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**CHINA ZHESHANG BANK CO., LTD.**

**浙商银行股份有限公司**

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

**(Stock Code: 2016)**

## **POLL RESULTS OF 2024 FIRST EXTRAORDINARY GENERAL MEETING**

We refer to the circular (the “**Circular**”) and the notice of the 2024 first extraordinary general meeting (the “**EGM**”) both dated July 19, 2024 of China Zheshang Bank Co., Ltd. (the “**Bank**”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The EGM was held at Conference Room 601, Head Office of China Zheshang Bank, No. 1 Minxin Road, Shangcheng District, Hangzhou, Zhejiang, the PRC on Friday, August 9, 2024 at 2:30 p.m. The convening and holding of the EGM were in compliance with the requirements of the applicable laws and regulations of the PRC, the Listing Rules and the Articles of Association.

### **POLL RESULTS OF THE EGM**

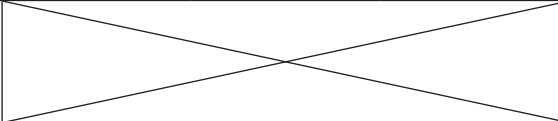
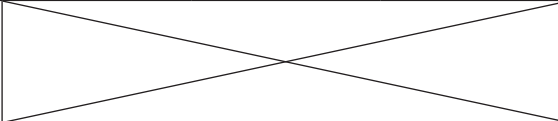
#### **The EGM**

As at the date of the EGM, the total number of issued ordinary Shares of the Bank was 27,464,635,963, including 21,544,435,963 A Shares and 5,920,200,000 H Shares, which entitled the Shareholders to attend the EGM. According to the Articles of Association, where the number of Shares pledged by the Shareholders of the Bank reaches or exceeds 50% of the number of Shares held by them in the Bank, or the credit extended by the Bank to the Shareholders is overdue, such Shareholders’ voting rights at the EGM shall be restricted. According to the statistics, the restricted Shares in the Bank amounted to 2,388,485,222 A Shares in aggregate. Except that, there is no restriction on any other Shareholders casting votes on the proposed resolutions at the EGM. Details of the Shareholders and their proxies attending the EGM are set out below:



The following resolutions have been considered and passed by the Shareholders (including their proxies) attending the EGM by way of poll and the poll results are set out as follows:

Ordinary Resolutions					
No.	Non-accumulative Voting Resolutions		Number of votes cast and the percentage of total voting shares at the EGM		
			For	Against	Abstain
1.	Resolutions on election of executive Directors and non-executive Directors of the seventh session of the Board of China Zheshang Bank Co., Ltd., including:		X		
1.01	elect Mr. Lu Jianqiang as an executive Director of the seventh session of the Board of the Bank	15,301,103,712 99.853501%	19,260,472 0.125692%	3,188,410 0.020807%	
1.02	elect Mr. Zhang Rongsen as an executive Director of the seventh session of the Board of the Bank	15,304,276,466 99.874206%	16,046,078 0.104715%	3,230,050 0.021079%	
1.03	elect Ms. Ma Hong as an executive Director of the seventh session of the Board of the Bank	15,304,074,287 99.872886%	16,473,997 0.107508%	3,004,310 0.019606%	
1.04	elect Mr. Chen Haiqiang as an executive Director of the seventh session of the Board of the Bank	15,301,204,497 99.854159%	19,425,847 0.126771%	2,922,250 0.019070%	
1.05	elect Mr. Hou Xingchuan as a non-executive Director of the seventh session of the Board of the Bank	15,299,768,904 99.844790%	20,815,860 0.135842%	2,967,830 0.019368%	
1.06	elect Mr. Ren Zhixiang as a non-executive Director of the seventh session of the Board of the Bank	15,299,787,244 99.844910%	20,545,020 0.134074%	3,220,330 0.021016%	
1.07	elect Mr. Ni Defeng as a non-executive Director of the seventh session of the Board of the Bank	15,300,213,514 99.847691%	20,102,070 0.131185%	3,237,010 0.021124%	
1.08	elect Mr. Hu Tiangao as a non-executive Director of the seventh session of the Board of the Bank	15,035,180,261 98.118110%	285,149,783 1.860860%	3,222,550 0.021030%	
1.09	elect Ms. Jin Guorui as a non-executive Director of the seventh session of the Board of the Bank	15,299,863,434 99.845407%	20,463,110 0.133540%	3,226,050 0.021053%	
1.10	elect Mr. Ying Yuxiang as a non-executive Director of the seventh session of the Board of the Bank	15,299,050,886 99.840104%	21,260,658 0.138745%	3,241,050 0.021151%	
1.11	elect Mr. Wu Zhijun as a non-executive Director of the seventh session of the Board of the Bank	15,299,542,364 99.843312%	21,097,640 0.137681%	2,912,590 0.019007%	

Ordinary Resolutions					
No.	Non-accumulative Voting Resolutions		Number of votes cast and the percentage of total voting shares at the EGM		
			For	Against	Abstain
2.	Resolutions on election of shareholder representative Supervisors and external Supervisors of the seventh session of the Supervisory Committee of China Zheshang Bank Co., Ltd., including:				
2.01	elect Mr. Ma Xiaofeng as a shareholder representative Supervisor of the seventh session of the Supervisory Committee of the Bank		15,315,230,494 99.945691%	5,669,780 0.037000%	2,652,320 0.017309%
2.02	elect Mr. Wang Junbo as a shareholder representative Supervisor of the seventh session of the Supervisory Committee of the Bank		15,314,947,774 99.943846%	5,667,460 0.036985%	2,937,360 0.019169%
2.03	elect Mr. Gao Qiang as an external Supervisor of the seventh session of the Supervisory Committee of the Bank		15,314,923,244 99.943686%	5,735,350 0.037428%	2,894,000 0.018886%
2.04	elect Mr. Zhang Fanquan as an external Supervisor of the seventh session of the Supervisory Committee of the Bank		15,315,233,754 99.945712%	5,403,430 0.035262%	2,915,410 0.019026%
2.05	elect Mr. Chen Sanlian as an external Supervisor of the seventh session of the Supervisory Committee of the Bank		15,315,149,744 99.945164%	5,489,640 0.035825%	2,913,210 0.019011%
2.06	elect Mr. Wang Congcong as an external Supervisor of the seventh session of the Supervisory Committee of the Bank		15,315,136,104 99.945075%	5,495,390 0.035862%	2,921,100 0.019063%
No.	Accumulative Voting Resolutions		Number of votes cast and the percentage of total voting shares at the EGM		
3.	Resolutions on election of independent non-executive Directors of the seventh session of the Board of China Zheshang Bank Co., Ltd., including:				
3.01	elect Mr. Zhou Zhifang as an independent non-executive Director of the seventh session of the Board of the Bank		13,703,258,028 89.426117%		
3.02	elect Mr. Wang Guocai as an independent non-executive Director of the seventh session of the Board of the Bank		13,703,141,962 89.425359%		
3.03	elect Mr. Wang Wei as an independent non-executive Director of the seventh session of the Board of the Bank		13,681,676,385 89.285277%		
3.04	elect Mr. Xu Yongbin as an independent non-executive Director of the seventh session of the Board of the Bank		13,698,355,919 89.394126%		
3.05	elect Mr. Fu Tingmei as an independent non-executive Director of the seventh session of the Board of the Bank		13,688,702,246 89.331127%		
3.06	elect Mr. Lou Weizhong as an independent non-executive Director of the seventh session of the Board of the Bank		13,703,427,156 89.427220%		
3.07	elect Mr. Shi Hao as an independent non-executive Director of the seventh session of the Board of the Bank		13,705,452,489 89.440438%		

As more than half of the votes were cast in favour of the above-mentioned ordinary resolutions No. 1 to No. 3, the ordinary resolutions were duly passed.

## **SCRUTINY**

Computershare Hong Kong Investor Services Limited was appointed by the Bank as the scrutineer for the vote-taking at the EGM. Zhejiang T&C Law Firm (the PRC legal advisor of the Bank), two Shareholder representatives and one Supervisor representative of the Bank counted and supervised the votes. Zhejiang T&C Law Firm (the PRC legal advisor of the Bank) witnessed the convening and holding procedures of the EGM and other relevant matters in accordance with the laws, and considered that the relevant meetings are in compliance with the requirements of relevant laws and regulations, normative documents and the Articles of Association.

## **ELECTION OF THE DIRECTORS OF THE SEVENTH SESSION OF THE BOARD**

Shareholders at the EGM have considered and approved the election of Mr. Lu Jianqiang, Mr. Zhang Rongsen, Ms. Ma Hong and Mr. Chen Haiqiang as executive Directors of the seventh session of the Board; Mr. Hou Xingchuan, Mr. Ren Zhixiang, Mr. Ni Defeng, Mr. Hu Tiangao, Ms. Jin Guorui, Mr. Ying Yuxiang and Mr. Wu Zhijun as non-executive Directors of the seventh session of the Board and Mr. Zhou Zhifang, Mr. Wang Guocai, Mr. Wang Wei, Mr. Xu Yongbin, Mr. Fu Tingmei, Mr. Lou Weizhong and Mr. Shi Hao as independent non-executive Directors of the seventh session of the Board. The biographical details of each elected Director of the seventh session of the Board and other information were set forth in the Circular. As at the date of this announcement, there has been no change to the biographical details of each elected Director of the seventh session of the Board and other information.

The seventh session of the Board shall have a term of office for three years, which will be effective from the date of the approval at the EGM (i.e., August 9, 2024). The positions of Mr. Ni Defeng, Ms. Jin Guorui, Mr. Wu Zhijun, Mr. Lou Weizhong and Mr. Shi Hao shall be effective from the ratification of their eligibilities by the NFRA. The independent non-executive Directors shall not serve in the Bank for more than six years cumulatively. Upon the approval at the EGM and the ratification of his/her eligibility by the NFRA, the Bank will enter into a service contract with each of the elected Directors. The remunerations receivable by the executive Directors from the Bank will be determined and paid in accordance with the relevant laws and regulations as well as the relevant provisions of the Articles of Association. No remuneration will be received by the non-executive Directors from the Bank. The remunerations receivable by the independent non-executive Directors from the Bank will be determined and paid in accordance with the relevant laws and regulations as well as the relevant provisions of the Articles of Association. Please refer to the annual report of the Bank for specific remunerations of Directors of the Bank.

Save as disclosed in the Circular and this announcement, each elected Director has not held any other positions in the Bank and its subsidiary nor any directorship in other listed companies in the past three years.

Save as disclosed in the Circular and this announcement, each elected Director has no relationship with any Directors, Supervisors, senior management or substantial Shareholders or controlling Shareholders (as defined in the Listing Rules) of the Bank.

As at the date of this announcement, Mr. Zhang Rongsen holds 1,743,430 A shares of the Bank; Ms. Ma Hong holds 83,070 A shares of the Bank and Mr. Chen Haiqiang holds 754,000 A shares of the Bank. Apart from that, as at the date of this announcement, each of the other elected Director does not have any interest in the Shares of the Bank within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in the Circular and this announcement, there is no other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules in relation to the appointment of each elected Director, and the Bank is not aware of any other matters that need to be brought to attention of the Shareholders.

Due to the re-election of the Board, among the members of the sixth session of the Board, Ms. Gao Qinhong and Mr. Zhu Weiming will no longer serve as Directors or serve any position under the Board committees as the date of approval of election of the seventh session of the Board at the EGM (i.e. August 9, 2024).

Ms. Gao Qinhong and Mr. Zhu Weiming have confirmed with the Bank that they have no disagreement with the Board and there are no matters in relation to their retirements that need to be brought to the attention of the Shareholders. The Bank would like to take this opportunity to express its appreciation to Ms. Gao Qinhong and Mr. Zhu Weiming for their contributions and support to the Bank during their tenure of office.

## **ELECTION OF THE SHAREHOLDER REPRESENTATIVE SUPERVISORS AND EXTERNAL SUPERVISORS OF THE SEVENTH SESSION OF THE SUPERVISORY COMMITTEE**

Shareholders at the EGM have considered and approved the election of Mr. Ma Xiaofeng and Mr. Wang Junbo as the shareholder representative Supervisors of the seventh session of the Supervisory Committee; and Mr. Gao Qiang, Mr. Zhang Fanquan, Mr. Chen Sanlian and Mr. Wang Congcong as the external Supervisors of the seventh session of the Supervisory Committee. The biographical details of each elected shareholder representative Supervisor and external Supervisor of the seventh session of the Supervisory Committee and other information were set forth in the Circular. As at the date of this announcement, there has been no change to the biographical details of each elected shareholder representative Supervisor and external Supervisor of the seventh session of the Supervisory Committee and other information.

Shareholder representative Supervisors and external Supervisors of the seventh session of the Supervisory Committee shall have a term of office for three years, which will be effective from the date of the approval at the EGM (i.e., August 9, 2024). The Bank will enter into a service contract with each of the elected shareholder representative Supervisors and elected external Supervisors. No remuneration will be received by the shareholder representative Supervisors from the Bank. The remunerations receivable by the external Supervisors from the Bank will be determined and paid in accordance with the relevant laws and regulations as well as the relevant provisions of the Articles of Association. Please refer to the annual report of the Bank for specific remunerations of Supervisors of the Bank.

Save as disclosed in the Circular and this announcement, each elected shareholder representative Supervisor and external Supervisor has not held any other positions in the Bank and its subsidiary nor any directorship in other listed companies in the past three years.

Save as disclosed in the Circular and this announcement, each elected shareholder representative Supervisor and external Supervisor does not have any relationship with any Directors, Supervisors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Listing Rules) of the Bank.

As at the date of this announcement, each elected shareholder representative Supervisor and external Supervisor does not have any interest in the Shares of the Bank within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in the Circular and this announcement, there is no other information which is required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules in relation to the appointment of each elected shareholder representative Supervisor and external Supervisor, and the Bank is not aware of any other matters that need to be brought to the attention of the Shareholders.

By order of the Board  
**China Zheshang Bank Co., Ltd.**  
**Lu Jianqiang**  
*Chairman*

Hangzhou, the PRC  
August 9, 2024

*As at the date of this announcement, the executive Directors of the Bank are Mr. Lu Jianqiang, Mr. Zhang Rongsen, Ms. Ma Hong and Mr. Chen Haiqiang; the non-executive Directors are Mr. Hou Xingchuan, Mr. Ren Zhixiang, Mr. Hu Tiangao and Mr. Ying Yuxiang; the independent non-executive Directors are Mr. Zhou Zhifang, Mr. Wang Guocai, Mr. Wang Wei, Mr. Xu Yongbin and Mr. Fu Tingmei.*