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中原銀行股份有限公司*
ZHONGYUAN BANK CO., LTD.*

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

(Stock Code of H Shares: 1216)

(Stock Code of Preference Shares: 4617)

**APPROVAL FROM CBIRC ON THE MERGER
BY ABSORPTION OF THE BANK**

References are made to the announcements of Zhongyuan Bank Co., Ltd. (the “**Bank**”) dated 26 January 2022 and 10 March 2022 and the circular (the “**Circular**”) of the Bank dated 18 February 2022, in relation to, among others, the very substantial acquisition and connected transaction in relation to the Merger by Absorption (including the proposed issuance of the Consideration Shares and the proposed amendments to the Articles of Association), which has been approved by the relevant Shareholders of the Bank at the EGM and the Class Meetings on 10 March 2022. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that CBIRC has approved the Merger by Absorption, and the Bank received the Approval for the Merger by Absorption of Bank of Luoyang, Bank of Pingdingshan and Bank of JZCTS by Zhongyuan Bank (Yin Bao Jian Fu [2022] No. 355) (《關於中原銀行吸收合併洛陽銀行、平頂山銀行、焦作中旅銀行的批覆》(銀保監覆[2022]355號)) from CBIRC on 25 May 2022.

As at the date of this announcement, the Bank has also obtained the anti-trust clearance in connection with the Merger by Absorption by State Administration for Market Regulation of PRC on 1 March 2022, and completed the H Share Placement on 10 May 2022. Therefore, all the conditions to the Merger by Absorption have been fulfilled. The Bank is in the course of conducting relevant work and procedure to complete the Merger by Absorption, and the Bank will make further announcement(s) on the progress of the the Merger by Absorption in due course.

By order of the Board
ZHONGYUAN BANK CO., LTD.*
Xu Nuojin
Chairman

Zhengzhou, the PRC
25 May 2022

As at the date of this announcement, the Board comprises Mr. XU Nuojin, Mr. WANG Jiong, Mr. LI Yulin and Mr. WEI Jie as executive Directors; Ms. ZHANG Qiuyun and Mr. MI Hongjun as non-executive Directors; Ms. PANG Hong, Mr. LI Hongchang, Mr. JIA Tingyu and Mr. CHAN Ngai Sang Kenny 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.*