This summary aims to give you an overview of the information contained in this prospectus. As this is a summary, it does not contain all the information that may be important to you. You should read the whole of this prospectus before you decide whether to invest in the Offer Shares.

There are risks associated with any investment. Some of the particular risks in investing in the Offer Shares are set out in the section headed "Risk Factors" in this prospectus. You should read that section carefully before you decide whether to invest in the Offer Shares.

OVERVIEW

The Bank is a rural commercial bank in Northeast China, and the holding company of 21 majority-owned subsidiary banks and 16 non-majority-owned subsidiary banks, each of which operates autonomously with its own brand name and IT, human resource, risk management and internal control systems. The Bank was named a "Model Rural Commercial Bank in China" (全國農村商業銀行標桿銀行) by the CBRC in 2013 and 2015.

As the first CBRC-approved rural commercial bank in Northeast China, the Bank is well-positioned to take advantage of market opportunities arising from PRC government policies for revitalizing Northeast China and developing the Tumen River Region. In 2013, 2014 and 2015 and the six months ended June 30, 2015 and 2016, operating income from Jilin province represented 91.4%, 89.1%, 90.4%, 90.5% and 92.0% of the Group's total operating income, respectively. In addition, through acquiring rural credit cooperatives and a rural cooperative bank and restructuring them into rural commercial banks, and establishing and acquiring village and township banks, the Group has built a strategic network based in Jilin province and covering the Beijing-Tianjin-Hebei Economic Circle, the Yangtze River Economic Belt and the Pearl River Delta Economic Belt to support the Group's future growth and development. As of June 30, 2016, the Group had established 275 outlets in Jilin province and 78 outlets in other regions, including Heilongjiang, Guangdong, Hebei, Shandong, Anhui, Hubei, Hainan, Tianjin and Shaanxi, of which 103 outlets were operated by the Bank and the rest by the subsidiary banks.

The Bank is encouraged by PRC government policies to exercise discretion and selectively acquire rural commercial banks and village and township banks and establish village and township banks to expand its strategic network and customer base, and enhance its competitiveness. Encouraged by government policies, the Bank makes non-majority investments in rural commercial banks and village and township banks with participations from private entities, most of whom are non-banking and non-financial institutions, under acting-in-concert arrangements that allow the Bank to control and consolidate the investee banks. As of June 30, 2016, the Bank controlled and consolidated 5 rural commercial banks that were restructured from rural credit cooperatives and a rural cooperative bank that it acquired, and 30 village and township banks that it established and 2 village and township banks that it acquired. The 37 subsidiary banks contributed to 44.8% of the Group's total assets as of June 30, 2016, and 45.4% of the Group's operating income and 36.0% of the Group's net profit in the six months ended June 30, 2016 (without taking into account adjustments for intra-group transactions). Each subsidiary bank is a separate legal entity with its own brand name and regulated by the CBRC. In addition, each subsidiary bank enjoys a high level of autonomy, and maintains its own IT, human resource, risk management and internal control systems, including anti-money laundering rules and procedures established in accordance with the PRC regulations. Among the 37 subsidiary banks, 21 are majority-owned and 16 are non-majority-owned. See "—Acquisition of Rural Commercial Banks and Village and Township Banks—Acquisition Philosophy and Strategy" on page 14 for more information on the Bank's acquisition strategy and "—Business Model—Management of the Subsidiary Banks (whether majority-owned or non-majority-owned)" on pages 6 to 12 for how the Bank manages the investee banks.

During the Track Record Period, the Group's business size and profits have increased rapidly through organic growth, and the Bank's acquisitions of rural credit cooperatives and a rural cooperative bank and establishment and acquisitions of village and township banks. The Group's total assets and net assets increased from RMB55,170.5 million and RMB4,679.8 million as of December 31, 2013 to RMB141,953.3 million and RMB11,857.2 million as of December 31, 2015, respectively, representing a CAGR of 60.4% and 59.2%, respectively, each of which exceeded the average CAGR of 20.7% and 24.7% for all PRC commercial banks listed in China and Hong Kong. The Group's net profit also increased from RMB542.5 million in 2013 to RMB1,402.2 million in 2015, representing a CAGR of 60.8%, which exceeded the average CAGR of 12.1% for all PRC commercial banks listed in China and Hong Kong.

The Bank has implemented prudent risk management and internal control to ensure good asset quality while achieving rapid business growth. As of December 31, 2013, 2014 and 2015 and June 30, 2016, the Bank's non-performing loan ratio (on an unconsolidated basis) was 0.74%, 0.72%, 1.28% and 1.26%, respectively, and the Bank's provision coverage ratio (on an unconsolidated basis) was 406.19%, 353.52%, 203.40% and 208.34%, respectively. In addition, as of December 31, 2013, 2014 and 2015 and June 30, 2016, the Group's non-performing loan ratio (on a consolidated basis) was 1.26%, 1.19%, 1.42% and 1.57%, respectively, and the Group's provision coverage ratio (on a consolidated basis) was 220.09%, 233.40%, 206.86% and 198.18%, respectively.

BUSINESS MODEL

The Group operates its businesses through the Bank and through 37 subsidiary banks that consist of (i) 5 rural commercial banks restructured from rural credit cooperatives and a rural cooperative bank that the Bank acquired, (ii) 30 village and township banks that the Bank established, and (iii) 2 village and township banks that the Bank acquired.

The Group operates three principal lines of business: corporate banking, retail banking and treasury operations. The table below sets forth the Group's operating income for each of its principal business segments for the periods indicated.

	Year ended December 31,						Six months ended June 30,			
	2013		2014		2015		2015		2016	
	Amount	% of total	Amount	% of total	Amount	% of total	Amount	% of total	Amount	% of total
							(unaudited)			
	(in millions of RMB, except percentages)									
Corporate banking[(1)]	919.8	50.6%	1,534.3	47.3%	1,372.2	32.2%	680.6	40.8%	941.7	35.5%
Retail banking	646.6	35.6	982.1	30.3	1,359.5	31.9	481.6	28.9	879.7	33.2
Treasury operations	199.6	11.0	544.8	16.8	1,352.5	31.7	424.4	25.5	714.0	26.9
Others[(2)]	51.9	2.8	184.5	5.6	183.7	4.2	79.8	4.8	115.4	4.4
Total operating income	**1,817.9**	**100.0%**	**3,245.7**	**100.0%**	**4,267.9**	**100.0%**	**1,666.4**	**100.0%**	**2,650.8**	**100.0%**

Notes:

(1) Loans to SMEs accounted for 96.9%, 96.9%, 93.1% and 92.0% of total corporate loans as of December 31, 2013, 2014 and 2015 and June 30, 2016, respectively.

(2) Primarily represent income and expenses which cannot be directly attributable or cannot be allocated to a segment on a reasonable basis.

Operating income from treasury operations increased significantly during the Track Record Period, primarily reflecting (i) increased net interest income as a result of the growth of the Group's investment in securities and other financial assets driven by an increase in funds available for investment, and (ii) increased investment gains from disposition of certain investment securities in response to declining market interest rates. Treasury operations contributed to 24.2% of the increase in operating income from 2013 to 2014, 79.0% of the increase in operating income from 2014 to 2015, and 29.4% of the increase in operating income from the six months ended June 30, 2015 to the same period in 2016.

Composition of the Subsidiary Banks

As of June 30, 2016, the Group had 37 subsidiary banks, among which 21 are majority-owned and 16 are non-majority-owned.

Majority-owned Subsidiary Banks

As of June 30, 2016, the Bank controlled and consolidated 1 rural commercial bank and 20 village and township banks, in which the Bank owned more than 50% equity interest. The table below sets forth certain key operational data of and the contribution of each majority-owned subsidiary bank to the Group's total assets and operating income as of and for the six months ended June 30, 2016.

	As of June 30, 2016			Six months ended June 30, 2016
	Number of employees	Number of outlets	% of the Group's total assets[1]	% of the Group's operating income[1]
Rural Commercial Bank				
Liaoyuan Rural Commercial Bank	243	18	3.5%	3.5%
Subtotal	**243**	**18**	**3.5%**	**3.5%**
Village and Township Bank				
Jilin Fengman Huimin Village and Township Bank	55	5	2.5%	4.0%
Changchun Nanguan Huimin Village and Township Bank	115	5	1.6	1.9
Qingdao Pingdu Huimin Village and Township Bank	90	7	1.0	1.2
Da'an Huimin Village and Township Bank	69	5	1.0	1.2
Gaomi Huimin Village and Township Bank	74	5	0.9	1.1
Qianan Huimin Village and Township Bank	55	4	0.9	0.9
Anci District Huimin Village and Township Bank	57	5	0.8	0.8
Shuangcheng Huimin Village and Township Bank	75	5	0.7	0.6
Huadian Huimin Village and Township Bank	51	6	0.7	0.8
Lujiang Huimin Village and Township Bank	45	4	0.5	0.7
Wenan County Huimin Village and Township Bank	64	5	0.5	0.7
Wuchang Huimin Village and Township Bank	40	3	0.5	0.7
Guangzhou Huangpu Huimin Village and Township Bank	29	4	0.5	0.4
Jingmen Dongbao Huimin Village and Township Bank	56	4	0.4	0.6
Wuhua Huimin Village and Township Bank	24	4	0.4	0.4
Hanshan Huimin Village and Township Bank	42	4	0.3	0.3
Tongcheng Huimin Village and Township Bank	28	2	0.2	0.2
Yun'an Huimin Village and Township Bank	12	1	0.1	0.1
Heyang Huimin Village and Township Bank	23	3	0.1	0.1
Qingyuan Qingxin Huimin Village and Township Bank	9	2	0.1	0.1
Subtotal	**1,013**	**83**	**13.7%**	**16.8%**
Total	**1,256**	**101**	**17.2%**	**20.3%**

Note:
(1) Extracted from the financial statements of each subsidiary bank without taking into account adjustments for intra-group transactions.

See "—Financial Contribution of the Subsidiary Banks—Majority-owned Subsidiary Banks" on pages 17 to 19 for the contribution of each majority-owned subsidiary bank to the Group's net interest income, net fee and commission income, operating income, net profit and total assets.

Non-majority-owned Subsidiary Banks

As of June 30, 2016, the Bank controlled and consolidated 4 rural commercial banks and 12 village and township banks in which the Bank owned not more than 50% equity interest. The Bank controlled and consolidated these rural commercial banks and village and township banks because they satisfied the criteria for consolidation under the applicable accounting standards. See "Financial Information—Critical Accounting Estimates and Judgments—Determination of Consolidation Scope" on pages 419 to 421. The table below sets forth certain key operational data of and the contribution of each non-majority-owned subsidiary bank to the Group's total assets and operating income as of and for the six months ended June 30, 2016.

	As of June 30, 2016			Six months ended June 30, 2016
	Number of employees	Number of outlets	% of the Group's total assets[(1)]	% of the Group's operating income[(1)]
Rural Commercial Bank				
Jilin Gongzhuling Rural Commercial Bank	639	53	8.1%	8.7%
Jilin Dehui Rural Commercial Bank	638	38	7.7	6.7
Jilin Chuncheng Rural Commercial Bank	131	12	3.3	2.0
Changbai Mountain Rural Commercial Bank	165	10	2.8	3.0
Subtotal	**1,573**	**113**	**21.9%**	**20.4%**
Village and Township Bank				
Songyuan Ningjiang Huimin Village and Township Bank	104	11	1.6%	1.6%
Changchun Gaoxin Huimin Village and Township Bank	66	5	1.6	1.6
Tianjin Binhai Huimin Village and Township Bank	47	7	0.6	0.3
Huidong Huimin Village and Township Bank	25	3	0.4	0.4
Baicheng Taobei Huimin Village and Township Bank	13	1	0.4	0.1
Taonan Huimin Village and Township Bank	10	1	0.3	0.1
Jilin Chuanying Huimin Village and Township Bank	10	1	0.3	0.0
Anping Huimin Village and Township Bank	27	3	0.2	0.4
Fuyu Huimin Village and Township Bank	10	1	0.2	0.1
Lingshui Dasheng Village and Township Bank	28	1	0.1	0.1
Leizhou Huimin Village and Township Bank	9	1	0.0	0.0
Sanya Phoenix Village and Township Bank	13	1	0.0	—[(2)]
Subtotal	**362**	**36**	**5.7**	**4.7**
Total	**1,935**	**149**	**27.6%**	**25.1%**

Notes:
(1) Extracted from the financial statements of each subsidiary bank without taking into account adjustments for intra-group transactions.
(2) The Bank has controlled and consolidated Sanya Phoenix Village and Township Bank since June 22, 2016.

See "—Financial Contribution of the Subsidiary Banks—Non-majority-owned Subsidiary Banks" on pages 20 to 22 for the contribution of each non-majority-owned subsidiary bank to the Group's net interest income, net fee and commission income, operating income, net profit and total assets.

Acquisition Track Record

The 37 subsidiary banks consist of (1) 5 rural commercial banks restructured from rural credit cooperatives and a rural cooperative bank that the Bank acquired, 2 village and township banks that the Bank acquired, and (2) 30 village and township banks that the Bank established.

Acquisition and Restructuring of Rural Credit Cooperatives and Rural Cooperative Bank

In 2011, the Bank acquired Changbai Mountain Rural Credit Cooperative (長白山保護開發區農村信用合作聯社) and restructured it into Changbai Mountain Rural Commercial Bank. In 2012, the Bank acquired Liaoyuan Rural Credit Cooperative (遼源市郊區農村信用合作聯社) and restructured it into Liaoyuan Rural Commercial Bank. During the Track Record Period, the Bank acquired four rural credit cooperatives and one rural cooperative bank and restructured them into three rural commercial banks, namely:

- Jilin Dehui Rural Commercial Bank: the Bank acquired Dehui Rural Credit Cooperative (德惠市農村信用合作聯社) in 2013 and restructured it into Jilin Dehui Rural Commercial Bank;
- Jilin Gongzhuling Rural Commercial Bank: the Bank acquired Jilin Gongzhuling Rural Cooperative Bank (吉林公主嶺農村合作銀行) in 2015 and restructured it into Jilin Gongzhuling Rural Commercial Bank; and
- Jilin Chuncheng Rural Commercial Bank: the Bank acquired Siping Jincheng Rural Credit Cooperative (四平市金誠農村信用合作社), Siping Jinghua Rural Credit Cooperative (四平市京華農村信用合作社) and Siping Jinhe Rural Credit Cooperative (四平市金合農村信用合作社) in 2015 and restructured and consolidated them into Jilin Chuncheng Rural Commercial Bank.

Acquisition of Village and Township Banks

During the Track Record Period, the Bank acquired two village and township banks in Hainan, namely, Lingshui Dasheng Village and Township Bank, acquired in December 2015, and Sanya Phoenix Village and Township Bank, acquired in June 2016.

From March 30, 2014 to January 8, 2015, the Bank controlled and consolidated Haikou United Rural Commercial Bank Co., Ltd. ("**Haikou United Rural Commercial Bank**") through acting-in-concert arrangements with certain minority shareholders of the bank. On January 8, 2015, the Bank deconsolidated Haikou United Rural Commercial Bank because the acting-in-concert agreement was terminated by mutual consent.

From December 31, 2014 to December 10, 2015, the Bank controlled and consolidated Jilin Shulan Rural Commercial Bank. The Bank sold all of its interest in Jilin Shulan Rural Commercial Bank to an independent third party on December 10, 2015.

See "—Acquisition of Rural Commercial Banks and Village and Township Banks" on pages 14 to 15 for the regulatory background that drives the Bank's acquisition philosophy and strategy, and the financial performance of its acquired subsidiary banks.

Regulation by CBRC

Each of the Group's subsidiary banks (whether majority-owned or non-majority-owned) is a separate legal entity regulated by CBRC. In accordance with the Guidance of CBRC on Further Promoting the Healthy Development of Village and Township Banks (中國銀監會關於進一步促進村鎮銀行健康發展的指導意見), the Bank must ensure the autonomous operation of the village and township banks and may not manage them in the same way as it manages its branches and sub-branches. See "Supervision and Regulation—Corporate Governance and Internal Controls—Corporate Governance" on pages 149 to 150 for details. As such, in order not to affect the autonomous operation of the subsidiary banks, the Bank principally controls the subsidiary banks through its control of more than 50% of the voting rights at shareholders' general meetings, including through acting-in-concert agreements, and are involved in their management through the Bank's representatives on their respective board of directors. Each of the Group's subsidiary banks enjoys a high level of autonomy, and maintains its own IT, human resource, risk management and internal control systems as described below.

Management of the Subsidiary Banks (whether majority-owned or non-majority-owned)

High Level of Autonomy

The Bank's policy of giving a high level of autonomy to the subsidiary banks is also driven by the differences in their geographic locations, target market, customer base, culture and product offerings. The Bank's village and township banks generally have small business scale in terms of, among other things, number of employees and outlets, and offer fewer products and services than the Bank. Some of them are in an early stage of development and may not be profitable. The Bank believes a highly autonomous business model would enable the subsidiary banks to leverage their extensive local networks and long-lasting local customer relationships, and to be more responsive to market changes through greater flexibility in customizing their products and services to the local market, so as to expand their client base and enhance their profitability.

Each of the Group's subsidiary banks makes routine business decisions in its operations, including formulating loan approval limits. The Group also does not have a unified risk management, internal control system or IT systems. As separate legal entities, the 37 subsidiary banks also manage their own human resource systems. To the best knowledge and belief of the Bank's directors, giving high levels of autonomy to the subsidiary banks and controlling these subsidiary banks through acting-in-concert agreements are not uncommon in the PRC banking industry.

Different Brand Names

Each subsidiary bank operates under its own brand name in accordance with The Provisions on Administration of Enterprise Name Registration (企業名稱登記管理規定), which require that a legal entity's name include its geographical location and the industry it engages in, and reflect its operating features. See "Supervision and Regulation—Other Requirements—Company Name" on page 157 for details. In addition, the use of their own brand name also helps to enhance customer affinity with and recognition of the banks' products and services.

Different IT Systems

The core operating systems of 5 of the rural commercial banks and 13 of the village and township banks are developed, operated and maintained by Jilin Rural Credit Information Technology

Services Co., Ltd., or Jilin Technology, a wholly-owned subsidiary of Jilin Province Rural Credit Union. The core operating systems of the other 19 village and township banks are developed, operated and maintained by two renowned IT service providers. All of the Group's IT service providers are regulated by CBRC.

The Group does not have an integrated IT systems for all its subsidiary banks principally because (i) all of the subsidiary banks acquired by the Bank already had their own pre-existing IT systems; (ii) none of the subsidiary banks had suffered any material IT system failures during the Track Record Period; (iii) the Bank has not been required by the relevant governmental authorities to unify the IT systems of the subsidiary banks; and (iv) all of the IT services providers are regulated by CBRC and are experienced in handling, managing and maintaining IT systems for PRC banks that are similar to the Group's subsidiary banks.

The Group does not have an integrated IT system and risk management system for all of the village and township banks established by the Bank because (i) the scale of the village and township banks is relatively small and the businesses of those banks are relatively simple; and the Bank must ensure the autonomous operation of each of its village and township banks and may not manage them in the same way as it manages its branches and sub-branches in accordance with the Guidance of the CBRC on Further Promoting the Healthy Development of Village and Township Banks; (ii) the Bank requires its village and township banks to upload financial data through a consolidated financial reporting system on a monthly, quarterly, semi-annual and annual basis to monitor and assess the Group's overall risk exposure; (iii) none of the village and township banks had suffered any material IT system failure during the Track Record Period; and (iv) substantial costs may be incurred if the Bank integrates the IT system and risk management system used by its village and township banks.

See "Risk Factors—Risks Relating to the Group's Business—the Group does not have integrated risk management, internal control and IT systems for its subsidiary banks" on pages 51 to 52 for risks relating to different IT systems.

Independent Human Resource, Risk Management and Internal Control Systems

Each subsidiary bank is a separate legal entity, and because of differences in various aspects such as geographic locations and target market, customer base, culture and product offerings, the Group did not unify the human resource, risk management and internal control systems. Each subsidiary bank maintains its own human resource, risk management and internal control systems independent from that of the Bank's, including anti-money laundering rules and procedures established in accordance with the PRC regulations.

In addition, all of the subsidiary banks acquired by the Bank already had their own human resource, risk management and internal control systems, and the Bank has not been required by the relevant governmental authorities to unify these systems.

Involvement in Risk Management Policy Formulation through Board Representatives

The Bank participates in formulating the risk management policies and strategies of each subsidiary bank through the Bank's board representatives.

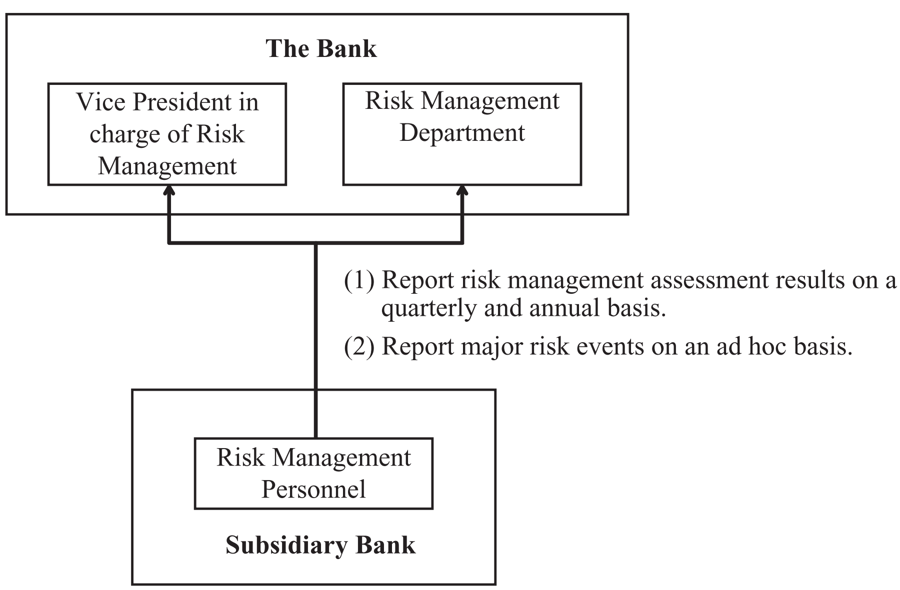
Supervision over the Implementation of Risk Management Processes

The Group does not have an integrated risk management system to monitor the risk management process of its subsidiary banks on a real-time or daily basis. For example, the Bank may not be able to monitor whether the Bank and the subsidiary banks have extended loans to the same party. See "Risk Factors—Risks Relating to the Group's Business—The Group does not have integrated risk management, internal control and IT systems for its subsidiary banks" on pages 51 to 52 for the relevant risks.

The Bank supervises and monitors the implementation of the risk management processes of the subsidiary banks through the risk management personnel sent or designated by the Bank and through the Bank's village and township bank management department.

- **Risk management personnel**: the Bank assists the subsidiary banks in improving their risk management and internal control systems by sending or designating risk management personnel to guide and monitor the implementation of risk management and internal control processes and policies. These risk management personnel then help each subsidiary bank to improve its risk management system with reference to the risk management system of the Bank and formulate risk management policies that are consistent with the Group's overall risk and return preferences. These risk management personnel report risk management assessment results on a quarterly and annual basis, and major risk events on an ad hoc basis directly to the Bank's vice president in charge of risk management and the risk management department of the Bank.

The following table sets forth the reporting process of the risk management personnel sent or designated by the Bank.



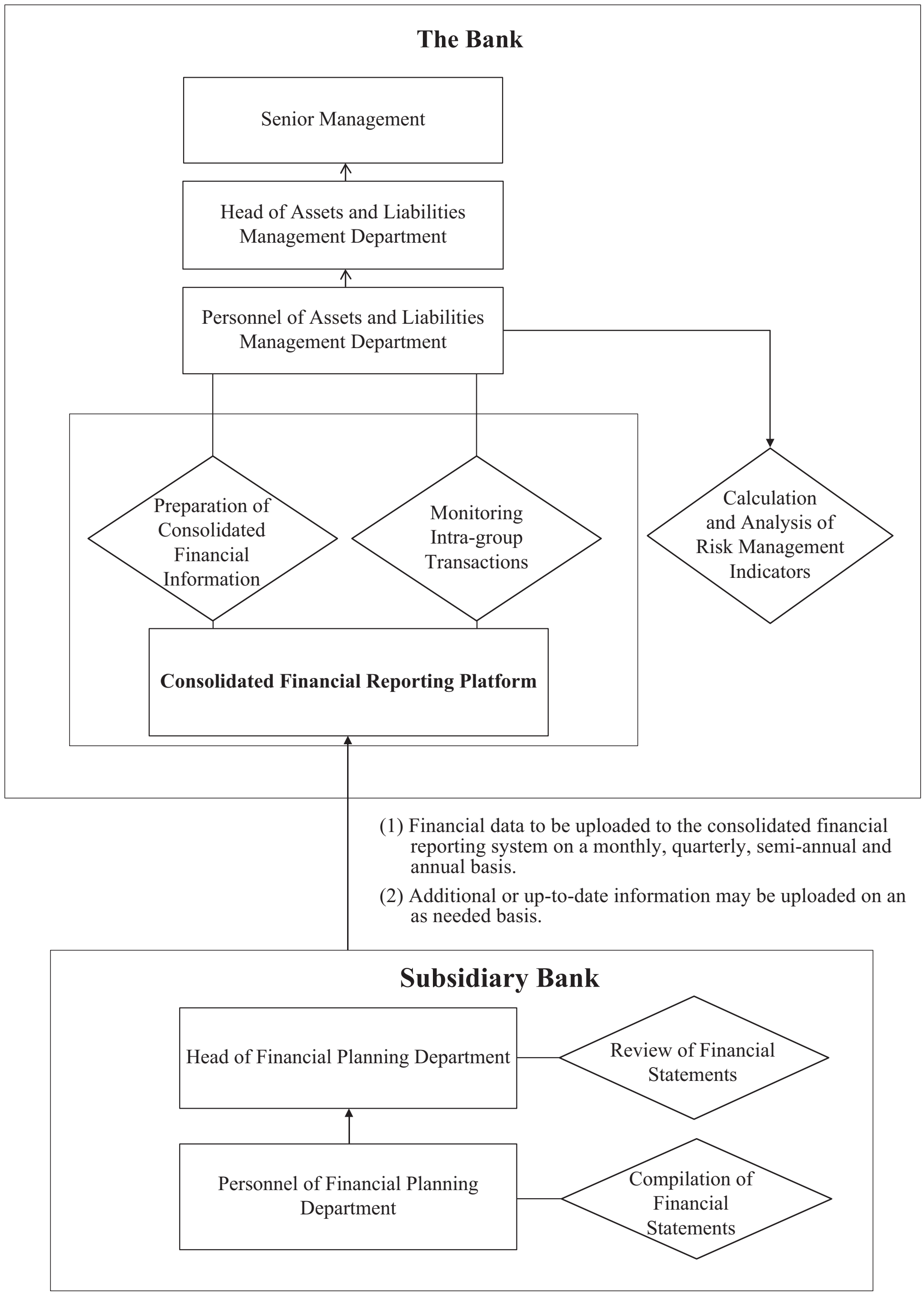
- **Village and township bank management department**: The Bank also supervises the risk management of the village and township banks through the risk management sub-department of its village and township bank management department. For example, through its village and township bank management department, the Bank issues guidance and circulars to village and township banks to enhance awareness of risks associated with their businesses and measures to be complied with to manage those risks as and when needed.

In addition, the Bank will appoint an independent, experienced and reputable accounting firm as its risk management advisor after the Listing to enhance its supervision over the implementation of the risk management systems and procedures of the Bank and the subsidiary banks. The risk management advisor will assess and directly report on a quarterly basis to the Bank's board of directors regarding the development, enhancement, sufficiency and adequacy of the risk management system of the Bank and the subsidiary banks, individually and together as a whole. The independent non-executive directors of the Bank will then report the development, enhancement, sufficiency and adequacy of the risk management system of the Bank and the subsidiary banks, individually and together as a whole based on the risk management advisor's findings in the annual report after the Listing.

Risk Management Indicators Monitoring

Although the Group does not have an integrated IT system or any real-time or daily financial reporting system for its subsidiary banks, the Bank has engaged a third-party developer to develop a consolidated financial reporting system. This system serves as a platform through which the Bank gathers the necessary data from each subsidiary bank for preparing the consolidated financial information and for monitoring intra-group transactions. The Bank requires each subsidiary bank to upload its financial data to the consolidated financial reporting system on a monthly, quarterly, semi-annual and annual basis. The Bank can also request for additional or up-to-date information on an as needed basis. The Bank then calculates and analyzes the risk management indicators of each subsidiary bank to monitor and assess the Group's overall risk exposure. The Bank did not implement any internal policies to require more frequent reporting of financial data to the consolidated financial reporting system because it believes that the current financial reporting frequency is sufficient for regulatory compliance and risk management purposes because (1) neither the Bank nor any of the subsidiary banks had been notified of administrative or regulatory penalties for failing to comply with the periodic reporting requirements imposed by CBRC, (2) inspections and reviews by the PRC regulatory authorities during the Track Record Period did not identify any significant risk or material non-compliance events relating to regulatory compliance or risk management, and (3) King & Wood Mallesons, the Bank's PRC legal adviser, has advised the Bank that there are no PRC laws that require more frequent reporting of the statements as set forth under the Notice on the Official Operation of Off-site Supervision Information System in 2007 (關於非現場監管信息系統2007年正式運行的通知) issued by CBRC than on a monthly basis.

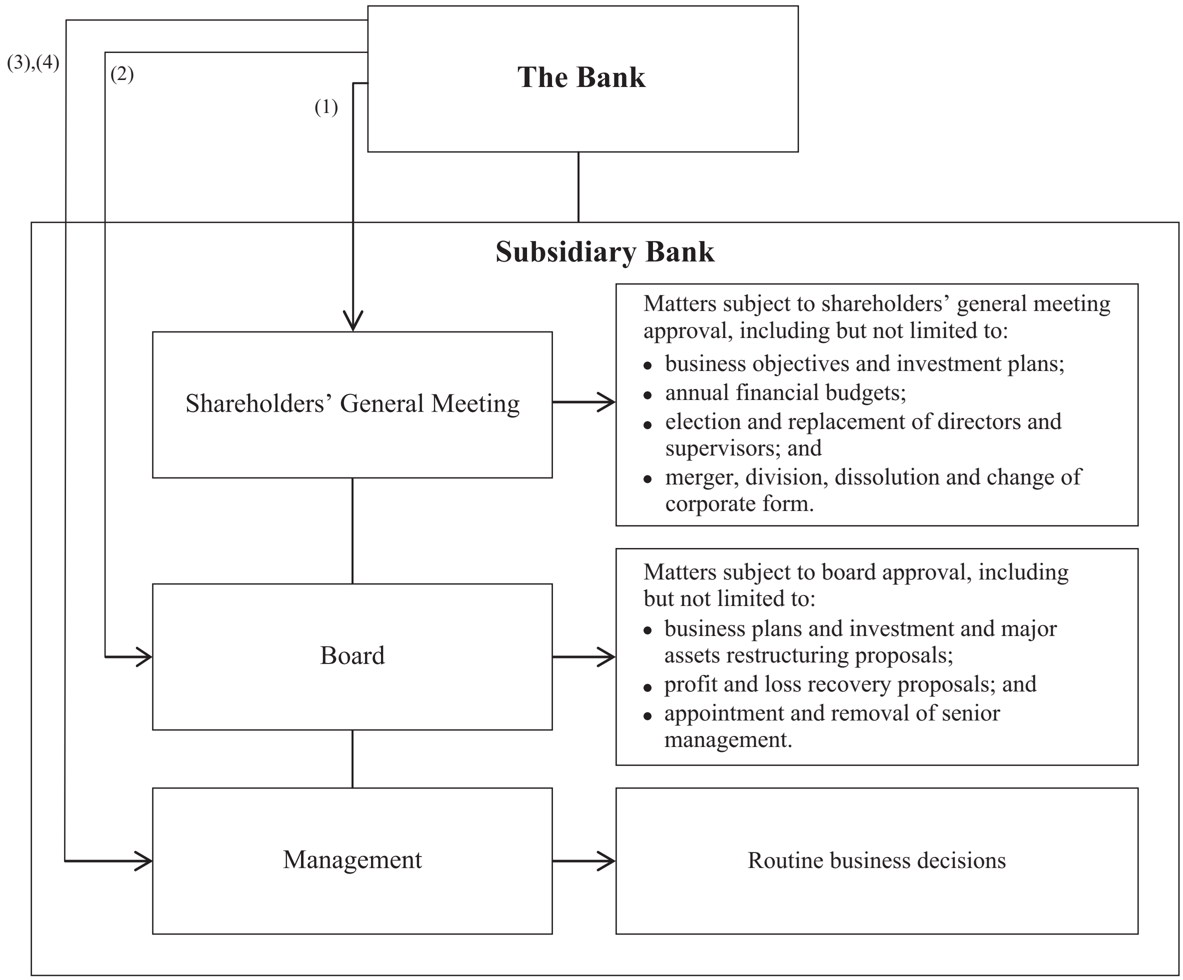
The following table sets forth the financial reporting process of the subsidiary banks to the Bank.



The Bank principally monitors the risks of the Group as a whole through the measures described above. As a separate legal entity regulated by the CBRC and under its supervision and oversight, the Bank and each subsidiary bank report their regulatory indicators to the CBRC on a periodic basis in accordance with applicable PRC regulations. See "Supervision and Regulation—Other Requirements—Periodic Reporting Requirements" on pages 157 to 158 for details regarding the frequency and the nature of financial reporting by the subsidiary banks. Through offsite surveillance systems, CBRC periodically collects data to analyze the regulatory indicators of commercial banks for appraisal and early warning of their risk levels, risk migration and risk offset on a timely basis. The Bank believes its measures to monitor risk exposure through supervising the implementation of risk management and internal control processes of the subsidiary banks have proven commercially feasible because inspections and reviews by the PRC regulatory authorities during the Track Record Period did not identify any significant risk or material non-compliance events relating to these subsidiary banks.

Control Over the Financial and Operating Policies of the Subsidiary Banks

The Bank is involved in the management of each subsidiary bank by guiding and monitoring the formulation and implementation of its financial and operating policies to ensure they are aligned with the Bank through its control of more than 50% of the voting rights, including through acting-in-concert agreements, in each bank and the Bank's representatives on their board of directors. Through the Bank's board representatives, the Bank also participates in each subsidiary bank's decision-making process to appoint and remove its president and other key personnel nominated by the president (such as the vice president and personnel responsible for financial, credit extension and audit related matters) based on their track record in implementing each subsidiary bank's business strategies and risk management and internal control policies. The Bank's directors confirm that the Bank had control over the financial and operating policies of the subsidiary banks during the Track Record Period. The Sole Sponsor concurs with such view. As of the Latest Practicable Date, the Bank had nominated the chairman and a majority of the directors of all of the subsidiary banks. The Bank does not closely monitor the daily operations of the subsidiary banks and allows them to make routine business decisions so as to ensure their autonomous operations. The following table sets forth the general decision making process of the subsidiary banks.



Notes:

(1) The Bank controls more than 50% of the voting rights, including through acting-in-concert agreements, in each subsidiary bank.

(2) The Bank has right to nominate the chairman and a majority of the directors of each subsidiary bank in accordance with their articles of association.

(3) The Bank sends or designates risk management personnel to rural commercial banks and village and township banks to guide and monitor the implementation of their risk management measures and processes.

(4) The Bank has established a village and township bank management department to help village and township banks establish strategic development plans, provide research, technology and human resource support and supervise risk management.

Measures to Achieve Synergies

The Bank assists the subsidiary banks in achieving growth in their financial performance and market value by providing strategic guidance, offering training and designating professionals to improve employee competencies, and sharing experience in innovative products and services to diversify their businesses. For example, the Bank assists the village and township banks to issue debit cards. In 2010, the Bank established a village and township bank management department to help village and township banks to establish strategic development plans, provide research, technology and human resource support and supervise risk management. The Bank also has established four service centers in Jilin province, Hebei, Hubei and Guangdong to support the operations of the village and township banks.

Regulatory Compliance

As a separate legal entity, each subsidiary bank is subject to inspections and reviews by the PRC regulatory authorities (including PBOC, CBRC, SAFE and SAT) and their respective local counterparts. Inspections and reviews during the Track Record Period did not identify any significant risk or material non-compliance events, but identified some deficiencies in their business operations, risk management and internal control. During the Track Record Period and as of the Latest Practicable Date, some of the subsidiary banks were subject to administrative penalties as a result of regulatory inspections and reviews, generally in the form of fines. See "Business—Laws and Regulations—Regulatory Inspections and Proceedings—Administrative Penalties" on pages 248 to 250.

During the Track Record Period, certain subsidiary banks did not meet certain regulatory indicators stipulated by Core Indicators (Provisional) promulgated and administered by CBRC, in many instances for multiple times and by more than 50%. These indicators include the core liabilities, liquidity gap, cost-to-income, return on assets, return on capital and capital adequacy ratios and lending limits. See "Supervision and Regulation—Other Operational and Risk Management Ratios—Regulatory Indicator Compliance by the Subsidiary Banks" on pages 142 to 148 for details. The Core Indicators (Provisional) do not stipulate any penalties for failure to comply with the regulatory indicators. In accordance with the Core Indicators (Provisional), except as otherwise provided by laws, administrative rules and department regulations, failure to meet the regulatory ratios does not constitute direct basis for administrative penalties.

Some of the subsidiary banks have yet to meet the provision coverage and provision to total loan ratios, which they are required to by the end of 2016. As of June 30, 2016, one of the subsidiary banks, Lingshui Dasheng Village and Township Bank, could not meet its capital adequacy ratio, tier-one capital adequacy ratio and core tier-one capital adequacy ratio. As of September 30, 2016 (the latest quarter end), such subsidiary bank had complied with the aforesaid ratio requirements.

During the Track Record Period and as of the Latest Practicable Date, neither the Bank nor any of the subsidiary banks had been notified of administrative or regulatory penalties for failure to meet regulatory indicators. As confirmed by the relevant regulatory authorities, no investigations, regulatory measures and administrative penalties, including suspension of operation, have been or will be imposed on the Bank or any of the subsidiary banks for failing to meet regulatory indicators during the Track Record Period. King & Wood Mallesons, the Bank's PRC legal adviser, has advised the Bank that the confirmations were given by competent authorities.

The Bank believes that the failure by some of the Group's subsidiary banks to meet regulatory indicators during the Track Record Period was not material to the Bank and the subsidiary banks on a consolidated basis, and that it did not have any material adverse effect on the operations and financial results of the Bank and the subsidiary banks on a consolidated basis during the Track Record Period. See "Risk Factors—Risks Relating to the Group's Business—Substantial legal liability or significant regulatory action could materially and adversely affect the Group's results of operations or financial condition, or cause significant reputational harm and seriously harm the Group's business prospects" on pages 64 to 65 for the risks relating to failures to meet regulatory indicators.

Risks Associated with the Group's Business Model

As the Bank gives a high level of autonomy to the subsidiary banks, if they operate their business in a manner deviating from the Bank's expectation or guidance, the Group's financial condition and results of operations may be adversely affected. See "Risk Factors—Risks Relating to the Group's Business—The Bank may not be able to effectively manage the risks associated with the autonomy of the subsidiary banks" on page 51 for the risks relating to the autonomous operations of the subsidiary banks.

ACQUISITION OF RURAL COMMERCIAL BANKS AND VILLAGE AND TOWNSHIP BANKS

Regulatory Background

In 2010, the CBRC began encouraging financial institutions to acquire rural credit cooperatives. This, along with development trends concerning rural financial services, led the Bank to acquire Changbai Mountain Rural Credit Cooperative and establish Changbai Mountain Rural Commercial Bank in 2011, making it one of the first PRC rural commercial banks to acquire and restructure a rural financial institution.

In 2015, the CBRC began encouraging the acquisitions of village and township banks by PRC commercial banks with relatively larger business scale and experience in managing village and township banks. Encouraged by government policies, the Bank acquired Lingshui Dasheng Village and Township Bank in December 2015 and Sanya Phoenix Village and Township Bank in June 2016.

The Bank must meet certain conditions and criteria imposed by the PRC regulatory authorities before it can acquire a PRC banking financial institution. See "Supervision and Regulation—Licensing Requirements—Acquisition of Domestic Banking Financial Institutions by Rural Commercial Banks" on pages 111 to 112 for details. All of the Bank's acquisitions have been approved by the relevant PRC regulatory authorities.

Acquisition Philosophy and Strategy

The Bank has discretion in selecting acquisition targets. In evaluating a prospective acquisition target, the Bank considers a variety of factors, including one or more of the following:

- financial condition and results of operation;
- government support;
- growth potential;
- business scale;
- geographic location;
- customer base;
- corporate culture;
- compliance history;
- experience and skill of management;
- capital requirements;
- competitive position; and
- costs associated with effecting the business combination.

In addition, the Bank focuses on establishing and acquiring village and township banks in areas with strong economic fundamentals, developed regional transportation networks and robust development potential, including the Binhai New Area of Tianjin, Yangtze River Economic Zone, the Bohai Economic Rim and the Pearl River Delta.

Financial Performance of Acquired Rural Commercial Banks and Village and Township Banks

The following table sets forth the percentage contribution from entities that the Bank acquired during the Track Record Period on a cumulative basis and from the Group's own business operations to the Group's financial performance for the periods indicated.

	Year ended December 31,									Six months ended June 30,					
	2013			2014			2015			2015			2016		
	Net interest income[(3)]	Net fee and commission income[(3)]	Operating income[(3)]	Net interest income[(3)]	Net fee and commission income[(3)]	Operating income[(3)]	Net interest income[(3)]	Net fee and commission income[(3)]	Operating income[(3)]	Net interest income[(3)]	Net fee and commission income[(3)]	Operating income[(3)]	Net interest income[(3)]	Net fee and commission income[(3)]	Operating income[(3)]
	(in percentages)														
Entities acquired during the Track Record Period[(1)]	—	—	—	13.7	2.3	12.9	16.6	7.1	14.2	13.6	7.6	12.4	18.9	24.2	17.5
Own operations[(2)]	100.0	100.0	100.0	86.3	97.7	87.1	83.4	92.9	85.8	86.4	92.4	87.6	81.1	75.8	82.5
Total	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**	**100.0**

Notes:

(1) The Bank acquired Jilin Dehui Rural Commercial Bank, Jilin Shulan Rural Commercial Bank, Haikou United Rural Commercial Bank, Jilin Gongzhuling Rural Commercial Bank, Jilin Chuncheng Rural Commercial Bank, Lingshui Dasheng Village and Township Bank and Sanya Phoenix Village and Township Bank during the Track Record Period. Jilin Shulan Rural Commercial Bank and Haikou United Rural Commercial Bank were subsequently disposed of or unconsolidated during the Track Record Period.

(2) Include Changbai Mountain Rural Commercial Bank and Liaoyuan Rural Commercial Bank, which were acquired in 2011 and 2012, respectively.

(3) Calculated based on the financial statements of the Bank and each subsidiary bank without taking into account adjustments for intra-group transactions.

Entities acquired during the Track Record Period and the Group's own operations contributed to 29.3% and 70.7%, respectively, of the increase in operating income from 2013 to 2014, 18.5% and 81.5%, respectively, of the increase in operating income from 2014 to 2015, and 26.2% and 73.8%, respectively, of the increase in operating income from the six months ended June 30, 2015 to the same period in 2016 (without taking into account adjustments for intra-group transactions).

Risks Associated with Acquisitions

Acquisitions of rural commercial banks and village and township banks involve a number of risks and present financial, managerial and operational challenges. These include disruption of business, hidden liabilities, financial obligations, difficulties in integrating personnel, financial, risk management and other systems, hiring additional management and other key personnel and increases in the scope, geographic diversity, risk profile and complexity of the Group's operations. The Group may not realize any of the anticipated benefits or achieve the expected synergies from these acquisitions. See "Risk Factors—Risks Relating to the Group's Business—The Bank may pursue mergers and acquisitions that could present unforeseen integration obstacles or costs and may not enhance the Group's business as expected" on page 55 for the risks relating to the Bank's acquisition of rural commercial banks and village and township banks.

NON-MAJORITY-OWNED SUBSIDIARY BANKS

In 2012, the CBRC began to encourage private enterprises to restructure rural financial institutions when it issued an opinion to lower the minimum equity interest that a promoter bank must hold in a village and township bank from 20% to 15%. Encouraged by government policies, the Bank makes non-majority investments in rural commercial banks and village and township banks with participations from private entities, most of whom are non-banking and non-financial institutions, under acting-in-concert arrangements that allow the Bank to control and consolidate the investee banks. The Bank believes it can better deploy its financial resources and quickly expand the Group's network and client base through non-majority investments in rural commercial banks and village and township banks.

As of June 30, 2016, the Bank controlled and consolidated 4 rural commercial banks and 12 village and township banks, in which the Bank owned not more than 50% equity interest. These rural commercial banks and village and township banks contributed to 27.6% of the Group's total assets as of June 30, 2016, and 25.1% of the Group's operating income and 22.0% of the Group's net profit in the six months ended June 30, 2016 (without taking into account adjustments for intra-group transactions). See "—Financial Contribution of the Subsidiary Banks—Non-majority-owned Subsidiary Banks" on pages 20 to 22 for details.

To the best knowledge and belief of the Bank's directors, holding equity interest of less than 50% in these subsidiary banks and controlling those subsidiary banks through acting-in-concert agreements with other minority investors are not uncommon in the PRC banking industry.

Risk Associated with Non-majority-owned Subsidiary Banks

See "Risk factors—Risks Relating to the Group's Business—The Bank may lose control over some of the subsidiary banks, which could materially and adversely affect the Group's results of operations" on pages 56 to 57 for details of the risks relating to the Bank's non-majority investments in rural commercial banks and village and township banks.

FINANCIAL CONTRIBUTION OF THE SUBSIDIARY BANKS

As of June 30, 2016, the Group had 37 subsidiary banks, among which 21 are majority-owned and 16 are non-majority-owned.

Majority-owned Subsidiary Banks

As of June 30, 2016, the Group had 1 majority-owned rural commercial bank and 20 majority-owned village and township banks. The following tables set forth the percentage contribution of each majority-owned rural commercial bank and village and township bank to the Group's net interest income, net fee and commission income, operating income and profit for the periods indicated.

	Year ended December 31,											
	2013				2014				2015			
	Net interest income[5]	Net fee and commission income[5]	Operating income[5]	Profit for the year[5]	Net interest income[5]	Net fee and commission income[5]	Operating income[5]	Profit for the year[5]	Net interest income[5]	Net fee and commission income[5]	Operating income[5]	Profit for the year[5]
	(in percentages)											
Liaoyuan Rural Commercial Bank	7.0%	0.3%	5.6%	8.3%	5.9%	0.2%	6.5%	7.7%	4.6%	1.6%	4.2%	5.1%
Jilin Fengman Huimin Village and Township Bank	0.1	(0.0)	0.0	0.0	2.0	0.0	1.6	0.8	3.2	4.2	2.7	2.0
Changchun Nanguan Huimin Village and Township Bank	2.9	0.8	2.5	1.5	2.3	0.9	2.1	1.3	2.3	3.4	2.3	1.7
Da'an Huimin Village and Township Bank	1.6	0.3	1.4	0.7	1.3	0.1	1.1	0.5	1.4	0.1	1.3	1.1
Qingdao Pingdu Huimin Village and Township Bank	1.6	0.0	1.4	0.5	1.4	0.1	1.2	0.5	1.8	0.0	1.4	1.0
Qianan Huimin Village and Township Bank	1.3	0.2	1.1	0.3	1.2	0.1	1.1	0.4	1.4	0.2	1.1	0.9
Lujiang Huimin Village and Township Bank	1.7	(0.1)	1.6	1.2	1.1	(0.0)	1.0	0.8	0.8	0.1	0.8	0.8
Wuchang Huimin Village and Township Bank	1.1	0.1	0.9	0.7	0.8	0.1	0.7	0.5	0.9	0.1	0.8	0.8
Wenan County Huimin Village and Township Bank	1.2	(0.0)	1.0	0.2	1.1	0.1	0.9	0.4	1.0	0.2	1.0	0.8
Huadian Huimin Village and Township Bank	0.1	(0.0)	0.0	(0.6)	1.0	(0.0)	0.8	0.4	1.3	(0.0)	1.1	0.7
Anci District Huimin Village and Township Bank	1.5	0.0	1.2	0.2	1.3	0.0	1.0	0.4	1.1	0.1	1.0	0.5
Gaomi Huimin Village and Township Bank	1.7	(0.0)	1.6	1.1	1.3	0.0	1.2	0.5	1.3	0.1	1.0	0.3
Hanshan Huimin Village and Township Bank	0.7	(0.0)	0.6	0.2	0.5	(0.0)	0.5	0.2	0.5	0.0	0.5	0.2
Shuangcheng Huimin Village and Township Bank	1.3	0.1	1.1	0.6	0.8	0.0	0.6	0.2	0.8	0.1	0.6	0.2
Tongcheng Huimin Village and Township Bank	0.3	(0.0)	0.2	(0.5)	0.4	0.0	0.3	(0.0)	0.3	(0.0)	0.3	0.1
Guangzhou Huangpu Huimin Village and Township Bank	—[1]	—[1]	—[1]	—[1]	0.4	0.0	0.4	0.1	0.5	1.0	0.5	(0.1)
Qingyuan Qingxin Huimin Village and Township Bank	—[2]	—[2]	—[2]	—[2]	0.1	(0.0)	0.1	(0.3)	0.4	(0.0)	0.1	(0.2)
Wuhua Huimin Village and Township Bank	—[3]	—[3]	—[3]	—[3]	0.1	(0.0)	0.2	(0.3)	0.4	(0.0)	0.3	(0.2)
Heyang Huimin Village and Township Bank	0.0	(0.0)	0.0	0.0	0.1	(0.0)	0.1	(0.4)	0.1	(0.0)	0.1	(0.3)
Yun'an Huimin Village and Township Bank	—[4]	—[4]	—[4]	—[4]	0.1	(0.0)	0.1	(0.2)	0.1	(0.0)	0.1	(0.3)
Jingmen Dongbao Huimin Village and Township Bank	1.5	0.0	1.3	0.6	1.2	0.0	1.1	0.7	0.9	0.1	0.9	(0.7)
Total	**25.6%**	**1.7%**	**21.5%**	**15.0%**	**24.4%**	**1.6%**	**22.6%**	**14.2%**	**25.1%**	**11.3%**	**22.1%**	**14.4%**

	Six months ended June 30,							
	2015				2016			
	Net interest income(5)	Net fee and commission income(5)	Operating income(5)	Profit for the period(5)	Net interest income(5)	Net fee and commission income(5)	Operating income(5)	Profit for the period(5)
	(unaudited)							
	(in percentages)							
Liaoyuan Rural Commercial Bank	4.6%	0.4%	4.1%	4.3%	4.4%	0.2%	3.5%	4.1%
Jilin Fengman Huimin Village and Township Bank	3.1	0.1	2.7	1.0	3.9	11.0	4.0	3.6
Changchun Nanguan Huimin Village and Township Bank	2.5	3.0	2.3	0.6	2.1	2.4	1.9	1.8
Da'an Huimin Village and Township Bank	1.6	0.1	1.3	0.8	1.3	1.6	1.2	0.8
Qingdao Pingdu Huimin Village and Township Bank	1.8	0.1	1.5	1.0	1.5	0.0	1.2	0.7
Qianan Huimin Village and Township Bank	1.6	0.1	1.3	1.3	1.2	0.0	0.9	0.7
Huadian Huimin Village and Township Bank	1.6	(0.0)	1.4	0.7	1.0	(0.0)	0.8	0.7
Wuchang Huimin Village and Township Bank	0.9	0.1	0.8	0.7	0.8	0.0	0.7	0.7
Gaomi Huimin Village and Township Bank	1.4	0.1	1.2	0.5	1.3	0.1	1.1	0.6
Wenan County Huimin Village and Township Bank	1.2	0.2	1.0	0.4	0.9	0.1	0.7	0.4
Lujiang Huimin Village and Township Bank	0.9	(0.0)	0.9	0.8	0.9	0.0	0.7	0.4
Jingmen Dongbao Huimin Village and Township Bank	1.1	0.0	0.9	(0.5)	0.8	0.0	0.6	0.2
Shuangcheng Huimin Village and Township Bank	0.6	0.1	0.5	(0.2)	0.7	0.0	0.6	0.2
Anci District Huimin Village and Township Bank	1.2	0.1	1.0	0.1	1.0	0.1	0.8	0.1
Hanshan Huimin Village and Township Bank	0.5	(0.0)	0.4	0.1	0.4	(0.0)	0.3	0.0
Wuhua Huimin Village and Township Bank	0.3	(0.1)	0.3	(0.4)	0.5	(0.0)	0.4	(0.1)
Tongcheng Huimin Village and Township Bank	0.4	0.0	0.4	0.1	0.3	0.0	0.2	(0.1)
Heyang Huimin Village and Township Bank	0.1	(0.0)	0.1	(0.3)	0.1	(0.0)	0.1	(0.1)
Yun'an Huimin Village and Township Bank	0.1	(0.0)	0.1	(0.2)	0.1	(0.0)	0.1	(0.2)
Guangzhou Huangpu Huimin Village and Township Bank	0.5	0.4	0.5	0.1	0.4	0.6	0.4	(0.2)
Qingyuan Qingxin Huimin Village and Township Bank	0.1	0.0	0.1	(0.4)	0.1	(0.0)	0.1	(0.3)
Total	**26.1%**	**4.7%**	**22.8%**	**10.5%**	**23.7%**	**16.1%**	**20.3%**	**14.0%**

The following table sets forth the percentage contribution of each majority-owned rural commercial bank and village and township bank to the Group's total assets as of the dates indicated.

	As of December 31,			As of June 30,
	2013	2014	2015	2016
	(in percentages)			
Liaoyuan Rural Commercial Bank	7.7%	4.6%	3.0%	3.5%
Jilin Fengman Huimin Village and Township Bank	0.9	3.5	3.9	2.5
Changchun Nanguan Huimin Village and Township Bank	2.6	2.2	1.7	1.6
Qingdao Pingdu Huimin Village and Township Bank	1.2	1.5	1.3	1.0
Da'an Huimin Village and Township Bank	1.0	1.1	0.9	1.0
Gaomi Huimin Village and Township Bank	1.2	1.2	0.9	0.9
Qianan Huimin Village and Township Bank	1.0	1.0	0.8	0.9
Anci District Huimin Village and Township Bank	1.1	1.0	0.7	0.8
Shuangcheng Huimin Village and Township Bank	0.7	0.7	0.7	0.7
Huadian Huimin Village and Township Bank	0.6	1.1	0.7	0.7
Lujiang Huimin Village and Township Bank	1.0	0.8	0.6	0.5
Wenan County Huimin Village and Township Bank	0.8	0.8	0.6	0.5
Wuchang Huimin Village and Township Bank	0.7	0.7	0.6	0.5
Guangzhou Huangpu Huimin Village and Township Bank	—(1)	0.4	0.5	0.5
Jingmen Dongbao Huimin Village and Township Bank	0.8	0.7	0.5	0.4
Wuhua Huimin Village and Township Bank	—(3)	0.3	0.3	0.4
Hanshan Huimin Village and Township Bank	0.5	0.3	0.3	0.3
Tongcheng Huimin Village and Township Bank	0.3	0.2	0.2	0.2
Yun'an Huimin Village and Township Bank	—(4)	0.1	0.1	0.1
Heyang Huimin Village and Township Bank	0.1	0.2	0.1	0.1
Qingyuan Qingxin Huimin Village and Township Bank	—(2)	0.1	0.1	0.1
Total	**22.2%**	**22.5%**	**18.5%**	**17.2%**

Notes:

(1) The Bank has controlled and consolidated Guangzhou Huangpu Huimin Village and Township Bank since February 7, 2014.

(2) The Bank has controlled and consolidated Qingyuan Qingxin Huimin Village and Township Bank since January 23, 2014.

(3) The Bank has controlled and consolidated Wuhua Huimin Village and Township Bank since January 13, 2014.

(4) The Bank has controlled and consolidated Yun'an Huimin Village and Township Bank since January 27, 2014.

(5) Extracted from the financial statements of each subsidiary bank without taking into account adjustments for intra-group transactions.

Non-majority-owned Subsidiary Banks

As of June 30, 2016, the Group had 4 non-majority-owned rural commercial banks and 12 non-majority-owned village and township banks. The following tables set forth the percentage contribution of each non-majority-owned rural commercial bank and village and township bank to the Group's net interest income, net fee and commission income, operating income and profit for the periods indicated.

	Year ended December 31,											
	2013				2014				2015			
	Net interest income[13]	Net fee and commission income[13]	Operating income[13]	Profit for the year[13]	Net interest income[13]	Net fee and commission income[13]	Operating income[13]	Profit for the year[13]	Net interest income[13]	Net fee and commission income[13]	Operating income[13]	Profit for the year[13]
	(in percentages)											
Jilin Dehui Rural Commercial Bank	—[1]	—[1]	—[1]	—[1]	11.7%	(0.1)%	11.0%	14.1%	10.2%	3.8%	8.4%	11.3%
Changbai Mountain Rural Commercial Bank	5.7	0.2	5.0	6.4	5.4	1.6	4.7	4.7	4.1	5.1	3.8	4.7
Jilin Gongzhuling Rural Commercial Bank	—[2]	—[2]	—[2]	—[2]	—[2]	—[2]	—[2]	—[2]	3.0	1.9	2.9	3.0
Songyuan Ningjiang Huimin Village and Township Bank	2.3	0.0	1.9	0.9	1.9	0.0	1.5	0.8	2.1	0.1	1.9	1.1
Changchun Gaoxin Huimin Village and Township Bank	0.1	0.1	0.1	(0.8)	0.6	0.6	0.5	0.0	1.8	1.6	1.5	0.7
Jilin Chuncheng Rural Commercial Bank	—[3]	—[3]	—[3]	—[3]	—[3]	—[3]	—[3]	—[3]	0.5	0.5	0.4	0.3
Huidong Huimin Village and Township Bank	—[4]	—[4]	—[4]	—[4]	0.1	0.0	0.1	(0.5)	0.5	0.0	0.4	(0.0)
Tianjin Binhai Huimin Village and Township Bank	—[5]	—[5]	—[5]	—[5]	0.4	(0.0)	0.4	0.3	0.6	(0.0)	0.5	(0.3)
Fuyu Huimin Village and Township Bank	—[6]	—[6]	—[6]	—[6]	—[6]	—[6]	—[6]	—[6]	0.0	(0.0)	0.0	(0.1)
Anping Huimin Village and Township Bank	0.0	0.0	0.0	0.0	0.2	(0.0)	0.2	(0.4)	0.4	(0.0)	0.3	(0.2)
Taonan Huimin Village and Township Bank	—[7]	—[7]	—[7]	—[7]	—[7]	—[7]	—[7]	—[7]	0.0	(0.0)	0.0	(0.2)
Baicheng Taobei Huimin Village and Township Bank	—[8]	—[8]	—[8]	—[8]	—[8]	—[8]	—[8]	—[8]	0.0	(0.0)	0.0	(0.2)
Leizhou Huimin Village and Township Bank	—[9]	—[9]	—[9]	—[9]	—[9]	—[9]	—[9]	—[9]	0.0	(0.0)	0.0	(0.6)
Lingshui Dasheng Village and Township Bank	—[10]	—[10]	—[10]	—[10]	—[10]	—[10]	—[10]	—[10]	—[10]	—[10]	—[10]	—[10]
Jilin Chuanying Huimin Village and Township Bank	—[11]	—[11]	—[11]	—[11]	—[11]	—[11]	—[11]	—[11]	—[11]	—[11]	—[11]	—[11]
Sanya Phoenix Village and Township Bank	—[12]	—[12]	—[12]	—[12]	—[12]	—[12]	—[12]	—[12]	—[12]	—[12]	—[12]	—[12]
Total	**8.1%**	**0.3%**	**7.0%**	**6.5%**	**20.3%**	**2.1%**	**18.4%**	**19.0%**	**23.2%**	**13.0%**	**20.1%**	**19.5%**

	Six months ended June 30,							
	2015				2016			
	Net interest income(13)	Net fee and commission income(13)	Operating income(13)	Profit for the period(13)	Net interest income(13)	Net fee and commission income(13)	Operating income(13)	Profit for the period(13)
	(unaudited)							
	(in percentages)							
Jilin Gongzhuling Rural Commercial Bank	—(2)	—(2)	—(2)	—(2)	10.7%	14.2%	8.7%	8.9%
Jilin Dehui Rural Commercial Bank	10.1	6.3	9.0	7.9	5.9	6.4	6.7	7.0
Changbai Mountain Rural Commercial Bank	4.9	4.4	4.6	9.5	3.8	0.5	3.0	4.2
Jilin Chuncheng Rural Commercial Bank	—(3)	—(3)	—(3)	—(3)	2.1	3.6	2.0	2.3
Changchun Gaoxin Huimin Village and Township Bank	1.4	1.5	1.2	(0.4)	1.8	0.9	1.6	1.3
Lingshui Dasheng Village and Township Bank	—(10)	—(10)	—(10)	—(10)	0.2	(0.0)	0.1	0.1
Anping Huimin Village and Township Bank	0.5	(0.0)	0.4	(0.1)	0.5	0.0	0.4	0.0
Songyuan Ningjiang Huimin Village and Township Bank	2.1	0.1	1.8	0.3	1.8	1.6	1.6	0.0
Huidong Huimin Village and Township Bank	0.5	(0.0)	0.4	(0.3)	0.5	(0.0)	0.4	(0.1)
Fuyu Huimin Village and Township Bank	—(6)	—(6)	—(6)	—(6)	0.1	(0.0)	0.1	(0.2)
Jilin Chuanying Huimin Village and Township Bank	—(11)	—(11)	—(11)	—(11)	0.1	(0.0)	0.0	(0.2)
Leizhou Huimin Village and Township Bank	0.0	(0.0)	0.0	(0.8)	0.0	(0.0)	0.0	(0.2)
Taonan Huimin Village and Township Bank	—(7)	—(7)	—(7)	—(7)	0.2	(0.0)	0.1	(0.3)
Baicheng Taobei Huimin Village and Township Bank	—(8)	—(8)	—(8)	—(8)	0.2	(0.0)	0.1	(0.2)
Tianjin Binhai Huimin Village and Township Bank	0.7	(0.0)	0.6	0.0	0.4	(0.0)	0.3	(0.6)
Sanya Phoenix Village and Township Bank	—(12)	—(12)	—(12)	—(12)	—(12)	—(12)	—(12)	—(12)
Total	**20.2%**	**12.3%**	**18.0%**	**16.1%**	**28.3%**	**27.2%**	**25.1%**	**22.0%**

The following table sets forth the percentage contribution of each non-majority-owned rural commercial bank and village and township bank to the Group's total assets as of the dates indicated.

	As of December 31,			As of June 30,
	2013	2014	2015	2016
	Total assets(13)			
	(in percentages)			
Jilin Gongzhuling Rural Commercial Bank	—(2)	—(2)	7.4%	8.1%
Jilin Dehui Rural Commercial Bank	11.8	9.6	6.2	7.7
Jilin Chuncheng Rural Commercial Bank	—(3)	—(3)	2.1	3.3
Changbai Mountain Rural Commercial Bank	3.6	3.2	2.0	2.8
Songyuan Ningjiang Huimin Village and Township Bank	1.4	1.7	1.4	1.6
Changchun Gaoxin Huimin Village and Township Bank	0.7	1.4	1.5	1.6
Tianjin Binhai Huimin Village and Township Bank	—(5)	0.7	0.6	0.6
Huidong Huimin Village and Township Bank	—(4)	0.3	0.4	0.4
Baicheng Taobei Huimin Village and Township Bank	—(8)	—(8)	0.1	0.4
Taonan Huimin Village and Township Bank	—(7)	—(7)	0.1	0.3
Jilin Chuanying Huimin Village and Township Bank	—(11)	—(11)	—(11)	0.3
Anping Huimin Village and Township Bank	0.1	0.4	0.2	0.2
Fuyu Huimin Village and Township Bank	—(6)	—(6)	0.1	0.2
Lingshui Dasheng Village and Township Bank	—(10)	—(10)	0.1	0.1
Leizhou Huimin Village and Township Bank	—(9)	—(9)	0.0	0.0
Sanya Phoenix Village and Township Bank	—(12)	—(12)	—(12)	0.0
Total	**17.6%**	**17.3%**	**22.2%**	**27.6%**

Note:

(1) The Bank has controlled and consolidated Jilin Dehui Rural Commercial Bank since December 30, 2013.

(2) The Bank has controlled and consolidated Jilin Gongzhuling Rural Commercial Bank since October 12, 2015.

(3) The Bank has controlled and consolidated Jilin Chuncheng Rural Commercial Bank since October 12, 2015.

(4) The Bank has controlled and consolidated Huidong Huimin Village and Township Bank since November 21, 2014.

(5) The Bank has controlled and consolidated Tianjin Binhai Huimin Village and Township Bank since June 11, 2014.
(6) The Bank has controlled and consolidated Fuyu Huimin Village and Township Bank since December 14, 2015.
(7) The Bank has controlled and consolidated Taonan Huimin Village and Township Bank since December 11, 2015.
(8) The Bank has controlled and consolidated Baicheng Taobei Huimin Village and Township Bank since November 23, 2015.
(9) The Bank has controlled and consolidated Leizhou Huimin Village and Township Bank since March 25, 2015.
(10) The Bank has controlled and consolidated Lingshui Dasheng Village and Township Bank since December 31, 2015.
(11) The Bank has controlled and consolidated Jilin Chuanying Huimin Village and Township Bank since January 21, 2016.
(12) The Bank has controlled and consolidated Sanya Phoenix Village and Township Bank since June 22, 2016.
(13) Extracted from the financial statements of each subsidiary bank without taking into account adjustments for intra-group transactions.

STRENGTHS

The Group's key competitive strengths include:

- excellent geographic location and market opportunities driven by strategic and favorable government policies;
- strategic acquisitions and restructuring, cross-regional operations and strategic network;
- business innovation, diversified development and comprehensive financial products and services;
- distinctive services for the "three rurals" and SMEs;
- effective centralized management, flexible and efficient organizational structure and prudent risk management and internal control; and
- experienced and highly effective management team and high quality employees.

STRATEGIES

The Group's strategic goal is to establish its footprint across all of China while headquartered in Jilin province, and position itself as a professional financial services provider with unique values and strong competitive advantages. The Group also aims to build a leading modern PRC rural commercial banking group with strong brand value. The Group's key strategies include:

- strategically expand geographically and optimize operating network;
- reinforce advantages in banking services for the "three rurals" and SMEs;
- exploit the growth potential of personal financial services to promote the growth of its retail banking business;
- develop emerging businesses to promote the transformation of the growth model;
- further strengthen the Group's risk management and internal control; and
- attract, develop, retain and motivate high-quality talent.

SUMMARY HISTORICAL FINANCIAL INFORMATION

The summary historical financial information below has been derived from the Group's consolidated statements of profit or loss for the three years ended December 31, 2013, 2014 and 2015 and the six months ended June 30, 2015 and 2016 and the consolidated statements of financial position as of December 31, 2013, 2014 and 2015 and June 30, 2016 as set out in Appendix I to this prospectus. The summary historical financial information set out below should be read in conjunction with "Appendix I—Accountant's Report" and the two sections of this prospectus headed "Assets and Liabilities" and "Financial Information".

Consolidated Statement of Profit or Loss Data

	Year ended December 31,			Six months ended June 30,	
	2013	2014	2015	2015	2016
				(unaudited)	
	(in millions of RMB)				
Interest income	2,580.5	4,679.7	6,080.6	2,629.3	3,904.2
Interest expenses	(1,121.9)	(2,113.3)	(2,708.4)	(1,217.9)	(1,841.8)
Net interest income	**1,458.6**	**2,566.4**	**3,372.2**	**1,411.4**	**2,062.4**
Fee and commission income	180.9	318.8	241.7	85.7	274.2
Fee and commission expenses	(10.5)	(17.6)	(19.0)	(5.3)	(13.5)
Net fee and commission income	**170.4**	**301.2**	**222.7**	**80.4**	**260.7**
Net gains arising from investment securities	79.1	161.3	344.5	30.1	167.0
Dividend income	30.4	42.6	69.3	69.3	106.5
Net trading gains	57.9	32.3	131.9	64.6	45.3
Gain on disposal of a subsidiary	—	—	12.8	—	—
Net exchange (losses)/gains	(0.4)	6.3	6.5	3.4	3.1
Other operating income	21.9	135.6	108.0	7.2	5.8
Operating income	**1,817.9**	**3,245.7**	**4,267.9**	**1,666.4**	**2,650.8**
Operating expenses	(878.1)	(1,482.1)	(2,044.1)	(756.9)	(1,094.6)
Impairment losses on assets	(216.6)	(185.7)	(350.1)	(207.2)	(245.3)
Operating profit	**723.2**	**1,577.9**	**1,873.7**	**702.3**	**1,310.9**
Share of profits of associates	—	—	2.2	0.6	3.9
Profit before tax	**723.2**	**1,577.9**	**1,875.9**	**702.9**	**1,314.8**
Income tax expense	(180.7)	(347.0)	(473.7)	(148.6)	(282.0)
Profit for the year/period	**542.5**	**1,230.9**	**1,402.2**	**554.3**	**1,032.8**
Profit for the year/period attributable to:					
—Owners of the Bank	534.6	1,103.2	1,215.8	508.7	866.6
—Non-controlling interests	7.9	127.7	186.4	45.6	166.2
Profit for the year/period	**542.5**	**1,230.9**	**1,402.2**	**554.3**	**1,032.8**

Consolidated Statement of Financial Position Data

	As of December 31,			As of June 30,
	2013	2014	2015	2016
	(in millions of RMB)			
Assets				
Loans and advances to customers	21,253.3	33,417.0	46,477.4	51,581.3
Cash and deposits with the central bank	11,269.7	15,605.9	19,333.6	19,943.2
Deposits with banks and other financial institutions	3,309.3	11,972.8	18,640.2	26,394.8
Financial assets held under resale agreements	7,228.1	7,131.0	17,297.4	8,027.0
Debt securities classified as receivables	6,741.5	6,441.3	12,487.5	7,953.8
Financial assets at fair value through profit or loss	137.9	1,282.9	12,101.5	13,397.7
Available-for-sale financial assets	1,960.5	1,369.5	9,047.9	25,518.5
Property and equipment	1,144.8	1,722.3	2,348.8	2,719.6
Held-to-maturity investments	588.1	774.6	1,376.1	1,844.5
Goodwill	833.1	863.9	1,170.4	1,173.8
Placements with banks and other financial institutions	147.0	140.0	390.0	–
Interests receivable	134.7	164.0	316.6	409.4
Deferred tax assets	109.5	151.1	197.8	255.9
Interests in associates	—	25.0	122.0	125.9
Other assets	313.0	794.0	646.1	620.7
Total assets	**55,170.5**	**81,855.3**	**141,953.3**	**159,966.1**
Liabilities and Equity				
Liabilities				
Deposits from customers	36,739.3	59,771.7	93,302.8	106,998.8
Financial assets sold under repurchase agreements	7,365.7	4,677.6	23,063.5	20,580.1
Debt securities issued	697.3	2,389.3	9,074.2	11,248.0
Deposits from banks and other financial institutions	4,581.5	4,820.1	1,868.3	5,817.6
Interests payable	657.2	1,020.2	1,429.9	1,553.2
Borrowing from the central bank	35.9	203.0	293.6	364.0
Taxes payable	164.2	135.7	267.6	199.3
Accrued staff costs	60.2	111.4	140.0	103.3
Placements from banks and other financial institutions	8.6	594.6	52.5	162.5
Other liabilities	180.8	297.4	603.7	472.4
Total liabilities	**50,490.7**	**74,021.0**	**130,096.1**	**147,499.2**
Total equity	**4,679.8**	**7,834.3**	**11,857.2**	**12,466.9**
Total liabilities and equity	**55,170.5**	**81,855.3**	**141,953.3**	**159,966.1**

Key Financial Indicators

The following table sets forth a summary of the Group's key financial indicators (on a consolidated or group basis) for the periods indicated.

	Regulatory requirement	Year ended December 31,			Six months ended June 30,	
		2013	2014	2015	2015	2016
					(unaudited)	
Profitability indicators						
Return on assets[(1)(16)]	≥ 0.6%	1.30%	1.80%	1.25%	1.24%	1.37%
Return on capital[(2)(16)]	≥11.0%	14.72%	19.67%	14.24%	12.95%	16.98%
Net interest spread[(3)(16)]	–	3.24%	3.23%	2.79%	2.85%	2.41%
Net interest margin[(4)(16)]	–	3.36%	3.40%	3.01%	3.00%	2.56%
Net fee and commission income to operating income ratio[(5)]	–	9.37%	9.28%	5.22%	4.82%	9.83%
Cost-to-income ratio[(6)]	≤45.0%	44.34%	41.11%	43.54%	41.03%	37.03%

	Regulatory requirement	As of December 31,			As of June 30,
		2013	2014	2015	2016
Capital adequacy indicators					
Core tier-one capital adequacy ratio(7)	≥ 6.7%(14)	12.20%	13.82%	12.49%	12.08%
Tier-one capital adequacy ratio(8)	≥ 7.7%(14)	12.20%	13.82%	12.49%	12.08%
Capital adequacy ratio(9)	≥ 9.7%(14)	15.26%	16.02%	14.76%	14.28%
Shareholders' equity to total assets ratio	—	8.48%	9.57%	8.35%	7.79%
Assets quality indicators					
Non-performing loan ratio(10)	≤ 5%	1.26%	1.19%	1.42%	1.57%
Provision coverage ratio(11)	≥150%(14)	220.09%	233.40%	206.86%	198.18%
Provision to total loan ratio(12)	≥ 2.5%(14)	2.77%	2.78%	2.93%	3.12%
Other indicators(13)					
Loan to deposit ratio	≤ 75%(15)	59.50%	57.50%	51.32%	49.76%

Notes:

(1) Calculated by dividing the net profit for a period by the average balance of total assets at the beginning and the end of that period.

(2) Calculated by dividing the net profit for a period by the average balance of total equity at the beginning and at the end of that period.

(3) Calculated as the difference between the average yield on total interest-earning assets and the average cost on total interest-bearing liabilities.

(4) Calculated by dividing net interest income by average interest-earning assets.

(5) Calculated by dividing net fee and commission income by operating income.

(6) Calculated by dividing total operating expenses (net of business tax and surcharges) by operating income.

(7) Core tier-one capital adequacy ratio = (core tier-one capital - corresponding capital deductions) / risk-weighted assets.

(8) Tier-one capital adequacy ratio = (tier-one capital - corresponding capital deductions) / risk-weighted assets.

(9) Capital adequacy ratio = (total capital - corresponding capital deductions) / risk-weighted assets.

(10) Non-performing loan ratio = loans and advances to non-performing customers / total loans and advances to customers.

(11) Provision coverage ratio = provision for impairment losses on loans / total loans and advances to non-performing customers.

(12) Provision to total loan ratio = provision for impairment losses on loans / total loans and advances to customers.

(13) These indicators refer to ratios the Group reports to the CBRC and calculated in accordance with PRC GAAP and relative requirements of the CBRC regarding the financial data.

(14) Indicates requirement to be met by the end of 2016.

(15) According to the revised PRC Commercial Banking Law which became effective on October 1, 2015, loan to deposit ratio is no longer applicable to the PRC Commercial Banks as a regulatory ratio.

(16) Ratios for the six months ended June 30, 2015 and 2016 are calculated on an annualized basis.

See "Financial Information—Key Financial Indicators—Financial Indicators of the Subsidiary Banks—Key Financial Indicators of Top Five Subsidiary Banks" on pages 372 to 375 for the key financial indicators calculated under IFRS of the Group's top five subsidiary banks by operating income for the periods indicated or by total assets as of the dates indicated.

OFFERING STATISTICS

The statistics in the table below are prepared on the assumption that the Over-allotment Option is not exercised:

	Based on an Offer Price of HK$4.54	Based on an Offer Price of HK$4.76
Market capitalization(1)	HK$17,682.4 million	HK$18,539.2 million
Unaudited pro forma adjusted consolidated net tangible assets per Share(2)	RMB2.64 (HK$2.95(3))	RMB2.67 (HK$2.98(3))

Notes:

(1) The calculation of market capitalization is based on 600,000,000 H Shares expected to be newly issued in the Global Offering and 3,894,797,692 Shares in issue following the Global Offering (assuming the Over-allotment Option is not exercised).

(2) The unaudited pro forma adjusted net tangible assets per Share is arrived at after the adjustments referred to "Appendix III—Unaudited Pro Forma Financial Information" in accordance with Rule 4.29 of the Hong Kong Listing Rules.

(3) The estimated net proceeds from the Global Offering and the unaudited pro forma adjusted net tangible assets per share are translated into Renminbi at the rate of RMB0.89441 to HK$1.00, the exchange rate set by the PBOC prevailing on December 20, 2016. No representation is made that the Hong Kong dollar amounts have been, could have been or could be converted to Renminbi at that rate or at any other rate.

COMPLIANCE WITH CBRC NOTICE ON SHARE PLEDGES BY SHAREHOLDERS

In accordance with the Notice on Enhanced Management of Pledge of Equity Interest in Commercial Banks (中國銀監會關於加強商業銀行股權質押管理的通知) promulgated by CBRC, the Bank's articles of association effective upon the Listing will provide for the following:

- shareholders wishing to pledge the Bank's shares must give prior notice to the Bank's board of directors;
- upon the registration of share pledge, the relevant shareholder must promptly furnish to the Bank information regarding the pledge; and
- shareholders pledging 50% or more of their equity interest will have their voting rights at general meetings and the voting rights of the directors appointed by them at the board meetings restricted.

For details of the restrictions imposed on the ability of the shareholders of a commercial bank to pledge their shares, see "Supervision and Regulation—Ownership and Shareholder Restrictions—Restrictions on Shareholders" on pages 155 to 156 and "Appendix V—Summary of Articles of Association—Transfer of Shares and Pledge of Shares" on pages V-12 to V-13.

REGULATION ON INTERBANK BUSINESS

On April 24, 2014, PBOC, CBRC, CSRC, CIRC and SAFE jointly issued the Circular on Regulating Interbank Businesses of Financial Institutions (關於規範金融機構同業業務的通知) ("Circular 127"), which sets out regulations concerning the interbank businesses of financial institutions. See "Supervision and Regulation—Regulations on Principal Commercial Banking Activities—Interbank Business" on pages 120 to 121 of this prospectus.

The Group adjusted its product offering and business operations in compliance with the requirements of Circular 127. For example, the Group no longer accepts or provides any credit guarantees that are prohibited by Circular 127, from or to third-party financial institutions in its interbank investment business. For details about the Group's interbank businesses, see "Business—The Group's Principal Businesses—Treasury Operations" on pages 204 to 220 of this prospectus.

RELATIONSHIP WITH JILIN PROVINCE RURAL CREDIT UNION

In 2003, CBRC promulgated the Rural Credit Union Provisional Administrative Regulations (農村信用社省(自治區、直轄市)聯合社管理暫行規定) aimed at strengthening the management of rural credit cooperatives through rural credit unions. Under these regulations: (i) rural credit cooperative unions, rural credit cooperatives, rural cooperative banks and rural commercial banks may voluntarily subscribe for interests in the relevant provincial rural credit union to obtain its services; and (ii) each provincial rural credit union is an industry self-regulatory body regulated by CBRC and authorized by the relevant provincial government to manage, guide, coordinate and serve the rural credit cooperatives in its region. On May 20, 2004, the Bank and certain other rural credit cooperatives, rural cooperative banks and rural commercial banks in Jilin province formed Jilin Province Rural Credit Union in accordance with these regulations. As of the Latest Practicable Date, the Group held a 9.75% equity interest in Jilin Province Rural Credit Union. The investment in Jilin Province Rural Credit Union is recorded as an available-for-sale financial asset, stated at cost less impairment losses (if any).

Jilin Technology, a wholly-owned subsidiary of Jilin Province Rural Credit Union, develops, operates and maintains the core operating systems of the Bank and the 5 rural commercial banks and

13 of the village and township banks that the Bank controls and consolidates pursuant to 10-year maintenance service agreements. See "Business—Information Technology—Operation and Safety of IT Systems" on pages 238 to 239 for details. The Bank believes the arrangements with Jilin Technology are in line with the practice of other PRC rural commercial banks, and enables the Bank and the aforesaid subsidiary banks to better manage IT risks and improve customer services. The Bank and the subsidiary banks do not expect to have material technical barriers to switching operating systems or difficulty in finding other service providers to manage operating systems that are compatible with the existing databases, or have any difficulty in renewing the existing service agreements in light of their long term business relationship with Jilin Province Rural Credit Union. Jilin Technology has agreed to compensate the Bank for any reasonably foreseeable losses from their failure to fulfill their contractual obligations, and indemnify the Bank against data breaches. As of the Latest Practicable Date, the Bank and the aforesaid subsidiary banks had not suffered any material IT system failures or had any disputes with Jilin Technology. See "Risk Factors—Risks Relating to the Group's Business—The Group's business is highly dependent on its IT systems functioning properly and remaining current and relevant to its changing needs, and on the expertise and reliability of services of Jilin Technology and other IT service providers to manage its core operating systems" on pages 54 to 55, and "Risk Factors—Risks Relating to the Group's Business—The Group has entered into outsourcing agreements for IT services and any difficulties experienced in these arrangements could result in additional expense, loss of customers and income or an interruption of its services" on page 55 for the relevant risks.

The Bank licenses the use of its corporate logo from Jilin Province Rural Credit Union on a non-exclusive and royalty-free basis until November 6, 2019, the expiration date of the logo's trademark registration. Jilin Province Rural Credit Union has agreed to renew the trademark registration within 12 months of each expiration date and to authorize the Bank to continue using its corporate logo on an exclusive and royalty-free basis for each renewed term under a supplemental agreement to the license. In October 2016, Jilin Province Rural Credit Union entered into an agreement to transfer all its rights to the logo to the Bank free of charge within six months, including completing all required regulatory registrations. Upon completion of the transfer, the license agreement and the supplemental agreement to the license will automatically terminate. See "Business—Intellectual Property" on pages 246 to 247.

DIVIDEND POLICY

The Bank's board of directors is responsible for submitting proposals in respect of dividend payments, if any, to the general meeting of shareholders for approval. The determination of whether to pay a dividend and in what amount is based on the Group's results of operations, cash flows, financial condition, capital adequacy ratios, business prospects, statutory and regulatory restrictions and other factors that the board deems relevant. Under PRC law, the Bank may only pay dividends out of its profit after tax. Under the PRC Company Law and the Bank's articles of association, all of the Bank's shareholders holding the same class of shares have equal rights to dividends and other distributions proportionate to their shareholding.

The Bank distributed cash dividends of RMB321.0 million, RMB414.6 million and RMB883.4 million for 2013, 2014 and 2015, respectively, representing RMB0.18, RMB0.18 and RMB0.30 per share. Dividends paid in prior periods may not be indicative of future dividend payments. In October 2016, the Bank's board of directors approved a dividend policy for fiscal years 2016 to 2018. Under the policy, the Bank's board will propose to its shareholders for approval to distribute dividends to ordinary shareholders of not less than 40% of its distributable profits as of year end in each of the fiscal years 2016 to 2018, subject to compliance with the Bank's articles of association and relevant regulatory requirements. The Bank cannot guarantee whether, when or in what form dividends will be paid in the future.

REGULATORY INSPECTIONS AND PROCEEDINGS

The Bank and each subsidiary bank are subject to inspections and reviews by the PRC regulatory authorities (including PBOC, CBRC, SAFE and SAT) and their respective local counterparts. During the Track Record Period, these inspections and reviews did not identify any significant risk or material non-compliance events relating to the Bank or any of the subsidiary banks. However, during the Track Record Period and as of the Latest Practicable Date, some of the subsidiary banks were subject to administrative penalties as a result of regulatory inspections and reviews, generally in the form of fines. In addition, certain routine or special inspections and reviews carried out by PRC regulators have identified deficiencies in the business operations, risk management and internal controls of the Bank and the subsidiary banks. Although the identified deficiencies have not had any material adverse effect on the Group's business, financial position or operating results, the Bank and the subsidiary banks have taken improvement and remedial measures to prevent the occurrence of similar events. See "Business—Laws and Regulations" on pages 247 to 255 and "Risk Factors—Risks Relating to the Group's Business—Substantial legal liability or significant regulatory action could materially and adversely affect the Group's results of operations or financial condition, or cause significant reputational harm and seriously harm the Group's business prospects" on pages 64 to 65.

INFORMATION ON SUBSTANTIAL SHAREHOLDERS

As of the Latest Practicable Date, Jilin Province Trust Co., Ltd. held approximately 13.26% of the Shares. Immediately after the Global Offering and assuming that the Over-allotment Option is not exercised, Jilin Province Trust Co., Ltd. would hold approximately 10.01% of the Shares (or approximately 9.61% assuming that the Over-allotment Option is fully exercised). See "Substantial Shareholders" on pages 320 to 322.

FUTURE PLANS AND USE OF PROCEEDS

The Bank intends to use the net proceeds from the Global Offering to strengthen its capital base to support the continued growth of the Group's business. The Bank will not receive any of the proceeds from the sale of Shares by the Selling Shareholders. For more details on the Bank's plans of using the proceeds from the Global Offering, see "Future Plans and Use of Proceeds" on page 427.

RECENT DEVELOPMENTS

Recently, PRC economic growth has continued to slow down and the PRC equity markets have been volatile. According to the NBSC, in the third quarter of 2016, China's GDP increased by 6.7% compared to the same period of 2015, the same rate as in the first and second quarters of 2016 but the lowest quarterly growth rate since 2011. Further deterioration of the PRC economy may cause difficulties in the operations of the Group's clients, which may affect the quality of the Group's loan portfolio. For details of the relevant risk, see "Risk Factors—Risks Relating to the PRC—The Group's business could be materially and adversely affected by changes in economic, political and social conditions in the PRC, as well as by changes in policies adopted by the PRC government" on pages 68 to 69.

Based on the Group's unaudited management accounts, the Group's net interest income increased significantly in the nine months ended September 30, 2016 from the same period in 2015, primarily as a result of a substantial increase in the average balance of interest-earning assets, partially offset by a decrease in net interest margin. The Group's net interest spread and net interest margin decreased in the nine months ended September 30, 2016 from the same period in 2015, mainly because of (i) a series of cuts in PBOC benchmark interest rates in 2015, and (ii) a change in the tax regime in May 2016 that requires the Group to deduct value-added tax directly from net interest income instead of paying business taxes that were recognized as operating expenses deducted from operating income. The Group's profit for the period increased significantly in the nine months ended September 30, 2016 from the same period in 2015, primarily reflecting significant increases in net interest income and net fee and commission income. The Group's total assets as of September 30, 2016 increased stably from June 30, 2016, mainly due to (i) an increase in the Group's loan portfolio in line with its overall business growth, and (ii) an increase in securities investments and other financial assets resulting from efforts to diversify the Group's product and service offerings and to expand treasury operations. As of September 30, 2016, the Group's non-performing loan ratio decreased slightly from June 30, 2016, primarily reflecting enhanced risk management and continual monitoring of borrowers, as well as enhanced collection efforts and disposal of non-performing loans. The Group's return on assets and return on capital increased stably in the nine months ended September 30, 2016 from the same period in 2015, primarily attributable to the Group's increased profitability.

The Bank established its Changchun and Songyuan branches in Jilin province in July 2016, and established its Tonghua branch in Jilin province in September 2016.

In October 2016, the Bank issued RMB900.0 million at a face value of 4.20% fixed rate 10-year tier-two capital bonds.

Since July 1, 2016 and up to the Latest Practicable Date, the Bank had issued several tranches of zero-coupon interbank certificates, with an aggregate face value of RMB23,670.0 million and a term ranging from one month to one year, in the PRC interbank market, and redeemed interbank certificates in an aggregate face value of RMB11,320.0 million.

The Bank's directors have confirmed that, since June 30, 2016 and up to the date of this prospectus, there has been no material adverse change in the Group's financial or trading position.

RISK FACTORS

The Group's business faces a number of risks that may be categorized as (i) risks relating to its business; (ii) risks relating to the PRC banking industry; (iii) risks relating to the PRC; and (iv) risks relating to the Global Offering. These risks may have material adverse effects on the Group's business and include:

- the Bank may not be able to effectively manage the risks associated with the autonomy of the subsidiary banks;
- the Group does not have integrated risk management, internal control and IT systems for its subsidiary banks;
- the Group may not be able to effectively maintain or improve the quality of its loan portfolio;

- the collateral, pledges or guarantees securing the Group's loans and advances to customers may not be sufficient or fully realizable;
- the Group may have to increase its provision for impaired loans;
- the Group is subject to concentration risks from credit exposure to certain industries, borrowers and regions;
- the Group is exposed to credit risks arising from loans to SMEs;
- the Group's business is highly dependent on its IT systems functioning properly and remaining current and relevant to its changing needs, and on the expertise and reliability of services of Jilin Technology and other IT service providers to manage its core operating systems;
- the Group has entered into outsourcing agreements for IT services and any difficulties experienced in these arrangements could result in additional expense, loss of customers and income or an interruption of its services;
- the Bank may pursue mergers and acquisitions that could present unforeseen integration obstacles or costs and may not enhance the Group's business as expected;
- the Bank may lose control over some of the subsidiary banks, which could materially and adversely affect the Group's results of operations;
- the Group faces intense competition in China's banking industry and other financing and investment channels; and
- the Group's operations are highly regulated, and its business, financial condition, results of operations and prospects could be materially and adversely affected by regulatory changes or other changes in government policies.

For further information on the above risks and other risks associated with investing in the Shares, see "Risk Factors" on pages 51 to 74 of this prospectus.

LISTING EXPENSES

The estimated total listing expenses in relation to the Global Offering are approximately RMB165.9 million (equivalent to approximately HK$185.5 million, assuming no exercise of the Over-allotment Option and the mid-point of the Offer Price of HK$4.65), which consist of (1) approximately RMB38.9 million expected to be incurred in 2016 and RMB76.8 million expected to be incurred in 2017 directly attributable to the issue of new H Shares to the public and to be accounted for as a deduction from equity, and (2) approximately RMB3.6 million incurred on or before June 30, 2016, RMB26.0 million expected to be incurred from July 1, 2016 to December 31, 2016, and approximately RMB20.6 million expected to be incurred in 2017, to be reflected in the Group's consolidated statements of profit or loss and other comprehensive income for the relevant periods. The listing expenses above are the latest practicable estimate for reference only and the actual amount may differ from this estimate. The Bank's directors do not expect such expenses to materially impact the Group's results of operations for the year ending December 31, 2016.