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中原銀行股份有限公司*
ZHONGYUAN BANK CO., LTD.*

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

(Stock Code: 1216)

**POLL RESULTS OF THE 2024 ANNUAL GENERAL MEETING,
THE FIRST H SHARE CLASS MEETING OF 2025 AND THE FIRST
DOMESTIC SHARE CLASS MEETING OF 2025;
PAYMENT OF FINAL DIVIDEND;
APPOINTMENT OF NON-EXECUTIVE DIRECTOR; AND
AMENDMENTS TO THE BANK'S ARTICLES OF ASSOCIATION, THE
RULES OF PROCEDURES OF THE SHAREHOLDERS' GENERAL
MEETING AND THE RULES OF PROCEDURES OF THE BOARD'S
MEETING**

Reference is made to the circular (the “**Circular**”) and notice of Zhongyuan Bank Co., Ltd.* (the “**Bank**”) dated June 9, 2025, in relation to, among other things, the 2024 Annual General Meeting (the “**AGM**”), the First H Share Class Meeting of 2025 (the “**H Share Class Meeting**”) and the First Domestic Share Class Meeting of 2025 (the “**Domestic Share Class Meeting**” and, together with the H Share Class Meeting, the “**Class Meetings**”). Unless the context otherwise requires, the terms used in this announcement have the same meanings as those defined in the Circular.

The Board hereby announces that the AGM and the Class Meetings were physically held on June 30, 2025 (Monday) at Zhongke Golden Tower, No. 23 Shangwu Waihuan Road, Zhengdong New District CBD, Zhengzhou, Henan Province, the PRC.

The AGM and the Class Meetings were chaired by Mr. GUO Hao, the Chairman of the Bank. The Directors, namely Mr. GUO Hao, Mr. FENG Ruofan, Ms. ZHANG Shu, Mr. XU Yiguo, Ms. ZHAO Zijian, Mr. WANG Maobin, Mr. PAN Xinmin and Mr. GAO Pingyang attended the AGM and the Class Meetings. The convening procedures of the AGM and the Class Meetings complied with the relevant laws and regulations of China and the Articles of Association of the Bank.

The resolutions set out in the Circular were proposed for consideration and approval by Shareholders at the AGM and the Class Meetings and were voted on by poll. A shareholder representative and a supervisor of the Bank, King & Wood Mallesons, the Bank's PRC legal adviser, and Computershare Hong Kong Investor Services Limited (the H Share Registrar) acted as the vote counters and scrutineers for the vote-taking of the AGM and the Class Meetings. King & Wood Mallesons, the Bank's PRC legal adviser, witnessed the AGM and the Class Meetings. The voting results of the AGM and the Class Meetings were legal and valid.

I. POLL RESULTS OF THE AGM

As at the date of the AGM, the total number of issued Shares of the Bank was 36,549,823,322, comprising 29,604,823,322 Domestic Shares and 6,945,000,000 H Shares, being the total number of Shares entitling the holders thereof to attend the AGM. There were no treasury Shares held by the Bank (including any treasury Shares held or deposited with the Central Clearing and Settlement System). A total of 13,780,162,220 Shares were represented by Shareholders and authorized representatives attending the AGM.

Pursuant to relevant regulatory requirements and the Articles of Association of the Bank, where the number of Shares pledged by Shareholders reach or exceed 50% of the number of Shares held by such Shareholders, the voting rights of such Shareholders at the general meeting shall be restricted. Upon signing the relevant documents accepting the restriction of voting rights, the total number of Shares subject to restriction held by attending Shareholders was 836,744,115 Domestic Shares. Except as disclosed in this announcement, the Bank did not restrict any other Shareholder from voting on the resolutions proposed at the AGM. 12,943,418,105 Shares were represented by entitled Shareholders and authorized representatives attending the AGM physically.

To the best of the knowledge, information and belief of the Board having made all reasonable enquiries, no Shareholder or its associate (as defined in the Listing Rules) was deemed to have a material interest in any of the resolutions proposed at the AGM, and therefore no Shareholder was required to abstain from voting on any resolution at the AGM. None of the Shares entitles the holder to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholder is required to abstain from voting at the AGM under the Listing Rules. No Shareholder has stated his/her/its intention in the Circular that he/she/it would vote against the proposed resolutions or that he/she/it would abstain from voting at the AGM.

The poll results of the resolutions proposed at the AGM were as follows:

Ordinary Resolutions		Number of valid votes (%)		
		For	Against	Abstain
1.	To consider and approve the Work Report of the Board of Directors for 2024.	12,873,033,530 99.4562%	70,384,575 0.5438%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			
2.	To consider and approve the Work Report of the Board of Supervisors for 2024.	12,873,033,530 99.4562%	70,384,575 0.5438%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			
3.	To consider and approve the Final Account Report for 2024.	12,873,033,530 99.4562%	70,384,575 0.5438%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			

Ordinary Resolutions		Number of valid votes (%)		
		For	Against	Abstain
4.	To consider and approve the Financial Budget Report for 2025.	12,873,033,530 99.4562%	70,384,575 0.5438%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			
5.	To consider and approve the Profit Distribution Plan for 2024.	12,873,033,530 99.4562%	70,384,575 0.5438%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			
6.	To consider and approve the Capital Adequacy Ratio Report for 2024 and Capital Adequacy Ratio Plan for 2025.	12,873,033,530 99.4562%	70,384,575 0.5438%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			
7.	To consider and approve the Directors Remuneration Report for 2024.	12,873,033,530 99.4562%	70,384,575 0.5438%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			
8.	To consider and approve the Supervisors Remuneration Report for 2024.	12,873,033,530 99.4562%	70,384,575 0.5438%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			
9.	To consider and approve the Engagement of Auditors for 2025.	12,873,033,530 99.4562%	70,384,575 0.5438%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			
10.	To consider and approve the Appointment of Mr. LI Wenqiang as a Non-executive Director of the Third Session of the Board.	12,873,033,530 99.4562%	70,384,575 0.5438%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			

Ordinary Resolutions		Number of valid votes (%)		
		For	Against	Abstain
11.	To consider and approve the Amendments to the Rules of Procedures of the Shareholders' General Meeting of Zhongyuan Bank Co., Ltd.	12,873,000,530 99.4560%	70,417,575 0.5440%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			
12.	To consider and approve the Amendments to the Rules of Procedures of the Board's Meeting of Zhongyuan Bank Co., Ltd.	12,873,033,530 99.4562%	70,384,575 0.5438%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			
13.	To consider and approve the Formulation of the Implementation Rules for Share Transfer of Zhongyuan Bank Co., Ltd.	12,873,033,530 99.4562%	70,384,575 0.5438%	0 0.0000%
	As more than half of the votes were cast in favour, the resolution was passed as an ordinary resolution.			
Special Resolution		Number of valid votes (%)		
		For	Against	Abstain
14.	To consider and approve the Amendments to the Articles of Association of Zhongyuan Bank Co., Ltd.	12,366,249,105 95.5408%	577,169,000 4.4592%	0 0.0000%
	As more than two-thirds of the votes were cast in favour, the resolution was passed as a special resolution.			

Note: For the avoidance of confusion, the amendments to the Rules of Procedures of the Shareholders' General Meeting of Zhongyuan Bank Co., Ltd. require approval by way of ordinary resolution at the AGM and by way of special resolution at the Class Meetings.

II. POLL RESULTS OF THE H SHARE CLASS MEETING

As at the date of the H Share Class Meeting, the total number of issued H Shares of the Bank was 6,945,000,000, being the total number of H Shares entitling the holders thereof to attend and vote on the resolutions at the H Share Class Meeting. There were no treasury H Shares held by the Bank (including any treasury Shares held or deposited with the Central Clearing and Settlement System). A total of 4,026,702,500 H Shares were represented by Shareholders and authorized representatives attending the H Share Class Meeting.

To the best of the knowledge, information and belief of the Board having made all reasonable enquiries, no Shareholder or its associate (as defined in the Listing Rules) was deemed to have a material interest in any of the resolutions proposed at the H Share Class Meeting, and therefore no Shareholder was required to abstain from voting on any resolution at the H Share Class Meeting. None of the Shares entitles the holder to attend and abstain from voting in favour at the H Share Class Meeting as set out in Rule 13.40 of the Listing Rules. No Shareholder is required to abstain from voting at the H Share Class Meeting under the Listing Rules. No Shareholder has stated his/her/its intention in the Circular that he/she/it would vote against the proposed resolutions or that he/she/it would abstain from voting at the H Share Class Meeting.

The poll results of the resolutions proposed at the H Share Class Meeting were as follows:

Special Resolutions		Number of valid votes (%)		
		For	Against	Abstain
1.	To consider and approve the Amendments to the Articles of Association of Zhongyuan Bank Co., Ltd.	4,026,668,500 99.9992%	34,000 0.0008%	0 0.0000%
2.	To consider and approve the Amendments to the Rules of Procedures of the Shareholders' General Meeting of Zhongyuan Bank Co., Ltd.	4,026,668,500 99.9992%	34,000 0.0008%	0 0.0000%

Note: For the avoidance of confusion, the amendments to the Rules of Procedures of the Shareholders' General Meeting of Zhongyuan Bank Co., Ltd. require approval by way of ordinary resolution at the AGM and by way of special resolution at the Class Meetings.

Since the resolutions set out in items 1 to 2 above were approved by more than two-thirds of the votes cast by the H Shareholders (including shareholder representatives) present at the H Share Class Meeting, such resolutions were duly passed as special resolutions at the H Share Class Meeting.

III. POLL RESULTS OF THE DOMESTIC SHARE CLASS MEETING

As at the date of the Domestic Share Class Meeting, the total number of issued Domestic Shares of the Bank was 29,604,823,322, being the total number of Shares entitling the holders thereof to attend the Domestic Share Class Meeting. There were no treasury Domestic Shares held by the Bank (including any treasury Shares held or deposited with the Central Clearing and Settlement System). A total of 9,753,459,720 Domestic Shares were represented by Shareholders and authorized representatives attending the Domestic Share Class Meeting.

Pursuant to relevant regulatory requirements and the Articles of Association of the Bank, where the number of Shares pledged by Shareholders reach and exceed 50% of the number of Shares held by such Shareholders, the voting rights of such Shareholders at the general meeting shall be restricted. Upon signing the relevant document accepting the restriction of voting rights, the total number of Shares subject to restriction held by attending Shareholders was 836,744,115 Domestic Shares. Except as disclosed in this announcement, the Bank did not restrict any other Shareholder from voting on the resolutions proposed at the Domestic Share Class Meeting. 8,916,715,605 Shares were represented by entitled Shareholders and authorized representatives attending the Domestic Share Class Meeting physically.

To the best of the knowledge, information and belief of the Board having made all reasonable enquiries, no Shareholder or its associate (as defined in the Listing Rules) was deemed to have a material interest in any of the resolutions proposed at the Domestic Share Class Meeting, and therefore no Shareholder was required to abstain from voting on any resolution at the Domestic Share Class Meeting. None of the Shares entitles the holder to attend and abstain from voting in favour at the Domestic Share Class Meeting as set out in Rule 13.40 of the Listing Rules. No Shareholder is required to abstain from voting at the Domestic Share Class Meeting under the Listing Rules. No Shareholder has stated his/her/its intention in the Circular that he/she/it would vote against the proposed resolutions or that he/she/it would abstain from voting at the Domestic Share Class Meeting.

The poll results of the resolutions proposed at the Domestic Share Class Meeting were as follows:

Special Resolutions		Number of valid votes (%)		
		For	Against	Abstain
1.	To consider and approve the Amendments to the Articles of Association of Zhongyuan Bank Co., Ltd.	8,339,580,605 93.5275%	577,135,000 6.4725%	0 0.0000%
2.	To consider and approve the Amendments to the Rules of Procedures of the Shareholders' General Meeting of Zhongyuan Bank Co., Ltd.	8,846,332,030 99.2107%	70,383,575 0.7893%	0 0.0000%

Note: For the avoidance of confusion, the amendments to the Rules of Procedures of the Shareholders' General Meeting of Zhongyuan Bank Co., Ltd. require approval by way of ordinary resolution at the AGM and by way of special resolution at the Class Meetings.

Since the resolutions set out in items 1 to 2 above were approved by more than two-thirds of the votes cast by the Domestic Shareholders (including shareholder representatives) present at the Domestic Share Class Meeting, such resolutions were duly passed as special resolutions at the Domestic Share Class Meeting.

IV. PAYMENT OF FINAL DIVIDEND

The AGM has approved the declaration of a cash dividend of RMB0.12 per 10 Shares (tax included) for the year ended December 31, 2024 (the “**Final Dividend**”). The Bank's register of members will be closed from July 7, 2025 to July 10, 2025, both days inclusive, during which period no transfer of Shares will be effected. On August 5, 2025, the Bank will pay the Final Dividend to holders of Domestic Shares and H Shares whose names appear on the register of members of the Bank on July 10, 2025.

For a Shareholder to be eligible for the 2024 final dividend, all transfer documents together with the relevant share certificates and other appropriate documents must be lodged with the H Share Registrar of the Bank, namely, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for the H Shareholders) or the office of the Board at Zhongke Golden Tower, No. 23 Shangwu Waihuan Road, Zhengdong New District, Zhengzhou, Henan Province, the PRC (for the Domestic Shareholders) not later than 4:30 p.m., July 4, 2025 for registration.

The Final Dividend will be denominated and declared in RMB, paid in RMB to holders of Domestic Shares and in Hong Kong dollars to holders of H Shares. The actual amount paid in Hong Kong dollars will be calculated based on the average benchmark exchange rate of Hong Kong dollars to RMB published by the People's Bank of China during the five working days prior to the date of the AGM, which is 1.00 Hong Kong dollar to RMB0.912874. Accordingly, the Final Dividend per 10 H Shares will be 0.131453 Hong Kong dollars (tax included).

For matters relating to taxation and the closure of the register of members in connection with the Final Dividend, please refer to the Circular and the annual report of the Bank dated April 30, 2025.

V. APPOINTMENT OF NON-EXECUTIVE DIRECTOR

The resolution to appoint Mr. LI Wenqiang as a non-executive Director of the third session of the Board of the Bank was approved by Shareholders at the AGM, and the above appointment is subject to approval of his qualification by the National Financial Regulatory Administration Henan Office.

The biographical and remuneration details of Mr. LI Wenqiang have been disclosed in the Bank's announcement dated April 17, 2025 titled "Proposed Appointment of Non-Executive Director" (the "**Announcement**"). As at the date of this announcement, there is no change in this information.

Save as disclosed in the Announcement, Mr. LI Wenqiang does not (i) hold any directorship in any other listed company or take up any post in any affiliated company of the Bank in the past three years; (ii) have any relationship with any other Director, Supervisor, senior management or substantial Shareholder of the Bank; or (iii) have any equity interest in 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 Announcement, there is no other matter relating to the appointment of Mr. LI Wenqiang that needs to be brought to the attention of Shareholders, and there is no other information that shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Bank will enter into a service contract with Mr. LI Wenqiang. The term of office of Mr. LI Wenqiang will be from the date of approval by the National Financial Regulatory Administration Henan Office to the expiry date of the term of office of the third session of the Board, and he will be eligible for re-election upon the expiry of his term of office.

VI. AMENDMENTS TO THE BANK'S ARTICLES OF ASSOCIATION, THE RULES OF PROCEDURES OF THE SHAREHOLDERS' GENERAL MEETING AND THE RULES OF PROCEDURES OF THE BOARD'S MEETING

The proposal to amend the Bank's Articles of Association was duly passed as a special resolution at the AGM and the Class Meetings. The amended Articles of Association of the Bank will come into effect after being approved by the National Financial Regulatory Administration Henan Office. Pending such approval, the current Articles of Association of the Bank will remain in force.

The proposal to amend the Rules of Procedures of the Shareholders' General Meeting of Zhongyuan Bank Co., Ltd. (the "**Rules of Procedures of the Shareholders' General Meeting**") was duly passed as an ordinary resolution at the AGM and as a special resolution at the Class Meetings. The amended Rules of Procedures of the Shareholders' General Meeting will come into effect after the approval of the Bank's Articles of Association by the National Financial Regulatory Administration Henan Office. Pending such approval, the current Rules of Procedures of the Shareholders' General Meeting will remain in force.

The proposal to amend the Rules of Procedures of the Board's Meeting of Zhongyuan Bank Co., Ltd. (the “**Rules of Procedures of the Board's Meeting**”) was duly passed as an ordinary resolution at the AGM. The amended Rules of Procedures of the Board's Meeting will come into effect after the approval of the Bank's Articles of Association by the National Financial Regulatory Administration Henan Office. Pending such approval, the current Rules of Procedures of the Board's Meeting will remain in force.

On behalf of the Board
Zhongyuan Bank Co., Ltd.*
GUO Hao
Chairman

Zhengzhou, the PRC
June 30, 2025

As at the date of this announcement, the Board of Directors of the Bank comprises Mr. GUO Hao as executive Director; Mr. FENG Ruofan and Ms. ZHANG Shu as non-executive Directors; Mr. XU Yiguo, Ms. ZHAO Zijian, Mr. WANG Maobin, Mr. PAN Xinmin and Mr. GAO Pingyang as independent non-executive Directors.

* *Zhongyuan 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.*