

**A. FURTHER INFORMATION ABOUT THE BANK****1. Incorporation**

On December 15, 2008, upon the approval of the CBRC Jilin Bureau, the Bank was promoted and established as a joint stock commercial bank named “Jilin Jiutai Rural Commercial Bank Corporation Limited” (吉林九台農村商業銀行股份有限公司) by qualified natural person shareholders of the former Jiutai Rural Credit Cooperative (九台市農村信用合作聯社), newly introduced natural person shareholders and legal person shareholders. On December 16, 2008, the Bank was formally incorporated.

The Bank’s current registered address is No. 504 Xinhua Main Street, Jiutai District, Changchun, Jilin province, the PRC. The Bank has established a place of business in Hong Kong at Room 3521, 35/F, Two Pacific Place, 88 Queensway, Hong Kong and registered as a non-Hong Kong company in Hong Kong on February 17, 2016 under Part XVI of the Companies Ordinance. The Bank appointed Wong Yat Tung as the Bank’s authorized representative for the acceptance of service of process and notices in Hong Kong. The address for service of process on the Bank in Hong Kong is at 18/F, Tesbury Centre, 28 Queen’s Road East, Wanchai, Hong Kong. As the Bank was established in the PRC, the Bank’s corporate structure and articles of association are subject to the relevant laws and regulations of the PRC. Certain aspects of the PRC laws and regulations and a summary of certain provisions of the Bank’s articles of association are set out in Appendices IV and V to this prospectus, respectively.

The Bank is not an authorized institution within the meaning of the Banking Ordinance, and are not subject to the supervision of the HKMA, nor authorized to carry on banking and/or deposit-taking business in Hong Kong.

**2. Changes in Share Capital**

Upon the Bank’s establishment, its initial registered capital was RMB300,000,000, divided into 300,000,000 shares of nominal value of RMB1.00 each, all of which were fully paid up.

On August 13, 2010, the Bank increased its registered capital to RMB536,000,000.

On July 11, 2011, the Bank increased its registered capital to RMB860,704,000.

On June 20, 2012, the Bank increased its registered capital to RMB1,383,983,800.

On July 2, 2013, the Bank increased its registered capital to RMB1,950,061,900.

On September 30, 2014, the Bank increased its registered capital to RMB2,406,069,400.

On October 15, 2015, the Bank increased its registered capital to RMB3,094,797,700.

On December 30, 2015, the Bank increased its registered capital to RMB3,294,797,692.

Upon completion of the Global Offering, but without taking into account any exercise of the Over-allotment Option, the Bank’s registered capital will increase to RMB3,894,797,692, comprising 3,234,797,692 Domestic Shares and 660,000,000 H Shares fully paid up or credited as fully paid up, representing approximately 83.1% and 16.9% of the Bank’s registered capital, respectively.

### 3. Restriction on Share Repurchase

For details of the restrictions on the share repurchase by the Bank, see “Appendix V—Summary of Articles of Association—Power of the Bank to Repurchase the Bank’s Own Shares”.

### 4. Shareholders’ Resolutions

Resolutions were passed on a general meeting held on September 20, 2015, pursuant to which, among other things, the general meeting:

- (a) approved the Global Offering; and
- (b) authorized the board and authorized persons of the board to do any necessary acts and things relating to the Global Offering and the Listing.

At a general meeting held on January 17, 2016, the Shareholders approved, among other things, certain amendments to the Bank’s articles of association in compliance with the Hong Kong Listing Rules and other applicable laws and regulations. Such amendments were approved by the CBRC Jilin Bureau. The Bank’s amended articles of association will be effective from the Listing Date.

### 5. The Bank’s Subsidiaries and Interests in Other Companies

Details of the Bank’s subsidiaries and associates (for the purpose of the Hong Kong Listing Rules) are set out in “Appendix I—Accountant’s Report” in this prospectus. The following alterations of the registered capital of the Bank’s principal subsidiaries have taken place within the two years preceding the date of this prospectus.

Name of Subsidiary	Date of Alteration of the Registered Capital	Status of Alteration of the Registered Capital
Qianan Huimin Village and Township Bank	May 2015	Its registered capital increased from RMB20 million to RMB30 million
	June 2015	Its registered capital increased from RMB30 million to RMB34.5 million
	March 2016	Its registered capital increased from RMB34.5 million to RMB37.95 million
Changchun Gaoxin Huimin Village and Township Bank	August 2015	Its registered capital increased from RMB50 million to RMB100 million
Songyuan Ningjiang Huimin Village and Township Bank	March 2015	Its registered capital increased from RMB35 million to RMB60 million
	February 2016	Its registered capital increased from RMB60 million to RMB66 million
	May 2016	Its registered capital increased from RMB66 million to RMB81 million
Wuchang Huimin Village and Township Bank	December 2015	Its registered capital increased from RMB20 million to RMB30 million

Name of Subsidiary	Date of Alteration of the Registered Capital	Status of Alteration of the Registered Capital
Gaomi Huimin Village and Township Bank	December 2015	Its registered capital increased from RMB50 million to RMB70 million
Lujiang Huimin Village and Township Bank	December 2015	Its registered capital increased from RMB30 million to RMB50 million
Qingdao Pingdu Huimin Village and Township Bank	December 2014	Its registered capital increased from RMB50 million to RMB85 million
Da'an Huimin Village and Township Bank	December 2014	Its registered capital increased from RMB20 million to RMB25 million
	March 2015	Its registered capital increased from RMB25 million to RMB38.75 million
	March 2016	Its registered capital increased from RMB38.75 million to RMB42.625 million
Changchun Nanguan Huimin Village and Township Bank	April 2015	Its registered capital increased from RMB50 million to RMB60 million
	November 2015	Its registered capital increased from RMB60 million to RMB83 million
	May 2016	Its registered capital increased from RMB83 million to RMB91.3 million
Huadian Huimin Village and Township Bank	December 2014	Its registered capital increased from RMB50 million to RMB100 million
Jilin Fengman Huimin Village and Township Bank	July 2015	Its registered capital increased from RMB100 million to RMB200 million
Shuangcheng Huimin Village and Township Bank	May 2016	Its registered capital increased from RMB30 million to RMB40 million
Changbai Mountain Rural Commercial Bank	June 2016	Its registered capital increased from RMB100 million to RMB250 million
Anping Huimin Village and Township Bank	July 2016	Its registered capital increased from RMB30 million to RMB36 million
Lingshui Dasheng Village and Township Bank	August 2016	Its registered capital increased from RMB10 million to RMB50 million

Except as disclosed above, there was no alteration of the registered capital of the Bank's subsidiaries during the two years immediately preceding the date of this prospectus.

**B. FURTHER INFORMATION ABOUT THE GROUP'S BUSINESS****1. Summary of Material Contracts**

The following contracts (not being contracts entered into by the Group in the ordinary course of business) were entered into within the two years preceding the date of this prospectus and are or may be material:

1. acting-in-concert agreements in respect of Jilin Gongzhuling Rural Commercial Bank:
  - a. an acting-in-concert agreement dated September 30, 2015 entered into between Jilin Province Guangze Agriculture Investment Co., Ltd. (吉林省廣澤農業投資有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Jilin Gongzhuling Rural Commercial Bank;
  - b. an acting-in-concert agreement dated September 30, 2015 entered into between Jishi Media Co., Ltd. (吉視傳媒股份有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Jilin Gongzhuling Rural Commercial Bank;
  - c. an acting-in-concert agreement dated September 30, 2015 entered into between Changchun City Wanlong Real Estate Development Co., Ltd. (長春市萬龍房地產開發有限責任公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Jilin Gongzhuling Rural Commercial Bank;
2. an acting-in-concert agreement dated September 30, 2015 entered into among Jishi Media Co., Ltd. (吉視傳媒股份有限公司), Jilin Province Trust Co., Ltd. (吉林省信託有限責任公司), Changchun Qingyifang Distribution Co., Ltd. (長春青怡坊經銷有限責任公司), Changchun Guoxin Investment Group Co., Ltd. (長春國信投資集團有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Jilin Chuncheng Rural Commercial Bank;
3. acting-in-concert agreements in respect of Changbai Mountain Rural Commercial Bank:
  - a. an acting-in-concert agreement dated June 21, 2016 entered into between Huadian City Huaneng Market Investment and Development Co., Ltd. (樺甸市華能市場投資發展有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Changbai Mountain Rural Commercial Bank;
  - b. an acting-in-concert agreement dated June 21, 2016 entered into between Jishi Media Co., Ltd. (吉視傳媒股份有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Changbai Mountain Rural Commercial Bank;
  - c. an acting-in-concert agreement dated June 21, 2016 entered into between Jilin Province Tianda Asset Management Co., Ltd. (吉林省天達資產管理有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Changbai Mountain Rural Commercial Bank;
4. an acting-in-concert agreement dated December 30, 2014 entered into between Tianjin Xiaogulin Concrete Co., Ltd. (天津小吉林混凝土有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Tianjin Binhai Huimin Village and Township Bank;

5. acting-in-concert agreements in respect of Jilin Shulan Rural Commercial Bank:
  - a. an acting-in-concert agreement dated December 31, 2014 entered into between Jilin City Haoyu Electric Power Desulfurization Engineering and Technology Co., Ltd. (吉林市昊宇電力脫硫工程技術有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Jilin Shulan Rural Commercial Bank;
  - b. an acting-in-concert agreement dated December 31, 2014 entered into between Jilin Jibang Pharmaceutical Co., Ltd. (吉林濟邦藥業有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Jilin Shulan Rural Commercial Bank;
6. acting-in-concert agreements in respect of Fuyu Huimin Village and Township Bank:
  - a. an acting-in-concert agreement dated November 27, 2015 entered into between Fuyu City Jinxiu Group Real Estate Co., Ltd. (扶餘市錦綉集團置業有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Fuyu Huimin Village and Township Bank;
  - b. an acting-in-concert agreement dated November 27, 2015 entered into between Songyuan City Minxin Real Estate Development Co., Ltd. (松原市民信房地產開發有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Fuyu Huimin Village and Township Bank;
7. acting-in-concert agreements in respect of Baicheng Taobei Huimin Village and Township Bank:
  - a. an acting-in-concert agreement dated November 18, 2015 entered into between Baicheng Xin Diamond Group Co., Ltd. (白城鑫鑽石集團股份有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Baicheng Taobei Huimin Village and Township Bank;
  - b. an acting-in-concert agreement dated November 18, 2015 entered into between Jilin Province Jinshi Industry and Trade Co., Ltd. (吉林省金石工貿有限責任公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Baicheng Taobei Huimin Village and Township Bank;
  - c. an acting-in-concert agreement dated November 18, 2015 entered into between Jilin Province Wangjiao Renjia Food Co., Ltd. (吉林省旺角人家食品有限責任公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Baicheng Taobei Huimin Village and Township Bank;
  - d. an acting-in-concert agreement dated November 18, 2015 entered into between Baicheng City Changjiang Coal Sales Co., Ltd. (白城市長江煤炭銷售有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Baicheng Taobei Huimin Village and Township Bank;
  - e. an acting-in-concert agreement dated November 18, 2015 entered into between Jilin Province Huayi Road Construction Group Baicheng Hongda Road and Bridge Co., Ltd. (吉林省華一公路建設集團白城宏達路橋有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Baicheng Taobei Huimin Village and Township Bank;

- f. an acting-in-concert agreement dated November 18, 2015 entered into between Baicheng City Mingkeduo Supermarket Co., Ltd. (白城市明客多超市有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Baicheng Taobei Huimin Village and Township Bank;
8. an acting-in-concert agreement dated November 18, 2015 entered into among Baicheng City Xingsheng Dairy Farming Co., Ltd. (白城市興盛奶牛養殖有限公司), Songyuan City Jiangcheng Construction Engineering Co., Ltd. (松原市江城建築工程有限責任公司), Da'an City Ruicheng Real Estate Development Co., Ltd. (大安市瑞城房地產開發有限責任公司), Taonan City Jinta Bio-oil Manufacturing Co., Ltd. (洮南市金塔生物油製造有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Taonan Huimin Village and Township Bank;
9. acting-in-concert agreements in respect of Leizhou Huimin Village and Township Bank:
  - a. an acting-in-concert agreement dated November 18, 2015 entered into between Zhanjiang City Bochi Trading Co., Ltd. (湛江市博馳貿易有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Leizhou Huimin Village and Township Bank;
  - b. an acting-in-concert agreement dated November 20, 2015 entered into between Zhanjiang Hengang Logistics Co., Ltd. (湛江恒昂物流有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Leizhou Huimin Village and Township Bank;
  - c. an acting-in-concert agreement dated December 1, 2015 entered into between Shenzhen City J-star Project Management Consultant Co., Ltd. (深圳市建星項目管理顧問有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Leizhou Huimin Village and Township Bank;
10. an acting-in-concert agreement dated December 31, 2015 entered into between Feng Yinghui (馮英輝) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Changchun Gaoxin Huimin Village and Township Bank;
11. acting-in-concert agreements in respect of Lingshui Dasheng Village and Township Bank:
  - a. an acting-in-concert agreement dated December 31, 2015 entered into between Shenyang Liangyun Real Estate Development Co., Ltd. (瀋陽良運房地產開發有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Lingshui Dasheng Village and Township Bank;
  - b. an acting-in-concert agreement dated December 31, 2015 entered into between Dalian Lianfeng Investment Consulting Co., Ltd. (大連聯豐投資諮詢有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Lingshui Dasheng Village and Township Bank;
  - c. an acting-in-concert agreement dated December 31, 2015 entered into between Beijing United Currency Exchange Co., Ltd. (北京聯合貨幣兌換有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Lingshui Dasheng Village and Township Bank;
  - d. an acting-in-concert agreement dated December 31, 2015 entered into between Wu Qiong (吳瓊) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Lingshui Dasheng Village and Township Bank;



- e. an acting-in-concert agreement dated August 3, 2016 entered into between Wang Xiaoye (王曉野) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Lingshui Dasheng Village and Township Bank;
  - f. an acting-in-concert agreement dated August 3, 2016 entered into between Li Shuang (李雙) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Lingshui Dasheng Village and Township Bank;
  - g. an acting-in-concert agreement dated August 3, 2016 entered into between Ma Jiahui (馬嘉檜) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Lingshui Dasheng Village and Township Bank;
  - h. an acting-in-concert agreement dated August 3, 2016 entered into between Yang Rulin (楊儒林) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Lingshui Dasheng Village and Township Bank;
  - i. an acting-in-concert agreement dated August 4, 2016 entered into between Li Biao (李彪) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Lingshui Dasheng Village and Township Bank;
  - j. an acting-in-concert agreement dated August 3, 2016 entered into between Yang Xiaoyu (楊笑宇) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Lingshui Dasheng Village and Township Bank;
  - k. an acting-in-concert agreement dated August 3, 2016 entered into between Yu Minghan (于明晗) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Lingshui Dasheng Village and Township Bank;
12. an acting-in-concert agreement dated January 21, 2016 entered into between Chen Yunhui (陳雲輝) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Jilin Chuanying Huimin Village and Township Bank;
  13. acting-in-concert agreements in respect of Sanya Phoenix Village and Township Bank:
    - a. an acting-in-concert agreement dated June 22, 2016 entered into between Hainan Wanping Real Estate Development Co., Ltd. (海南萬平房地產開發有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Sanya Phoenix Village and Township Bank;
    - b. an acting-in-concert agreement dated June 22, 2016 entered into between Pioneer Payment Co., Ltd. (先鋒支付有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Sanya Phoenix Village and Township Bank;
    - c. an acting-in-concert agreement dated June 22, 2016 entered into between Liu Ping (劉平) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Sanya Phoenix Village and Township Bank;
    - d. an acting-in-concert agreement dated June 22, 2016 entered into between United Ventures Group Co., Ltd. (聯合創業集團有限公司) and the Bank in respect of voting at the board meetings and shareholders' general meetings of Sanya Phoenix Village and Township Bank;
  14. a promoter share subscription agreement dated September 8, 2015 entered into between the Promoters Committee of Jilin Gongzhuling Rural Commercial Bank Co., Ltd. (吉林公主嶺農村商業銀行股份有限公司籌建工作小組) and the Bank, pursuant to which the

Bank agreed to subscribe for 150 million shares in Jilin Gongzhuling Rural Commercial Bank at a price of RMB1 per share, representing 30% of its share capital. The Bank also agreed to purchase the distressed assets of Jilin Gongzhuling Rural Commercial Bank for a consideration of RMB225 million pursuant to this agreement;

15. a promoter share subscription agreement dated September 8, 2015 entered into between the Promoters Committee of Jilin Chuncheng Rural Commercial Bank Co., Ltd. (吉林春城農村商業銀行股份有限公司籌建工作小組) and the Bank, pursuant to which the Bank agreed to subscribe for 150 million shares in Jilin Chuncheng Rural Commercial Bank at a price of RMB1 per share, representing 30% of its share capital. The Bank also agreed to purchase the distressed assets of Jilin Chuncheng Rural Commercial Bank for a consideration of RMB225 million pursuant to this agreement;
16. a private share placement agreement dated January 4, 2015 entered into between Jilin Fengman Huimin Village and Township Bank and the Bank, pursuant to which the Bank agreed to invest RMB51 million in the private placement of shares by Jilin Fengman Huimin Village and Township Bank at a price of RMB1.00 per share. After this private placement, the Bank had 51% of the total share capital (including the shares that the Bank had already held before this private placement and the shares newly acquired through this private placement) of Jilin Fengman Huimin Village and Township Bank;
17. a promoter share subscription agreement dated September 22, 2016 entered into between the Promoters Committee of Jilin Huinan Rural Commercial Bank Co., Ltd. (吉林輝南農村商業銀行股份有限公司籌建工作小組) and Changbai Mountain Rural Commercial Bank, pursuant to which Changbai Mountain Rural Commercial Bank agreed to subscribe for 36.8 million ordinary shares in Jilin Huinan Rural Commercial Bank Co., Ltd. (吉林輝南農村商業銀行股份有限公司) at a price of RMB1 per share, representing 9.20% of the share capital of Jilin Huinan Rural Commercial Bank Co., Ltd.;
18. a promoter non-performing loan purchase agreement dated September 22, 2016 entered into among the Promoters Committee of Jilin Huinan Rural Commercial Bank Co., Ltd. (吉林輝南農村商業銀行股份有限公司籌建工作小組), Huinan County Rural Credit Cooperative (輝南縣農村信用合作聯社) and Changbai Mountain Rural Commercial Bank, pursuant to which Changbai Mountain Rural Commercial Bank agreed to pay RMB47.84 million to purchase the non-performing loans of Huinan County Rural Credit Cooperative;
19. a trademark license agreement dated September 15, 2015 entered into between Jilin Province Rural Credit Union (吉林省農村信用社聯合社) and the Bank, pursuant to which Jilin Province Rural Credit Union agreed to license a figurative trademark to the Bank with a term from September 15, 2015 to November 6, 2019;
20. a trademark transfer agreement dated October 26, 2016 entered into between Jilin Province Rural Credit Union (吉林省農村信用社聯合社) and the Bank, pursuant to which Jilin Province Rural Credit Union agreed to transfer its ownership in a figurative trademark to the Bank;
21. a corporate investment agreement dated December 21, 2016 entered into among the Bank, Suhang Investment Holdings Limited, the Sole Sponsor, the Sole Representative and CCB International Capital Limited (建銀國際金融有限公司), details of which are set out in the section headed “Cornerstone Investors” in this prospectus;



22. a corporate investment agreement dated December 21, 2016 entered into among the Bank, China Create Capital Limited (中科创資本有限公司), the Sole Sponsor, the Sole Representative and CCB International Capital Limited (建銀國際金融有限公司), details of which are set out in the section headed “Cornerstone Investors” in this prospectus; and
23. Hong Kong Underwriting Agreement.

## 2. INTELLECTUAL PROPERTY RIGHTS

### (a) Trademarks


As of the Latest Practicable Date, the Group had registered the following trademarks which the Group considers to be or may be material to its business:

No.	Trademark	Place of Registration	Class	Registration Number	Valid Period/Date of Registration
1.		PRC	36	14444485	June 7, 2015 to June 6, 2025
2.		PRC	36	13460929	January 28, 2015 to January 27, 2025
3.		PRC	36	12112406	July 21, 2014 to July 20, 2024
4.		PRC	36	9162438	March 7, 2012 to March 6, 2022
5.		PRC	36	14245529	May 7, 2015 to May 6, 2025
6.		PRC	36	14442386	June 7, 2015 to June 6, 2025
7.		PRC	36	15398868	November 14, 2015 to November 13, 2025
8.		PRC	36	15398644	November 14, 2015 to November 13, 2025
9.		PRC	36	17395825	September 7, 2016 to September 6, 2026
10.		PRC	36	17064166	August 14, 2016 to August 13, 2026
11.		Hong Kong	36	303589642	November 6, 2015
12.		Hong Kong	36	303589633	November 6, 2015

As of the Latest Practicable Date, the Group had duly applied for the following trademarks which the Group considers to be or may be material to its business:

No.	Trademark	Place of Registration	Class	Application Date
1.	惠民小天使	PRC	36	November 18, 2015
2.	九九赢	PRC	36	January 14, 2016
3.	九租宝	PRC	36	January 28, 2016
4.	®	PRC	36	January 29, 2016
5.	吉鹤卡	PRC	36	February 3, 2016
6.	吉九社区通	PRC	36	March 3, 2016
7.	九尚金融 JIUSHANG FINANCE	PRC	36	March 16, 2016
8.	船	PRC	36	March 18, 2016
9.	网融e	PRC	36	March 23, 2016
10.	信融e	PRC	36	March 23, 2016
11.	乐融e	PRC	36	March 23, 2016
12.	商融e	PRC	36	March 23, 2016
13.	倾鑫	PRC	36	April 19, 2016
14.	欢鑫	PRC	36	April 19, 2016
15.	鑫来	PRC	36	April 19, 2016
16.	鑫相印	PRC	36	April 19, 2016
17.	jtynsh	PRC	35,36,42	July 29, 2016
18.	九富盛名	PRC	9,35,36	July 29, 2016
19.	九赋盛名	PRC	9,35,36	July 29, 2016

As of the Latest Practicable Date, Jilin Province Rural Credit Union had licensed the following trademark to the Bank:

No.	Trademark	Place of Registration	Class	Registration Number	Licensed Period
1.		PRC	36	5410022	September 15, 2015 to November 5, 2019

**(b) Domain Names**

As of the Latest Practicable Date, the Group had registered the following domain names:

No.	Domain Name	Registration Date	Expiry Date
1.	jtnsh.com	April 17, 2009	April 17, 2021
2.	jsjrp2p.com	September 1, 2014	September 1, 2017
3.	jswre.com	March 17, 2015	March 17, 2020
4.	lyjqnls.com	June 14, 2011	June 14, 2017
5.	tchmbank.com	November 28, 2013	November 28, 2017
6.	hdhmbank.com	December 2, 2013	December 2, 2017
7.	ljhmbank.com	March 17, 2012	March 17, 2022
8.	synjhmbank.com	October 14, 2015	October 14, 2018
9.	fmhmbank.com	December 2, 2013	December 2, 2017
10.	gxhmbank.com	December 2, 2013	December 2, 2017
11.	tbhmbank.com	March 4, 2016	March 4, 2018
12.	nghmbank.com	July 2, 2015	July 2, 2017
13.	yahmbank.com	May 6, 2014	May 6, 2018
14.	qdpdhmbank.com	September 16, 2015	September 16, 2017
15.	bhhmbank.com	July 7, 2015	July 7, 2017
16.	qahmyh.com	September 2, 2012	September 2, 2017
17.	hyhmbank.com	April 16, 2014	April 16, 2017
18.	lghmbank.com	May 16, 2014	May 16, 2018
19.	whhmbank.com	June 5, 2014	June 5, 2017
20.	hdhmvbank.com	January 30, 2015	January 30, 2018
21.	wahuimin.com	November 12, 2015	November 12, 2017
22.	qyqxhmbank.com	June 18, 2014	June 18, 2017

Except as disclosed in “Intellectual Property Rights” above, there are no other trade or service marks, patents or other intellectual property rights which are or may be material to the Group’s business.

**3. The Group’s Depositors and Borrowers**

The Group’s five largest depositors and five largest borrowers accounted for less than 30% of the respective total deposits and total loans and advances to customers as of the Latest Practicable Date.

## C. FURTHER INFORMATION ABOUT THE BANK'S DIRECTORS, MANAGEMENT, STAFF AND SUBSTANTIAL SHAREHOLDERS

### 1. Disclosure of Interests

Save as disclosed below, immediately following the completion of the Global Offering (assuming the Over-allotment Option is not exercised), none of the Bank's directors, supervisors and chief executive will have any interests and/or short positions in the Shares, underlying Shares or debentures of the Bank or any associated corporations (within the meaning of Part XV of the SFO) which will have to be notified to the Bank and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and/or short positions which they are taken or deemed to have under such provisions of the SFO), or any interests and/or short positions, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers under the Listing Rules which will be required to be notified to the Bank and the Hong Kong Stock Exchange upon the Listing, or any interests and/or short positions, pursuant to section 352 of the SFO, which will be required to be entered in the register referred to therein. For this purpose, the relevant provisions of the SFO shall be construed as if they are applicable to the Bank's supervisors.

#### *Directors*

<u>Name of Director</u>	<u>Nature of Interest</u>	<u>Class</u>	<u>Number of Shares</u>	<u>Approximate percentage of shareholding</u>	<u>Approximate percentage of the relevant class of Shares</u>
Gao Bing (高兵) . . . . .	Beneficial Owner	Domestic Shares	300,000	0.0077%	0.0093%
Yuan Chunyu (袁春雨) . . . . .	Beneficial Owner	Domestic Shares	47,758	0.0012%	0.0015%
Zhang Yusheng (張玉生) <sup>(1)</sup> . . .	Interest in controlled corporation	Domestic Shares	328,056,320	8.42%	10.14%
Wu Shujun (吳樹君) <sup>(2)</sup> . . . . .	Interest in controlled corporation	Domestic Shares	110,575,290	2.84%	3.42%
Zhang Xinyou (張新友) <sup>(3)</sup> . . . .	Interest in controlled corporation	Domestic Shares	108,731,739	2.79%	3.36%
Wang Baocheng (王寶成) <sup>(4)</sup> . .	Interest in controlled corporation	Domestic Shares	78,876,000	2.03%	2.44%

Notes:

- (1) Zhang Yusheng holds 60% equity interests in Changchun Huaxing Construction Co., Ltd. According to the SFO, Zhang Yusheng is deemed to be interested in the Shares held by Changchun Huaxing Construction Co., Ltd. in the Bank.
- (2) Wu Shujun holds 88% equity interests in Changchun Dingxing Construction Engineering Co., Ltd. According to the SFO, Wu Shujun is deemed to be interested in the Shares held by Changchun Dingxing Construction Engineering Co., Ltd. in the Bank.
- (3) Zhang Xinyou holds 58% equity interests in Changchun Longde Real Estate Development Co., Ltd. According to the SFO, Zhang Xinyou is deemed to be interested in the Shares held by Changchun Longde Real Estate Development Co., Ltd. in the Bank.
- (4) Wang Baocheng holds 55% equity interests in Changchun Changqing Pharmaceutical Group Co., Ltd. According to the SFO, Wang Baocheng is deemed to be interested in the Shares held by Changchun Changqing Pharmaceutical Group Co., Ltd. in the Bank.

#### *Supervisors*

<u>Name of Supervisor</u>	<u>Nature of Interest</u>	<u>Class</u>	<u>Number of Shares</u>	<u>Approximate percentage of shareholding</u>	<u>Approximate percentage of the relevant class of Shares</u>
Wang Zhi (王志) . . . . .	Beneficial Owner	Domestic Shares	500,000	0.0128%	0.0155%

## 2. Directors' Competing Interests

None of the Bank's directors has any interests in any business, which competes or is likely to compete, either directly or indirectly, with the Group's business.

## 3. Substantial Shareholder

### (a) Interest in the Shares of the Bank

For the information on the person who will, immediately following the completion of the Global Offering, have interests or short positions in the Shares or underlying Shares which would be required to be disclosed to the Bank and the Hong Kong Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO. See "Substantial Shareholders" section for details.

### (b) Interest in the Bank's Subsidiaries

Shareholder	Approximate shareholding (%)	Subsidiary of the Bank
Jilin Province Trust Co., Ltd. (吉林省信託有限責任公司)	10	Jilin Dehui Rural Commercial Bank
	10	Jilin Gongzhuling Rural Commercial Bank
	10	Jilin Chuncheng Rural Commercial Bank

### (c) Interest of the Substantial Shareholder of any Member of the Group (other than the Bank)

So far as the Bank's directors are aware, the following persons (other than the Bank's directors, supervisors or president) will, immediately following the completion of the Global Offering, directly or indirectly, be interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in all circumstances at general meetings of any other member of the Group.

Member of the Group	Person with 10% or more interest	Approximate percentage of the interest
Jilin Dehui Rural Commercial Bank	Jilin Province Trust Co., Ltd. (吉林省信託有限責任公司)	10%
	Jilin Province Longyuan Agricultural Production Group Co., Ltd. (吉林省隆源農業生產資料集團有限公司)	10%
	Changchun Zhongdong Tianbao Co., Ltd. (長春中東天寶股份有限公司)	10%
	Jishi Media Co., Ltd. (吉視傳媒股份有限公司)	10%
	United Venture Group Co., Ltd. (聯合創業集團有限公司)	10%
Jilin Gongzhuling Rural Commercial Bank	Jishi Media Co., Ltd. (吉視傳媒股份有限公司)	10%
	Changchun City Wanlong Real Estate Development Co., Ltd. (長春市萬龍房地產開發有限責任公司)	10%
	Jilin Province Trust Co., Ltd. (吉林省信託有限責任公司)	10%
	Jilin Province Guangze Agriculture Investment Co., Ltd. (吉林省廣澤農業投資有限公司)	10%

Member of the Group	Person with 10% or more interest	Approximate percentage of the interest
Changbai Mountain Rural Commercial Bank	Jishi Media Co., Ltd. (吉視傳媒股份有限公司)	10%
Jilin Chuncheng Rural Commercial Bank	Jilin Province Trust Co., Ltd. (吉林省信託有限責任公司)	10%
	Jishi Media Co., Ltd. (吉視傳媒股份有限公司)	10%
	Changchun Guoxin Investment Group Co., Ltd. (長春國信投資集團有限公司)	10%
	Changchun Qingyifang Distribution Co., Ltd. (長春青怡坊經銷有限責任公司)	10%
Anping Huimin Village and Township Bank	Anping County Anbao Cotton Co., Ltd. (安平縣安保棉業有限公司)	10%
Changchun Gaoxin Huimin Village and Township Bank	Jilin Province Guangze Agriculture Investment Co., Ltd. (吉林省廣澤農業投資有限公司)	10%
	Changchun City Wanlong Real Estate Development Co., Ltd. (長春市萬龍房地產開發有限責任公司)	10%
	Jilin Province Liangyou Group Co., Ltd. (吉林省良友集團有限公司)	10%
	Changchun Guilin Road Market Development Co., Ltd. (長春桂林路市場發展有限公司)	10%
Leizhou Huimin Village and Township Bank	Shenzhen City J-star Project Management Consultant Co., Ltd. (深圳市建星項目管理顧問有限公司)	10%
	Yang Zhenfu (楊振富)	10%
	Lou Hong (樓紅)	10%
Zhou Gang (周剛)		10%
Songyuan Ningjiang Huimin Village and Township Bank	Zhang Sheng (張生)	10%
Wenan County Huimin Village and Township Bank	Hebei Kaiyue Chemical Fertilizer Co., Ltd. (河北凱躍化工集團有限公司)	10%
	Langfang Northern Mechanical Engineering Group Co., Ltd. (廊坊北方機械工程集團有限公司)	10%
	Tianjin Haishun Linghang Investment Co., Ltd. (天津海順領航投資有限公司)	10%
	Zhang Jing (張靜)	10%
Yun'an Huimin Village and Township Bank	Guangdong Chuanqi Compound Stone Co., Ltd. (廣東傳奇崗石有限公司)	10%
	Yunfu City Congqi Trading Co., Ltd. (雲浮市琮琪貿易有限公司)	10%
	Yunfu City Hongleng Trading Co., Ltd. (雲浮市弘稜貿易有限公司)	10%



Member of the Group	Person with 10% or more interest	Approximate percentage of the interest
Jingmen Dongbao Huimin Village and Township Bank	Tao Yanyan (陶艷艷)	10%
	Gao Guangchun (高廣春)	10%
	Wang Jin (王進)	10%
Anci District Huimin Village and Township Bank	Langfang City Wan Tong Cemetery Co., Ltd. (廊坊市萬桐公墓有限公司)	10%
	Langfang City Fuxing Trading Co., Ltd. (廊坊市富興商貿有限公司)	10%
Huidong Huimin Village and Township Bank	Jilin Province Shimao Mall Co., Ltd. (吉林省世茂商城有限公司)	10%
	Jilin Province Songyuan Feiyu Real Estate Development Co., Ltd. (吉林省松原飛宇房地產開發有限公司)	10%
	Changchun Tianda Building Materials Co., Ltd. (長春天大建築材料有限公司)	10%
Da'an Huimin Village and Township Bank	An Xianfu (安憲福)	10%
	An Ning (安寧)	10%
Heyang Huimin Village and Township Bank	Heyang County Jinyuan Gas Co., Ltd. (合陽縣金源天然氣有限公司)	10%
	Heyang County Yangguang Automobile Trade Co., Ltd. (合陽縣陽光汽貿有限公司)	10%
	Hancheng City Lilong Coal Industry Co., Ltd. (韓城市立龍煤業有限責任公司)	10%
	Shanxi Hesheng Investment Development Co., Ltd. (陝西合盛投資發展有限公司)	10%
Taonan Huimin Village and Township Bank	Baicheng City Xingsheng Dairy Farming Co., Ltd. (白城市興盛奶牛養殖有限公司)	10%
	Songyuan City Jiangcheng Construction Engineering Co., Ltd. (松原市江城建築工程有限責任公司)	10%
Fuyu Huimin Village and Township Bank	Wang Ying (王英)	10%
Sanya Phoenix Village and Township Bank	Pioneer Payment Co., Ltd. (先鋒支付有限公司)	10%
	United Ventures Group Limited (聯合創業集團有限公司)	10%
	Qingdao Bright Mountain Industries Co., Ltd. (青島貝蒙特實業有限公司)	10%
	Luoniushan Co., Ltd. (羅牛山股份有限公司)	10%
	Haikou Huatianbao Industries Co., Ltd. (海口華天寶實業有限公司)	10%
	Rizhao Huadong Power Fuel Co., Ltd. (日照華東電力燃料有限公司)	10%
	Hainan Wanping Real Estate Development Co., Ltd. (海南萬平房地產開發有限公司)	10%

**4. Service Contracts**

Pursuant to Rules 19A.54 and 19A.55 of the Hong Kong Listing Rules, the Bank has entered into a service contract with each of the Bank's directors and supervisors in respect of, among other things, compliance with relevant laws and regulations, observation of the Articles of Association and provisions on arbitration. Except as disclosed above, the Bank has not entered, and does not propose to enter, into any service contracts with any of the Bank's directors or supervisors in their respective capacities as directors/supervisors (other than contracts expiring or determinable by the employer within one year without the payment of compensation (other than statutory compensation)).

**5. Directors' and Supervisors' Remuneration**

The aggregate pre-tax remuneration (including fees, salaries, discretionary bonus, social insurance scheme and other benefits) paid to the Bank's directors and supervisors for the three financial years ended 2013, 2014 and 2015 and the six months ended June 30, 2016 were approximately RMB4.70 million, RMB5.99 million, RMB8.23 million and RMB2.69 million, respectively.

Under the arrangements currently in force, the Bank estimates the Bank's total pre-tax fixed remuneration payable to its directors and supervisors for the year ending December 31, 2016 is approximately RMB10.87 million.

**6. Personal Guarantees**

No director or supervisor has provided personal guarantees for the benefit of the lenders in connection with any banking facilities granted to the Group.

**7. Agency Fees or Commissions Received**

Except as disclosed in this prospectus, none of the Bank's directors or any of the persons whose names are listed in “—D. Other Information—5. Qualifications of Experts” had received any commissions, discounts, agency fee, brokerages or other special terms in connection with the issue or sale of any of the share capital of any member of the Group on its subsidiaries within the two years preceding the date of this prospectus.

**8. Disclaimers**

Except as disclosed in this prospectus:

- (a) none of the Bank's directors, supervisors and any parties listed in “—D. Other Information—5. Qualifications of Experts” is:
  - i. interested in the promotion of any member of the Group, or in any assets which, within the two years immediately preceding the date of this prospectus, have been acquired or disposed of by or leased to any member of the Group, or are proposed to be acquired or disposed of by or leased to any member of the Group; or
  - ii. materially interested in any contract or arrangement subsisting as of the date of this prospectus which is significant to the Group's business;

- (b) except in connection with the Underwriting Agreements, none of the parties listed in “—D. Other Information—5. Qualifications of Experts”:
- i. is interested legally or beneficially in any of the Shares or the securities; or
  - ii. has any right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for the Shares or any of the securities; and
- (c) none of the Bank’s directors or supervisors is a director or employee of a company which has an interest in the share capital of any member of the Group that has to be disclosed pursuant to Divisions 2 and 3 of Part XV of the SFO after the listing of the H Shares on the Hong Kong Stock Exchange.

## **D. OTHER INFORMATION**

### **1. Estate Duty**

The Bank’s directors have been advised that currently there is no material liability for estate duty under PRC law that is likely to be imposed on the Group.

### **2. Litigation**

The Bank and the subsidiary banks are not involved in any litigation, arbitration or administrative proceedings of material importance and, so far as the Group is aware, no litigation, arbitration or administrative proceedings of material importance is pending or threatened against the Group or any of the Bank’s directors, supervisors or senior management as of the Latest Practicable Date.

### **3. Sole Sponsor**

The Sole Sponsor has made an application on behalf of the Bank to the Listing Committee of the Hong Kong Stock Exchange for the listing of, and permission to deal in, the H Shares (including any Offer Shares which may be issued pursuant to the exercise of the Over-allotment Option). All necessary arrangements have been made to enable the securities to be admitted to CCASS.

The Sole Sponsor satisfies the independence criteria set out in Rule 3A.07 of the Hong Kong Listing Rules.

The sponsor fee of the Sole Sponsor is HK\$5.5 million, which is payable by the Bank.

### **4. Preliminary Expenses**

The Group has no material preliminary expenses.

## 5. Qualifications of Experts

The qualifications of the experts (as defined under the Hong Kong Listing Rules and the Hong Kong Companies (Winding Up and Miscellaneous Provisions) Ordinance) who have given their opinions or advice in this prospectus are as follows:

Name of Expert	Qualification
Guotai Junan Capital Limited	Licensed corporation under the SFO permitted to carry on type 6 (advising on corporate finance) regulated activity as defined under the SFO
King & Wood Mallesons	PRC legal adviser
SHINEWING (HK) CPA Limited	Certified public accountants
Beijing Shinewing Management Consulting Co., Ltd	Internal control consultant

## 6. Consents

Each of the Sole Sponsor, SHINEWING (HK) CPA Limited as the Bank's reporting accountant, King & Wood Mallesons as the Bank's PRC legal adviser, Beijing Shinewing Management Consulting Co., Ltd as the Bank's internal control consultant, has given and has not withdrawn their respective written consents to the issue of this prospectus with the inclusion of their reports, letters, and/or opinions (as the case may be) and/or the references to their names included herein in the form and context in which they are respectively included.

None of the experts named above has any shareholding interests in any member of the Group or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of the Group.

## 7. Binding Effect

This prospectus shall have the effect, if an application is made in pursuance hereof, of rendering all persons concerned bound by all the provisions (other than the penal provision) of sections 44A and 44B of the Companies (Winding Up and Miscellaneous Provisions) Ordinance so far as applicable.

## 8. No Material Adverse Change

The Bank's directors believe that there has been no material adverse change in the Group's financial or trading position or prospects since June 30, 2016.

## 9. Bilingual Prospectus

The English language and the Chinese language versions of this prospectus are being published separately, in reliance upon the exemption provided by section 4 of the Companies (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

## 10. Miscellaneous

Except as disclosed in this prospectus:

- (a) Within the two years preceding the date of this prospectus: (i) none of the member of the Group has issued or agreed to issue any share or loan capital fully or partly paid either for

cash or for a consideration other than cash, and (ii) no commissions, discounts, brokerage fee or other special terms have been granted in connection with the issue or sale of any shares of any member of the Group.

- (b) No share or loan capital of any member of the Group is under option or is agreed conditionally or unconditionally to be put under option.
- (c) No member of the Group has issued or agreed to issue any founder shares, management shares or deferred shares.
- (d) None of the equity and debt securities of the Bank is listed or dealt with on any other stock exchange nor is any listing or permission to deal being or proposed to be sought.
- (e) There are no arrangements under which future dividends are waived or agreed to be waived.
- (f) There are no procedures for the exercise of any right of pre-emption or transferability of subscription rights.
- (g) There are no contracts for hire or hire purchase of any plant to or by any member of the Group for a period of over one year which are substantial to the Group's business.
- (h) There have been no interruptions in the Group's business which may have or have had a significant effect on the Group's financial position in the last 12 months.
- (i) There are no restrictions affecting the remittance of profits or repatriation of capital by the Group in Hong Kong from overseas.
- (j) None of the member of the Group has any outstanding convertible debt securities.
- (k) The Bank currently does not intend to apply for the status of a Sino-foreign investment joint stock limited company and does not expect to be subject to the Sino-foreign Joint Venture Law of the PRC.

## 11. Promoters

The Bank's promoters comprised Jilin Province Trust Co., Ltd. (吉林省信託有限責任公司, formerly known as Jilin Province Trust and Investment Co., Ltd. (吉林省信託投資有限責任公司)), Jilin Province Jiapeng Group Co., Ltd. (吉林省嘉鵬集團有限公司, formerly known as Jilin Jiapeng Road Construction Co., Ltd. (吉林省嘉鵬公路建設有限責任公司)) and 1,662 individual shareholders. See the section headed "History and Development".

Within the two years immediately preceding the date of this prospectus, no cash, securities or other benefit has been paid, allotted or given, or has been proposed to be paid, allotted or given, to any of the promoters in connection with the Global Offering or the related transactions described in this prospectus.

## 12. Selling Shareholders

The particulars of the Bank's Selling Shareholders are as follows:

Name of Shareholder	Number of Sale Shares held (assuming the Over-allotment Option is not exercised)	Number of Sale Shares held (assuming the Over-allotment Option is fully exercised)	Description	Address
Jilin Province Trust Co., Ltd. (吉林省信託有限責任公司)	46,960,378	54,004,435	Its scope of business includes: (RMB and foreign currency denominated) fund trust, trust of movable property, real estate trust, securities trust, trust of property or property right, acting as the promoter of an investment fund or a fund management company and engaging in investment fund business, enterprise asset restructuring, mergers and acquisitions, project financing, corporate finance, financial consulting services and others, securities underwriting business as approved by relevant departments of the State Council, mediation, advising, credit investigation business and others, bailment and safe deposit locker facility business, applying its proprietary assets by means of interbank deposits, interbank placements, loans, lease and investment, providing guarantees for third parties with its proprietary assets, inter-bank lending, and other businesses approved by laws, regulations or the CBRC (for items which require approvals pursuant to laws, the commencement of its operation shall be subject to the approval from relevant departments)	No. 9889, Renmin Avenue, Changchun, Jilin Province, the PRC
Jishi Media Co., Ltd. (吉視傳媒股份有限公司)	10,747,697	12,359,851	Its scope of business includes: cable TV business, broadcasting TV program transmission services, professional channels, paid channels, multimedia data broadcasting, video and audio on demand services, e-government affairs, e-commerce, TV shopping, distance education, telemedicine information and its network transmission services, online advertising, online communication, data transmission, dedicated channel rental services, design, installation and operation services of TV broadcasting network, computer network and communication network and lines, installation and testing of antenna system of TV broadcasting and communication, electronic community engineering, information network services for utility bills, technology development, consulting, application and services for satellite and network system, internet access services in Jilin province, information services (mobile text message services, internet information services, paid commercial information of online advertising and online shopping malls), equipment sales of TV, broadcasting communication and information, software development and production and publication of TV programs (the operation of items which involve special review and approval shall be subject to relevant approval permits)	Room 402, Rende Group, Boshuo Road, Jingyue Development Zone, Changchun, Jilin Province, the PRC
Jilin Province Technology Investment Fund Co., Ltd. (吉林省科技投資基金有限公司)	2,291,925	2,635,714	Its scope of business includes: investment business in respect of high-tech achievements transformation projects in Jilin Province with proprietary intellectual property rights, mature technology, motivation for industry technology advancement and industry upgrade, and high growth potential, entrusted asset management for investors, and investment consulting (businesses such as wealth management, illegal fund-raising, illegal deposit taking and loans are prohibited; businesses banned by laws, regulations and the State Council are prohibited; the operation of items with permits shall be subject to valid permits or approval documents)	Room 1313, 13/F, Block A, Jilin Investment Building, 2559 Weishan Road, Changchun High-tech Zone, Jilin Province, the PRC