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**BANK OF GANSU CO., LTD.\***  
**甘肅銀行股份有限公司\***

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

**(Stock Code: 2139)**

## **POLL RESULTS OF THE 2019 ANNUAL GENERAL MEETING**

The board of directors (the “**Board**”) of Bank of Gansu Co., Ltd. (the “**Bank**”) is pleased to announce that the Bank held its 2019 annual general meeting (the “**AGM**”), at the conference room at 4/F of Bank of Gansu Tower, No. 525 Donggang West Road, Chengguan District, Lanzhou, Gansu Province, the PRC on Wednesday, June 3, 2020.

References are made to the notice of AGM (the “**Notice**”) and the circular (the “**Circular**”) of the Bank dated April 17, 2020. Unless the context otherwise requires, all the terms and expressions used herein shall have the same meanings as defined in the Notice and the Circular.

### **I. ATTENDANCE AT THE AGM**

The AGM was convened and held by the Board and was presided over by Mr. Liu Qing, the Chairman of the Bank. Voting at the AGM was taken by poll. The convening and holding of the AGM complied with relevant PRC laws and regulations, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and provisions of the Articles of Association of the Bank.

As at the day of the AGM, the Bank has issued a total of 10,069,791,330 Shares (comprising 7,525,991,330 Domestic Shares and 2,543,800,000 H Shares), holders of which were entitled with the right to attend the AGM and vote for or against the resolutions proposed at the AGM (the “**AGM Resolutions**”). Shareholders and their proxies who attended the AGM held a total of 7,242,935,717 Shares with voting rights, accounting for approximately 71.93% of the total Shares issued by the Bank.

To the best of knowledge, information and belief of the Board and after making all reasonable inquiries, no Shareholder had material interests in the matters considered at the AGM and was required to abstain from voting at the AGM. There were no Shares of the Bank entitling holders to attend the AGM but requiring them to abstain from voting in favour of the resolutions at the AGM according to Rule 13.40 of the Listing Rules. No Shareholder was required to abstain from voting on the resolutions at the AGM according to the Listing Rules. No Shareholder expressed in the Circular that he/she/it intended to vote against or abstain from voting on the AGM Resolutions.

Computershare Hong Kong Investor Services Limited, the Bank's H share registrar in Hong Kong, served as the scrutineer at the AGM. Grandall Law Firm (Shanghai) (the Bank's PRC legal adviser), one Supervisor and two Shareholder representatives of the Bank were also responsible for counting and calculation of votes at the AGM.

## II. VOTING RESULTS OF THE AGM

The voting results of various AGM Resolutions are as follows:

Ordinary Resolutions		Number of Votes (approximately %)		
		For	Against	Abstain
1.	To consider and approve the proposal regarding the work report of the Board of Directors for 2019	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
2.	To consider and approve the proposal regarding the financial audit report for 2019	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
3.	To consider and approve the proposal regarding the final financial report for 2019	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
4.	To consider and approve the proposal regarding the profit distribution proposal for 2019	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
5.	To consider and approve the proposal regarding the annual financial budget for 2020	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
6.	To consider and approve the proposal regarding the annual report for 2019	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
7.	To consider and approve the proposal regarding the engagement of external auditing firms for 2020	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%

Ordinary Resolutions		Number of Votes (approximately %)		
		For	Against	Abstain
8.	To consider and approve the proposal regarding the work report of Independent Directors for 2019	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
9.	To consider and approve the proposal regarding the Board's evaluation results on the performance of duties by Directors and senior management for 2019	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
10.	To consider and approve the proposal regarding the remuneration distribution and settlement plan for Directors and Supervisors in 2019	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
11.	To consider and approve the proposal regarding the work report of the Board of Supervisors for 2019	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
12.	To consider and approve the proposal regarding the report on related-party transactions for 2019	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
13.	To consider and approve the proposal regarding the estimated caps of related-party/connected transactions for 2020	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
14.	To consider and approve the proposal regarding the plan on authorization by Shareholders' general meeting to the Board of Directors	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
15.	To consider and approve the proposal regarding the amendments to the Rules of Procedure for Shareholders' General Meetings	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
16.	To consider and approve the proposal regarding the amendments to the Rules of Procedure for the Board of Directors	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
17.	To consider and approve the proposal regarding the amendments to the Rules of Procedure for Board of Supervisors	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%

Special Resolutions		Number of Votes (approximately %)		
		For	Against	Abstain
18.	To consider and approve the proposal regarding the general mandate to issue Shares	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
19.	To consider and approve the proposal regarding the amendments to the Articles of Association	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%
20.	To consider and approve the proposal regarding the public issuance of secondary capital bonds	7,242,935,717 100.000000%	0 0.000000%	0 0.000000%

As more than one half of the votes by the Shareholders (including Shareholder representatives) who attended the AGM were cast in favour of the above Resolutions 1 to 17 above, these resolutions were duly passed as ordinary resolutions at the AGM.

As more than two-thirds of the votes by the Shareholders (including Shareholder representatives) who attended the AGM were cast in favour of the above Resolutions 18 to 20 above, these resolutions were duly passed as special resolutions at the AGM.

Save for the above resolutions, the Bank has not received any proposed resolutions from the Shareholders holding 3% or more of the total number of voting Shares of the Bank.

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

Amendments to the Articles of Association has been approved at the AGM.

The proposed amendments to some of the provisions in the Articles of Association shall take effect from the date of approval by the China Banking and Insurance Regulatory Commission Gansu Office, prior to which, the existing Articles of Association continues to be effective.

By order of the Board  
**Bank of Gansu Co., Ltd.\***  
**Liu Qing**  
*Chairman*

Lanzhou, Gansu Province  
June 3, 2020

*As of the date of this announcement, the Board comprises Mr. LIU Qing and Mr. WANG Wenyong as executive Directors; Ms. WU Changhong, Ms. ZHANG Hongxia, Mr. GUO Jirong, Mr. ZHANG Youda and Mr. LIU Wanxiang\*\* as non-executive Directors; and Ms. TANG Xiuli, Ms. LUO Mei, Mr. WONG Sincere and Mr. DONG Ximiao as independent non-executive Directors.*

*\* Bank of Gansu 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/deposit-taking business in Hong Kong.*

*\*\* The qualification of Mr. LIU Wanxiang as a Director is subject to approval of the competent regulatory authority.*