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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 AGM AND
CLASS MEETINGS HELD ON 16 JUNE 2022;
(2) PAYMENT OF FINAL DIVIDEND; AND
(3) APPOINTMENT OF SUPERVISOR**

References are made to the notice of the 2021 AGM, the notice of the 2022 First H Shareholders Class Meeting dated 17 May 2022 and the circular of the 2021 AGM and the 2022 First H Shareholders Class Meeting dated 17 May 2022 (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 AGM AND THE CLASS MEETINGS

The AGM and the Class Meetings were held in the afternoon on Thursday, 16 June 2022 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 AGM and the Class Meetings were in compliance with the requirements of the applicable laws and regulations of the PRC, the Listing Rules and the Articles of Association.

Chairman Mr. YANG Mingshang and Directors Mr. CAI Dong, Mr. CHEN Hanqing, Mr. CHEN Hua, Mr. WANG Xiaoyong, Ms. GONG Taotao, Mr. WANG Wencheng, Mr. ZHAO Yong, Mr. WANG Gefan, Mr. TANG Xin and Mr. SONG Ke attended the AGM and the Class Meetings.

The AGM

As at the date of the AGM, 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 entitling the Shareholders to attend the AGM.

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 AGM and the Class Meetings. According to statistics and to the knowledge of the Bank, the restricted Shares in the Bank amounted to 895,934,761 Domestic Shares and 0 H Shares. Except that, there is no restriction on any other Shareholders casting votes on the proposed resolutions at the AGM. Accordingly, as at the date of the AGM, the total number of the ordinary Shares entitling the Shareholders of the Bank to vote in respect to the resolutions proposed at the AGM was 13,692,111,983, including 11,492,111,983 Domestic Shares and 2,200,000,000 H Shares. Shareholders and proxies attending the AGM represented, in aggregate, 11,162,265,607 ordinary Shares of the Bank carrying voting rights, being approximately 81.52% of the total number of the ordinary Shares carrying voting rights of the Bank as at the date of the AGM.

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 AGM and was required to abstain from voting at the AGM. None of the Shareholders of the Bank entitled to attend the AGM 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 AGM. 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 AGM.

The AGM was convened and held by the Board of Directors and chaired by Mr. YANG Mingshang, the Chairman of the Board of Directors. Voting was taken by poll at the AGM.

The following resolutions have been considered and passed by the Shareholders (including their proxies) attending the AGM 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 2021 Work Report of the Board of Directors of the Bank	11,162,265,607 (100%)	0	0	11,162,265,607
2.	To consider and approve the 2021 Work Report of the Board of Supervisors of the Bank	11,162,265,607 (100%)	0	0	11,162,265,607
3.	To consider and approve the 2021 Financial Statements Report of the Bank	11,162,265,607 (100%)	0	0	11,162,265,607
4.	To consider and approve the 2021 Profit Distribution Plan of the Bank	11,162,265,607 (100%)	0	0	11,162,265,607
5.	To consider and approve the 2022 Financial Budget Plan of the Bank	11,162,265,607 (100%)	0	0	11,162,265,607

Ordinary Resolutions		Number of votes cast and the percentage of total number of votes (%)			Total number of votes cast
		For	Against	Abstain	
6.	To consider and approve the appointment of accounting firms for 2022	11,162,265,607 (100%)	0	0	11,162,265,607
7.	To consider and approve the amendments to the Rules of Procedure of the Shareholders' General Meeting of Bank of Guizhou Co., Ltd.	11,162,265,607 (100%)	0	0	11,162,265,607
8.	To consider and approve the amendments to the Rules of Procedure of the Board of Directors of Bank of Guizhou Co., Ltd.	11,162,265,607 (100%)	0	0	11,162,265,607
9.	To consider and approve the amendments to the Rules of Procedure of the Board of Supervisors of Bank of Guizhou Co., Ltd.	11,162,265,607 (100%)	0	0	11,162,265,607
10.	To consider and approve the amendments to the Measures on the Equity Administration of Domestic Shares of Bank of Guizhou Co., Ltd.	11,162,265,607 (100%)	0	0	11,162,265,607
11.	To consider and approve the appointment of Ms. SUN Li as an independent non-executive Director of the third session of the Board of Directors of the Bank	11,162,265,607 (100%)	0	0	11,162,265,607
12.	To consider and approve the appointment of Mr. HE Xinzhang as a Shareholder Supervisor of the third session of the Board of Supervisors of the Bank	11,162,265,607 (100%)	0	0	11,162,265,607
Special Resolutions		Number of votes cast and the percentage of total number of votes (%)			Total number of votes cast
		For	Against	Abstain	
13.	To consider and approve the amendments to the Articles of Association of Bank of Guizhou Co., Ltd.	11,162,265,607 (100%)	0	0	11,162,265,607
14.	To consider and approve the amendments to the plan on authorization of the Shareholders' general meeting of the Bank to the Board of Directors	11,162,265,607 (100%)	0	0	11,162,265,607
15.	To consider and approve the plan on issuance of special financial bonds for small and micro enterprises by the Bank	11,162,265,607 (100%)	0	0	11,162,265,607

Special Resolutions		Number of votes cast and the percentage of total number of votes (%)			Total number of votes cast
		For	Against	Abstain	
16.	To consider and approve the plan on issuance of special financial bonds for “three rural issues” by the Bank	11,162,265,607 (100%)	0	0	11,162,265,607

As more than half of the votes were cast in favor of the above ordinary resolutions No. 1 to No. 12, all these ordinary resolutions were duly passed. As more than two-thirds of the votes were cast in favor of the above special resolutions No. 13 to No. 16, all these special resolutions were duly passed.

2022 First Domestic Shareholders Class Meeting

As at the date of the 2022 First Domestic Shareholders Class Meeting, the total number of issued Domestic Shares of the Bank was 12,388,046,744, representing the total number of the Domestic Shares entitling the Domestic Shareholders to attend the 2022 First Domestic Shareholders Class Meeting. Pursuant to the requirement of the Articles of Association, if 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 2022 First Domestic Shareholders Class Meeting. According to statistics and to the knowledge of the Bank, the restricted Domestic Shares in the Bank amounted to 895,934,761 Domestic Shares. Except that, there is no restriction on any other Shareholders casting votes on the proposed special resolution at the 2022 First Domestic Shareholders Class Meeting. Accordingly, as at the date of the 2022 First Domestic Shareholders Class Meeting, the total number of the Domestic Shares entitling the Domestic Shareholders of the Bank to vote in respect to the special resolution proposed at the 2022 First Domestic Shareholders Class Meeting was 11,492,111,983 Domestic Shares. Domestic Shareholders or proxies attending the 2022 First Domestic Shareholders Class Meeting represented, in aggregate, 9,981,862,607 Domestic Shares of the Bank carrying voting rights, being approximately 86.86% of the total number of the Domestic Shares carrying voting rights of the Bank as at the date of the 2022 First Domestic Shareholders Class Meeting.

To the best knowledge, information and belief of the Board, having made all reasonable inquiries, there was no Domestic Shareholder who had any material interests in the matters considered at the 2022 First Domestic Shareholders Class Meeting and was required to abstain from voting at the 2022 First Domestic Shareholders Class Meeting. None of the Domestic Shareholders of the Bank entitled to attend the 2022 First Domestic Shareholders Class Meeting was required to abstain from voting in favour of the proposed special resolution under the Rule 13.40 of the Listing Rules. None of the Domestic Shareholders was required under the Listing Rules to abstain from voting on the special resolution proposed at the 2022 First Domestic

Shareholders Class Meeting. None of the Domestic Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on the special resolution proposed at the 2022 First Domestic Shareholders Class Meeting.

The 2022 First Domestic Shareholders Class Meeting was convened and held by the Board of Directors and chaired by Mr. YANG Mingshang, the Chairman of the Board of Directors. Voting was taken by poll at the 2022 First Domestic Shareholders Class Meeting.

The following special resolution has been considered and passed by the Domestic Shareholders (including their proxies) attending the 2022 First Domestic Shareholders Class Meeting by way of poll and the poll results are set out as follows:

Special Resolution		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 amendments to Article 132 of the Articles of Association of Bank of Guizhou Co., Ltd.	9,981,862,607 (100%)	0	0	9,981,862,607

As more than two-thirds of the votes were cast in favor of the above special resolution, the special resolution was duly passed.

2022 First H Shareholders Class Meeting

As at the date of the 2022 First H Shareholders Class Meeting, the total number of issued H Shares of the Bank was 2,200,000,000, representing the total number of the H Shares entitling the H Shareholders to attend the 2022 First H Shareholders Class Meeting. Pursuant to the requirement of the Articles of Association, if 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 2022 First H Shareholders Class Meeting. According to statistics and to the knowledge of the Bank, the restricted H Shares in the Bank amounted to 0 H Shares. Except that, there is no restriction on any other Shareholders casting votes on the proposed special resolution at the 2022 First H Shareholders Class Meeting. Accordingly, as at the date of the 2022 First H Shareholders Class Meeting, the total number of the H Shares entitling the H Shareholders of the Bank to vote in respect to the special resolution proposed at the 2022 First H Shareholders Class Meeting was 2,200,000,000 H Shares. H Shareholders or proxies attending the 2022 First H Shareholders Class Meeting represented, in aggregate, 1,180,403,000 H Shares of the Bank carrying voting rights, being approximately 53.65% of the total number of the H Shares carrying voting rights of the Bank as at the date of the 2022 First H Shareholders Class Meeting.

To the best knowledge, information and belief of the Board, having made all reasonable inquiries, there was no H Shareholder who had any material interests in the matters considered at the 2022 First H Shareholders Class Meeting and was required to abstain from voting at the 2022 First H Shareholders Class Meeting. None of the H Shareholders of the Bank entitled to attend the 2022 First H Shareholders Class Meeting was required to abstain from voting in favour of the proposed special resolution under the Rule 13.40 of the Listing Rules. None of the H Shareholders was required under the Listing Rules to abstain from voting on the special resolution proposed at the 2022 First H Shareholders Class Meeting. None of the H Shareholders has stated his/her/its intention in the Circular to vote against or to abstain from voting on the special resolution proposed at the 2022 First H Shareholders Class Meeting.

The 2022 First H Shareholders Class Meeting was convened and held by the Board of Directors and chaired by Mr. YANG Mingshang, the Chairman of the Board of Directors. Voting was taken by poll at the 2022 First H Shareholders Class Meeting.

The following special resolution has been considered and passed by the H Shareholders (including their proxies) attending the 2022 First H Shareholders Class Meeting by way of poll and the poll results are set out as follows:

Special Resolution		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 amendments to Article 132 of the Articles of Association of Bank of Guizhou Co., Ltd.	1,180,403,000 (100%)	0	0	1,180,403,000

As more than two-thirds of the votes were cast in favor of the above special resolution, the special resolution was duly passed.

For the full text of the resolutions, please refer to the Circular.

II. PAYMENT OF FINAL DIVIDEND TO SHAREHOLDERS

Information on Payment of Final Dividend

The payment of the cash dividend of RMB0.6 per 10 Shares (tax inclusive) for the year ended 31 December 2021 (the “**Final Dividend**”) was approved at the AGM. On 10 August 2022, the Final Dividend will be distributed to the holders of Shares whose names appear on the register of members on Thursday, 21 July 2022.

The register of members in respect of the H Shares of the Bank will be closed from Friday, 15 July 2022 to Thursday, 21 July 2022 (both days inclusive) in order to determine the list of holders of Shares who are entitled to receive the Final Dividend.

In order to be entitled to the Final Dividend, Shareholders of the Bank who have not registered the relevant transfer documents are required to deliver all transfer documents together with the relevant share certificates and other appropriate documents to the Share Registrar of the Bank, (H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong; Domestic Share Registrar, China Securities Depository and Clearing Company Limited, Shenzhen Branch, 26F, Shenzhen Stock Exchange Building, 2012 Shennan Blvd, Futian District, Shenzhen) not later than 4:30 p.m. on Thursday, 14 July 2022 for registration. Shareholders whose names appear on the register of members of the Shares on Thursday, 21 July 2022 are entitled to receive the Final Dividend.

Final Dividends to Domestic Shareholders will be paid in RMB, and dividends to H Shareholders will be paid in equivalent Hong Kong dollars. RMB will be converted into Hong Kong dollars at the exchange central parity rate (i.e. HK\$1.00=RMB0.85486) announced by the People’s Bank of China on Thursday, 16 June 2022 (i.e. the date of the AGM of the Bank). Accordingly, Final Dividend per 10 Shares is HK\$0.7019 (tax inclusive).

Taxation of Final Dividend

H Shareholders

In accordance with the Enterprise Income Tax Law of the People’s Republic of China and the related implementation provisions, the Bank shall withhold and pay enterprise income tax at the rate of 10% for non-resident enterprise Shareholders whose names appear on the register of H Shareholders on 21 July 2022.

Pursuant to the Notice of the State Administration of Taxation on Issues Concerning Individual Income Tax After the Annulment of Document Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348) (《關於國稅發[1993]045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011]348 號)), dividend received by overseas resident individual shareholders from the shares issued by domestic non-foreign invested enterprises in Hong Kong are subject to individual income tax, which shall be withheld and paid by withholding agents according to relevant laws; however, the overseas resident individual shareholders of the shares issued by domestic non- foreign invested enterprises in Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax agreements between the countries where they reside and China and the tax arrangements between Mainland China and Hong Kong/Macau.

In accordance with the aforesaid tax regulations, the Bank shall generally withhold and pay individual income tax at the rate of 10% for individual holders of H Shares of the Bank. For individual holders of H Shares registered in real name, if the relevant tax regulations and tax agreements provide otherwise, the Bank will conduct specific procedures according to the relevant regulatory requirements of tax authorities.

Domestic Shareholders

In accordance with the applicable provisions and the implementation regulations of the Enterprise Income Tax Law of the People's Republic of China and the Individual Income Tax Law of the People's Republic of China, the Bank will withhold and pay the income tax for natural person Shareholders of domestic Shares at a tax rate of 20%, and the income tax for legal person Shareholders of domestic Shares shall be paid by themselves.

The Bank is not responsible for any claims arising from any delay in, or inaccurate determination of the status of the Shareholders or any disputes over the mechanism of withholding and payment.

If in any doubt as to the above arrangements, the relevant H Shareholders of the Bank may consult with their tax consultants on the advices of the tax impact in Mainland China, Hong Kong and other countries (regions) in respect of holding and disposing of the relevant H Shares of the Bank.

III. APPOINTMENT OF A SHAREHOLDER SUPERVISOR

The resolution on the appointment of Mr. HE Xinzhang as a Shareholder Supervisor of the third session of the Board of Supervisors of the Bank has been approved by the Shareholders by way of an ordinary resolution at the AGM. The term of office of Mr. HE Xinzhang shall commence from the date of this announcement until the expiry of the term of the third session of the Board of Supervisors of the Bank.

Biographical details of Mr. HE Xinzhang are set out in the Circular. As of the date of this announcement, there was no change for such information of Mr. HE Xinzhang.

As of the date of this announcement and to the best knowledge of the Board of Supervisors, Mr. HE Xinzhang has not held any other position in the Bank or 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, Mr. HE Xinzhang does not have other relationship with any Directors, Supervisors, senior management or substantial Shareholders of the Bank. Mr. HE Xinzhang 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). Save as disclosed in the Circular, there is no other information in relation to the appointed Supervisor 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 a service contract with Mr. HE Xinzhang. Mr. HE Xinzhang will not receive remuneration from the Bank during his term of office as a Shareholder Supervisor of the Bank.

IV. ATTESTATION BY LAWYERS

Grandall Law Firm (Guiyang), the PRC legal advisor of the Bank, witnessed the AGM and the Class Meetings and issued the legal opinion stating that the convening and the procedures for holding the AGM and the Class Meetings 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, and the resolutions passed at the AGM and the Class Meetings are legal and valid.

V. SCRUTINY

Computershare Hong Kong Investor Services Limited as the H Share Registrar, Grandall Law Firm (Guiyang) as the PRC legal advisor of the Bank, one Shareholder representative and one Supervisor acted as the vote counters and scrutineers for the vote-taking at the AGM, the 2022 First Domestic Shareholders Class Meeting and the 2022 First H Shareholders Class Meeting.

By order of the Board
Bank of Guizhou Co., Ltd.
YANG Mingshang
Chairman

Guiyang, the PRC, 16 June 2022

As of the date of this announcement, the Board of the Bank comprises Mr. YANG Mingshang, Mr. XU An and Mr. CAI Dong as executive Directors; Mr. CHEN Jingde, Mr. CHEN Hanqing, Mr. CHEN Hua, Mr. WANG Xiaoyong, Ms. GONG Taotao, Mr. WANG Wencheng and Mr. ZHAO Yong as non-executive Directors; and Mr. WANG Gefan, Mr. TANG Xin, Mr. SONG Ke, Mr. LAW Cheuk Kin Stephen and Mr. LEE Hoey Simon 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.*