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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 2020 FIRST EXTRAORDINARY GENERAL  
MEETING AND CLASS MEETINGS**

The board of directors (the “**Board**”) of Bank of Gansu Co., Ltd. (the “**Bank**”) is pleased to announce that the Bank held its 2020 first extraordinary general meeting (the “**EGM**”), 2020 first domestic share class meeting (the “**2020 First Domestic Share Class Meeting**”) and 2020 first H share class meeting (the “**2020 First H Share Class Meeting**”) (the 2020 First Domestic Share Class Meeting and the 2020 First H Share Class Meeting collectively referred to as the “**Class Meetings**”) respectively 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 Bank’s notices of EGM and the Class Meetings (collectively, the “**Notices**”) dated April 17, 2020 and the Bank’s circular dated May 18, 2020 (the “**Circular**”). Unless the context otherwise requires, all the terms and expressions used herein shall have the same meanings as defined in the Notices and the Circular.

**I. EGM**

The EGM was convened and held by the Board and was presided over by Mr. Liu Qing, the Chairman of the Bank. Voting at the EGM was taken by poll. The convening and holding of the EGM 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 EGM, 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). The Shareholders and authorized proxies holding an aggregate of 7,245,089,658 Shares, representing approximately 71.95% of the total issued Shares of the Bank, were present at the EGM.

To the best knowledge of the Bank, the Substantial Shareholder Subscribers and their respective associates are required to abstain from voting on the resolutions in connection with the Issuance and the Subscription at the EGM. Substantial Shareholder Subscribers include: (1) Gansu State-owned Assets Investment (directly holding approximately 3.57% of the total issued capital of the Bank) and its associates, namely, (a) Jiuquan Iron & Steel (directly holding approximately 6.30% of the total number of issued Shares of the Bank), (b) Jinchuan Group (directly holding approximately 6.30% of the total number of issued Shares of the Bank) and (c) Gansu Electric Power Investment (directly holding approximately 6.30% of the total number of issued Shares of the Bank); and (2) Gansu Highway Aviation Tourism (directly holding approximately 11.49% of the total number of issued Shares of the Bank) and its associate Gansu Financial Capital Management Co., Ltd. (甘肅金融資本管理有限公司) (directly holding approximately 1% of the total issued capital of the Bank). Save as mentioned above, to the best knowledge, information and belief of the Directors and having made all reasonable enquiries, no other Shareholder has a material interest in the resolutions proposed at the EGM (the “**EGM Resolutions**”) and was required to abstain from voting at the EGM. There were no Shares of the Bank entitling the Shareholders to attend the EGM but requiring them to abstain from voting in favour of the resolutions at the EGM according to Rule 13.40 of the Listing Rules. No Shareholder expressed in the Circular that he/she/it intended to vote against or abstain from voting on the EGM Resolutions.

Computershare Hong Kong Investor Services Limited, the Bank’s H share registrar in Hong Kong, served as the scrutineer at the EGM. 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 EGM.

The voting results of various EGM Resolutions are as follows:

Special Resolutions		Number of Votes (approximately %)		
		For	Against	Abstain
1.	To consider and individually approve the following items in respect of the proposal regarding the non-public issuance of domestic shares by way of specific mandate:			
1.1	Type and par value of shares to be issued	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
1.2	Number of shares to be issued	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
1.3	Target investors and the arrangement for existing shareholders to subscribe on pre-emptive basis	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
1.4	Method of pricing	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%

Special Resolutions		Number of Votes (approximately %)		
		For	Against	Abstain
1.5	Method of issuance	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
1.6	Lock-up arrangement	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
1.7	Use of proceeds	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
1.8	Distribution of retained profit	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
1.9	Validity period	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
2.	To consider and individually approve the following items in respect of the proposal regarding the non-public issuance of H shares by way of specific mandate:			
2.1	Type and par value of shares to be issued	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
2.2	Number of shares to be issued	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
2.3	Target investors	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
2.4	Method of pricing	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
2.5	Method of issuance	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
2.6	Use of proceeds	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
2.7	Distribution of retained profit	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
2.8	Validity period	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
2.9	Listing arrangement	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%

Special Resolutions		Number of Votes (approximately %)		
		For	Against	Abstain
3.	To consider and approve the proposal regarding the authorization to the Board to complete matters related to the non-public issuance of domestic shares and non-public issuance of H shares	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%
4.	To consider and approve the resolution on the change of the registered capital of the Bank upon completion of the Issuance	7,245,089,658 100.000000%	0 0.000000%	0 0.000000%
5.	To consider and approve the proposal regarding the proposed amendments to the articles of association in relation to the Issuance	7,245,089,658 100.000000%	0 0.000000%	0 0.000000%
Ordinary Resolution		Number of Votes (approximately %)		
		For	Against	Abstain
6.	To consider and approve the substantial shareholders of the Bank and/or their respective designated entities to participate in the subscription of the domestic shares to be issued under the Issuance	3,726,225,677 100.000000%	0 0.000000%	0 0.000000%

As more than two-thirds of the votes were cast in favour of the sub-resolutions of Resolutions 1 and 2 above, and Resolutions 3, 4 and 5, these resolutions were duly passed as special resolutions at the EGM.

As more than one half of the votes were cast in favour of Resolution 6 above, this resolution was duly passed as an ordinary resolution at the EGM.

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.

## II. THE 2020 FIRST DOMESTIC SHARE CLASS MEETING

The 2020 First Domestic Share Class Meeting was presided over by Mr. Liu Qing, the Chairman of the Bank. As at the date of the 2020 First Domestic Share Class Meeting, the total number of Domestic Shares entitling the holders to attend the 2020 First Domestic Share Class Meeting was 7,525,991,330 Shares. The Shareholders and authorized proxies holding an aggregate of 6,399,285,648 Domestic Shares, representing approximately 85.03% of the total issued Domestic Shares of the Bank, were present at the 2020 First Domestic Share Class Meeting. To the best knowledge of the Bank, the Substantial Shareholder Subscribers and their respective associates are required to abstain from voting on the resolutions proposed at the 2020 First Domestic Share Class Meeting (the “**Domestic Share Class Meeting Resolutions**”). Substantial Shareholder Subscribers include: (1) Gansu State-owned Assets Investment (directly holding approximately 3.57% of the total issued capital of the Bank) and its associates, namely, (a) Jiuquan Iron & Steel (directly holding approximately 6.30% of the total number of issued Shares of the Bank), (b) Jinchuan Group (directly holding approximately 6.30% of the total number of issued Shares of the Bank) and (c) Gansu Electric Power Investment (directly holding approximately 6.30% of the total number of issued Shares of the Bank); and (2) Gansu Highway Aviation Tourism (directly holding approximately 11.49% of the total number of issued Shares of the Bank) and its associate Gansu Financial Capital Management Co., Ltd. (甘肅金融資本管理有限公司) (directly holding approximately 1% of the total issued capital of the Bank). Save as mentioned above, to the best knowledge, information and belief of the Directors, having made all reasonable enquiries, no other Domestic Shareholder has a material interest in the Domestic Share Class Meeting Resolutions and was required to abstain from voting at the 2020 First Domestic Share Class Meeting.

There were no any Shares entitling the holders to attend the 2020 First Domestic Share Class Meeting but requiring them to abstain from voting in favour of any Domestic Share Class Meeting Resolutions pursuant to Rule 13.40 of the Listing Rules. No Domestic Shareholders had expressed their intention of voting against or abstaining from voting on any Domestic Shares Class Meeting Resolutions in the Circular. The voting on all Domestic Shares Class Meeting Resolutions was taken by poll.

The voting results of Domestic Share Class Meeting Resolutions are as follows:

Special Resolutions		Number of Votes (approximately %)		
		For	Against	Abstain
1.	To consider and individually approve the following items in respect of the proposal regarding the non-public issuance of domestic shares by way of specific mandate:			
1.1	Type and par value of shares to be issued	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
1.2	Number of shares to be issued	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
1.3	Target investors and the arrangement for existing shareholders to subscribe on pre-emptive basis	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
1.4	Method of pricing	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
1.5	Method of issuance	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
1.6	Lock-up arrangement	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
1.7	Use of proceeds	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
1.8	Distribution of retained profit	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
1.9	Validity period	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%

Special Resolutions		Number of Votes (approximately %)		
		For	Against	Abstain
2.	To consider and individually approve the following items in respect of the proposal regarding the non-public issuance of H shares by way of specific mandate:			
2.1	Type and par value of shares to be issued	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
2.2	Number of shares to be issued	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
2.3	Target investors	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
2.4	Method of pricing	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
2.5	Method of issuance	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
2.6	Use of proceeds	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
2.7	Distribution of retained profit	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
2.8	Validity period	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
2.9	Listing arrangement	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%
3.	To consider and approve the proposal regarding the authorization to the Board to complete matters related to the non-public issuance of domestic shares and non-public issuance of H shares	2,880,421,667 100.000000%	0 0.000000%	0 0.000000%

As more than two-thirds of the votes were cast in favour of the above resolutions, these resolutions were duly passed as special resolutions at the 2020 First Domestic Share Class Meeting.

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 Domestic Shares of the Bank.

### III. THE 2020 FIRST H SHARE CLASS MEETING

The 2020 First H Share Class Meeting was presided over by Mr. Liu Qing, the Chairman of the Bank. As at the date of the 2020 First H Share Class Meeting, the total number of H Shares entitling the holders to attend and vote on the resolutions proposed at the 2020 First H Share Class Meeting (the “**H Share Class Meeting Resolutions**”) was 2,543,800,000 Shares. The Shareholders and authorized proxies holding an aggregate of 845,804,010 H Shares, representing approximately 33.25% of the total issued H Shares of the Bank, were present at the 2020 First H Share Class Meeting. No H Shareholder was required to abstain from voting on any H Share Class Meeting Resolutions pursuant to the requirements of the Listing Rules. There were no any Shares entitling the holders to attend the 2020 First H Share Class Meeting but requiring them to abstain from voting in favour of H Share Class Meeting Resolutions pursuant to Rule 13.40 of the Listing Rules. No H Shareholders had expressed their intention of voting against or abstaining from voting on any H Share Class Meeting Resolutions in the Circular. The voting on all H Share Class Meeting Resolutions was taken by poll.

Computershare Hong Kong Investor Services Limited, the Bank’s H share registrar in Hong Kong, served as the scrutineer at the 2020 First H Share Class Meeting. 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 2020 First H Share Class Meeting.

The voting results of H Share Class Meeting Resolutions are as follows:

Special Resolutions		Number of Votes (approximately %)		
		For	Against	Abstain
1.	To consider and individually approve the following items in respect of the proposal regarding the non-public issuance of domestic shares by way of specific mandate:			
1.1	Type and par value of shares to be issued	845,804,010 100.000000%	0 0.000000%	0 0.000000%



Special Resolutions		Number of Votes (approximately %)		
		For	Against	Abstain
1.2	Number of shares to be issued	845,804,010 100.000000%	0 0.000000%	0 0.000000%
1.3	Target investors and arrangement for existing shareholders to subscribe on pre-emptive basis	845,804,010 100.000000%	0 0.000000%	0 0.000000%
1.4	Method of pricing	845,804,010 100.000000%	0 0.000000%	0 0.000000%
1.5	Method of issuance	845,804,010 100.000000%	0 0.000000%	0 0.000000%
1.6	Lock-up arrangement	845,804,010 100.000000%	0 0.000000%	0 0.000000%
1.7	Use of proceeds	845,804,010 100.000000%	0 0.000000%	0 0.000000%
1.8	Distribution of retained profit	845,804,010 100.000000%	0 0.000000%	0 0.000000%
1.9	Validity period	845,804,010 100.000000%	0 0.000000%	0 0.000000%
2.	To consider and individually approve the following items in respect of the proposal regarding the non-public issuance of H shares by way of specific mandate:			
2.1	Type and par value of shares to be issued	845,804,010 100.000000%	0 0.000000%	0 0.000000%
2.2	Number of shares to be issued	845,804,010 100.000000%	0 0.000000%	0 0.000000%
2.3	Target investors	845,804,010 100.000000%	0 0.000000%	0 0.000000%
2.4	Method of pricing	845,804,010 100.000000%	0 0.000000%	0 0.000000%
2.5	Method of issuance	845,804,010 100.000000%	0 0.000000%	0 0.000000%
2.6	Use of proceeds	845,804,010 100.000000%	0 0.000000%	0 0.000000%

Special Resolutions		Number of Votes (approximately %)		
		For	Against	Abstain
2.7	Distribution of retained profit	845,804,010 100.000000%	0 0.000000%	0 0.000000%
2.8	Validity period	845,804,010 100.000000%	0 0.000000%	0 0.000000%
2.9	Listing arrangement	845,804,010 100.000000%	0 0.000000%	0 0.000000%
3.	To consider and approve the proposal regarding the authorization to the Board to complete matters related to the non-public issuance of domestic shares and non-public issuance of H shares	845,804,010 100.000000%	0 0.000000%	0 0.000000%

As more than two-thirds of the votes were cast in favour of the above resolutions, these resolutions were duly passed as special resolutions at the 2020 First H Share Class Meeting.

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 H Shares of the Bank.

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.*