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**Bank of Zhengzhou Co., Ltd.\***  
**鄭州銀行股份有限公司\***

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 6196)**

**SUPPLEMENTAL NOTICE OF 2015 ANNUAL GENERAL MEETING**

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the 2015 Annual General Meeting (the "AGM") of Bank of Zhengzhou Co., Ltd.\* (the "Bank") will be held at 2:30 p.m. on June 17, 2016 (Friday) at Multi- Function Room, 29/F, Bank of Zhengzhou Building, 22 Shangwu Waihuan Road, Zhengdong New District, Zhengzhou, Henan Province, PRC, to consider, if thought fit, pass the following ordinary resolutions in addition to the resolutions set out in the notice of the AGM of the Bank dated April 29, 2016. Unless indicated otherwise, capitalised terms used in this supplemental notice shall have the same meanings as those defined in the circular of the Bank dated May 30, 2016:

**Ordinary Resolutions**

11. to consider and approve the appointment of Mr. Feng Tao as executive Director of the Bank;
12. to consider and approve the Administrative Measures on Remuneration and Performance of Directors and Supervisors at Governance Level.

By Order of the Board  
**Bank of Zhengzhou Co., Ltd.\***  
**Wang Tianyu**  
*Chairman*

Zhengzhou Henan Province, the PRC  
May 30, 2016

*Notes:*

1. Details related to the above resolutions are set out in the circular of the Bank dated May 30, 2016.
2. A revised form of proxy is enclosed with this supplemental notice of the AGM. Any shareholder entitled to attend and vote at the AGM is entitled to appoint one or more persons (if the shareholder holds two or more issued shares of the Bank with a nominal value of RMB1.00 each), whether such person is a shareholder of the Bank or not, as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the AGM.

3. Please refer to the notice of 2015 Annual General Meeting dated April 29, 2016 for details of the other resolutions to be considered at the AGM, publication of the voting results of the AGM, closure of register of members and eligibility for attending and voting at the AGM and other relevant matters.
4. Shareholders who intend to appoint a proxy shall complete and return the enclosed revised form of proxy in accordance with the instructions printed thereon and return it in 24 hours before the scheduled time for holding of the AGM or any adjournment thereof (as the case may be).
5. (i) The Bank's Shareholders or their proxies shall present their identity documents when attending the AGM (or any adjournment thereof). If the legal representative of corporate Shareholders or any other persons officially authorized by the corporate Shareholders is present at the AGM (or any adjournment thereof), such legal representative or other persons shall present their identity documents and the certifying documents for appointment as a legal representative or valid authorization documents (as case may be).  
  
(ii) The AGM is expected to last for no more than a half day. Shareholders and representative attending the meeting shall be responsible for their own traveling and accommodation expenses.  
  
(iii) Address of the office of the Board of Directors of the Bank:

22 Shangwu Waihuan Road,  
Zhengdong New District,  
Zhengzhou,  
Henan Province, PRC  
Tel: (86) 0371 6700 9199  
Fax: (86) 0371 6700 9898

*\* Bank of Zhengzhou Co., Ltd. is not an authorized institution within the meaning of the Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorized to carry on banking and/or deposit-taking business in Hong Kong.*

*As at the date of this notice, the Board of Directors of the Bank comprises Mr. Wang Tianyu, Mr. Shen Xueqing and Mr. Zhang Rongshun as executive Directors, Mr. Fan Yutao, Mr. Zhang Jingguo, Mr. Liang Songwei, Mr. Ma Jinwei and Mr. Ji Hongjun as non-executive Directors, Mr. Wang Shihao, Mr. Li Huaizhen, Mr. Xie Taifeng, Mr. Wu Ge and Ms. Chan Mei Bo Mabel as independent non-executive Directors.*