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Huishang Bank Corporation Limited* **徽商銀行股份有限公司***

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 3698 and 4608 (Preference Shares))

POLL RESULTS OF THE 2016 ANNUAL GENERAL MEETING ARRANGEMENT FOR PAYMENT OF FINAL DIVIDEND FOR 2016 AND ELECTION OF SUPERVISORS OF THE BANK

POLL RESULTS OF THE AGM

The Board of Directors hereby announces that the AGM was held by the Bank on Thursday, June 22, 2017. Except that the resolution numbered 18 proposed at the AGM was not passed, all other resolutions proposed thereat were duly passed.

PAYMENT OF FINAL DIVIDEND FOR 2016

The final dividend of the Bank for the year ended December 31, 2016, namely RMB0.061 per Share (tax inclusive), will be paid on Friday, August 18, 2017 to Shareholders whose names appear on the register of members of the Bank on Tuesday, July 4, 2017.

ELECTION OF SUPERVISORS OF THE BANK

Mr. Yang Mianzhi and Mr. Li Ruifeng were elected as an external Supervisor and a Shareholder Supervisor of the Bank at the AGM, respectively. Their term of office as Supervisors will be the same as the term of the third session of the Board of Supervisors of the Bank, which will commence from the date of approval by the AGM until the date of completion of the re-election of the third session of the Board of Supervisors.

References are made to the circular (the “**Circular**”) and the notice of the 2016 annual general meeting (the “**AGM**”) dated May 8, 2017, the announcement on an additional provisional proposal for the AGM dated May 28, 2017 and the supplemental notice (the “**Supplemental Notice**”) of the AGM dated June 8, 2017 of Huishang Bank Corporation Limited (the “**Bank**”). Unless otherwise defined herein, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular and the Supplemental Notice.

The AGM was held at the Hall, 11/F, Block A, Tianhui Building, 79 Anqing Road, Hefei, Anhui Province, the PRC from 9:00 a.m. on Thursday, June 22, 2017. The AGM was duly convened in accordance with the Company Law of the PRC and the Articles of Association.

As at the date of the AGM, the total number of ordinary shares with voting rights of the Bank (the “**Shares**”) was 11,049,819,283 Shares (of which 7,887,319,283 were Domestic Shares and 3,162,500,000 were H Shares).

I. POLL RESULTS OF THE AGM

The AGM was chaired by Mr. Li Hongming, the chairman of the Board of Directors. As at the date of the AGM, a total of 11,049,819,283 Shares entitled their holders to attend and vote on the resolutions were put forward at the AGM (the “**AGM Resolutions**”). Shareholders holding an aggregate of 8,908,614,863 Shares with voting rights, representing approximately 80.62% of the total number of issued Shares of the Bank, attended the AGM either in person or by proxy. No Shareholder was required under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) to abstain from voting on any of the AGM Resolutions. There was no Share entitling the holder to attend and abstain from voting in favour of the AGM Resolutions under Rule 13.40 of the Listing Rules. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the AGM Resolutions. All AGM Resolutions were put to vote by way of poll.

The poll results of the respective AGM Resolutions were as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
1.	To consider and approve the final financial accounts of the Bank for 2016	7,340,241,133 (82.394864%)	1,568,373,730 (17.605136%)	0 (0.000000%)
2.	To consider and approve the financial budget of the Bank for 2017	7,207,690,133 (80.906968%)	1,567,924,730 (17.600095%)	133,000,000 (1.492937%)
3.	To consider and approve the profit distribution plan of the Bank for 2016	7,179,925,749 (80.595310%)	1,728,675,265 (19.404535%)	13,849 (0.000155%)
4.	To consider and approve the appointment of external auditors of the Bank for 2017	8,908,076,863 (99.993961%)	538,000 (0.006039%)	0 (0.000000%)
5.	To consider and approve the appraisal report on the performance of duties by Directors (including independent non-executive Directors) in 2016 by the Board of Directors	8,908,076,863 (99.993961%)	538,000 (0.006039%)	0 (0.000000%)
6.	To consider and approve the appraisal report on the performance of duties by Supervisors (including external Supervisors) in 2016 by the Board of Supervisors	8,908,076,863 (99.993961%)	538,000 (0.006039%)	0 (0.000000%)

ORDINARY RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
7.	To consider and approve the work report of the Board of Directors of the Bank for 2016	7,340,241,133 (82.394864%)	1,568,373,730 (17.605136%)	0 (0.000000%)
8.	To consider and approve the work report of the Board of Supervisors of the Bank for 2016	7,340,241,133 (82.394864%)	1,568,373,730 (17.605136%)	0 (0.000000%)
9.	To consider and approve the supplemental resolution in relation to the <i>Resolution on Establishment of an Independent Legal Entity Operating as a Direct Sales Bank</i>	8,908,614,863 (100.000000%)	0 (0.000000%)	0 (0.000000%)
10.	To consider and approve the amendments to the <i>Rules and Regulations on the Proceedings of the Shareholders' General Meeting of Huishang Bank Corporation Limited (Preference Share)</i>	8,908,614,863 (100.000000%)	0 (0.000000%)	0 (0.000000%)
11.	To consider and approve the amendments to the <i>Rules and Regulations on the Proceedings of the Shareholders' General Meeting of Huishang Bank Corporation Limited (A Share + Preference Share)</i>	8,871,241,755 (99.580484%)	37,373,108 (0.419516%)	0 (0.000000%)
12.	To consider and approve the election of:			
	(a) Mr. Yang Mianzhi as an external Supervisor of the third session of the Board of Supervisors of the Bank	8,908,614,863 (100.000000%)	0 (0.000000%)	0 (0.000000%)
	(b) Mr. Li Ruifeng as a Shareholder Supervisor of the third session of the Board of Supervisors of the Bank	8,908,614,863 (100.000000%)	0 (0.000000%)	0 (0.000000%)

SPECIAL RESOLUTIONS		Number of Votes (%)		
		For	Against	Abstain
13.	To consider and approve the general mandate for the issue of Shares by the Bank	7,300,815,656 (81.952310%)	1,607,799,207 (18.047690%)	0 (0.000000%)
14.	To consider and approve the extension of the validity period of the Plan on the Initial Public Offering and Listing of A Shares of the Bank	8,871,241,755 (99.580484%)	37,373,108 (0.419516%)	0 (0.000000%)
15.	To consider and approve the extension of the validity period of the authorization to deal with specific matters in respect of initial public offering and listing of A Shares of the Bank	7,303,534,541 (81.982830%)	1,605,080,322 (18.017170%)	0 (0.000000%)
16.	To consider and approve the amendments to the <i>Three-year Dividend Plan after the Initial Public Offering and Listing of the A Shares of Huishang Bank Corporation Limited</i>	8,872,300,755 (99.592371%)	36,314,108 (0.407629%)	0 (0.000000%)
17.	To consider and approve the amendments to the <i>Articles of Association of Huishang Bank Corporation Limited (A Share + Preference Share)</i>	8,871,241,755 (99.580484%)	37,373,108 (0.419516%)	0 (0.000000%)
SUPPLEMENTAL ORDINARY RESOLUTION		Number of Votes (%)		
		For	Against	Abstain
18.	To consider and approve the proposal to increase the profit distribution for 2016 to the same level of average profit distribution for 2013-2015	1,855,922,038 (20.832891%)	6,057,745,301 (67.998734%)	994,947,524 (11.168375%)

As more than half of the votes from the Shareholders (including their proxies) attending the AGM were cast in favour of the resolutions numbered 1 to 12, these resolutions were duly passed as ordinary resolutions. As more than two-thirds of the votes from the Shareholders (including their proxies) attending the AGM were cast in favour of the resolutions numbered 13 to 17, these resolutions were duly passed as special resolutions. As less than half of the votes were cast in favour of the supplemental ordinary resolution numbered 18 at the AGM, such resolution was not passed as an ordinary resolution.

SCRUTINY

Computershare Hong Kong Investor Services Limited, the H Share Registrar of the Bank in Hong Kong, acted as the scrutineer at the AGM. Deheng Law Offices, the legal adviser of the Bank as to the PRC laws, a Supervisor and two representatives of Shareholders carried out the vote counting at the same time.

II. FINAL DIVIDEND FOR 2016

The Board of Directors announces the following information relating to payment of the dividend for 2016:

A dividend in cash for the year ended December 31, 2016 of RMB0.061 per Share (tax inclusive) (the “**Dividend**”) will be paid on Friday, August 18, 2017 to Shareholders whose names appear on the register of members of the Bank on Tuesday, July 4, 2017 (the “**Record Date**”). The Dividend will be denominated in Renminbi and paid to Domestic Shareholders in Renminbi and to holders of H Shares (“**H Shareholders**”) in Hong Kong dollar.

H Shareholders are advised that the register of members of the Bank will close from Thursday, June 29, 2017 to Tuesday, July 4, 2017 (both days inclusive), during which time no transfer of H Shares will be effected and registered. In order to qualify for the final dividend, H Shareholders must lodge their relevant transfer documents together with the share certificates with the Bank’s H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, by 4:30 p.m. on Wednesday, June 28, 2017.

(1) Domestic Shareholders

According to the relevant requirements of the *Individual Income Tax Law of the People’s Republic of China* (《中華人民共和國個人所得稅法》), the Bank will withhold an individual income tax at the rate of 20% for natural person Shareholders whose names appear on the register of members for Domestic Shareholders on Tuesday, July 4, 2017.

The dividend for Domestic Shareholders without affirmed ownership will be kept temporarily by the Bank and distributed upon the confirmation of the ownership.

(2) H Shareholders

The following conversion formula shall apply to calculation of the Dividend payable per H Share in Hong Kong dollar:

$$\text{Dividend per H Share in Hong Kong dollar} = \frac{\text{Dividend per Share in Renminbi}}{\text{The central parity rate of the average exchange rate of Renminbi to Hong Kong dollar as announced by The People’s Bank of China for the five working days preceding the date of declaration of the Dividend (June 22, 2017 inclusive)}}$$

The central parity rate of the average exchange rate of Renminbi to Hong Kong dollar as announced by The People’s Bank of China for the five working days immediately prior to and including the AGM date, that was, from June 16, 2017 to June 22, 2017, was HK\$1.00 to RMB0.872932. Accordingly, the Dividend payable per H Share is HK\$0.069879 (tax inclusive).

The Bank has appointed Computershare Hong Kong Trustees Limited as the receiving agent (the “**Receiving Agent**”) in Hong Kong which will receive the Dividend declared by the Bank on behalf of the H Shareholders. The Dividend will be paid by the Receiving Agent and the dividend warrants will be posted by the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, by ordinary mail to H Shareholders who are entitled to receive the Dividend at their own risks on or before August 18, 2017.

Pursuant to the *Notice on Issues Concerning Individual Income Tax Collection and Management after the Repeal of Guo Shui Fa [1993] No. 045* (Guo Shui Han [2011] No. 348) (《關於國稅發[1993] 045號文件廢止後有關個人所得稅徵管問題的通知》) (國稅函[2011] 348號)) of the State Administration of Taxation dated June 28, 2011, the dividend (bonus) received by the overseas resident individual Shareholders from the shares issued by domestic non-foreign invested enterprises in Hong Kong is subject to the payment of individual income tax, which shall be withheld and paid by the withholding agents according to the relevant laws. However, the overseas resident individual Shareholders of the shares issued by domestic non-foreign invested enterprises in Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax agreements signed between the countries where they are residents and China as well as the tax arrangements between Mainland China and Hong Kong (Macau).

Based on the above tax regulation, the Bank will withhold an individual income tax at a tax rate of 10% for the individual H Shareholders. However, when other relevant tax regulations and tax arrangements have different requirements, the Bank will follow the requirements of the tax bureau(s).

The Bank will withhold an enterprise income tax at a tax rate of 10% for those non-resident corporate H Shareholders pursuant to the *Law of the People’s Republic of China on Enterprise Income Tax* (《中華人民共和國企業所得稅法》) and relevant implementation rules which took effect from January 1, 2008.

For the purpose of payment of the Dividend, “non-resident corporate Shareholders” refer to any Shareholders holding the Shares of the Bank in the name of non-individual Shareholders, including but not limited to the H Shareholders whose Shares are registered in the name of HKSCC Nominees Limited, other nominees or trustees, or other groups and organizations. Shareholders should read the above information carefully. If anyone would like to change the identity of the Shareholder, please enquire about the relevant procedures with the nominees or trustees. The Bank is neither obligated nor responsible for ascertaining the identity of the Shareholders. In addition, the Bank will withhold the enterprise income tax and the individual income tax in strict compliance with the relevant laws or regulations and the registered information on the H Shares register of members of the Bank as at the Record Date. The Bank will not entertain, or take any responsibilities for, any requests or claims in relation to any delay or inaccuracies in ascertaining the identity of the Shareholders or any disputes over the mechanism of withholding of the enterprise income tax and the individual income tax.

(3) Mainland's Shareholders of Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect

Pursuant to the *Notice on the Tax Policies Concerning the Pilot Program of the Shanghai-Hong Kong Stock Connect* (Cai Shui [2014] No. 81) (《關於滬港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2014]81號)) and the *Notice on the Tax Policies Concerning the Pilot Program of the Shenzhen-Hong Kong Stock Connect* (Cai Shui [2016] No. 127)(《關於深港股票市場交易互聯互通機制試點有關稅收政策的通知》(財稅[2016]127號)), which were jointly released by the Ministry of Finance, the State Administration of Taxation and the China Securities Regulatory Commission on October 31, 2014 and November 5, 2016, respectively, for dividends obtained by the mainland individual investors from H shares listed on the Hong Kong Stock Exchange invested by them through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, such H-share companies shall apply to China Securities Depository and Clearing Corporation Limited (the “CSDC”) for providing the register of mainland individual investors and withhold personal income tax at the tax rate of 20% from mainland individual investors whose names are listed on such register provided by the CSDC. While for dividends obtained by the mainland individual investors from non-H shares listed on the Hong Kong Stock Exchange invested by them through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, the CSDC will withhold personal income tax at the tax rate of 20%. Individual investors may, by producing valid tax payment certificates, apply to the competent tax authority under the CSDC for tax credit relating to the withholding tax already paid abroad.

For dividend income obtained by the mainland security investment funds from shares listed on the Hong Kong Stock Exchange invested by them through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, individual income tax shall be withheld according to the above regulations. For dividend income obtained by the mainland corporate investors from shares listed on the Hong Kong Stock Exchange invested by them through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, such income shall be included in their total revenue and enterprise income tax shall be withheld by law. Meanwhile, for dividend income obtained by mainland resident enterprises from holding H shares for 12 consecutive months, enterprise income tax shall be exempted by law. H-share companies listed on the Hong Kong Stock Exchange shall apply to the CSDC for providing the register of the mainland enterprise investors. The H-share companies shall not withhold income tax of dividends for mainland enterprise investors and such investors shall declare and pay relevant tax themselves.

If the H Shareholders have any queries regarding the above tax arrangements, please consult your tax consultants regarding the tax impacts in the mainland China, Hong Kong and other countries (regions) for holding and selling the H Shares.

III. ELECTION OF SUPERVISORS OF THE BANK

The Bank announces that Mr. Yang Mianzhi and Mr. Li Ruifeng were elected as an external Supervisor and a Shareholder Supervisor of the Bank at the AGM, respectively. The biographical details of Mr. Yang Mianzhi and Mr. Li Ruifeng are set out as follows:

Mr. Yang Mianzhi, born in July 1969, studied at Anhui University of Finance & Economics (安徽財經大學) for a bachelor's degree from September 1989 to July 1993, majoring in accounting; studied at Anhui University (安徽大學) for a master's degree from September 2001 to July 2004, majoring in business management; and studied at the School of Business of Renmin University of China (中國人民大學) for a doctorate from September 2005 to July 2008. Mr. Yang was engaged in accounting work at the former People's Bank of Anhui Province (安徽省人民銀行) from July 1993 to September 2001; served as an associate professor at the former School of Business Administration, Anhui University from October 2001 to May 2009; as head of the Department of Finance and an associate professor at the School of Business, Anhui University from June 2009 to October 2010; and as an associate dean and a professor at the School of Business, Anhui University from November 2010 to February 2016. He has been the director of the Accounting and Financial Research Center, a professor and a Ph.D. supervisor of Anhui University since March 2016. Mr. Yang once served as an independent director of Anhui Sun Create Electronics Co., Ltd. (安徽四創電子股份有限公司), and is concurrently an independent director of Anhui Conch Cement Company Limited (安徽海螺水泥股份有限公司), Guoyuan Securities Co., Ltd. (國元證券股份有限公司), Anhui Expressway Company Limited (安徽皖通高速公路股份有限公司) and Anhui Anli Material Technology Co., Ltd. (安徽安利材料科技股份有限公司). As at the date of this announcement, Mr. Yang holds 6,012 Domestic Shares of the Bank.

Mr. Li Ruifeng, born in February 1970 and graduated from the Central Institute of Finance and Economics (中央財政金融學院) (currently known as Central University of Finance and Economics (中央財經大學)), serves as the deputy general manager and a member of the Party Committee of Wuhu Construction Investment Co., Ltd. (蕪湖市建設投資有限公司) at present. From September 1991 to July 1995, Mr. Li studied in the Central Institute of Finance and Economics, majoring in finance, and obtained a bachelor's degree in economics. From July 1995 to August 2012, Mr. Li successively served as staff member, section chief, deputy director and director (director of State-owned Assets Office) of the finance department under the Management Committee of Wuhu Economic and Technology Development Zone (蕪湖市經濟技術開發區管委會財政局). He also concurrently served as general manager of Wuhu Economic and Technology Development Zone Construction and Investment Company (蕪湖經濟技術開發區建設投資公司) from October 2008 to August 2012 and the chairman of the company from April 2012 to August 2012. Since August 2012, Mr. Li has been the deputy general manager and a member of the Party Committee of Wuhu Construction Investment Co., Ltd.. He also has been concurrently serving as the chairman of Wuhu Binjiang Construction and Development Co., Ltd. (蕪湖市濱江建設發展有限公司) since May 2014. Mr. Li also concurrently serves as the director of Wuhu Yuanda Venture Capital Company Limited, Hua Ya Wuhu Plastic Co., Ltd. (華亞蕪湖塑膠有限公司), Wuhu Jincai Pawnshop Co., Ltd. (蕪湖金財典當有限責任公司), Guoyuan Agricultural Insurance Co., Ltd. (國元農業保險股份有限公司), Wuhu Jincai Financing Guarantee Co., Ltd. (蕪湖金財融資擔保有限責任公司) and Wuhu Jiangdong Venture Capital Management Co., Ltd. (蕪湖市江東創業投資管理有限公司). Mr. Li has not held directorship or supervisorship in any listed companies (other than the Bank) or any other position in the group companies of the Bank during the previous three years. Mr. Li has no interest in the Shares of the Bank within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The term of Mr. Yang Mianzhi and Mr. Li Ruifeng as a Supervisor is the same as the term of the third session of the Board of Supervisors, which will commence from the date of approval by the AGM (i.e., June 22, 2017) until the date of completion of the re-election of the third session of the Board of Supervisors. Mr. Yang, as an external Supervisor, will receive remuneration from the Bank, and the remuneration standards are determined in accordance with the relevant requirements. Mr. Li, as a Shareholder Supervisor of the Bank, is not entitled to receive remuneration from the Bank.

Save as disclosed above, Mr. Yang Mianzhi and Mr. Li Ruifeng do not have any relationship with any other Directors, Supervisors, senior management or substantial Shareholders of the Bank. In addition, save as mentioned above, there are no other matters relating to the appointment of Mr. Yang and Mr. Li required to be disclosed pursuant to the requirements of Rule 13.51(2) of the Listing Rules, and there is no other matter which need to be brought to the attention of the Shareholders.

By order of the Board
Huishang Bank Corporation Limited*
Li Hongming
Chairman

Hefei, Anhui Province, China
June 22, 2017

As at the date of this announcement, the board of directors of the Bank comprises Li Hongming, Wu Xuemin and Ci Yaping as executive directors; Zhang Feifei, Zhu Jiusheng, Qian Li, Lu Hui, Zhao Zongren, Qiao Chuanfu and Gao Yang as non-executive directors; Au Ngai Daniel, Dai Genyou, Wang Shihao, Zhang Shenghuai and Zhu Hongjun as independent non-executive directors.

* *Huishang Bank Corporation Limited 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/deposit-taking business in Hong Kong.*