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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: 416)

PARTIAL EXERCISE OF THE OVER-ALLOTMENT OPTION

The Bank announces that the Over-allotment Option was partially exercised by the Joint Global Coordinators (on behalf of the International Purchasers) on December 21, 2015 in respect of an aggregate of 197,320,000 H Shares (the “**Over-allotment Shares**”), representing approximately 14.95% of the total number of the Offer Shares initially available under the Global Offering to, among other things, cover over-allocations in the International Offering. The Over-allotment Shares will be issued and allotted by the Bank and sold by the Selling Shareholders at HK\$4.66 per H Share (exclusive of brokerage of 1.0%, SFC transaction levy of 0.0027% and Hong Kong Stock Exchange trading fee of 0.005%), being the Offer Price per H Share under the Global Offering. A further announcement will be made by the Bank after the end of the stabilization period.

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In accordance with relevant PRC regulations regarding the transfer of state-owned shares and the letter issued by the NSSF (Shebaojijinf [2015] No. 43) on March 30, 2015, the Selling Shareholders are required to sell an aggregate of 17,938,182 additional Sale Shares, equivalent to 10% of the number of the H Shares to be issued by the Bank pursuant to the exercise of the Over-allotment Option, and remit the proceeds from the sale of the Sale Shares (after deducting the SFC transaction levy and Hong Kong Stock Exchange trading fee) to an account designated by the NSSF. Neither the Bank nor the Selling Shareholders will receive any proceeds from the sale of the Sale Shares.

Approval for the listing of and permission to deal in the Over-allotment Shares has already been granted by the Listing Committee. Listing of and dealings in the Over-allotment Shares are expected to commence on the Main Board of the Hong Kong Stock Exchange at 9:00 a.m. on December 23, 2015.

The shareholding structure of the Bank immediately before and immediately after the completion of the exercise of the Over-allotment Option is as follows:

Shareholders	Immediately before the exercise of the Over-allotment Option		Immediately after the exercise of the Over-allotment Option	
	Number of Shares	Approximate percentage of the Bank's issued share capital (%)	Number of Shares	Approximate percentage of the Bank's issued share capital (%)
Domestic Shares	4,282,233,866	76.44%	4,264,295,684	73.76%
H Shares converted from Domestic Shares and offered by the Selling Shareholders pursuant to the Global Offering	120,000,000	2.14%	137,938,182	2.39%
H Shares issued pursuant to the Global Offering	<u>1,200,000,000</u>	<u>21.42%</u>	<u>1,379,381,818</u>	<u>23.85%</u>
Total Share Capital	<u>5,602,233,866</u>	<u>100%</u>	<u>5,781,615,684</u>	<u>100%</u>

The additional net proceeds of approximately HK\$831 million, after deducting (i) the net proceeds from the sale of the Over-allotment Shares by the Selling Shareholders pursuant to the exercise of the Over-allotment Option, and (ii) the underwriting commissions and other estimated expenses relating to the exercise of the Over-allotment Option, will be used by the Bank for the purposes as set out in the section headed “Future Plans and Use of Proceeds” in the Prospectus.

A further announcement will be made by the Bank after the end of the stabilization period in connection with the Global Offering pursuant to section 9(2) of the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong).

By order of the Board of Directors
Bank of Jinzhou Co., Ltd.
ZHANG Wei
Chairman

Jinzhou, the PRC, December 22, 2015

As at the date of this announcement, the executive Directors of the Bank are ZHANG Wei, CHEN Man, ZHAO Jie, WANG Jing and WANG Xiaoyu; the non-executive Directors are LI Dongjun, ZHANG Caiguang, WU Zhengkui and GU Jie; and the independent non-executive Directors are JIANG Daxing, DENG Xiaoyang, JIA Yuge, NIU Sihu, JIANG Jian and CHOON Yew Khee.

* *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.*