		
		FOR	AGAINST	ABSTAIN
1.	To consider and approve the Work Report of the Board of Directors for 2023;	4,219,228,826 (100.00%)	0 (0.00%)	0 (0.00%)
2.	To consider and approve the Work Report of the Board of Supervisors for 2023;	4,219,228,826 (100.00%)	0 (0.00%)	0 (0.00%)
3.	To consider and approve the Profit Distribution Plan for 2023;	4,219,228,826 (100.00%)	0 (0.00%)	0 (0.00%)
4.	To consider and approve the Report of Final Financial Accounts for 2023;	4,219,228,826 (100.00%)	0 (0.00%)	0 (0.00%)
5.	To consider and approve the Financial Budget for 2024;	4,219,228,826 (100.00%)	0 (0.00%)	0 (0.00%)
6.	To consider and approve the Report of the Board of Supervisors on Supervision and Assessment on the Performance of Duties by Directors during 2023;	4,219,228,826 (100.00%)	0 (0.00%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of valid votes and percentage (%)		
		FOR	AGAINST	ABSTAIN
7.	To consider and approve the Report of the Board of Supervisors on Assessment on the Performance of Duties by Supervisors during 2023;	4,219,228,826 (100.00%)	0 (0.00%)	0 (0.00%)
8.	To consider and approve the Report of the Board of Supervisors on Supervision and Assessment on the Performance of Duties by Members of the Senior Management during 2023;	4,219,228,826 (100.00%)	0 (0.00%)	0 (0.00%)
9.	To consider and approve the appointment of auditors to audit financial statements for 2024;	4,219,228,826 (100.00%)	0 (0.00%)	0 (0.00%)
10.	To consider and approve the appointment of Mr. WU Canming as a non-executive Director of the sixth session of the Board of Directors;	4,219,228,826 (100.00%)	0 (0.00%)	0 (0.00%)
11.	To consider and approve the appointment of Mr. WANG Qi as an executive Director of the sixth session of the Board of Directors;	4,219,228,826 (100.00%)	0 (0.00%)	0 (0.00%)
12.	To consider and approve the resignation of Mr. SAI Zhiyi as an independent non-executive Director; and	4,219,228,826 (100.00%)	0 (0.00%)	0 (0.00%)
As more than half of the votes were cast in favor of the above-mentioned resolutions, the resolutions were duly passed as ordinary resolutions.				
SPECIAL RESOLUTION		Number of valid votes and percentage (%)		
		FOR	AGAINST	ABSTAIN
13.	To consider and approve the acquisition, absorption and merger of Qingxu Jinshang Village and Township Bank Co., Ltd. and turning it into a sub-branch of the Bank.	4,144,228,826 (98.22%)	75,000,000 (1.78%)	0 (0.00%)
As more than two-thirds of the votes were cast in favor of the above-mentioned resolution, the resolution was duly passed as a special resolution.				

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Bank's H Share Registrar acted as a scrutineer for the vote-taking at the AGM. A Supervisor representative, two Shareholder representatives and JunHe LLP were also the scrutineers for the vote-taking and vote-tabulation at the AGM. The progress of conducting poll at the AGM was witnessed by JunHe LLP, who presented a legal opinion concluding that the convening and the procedures for holding of the AGM, the eligibility of the Shareholders attending the AGM and the vote taking procedures of the AGM were in compliance with relevant laws, rules, regulations and the Articles of Association. The poll results are lawful and valid.

DISTRIBUTION OF DIVIDENDS

A final cash dividend for the year ended December 31, 2023 of RMB10 (tax inclusive) for every 100 Shares to be distributed was approved at the AGM, amounting to approximately RMB583,865,000 (tax inclusive) in aggregate. The dividend will be distributed on Friday, August 9, 2024 to Shareholders whose names appear on the register of members of the Bank on Tuesday, July 2, 2024. Such dividends to be distributed are all denominated in Renminbi, and will be paid to Shareholders of Domestic Shares in Renminbi and paid to Shareholders of H Shares in Hong Kong dollars. Dividends to be paid in Hong Kong dollars are applicable to the average middle exchange rate of RMB to Hong Kong dollars as announced by the People's Bank of China in the interbank foreign exchange market prevailing five business days preceding the date of approval for declaration of such dividends at the AGM (including the date thereof), i.e. HKD1.00 to RMB0.911218. Therefore, the final dividend for every 100 H Shares is HKD10.97432 (tax inclusive).

For the tax matters related to the final dividend and the closure of the register of members, please refer to the annual report of the Bank published on April 29, 2024.

CHANGE OF DIRECTORS

The resolutions in relation to the appointment of Mr. WU Canming (“**Mr. Wu**”) as a non-executive Director and Mr. WANG Qi (“**Mr. Wang**”) as an executive Director have been approved by the Shareholders at the AGM and the qualification of each of Mr. Wu and Mr. Wang as a Director is subject to the approval from Shanxi Supervision Bureau.

The biographical and remuneration details of Mr. Wu and Mr. Wang have been disclosed in the announcements of the Bank dated March 28, 2024 and May 14, 2024 and the Circular.

The Bank will enter into a service contract with each of Mr. Wu and Mr. Wang for a term of office commencing from the date of approval of his qualification of directorship by Shanxi Supervision Bureau till the date of the expiration of the term of office of the sixth session of the Board (three years from December 22, 2022), which may be terminated by the Director with a written notice submitted to the Board.

The resolution in relation to the resignation of Mr. SAI Zhiyi (“**Mr. Sai**”) as an independent non-executive Director has been approved by the Shareholders at the AGM. Whereas the resignation of Mr. Sai will result in the number of the independent non-executive Directors falling below the minimum number required by the Articles of Association, pursuant to the Articles of Association, Mr. Sai will continue to perform the duties as an independent non-executive Director and the chairperson/vice chairperson/member of special committees under the Board, until the appointment of a new independent non-executive Director is approved by the Shareholders at a general meeting and his/her qualification of directorship is approved by Shanxi Supervision Bureau. The Bank will complete the procedures of the appointment of a new independent non-executive Director as soon as possible according to the Articles of Association, and publish the relevant announcements and circular pursuant to the Listing Rules.

By order of the Board
Jinshang Bank Co., Ltd.*
LI Yanbin
Joint Company Secretary

Taiyuan, June 20, 2024

As at the date of this announcement, the Board comprises Ms. HAO Qiang and Mr. ZHANG Yunfei as executive Directors; Mr. LI Shishan, Mr. MA Hongchao, Mr. LIU Chenhong, Mr. LI Yang and Mr. WANG Jianjun as non-executive Directors; Mr. WANG Liyan, Mr. DUAN Qingshan, Mr. SAI Zhiyi, Ms. HU Zhihong and Mr. CHAN Ngai Sang Kenny as independent non-executive Directors.

* *Jinshang Bank 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.*