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錦州銀行股份有限公司
Bank of Jinzhou Co., Ltd.*

(a joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 0416)
(Stock Code of Preference Shares: 4615)

PROPOSED CHANGE OF AUDITORS

This announcement is made by the board of the directors (the “**Board**”) of Bank of Jinzhou Co., Ltd. (the “**Bank**”) pursuant to Rule 13.51(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

In accordance with the relevant requirements of the Administrative Measures for Bidding regarding the Appointment of Accounting Firms by Financial Enterprises (Trial) (Cai Jin [2010] No.169) (《金融企業選聘會計師事務所招標管理辦法(試行)》(財金[2010]169號)) (the “**Measures**”) issued by the Ministry of Finance of the People's Republic of China (the “**PRC**”), since the terms of service of KPMG Huazhen LLP and KPMG (collectively, “**KPMG**”), the current domestic and international auditors of the Bank, respectively, have reached the prescribed time limit stipulated in the Measures, KPMG shall retire as the domestic and international auditors of the Bank at the conclusion of the 2017 annual general meeting (the “**AGM**”) of the Bank, and will not offer themselves for re-election.

After a competing bidding process, the Bank has determined Ernst & Young Hua Ming LLP and Ernst & Young as the Bank's domestic and international auditors to be appointed for the year 2018, respectively. In accordance with relevant laws and regulations and the articles of association of the Bank, Jincheng International Logistics Group Co., Ltd. (錦程國際物流集團股份有限公司), a shareholder of the Bank (the “**Shareholder**”) who holds more than 3% of the total equity interests in the Bank, has proposed to add such appointment as an additional ordinary resolution to be proposed at the AGM, which was scheduled by the Bank to be held on Tuesday, 29 May 2018, for the Shareholders' consideration and approval.

KPMG has confirmed that there are no matters in relation to their cessation to act as the Bank's auditors that need to be brought to the attention of the Shareholders. The Board has also confirmed that there are no other matters in respect of the change of the auditors that need to be brought to the attention of Shareholders.

By order of the Board
Bank of Jinzhou Co., Ltd.*
Zhang Wei
Chairman

Jinzhou, the PRC, 11 May 2018

As at the date of this announcement, the Board comprises Mr. Zhang Wei, Mr. Huo Lingbo, Ms. Liu Hong, Mr. Wang Jing, Mr. Sun Jing and Ms. Wang Xiaoyu, as executive directors; Mr. Zhang Caiguang, Ms. Gu Jie, Mr. Wang Jinsong and Ms. Meng Xiao, as non-executive directors; Mr. Choon Yew Khee, Mr. Lin Yanjun, Mr. Chang Peng'ao, Ms. Peng Taoying and Ms. Tan Ying, as independent non-executive directors.

* *Bank of Jinzhou 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.*