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**Bank of Guizhou Co., Ltd. \***

**貴州銀行股份有限公司 \***

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

**(Stock Code: 6199)**

**(1) POLL RESULTS OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2021 HELD ON 19 JANUARY 2021;  
(2) APPOINTMENT OF DIRECTORS;  
AND  
(3) AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

References are made to the notice of the first extraordinary general meeting of 2021 dated 30 December 2020 and the circular of the first extraordinary general meeting of 2021 dated 30 December 2020 (the “**Circular**”) of Bank of Guizhou 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.

**I. POLL RESULTS OF THE 2021 FIRST EGM**

The 2021 First EGM was held at 2:30 p.m. on Tuesday, 19 January 2021 at the Conference Room 4501, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC. The convening and holding of the 2021 First EGM was in compliance with the requirements of the applicable laws and regulations of the PRC, the Listing Rules and the Articles of Association.

As at the date of the 2021 First EGM, the total number of issued ordinary Shares of the Bank was 14,588,046,744, including 12,388,046,744 Domestic Shares and 2,200,000,000 H Shares, representing the total number of the Shares entitled the Shareholders to attend the 2021 First EGM. Pursuant to the requirement of the Articles of Association, if any Shareholder pledges over 50% (inclusive) of his/her/its equity in the Bank, in the duration of pledge, he/she/it shall not exercise

voting right over the pledged equity at the EGM. According to statistics and to the knowledge of the Bank, the restricted Shares in the Bank amounted to 1,620,405,815 Domestic Shares and 0 H Shares. Except that, there is no restriction on any other Shareholders casting votes on the proposed resolutions at the 2021 First EGM. Accordingly, as at the date of the 2021 First EGM, the total number of the ordinary Shares entitling the Shareholders of the Bank to vote in respect to the resolutions proposed at the 2021 First EGM was 12,967,640,929, including 10,767,640,929 Domestic Shares and 2,200,000,000 H Shares. Shareholders and proxies attending the 2021 First EGM represented, in aggregate, 11,446,441,377 ordinary Shares of the Bank carrying voting rights, being approximately 88.27% of the total number of the ordinary Shares carrying voting rights of the Bank as at the date of the 2021 First EGM.

To the best knowledge, information and belief of the Board, having made all reasonable inquiries, there was no Shareholder who had any material interests in the matters considered at the 2021 First EGM and was required to abstain from voting at the 2021 First EGM. None of the Shareholders of the Bank entitling to attend the 2021 First EGM was required to abstain from voting in favour of the resolutions under the Rule 13.40 of the Listing Rules. None of the Shareholders was required under the Listing Rules to abstain from voting on the resolutions proposed at the 2021 First EGM. None of the Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the 2021 First EGM.

The 2021 First EGM was convened and held by the Board and chaired by Mr. Li Zhiming, the Chairman of the Board. Voting was taken by poll at the 2021 First EGM.

The following resolutions have been considered and passed by the Shareholders (including their proxies) attending the 2021 First EGM by way of poll and the poll results are set out as follows:

ORDINARY RESOLUTIONS		Number of votes cast and the percentage of total number of votes (%)			Total number of votes cast
		For	Against	Abstain	
1.	To consider and approve the Adjustment of the Authority to the Board on Approving New Equity Investments in Rural Banks Initiated by the Bank	11,446,441,377 (100) %	0 (0) %	0 (0) %	11,446,441,377
2.	To consider and approve the Appointment of Mr. Chen Hua as a non-executive Director	11,446,441,377 (100) %	0 (0) %	0 (0) %	11,446,441,377
3.	To consider and approve the Appointment of Mr. Wang Xiaoyong as a non-executive Director	11,446,441,377 (100) %	0 (0) %	0 (0) %	11,446,441,377
SPECIAL RESOLUTION		Number of votes cast and the percentage of total number of votes (approximate %)			Total number of votes cast
		For	Against	Abstain	
4.	To consider and approve the amendments to Articles of Association of Bank of Guizhou Co., Ltd.	11,446,393,377 (99.9996) %	48,000 (0.0004) %	0 (0) %	11,446,441,377

As more than half of the votes were cast in favour of the above ordinary resolutions No. 1 to No. 3, all these ordinary resolutions were duly passed. As more than two-thirds of the votes were cast in favour of the above special resolution No. 4, the special resolution was duly passed.

## **II. APPOINTMENT OF NON-EXECUTIVE DIRECTORS**

The resolutions on the appointment of Mr. Chen Hua and Mr. Wang Xiaoyong as non-executive Directors of the second session of the Board of the Bank have been approved by the Shareholders by way of ordinary resolutions at the 2021 First EGM. The term of office of Mr. Chen Hua and Mr. Wang Xiaoyong shall commence from the date of approval of their qualifications of the positions by the CBIRC Guizhou Office, until the expiry of the term of the second session of the Board of the Bank. The Bank will make further announcement on the Directors' performance of their duties in due course.

Biographical details of Mr. Chen Hua and Mr. Wang Xiaoyong are set out in the Circular. As of the date of this announcement, there was no change for such information.

As of the date of this announcement and to the best knowledge of the Board, each of the Director candidates has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years. As of the date of this announcement, each of the Director candidates does not have other relationship with any Directors, Supervisors, senior management or substantial shareholders of the Bank. Each of the Director candidates does not have any interest in the Shares of the Bank or its associated entities within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). There is no other information in relation to the appointment of each of the Director candidates which is required to be disclosed pursuant to the requirements set out in Rules 13.51(2)(h) to (v) of the Listing Rules nor are there any matters which need to be brought to the attention of the Shareholders of the Bank. The Bank will enter into service contract with each of the appointed Directors (if appointed). If appointed, Mr. Chen and Mr. Wang will not receive remuneration from the Bank during their tenure of services as non-executive Directors.

## **III. AMENDMENTS TO ARTICLES OF ASSOCIATION**

The amendments to the Articles of Association have been approved by the Shareholders by way of special resolution at the 2021 First EGM, but are still subject to the approval of the CBIRC Guizhou Office and Administration for Market Regulation of Guizhou Province. For the specific details on such amendments, please refer to the Circular.

#### **IV. ATTESTATION BY LAWYERS**

King & Wood Mallesons, the PRC legal advisor of the Bank, witnessed the 2021 First EGM and issued the legal opinion stating that the convening and the procedures for holding the 2021 First EGM are in compliance with the requirements of the laws and regulations and the Articles of Association, the qualifications of attendees and the convener are legal and valid, the voting process of the meetings and the poll results are legal and valid, the resolutions passed at the 2021 First EGM are legal and valid.

#### **V. SCRUTINY**

Computershare Hong Kong Investor Services Limited as the H Share Registrar of the Bank, King & Wood Mallesons as the PRC legal advisor, one Shareholder representative and one Supervisor acted as the vote counters and scrutineers for the vote-taking at the 2021 First EGM.

By order of the Board  
**Bank of Guizhou Co., Ltd.**  
**LI Zhiming**  
*Chairman*

Guiyang, the PRC, 19 January 2021

*As of the date of this announcement, the Board of the Bank comprises Mr. LI Zhiming and Mr. XU An as executive Directors; Ms. GONG Taotao as non-executive Director; and Mr. TANG Xin, Mr. WANG Gefan, Mr. SONG Ke, Mr. LI Shoubing and Mr. LAW Cheuk Kin Stephen as independent non-executive Directors.*

\* *Bank of Guizhou 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.*