



郑州银行股份有限公司
BANK OF ZHENGZHOU CO., LTD.

2009 年度报告

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诚·立信 德·致远



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董事长致辞

2009年，是郑州银行具有里程碑意义的一年。面对国际金融危机的冲击和国内经济环境的急剧变化，我行在市委、市政府和市国资委的领导下，按照人民银行和监管部门的监管要求和指导方针，以科学发展观为统领，“唱响改革发展主旋律”，展示出较强的市场开拓、风险防范和业绩成长能力，向股东、客户和社会交出了一份满意的答卷。

2009年，我行各项业务取得有史以来的最快速发展。截至2009年末，全行资产总额达424.27亿元，较年初增长84.34亿元，增幅达24.81%；各项存款余额355.11亿元（按监管口径进行统计，含邮政储蓄6亿元，不含财政性存款0.29亿元，不含同业存款4.32亿元），较年初增长83.65亿元，增幅达30.81%；各项贷款余额202.03亿元，较年初增长40亿元，增幅达24.69%；发行银行卡117.23万张，较年初增加11.53万张；卡内余额38.72亿元，较年初增加5.34亿元。全年累计实现拨备前利润7.14亿元，剔除计提拨备3.82亿元、计提税金0.77亿元，2009年实现账面利润2.54亿元，资本充足率14.67%，较年初增长4.02个百分点；不良贷款率1.51%，较年初下降0.74个百分点；拨备覆盖率186.03%，较年初增长62.08个百分点。主要监管指标全部达到监管要求。

2009年，我行监管评级由五级直接跃升到三级，从一家“问题银行”全面转化为“好银行”；新郑、巩义支行相继开业，新密支行获准筹建，跨区域发展走出坚实的第一步；12月17日，郑州银行隆重挂牌，动感而又内涵丰富的LOGO正式发布，华丽转身为区域性银行；12月29日，由我行作为主发起人并控股的中牟郑银村镇银行正式成立，使得郑州银行的服务功能进一步辐射到广袤的农村大地；与此同时，总部办公大楼主体建成，内外装修即将竣工，郑州银行以崭新的形象屹立中原大地。

2009年，郑州银行董事会牢记自身的信托责任和社会责任，坚持抓大事、抓方向、抓战略，切实行使“决策”和“看管”职能。制定了《三年资本重组方案》，与丹麦银行、渣打银行等国外金融机构进行了交流和沟通，与北京、上海、福建以及本省等优秀的企业进行了实质性谈判，在河南省第一家成功发行了次级债6.9亿元。年内董事会召开了7次会议，审议通过了58项议案；还组织召开两次股东大会，审议通过13项议案，制作精美的年度报告图册，在郑州日报、金融时报等国内报刊公开披露信息，使股东、利益相关者及时获取我行一年来的经营、管理情况，增强了公众对我行的信心，提高了我行的知名度。一年里，董事会审议通过了包括《全风险管理政策》、《信用风险管理政策》、《信息科技风险管理政策》、《声誉风险管理政策》在内的八个风险管理政策，明确了各类风险管理架构的要求，梳理了风险的报告路径和渠道，确定了明确各类风险管理的政策和程序，初步建立起全面风险管理体系。

董事长：焦金荣



行长致辞

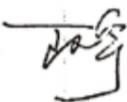
2009年，是我行具有里程碑意义的一年，是极不平凡的一年，大事多、难事多、喜事多。在各级领导和社会各界的关心支持下，全行员工团结拼搏、务实进取，圆满完成各项任务目标。资产规模、存款、贷款增长额是2007、2008两年增长的总和，是我行历史上成绩最好的一年。

截至2009年末，郑州银行资产总额达424.27亿元，各项存款余额355.11亿元（按监管口径进行统计，含邮政储蓄6亿元，不含财政性存款0.29亿元，不含同业存款4.32亿元），各项贷款余额202.03亿元，资本充足率14.67%，不良贷款率1.51%，拨备覆盖率186.03%，全年实现拨备前利润7.14亿元。各项业务指标均创历史新高。

良好业绩的取得，得益于各项经营管理工作的高效开展。2009年，我行明确了“植根郑州、鼎立中原、辐射全国”的发展愿景，积极实施“更名迁址、引进战略投资者、谋划上市”的“三步走”战略。于2009年12月17日，正式由“郑州市商业银行”更名为“郑州银行”；成立全省首家“小企业金融事业部”，分设营销中心、房贷中心、车贷中心，实现了小额贷款的独立化、专业化、品牌化运作。截至2009年末，小额贷款余额37.87亿元，户数12408户，占全行贷款总户数13044户的95.12%，综合收息率99.75%，不良率0.14%，进一步巩固了在全省城商行系统的标杆位置；圆满完成不良贷款“双降”目标，新发放贷款不良率为零；历史遗留的拆借资产损失2.5亿元全部核销；先后荣获中国最具社会责任中小银行、中国最佳物流银行、中国银行业文明规范服务示范单位、全国模范职工之家、全省改革开放30年卓越贡献国有企业、中原地区最佳小企业贷款银行、全省最受市民尊敬的金融服务机构等荣誉称号，社会形象持续提升。

2010年，是推进郑州银行持续发展的关键一年，计划开设南阳、新乡两家异地分行，开设新密、登封、中牟、荥阳四家县域支行，网点覆盖郑州所有县域，其中新密支行已于3月10日开业；进一步提升监管评级水平，力争使监管评级从3B上升为3A，为进军北京、上海等大城市和上市做准备；力争在9月份搬入郑东新区新的办公大楼，进一步提升公众形象和社会影响力；加大科技支持，开办网上银行和手机银行，开发理财产品，筹备开办外汇业务，不断提升金融服务功能。力争到2010年底，资产规模达到500亿元，各项存款余额达到435亿元，各项贷款余额达到252亿元，实现拨备前利润7.6亿元。

行长：



监事长 张峰

2009年，郑州银行实现了新跨越，是具有里程碑意义的一年。郑州银行监事会工作也一样取得了新的突破：坚持监管要求，提升监督理念，注重调查研究，丰富监督措施，延伸工作范围，增强监督效果；完成了会议工作质量、监督工作质量和审计工作质量等各项监事会工作指标，实现了监事会“一年有拓展，两年有效果”的整体工作目标，促进了法人治理结构建设、监管指标优化和全行工作目标的落实。

新形象，新发展，新起点，新要求。努力把握经济金融形势，认真了解宏观经济政策，继续加强组织结构建设，有效发挥监督服务职能，切实促进公司结构治理，是2010年监事会的重要工作任务。监事会将进一步提升责任感和使命感，进一步拓展工作思路和视野，进一步推进监事会知识化和专业化建设，提高履职监督与评价质量，着力开展财务检查与专项审计，着力开展风险监督与执行力监督，力促合规文化建设，坚持审慎经营原则，履行“出资人监督职责”，最大限度维护股东权益，努力开创监事会工作新局面，有效促进本公司稳健可持续发展。

监事长：张峰



□ Address by the Chairman of the Board

2009 is a milestone year of the Bank of Zhengzhou. Against the impact of international financial crisis and the sudden change of domestic economic environment, the Bank insisted on the scientific development concept, and exhibited a strong market development, risk prevention and performance increase abilities and gave a satisfying answers to shareholders, clients and society under the guidance of the Municipal Party, Municipal Government and Municipal State-owned Asset Commission and in accordance with the supervision requirements and guideline of People's Bank and regulatory department.

In 2009, the service of the Bank developed at the highest speed. At end of 2009, the assets of the Bank totaled RMB 42,427 million Yuan, higher than the amount at beginning of the year by 24.81%, namely 8,434 million Yuan; the outstanding of various deposits (calculated according to the regulatory requirements, including the postal savings of 600 million Yuan, but excluding the public finance deposits of 29 million Yuan and the inter-bank deposits of 430 million Yuan) totaled RMB 35,511 million Yuan, higher than the amount at beginning of the year by 30.81%, namely 8,365 million Yuan; the balance of various loans totaled RMB 20,203 million Yuan, higher than the amount at beginning of the year by 24.69%, namely 4 billion Yuan; the amount of bank cards issued totaled 1,172.3 thousand, higher than the amount at beginning of the year by 115.3 thousand; the balance in the cards totaled RMB 3,872 million Yuan, higher than that at beginning of the year by 534 million Yuan; the accumulative profits before provision of the whole year was RMB 714 million Yuan, the withdrawn provisions totaled RMB 382 million Yuan, the taxes withdrawn were RMB 77 million Yuan; the book profits were RMB 254 million Yuan; the rate of core capital sufficiency was 14.67%, higher than the amount at beginning of this year by 4.02%; the bad loan ratio was 1.51%, lower than the amount at beginning of the year by 0.74%, the provision coverage rate was 186.03%, higher than the amount at beginning of the year by 62.08%. All the main supervision indicators were satisfying.

In 2009, the supervision ranking of our bank rose from Grade V to Grade III, and turned to a good bank from a bank full of problems. After the successive opening of Xinzheng and Gongyi Branches and the approval of Xinmin Branch, the Bank took the first step firmly in regional development. On December 17, the Bank of Zhengzhou was opened for business ceremoniously, and its vivid LOGO was issued formally, and from this, the Bank became a regional bank; on December 29, Zhongmou Township Bank mainly sponsored by the Bank was founded formally, extending the service of Bank of Zhengzhou to the vast rural area; meanwhile, the office building of our head office was completed and its interior and exterior decorations were close to end. Bank of Zhengzhou would stand in Central China with a new image.

In 2009, the Directors of Bank of Zhengzhou kept their credit and social responsibilities, attached great importance to significant events, trend and strategies and exerted their decision-making and supervision functions. The Bank established the *Three-year Asset Reorganization Plan*, communicated with

Danske Bank, Chartered Bank and other foreign financial institutes, and negotiated with the excellent enterprises registered in Beijing, Shanghai, Fujian and Henan Provinces. Additionally, the Bank issued the subordinate debts of RMB 690 million Yuan. In this year, the Board of Directors totally held seven meetings, passing 58 proposals and convened two shareholders' meetings, passing 13 proposals. The delicate annual report manuals were made, and the information were declared in the domestic newspaper like *Zhengzhou Daily* and *Financial Times* so that the shareholders and any party with interest relation with Bank of Zhengzhou could timely get to know the operation and management of the Bank in one year, enhancing the public confidence and the reputation of the Bank. In this year, the Board of Directors reviewed and approved eight risk management policies including *the Overall Risk Management Policies*, *Credit Management Policies*, *Information Risk Management Policies* and *Reputation Risk Management Policies*, defined the requirements of various risk management systems, gathered and neatened the risk reporting paths and channels, specified the policies and procedures for various risk management and primarily established the overall risk management system.

□ Address by the President

2009 is a milestone and special year of the Bank, gathering many great events, difficulties and blessed events. Under the care and support of all leaders and all circles, and with the hardworking and striving of all members, all tasks have been completed successfully. The asset scale, savings and loan increase of this year are the sum of the increases of 2007 and 2008 so 2009 is the best year in the history of this bank.

At end of 2009, the total assets of the Bank reached RMB 42,427 million Yuan, outstanding of various deposits totaled RMB 35,511million Yuan(calculated according to the regulatory requirements, including the postal savings of 600 million Yuan, but excluding the public finance deposits of 29 million Yuan and the inter-bank deposits of 430 million Yuan), various loan balances totaled RMB 20,203 million Yuan, rate of capital sufficiency was 14.67%, bad loan rate was 1.51%, provision coverage rate was 186.03%, and accumulative profits before provision of the whole year was RMB 714 million Yuan. Each business indicator was higher than before.

The good performance benefited from the effective operation management. In 2009, the Bank determined the development aim to "take root in Zhengzhou, rise up in the Central China and spread all over the country", and actively carried out the three-step strategy, namely to rename and change the address, introduce the strategic investors and plan for being list. On December 17, 2009, the former name of the Bank (Commercial Bank of Zhengzhou) was changed to "Bank of Zhengzhou", the first Small-enterprise Financing Department of Henan Province was founded, under which there is marketing center,

house loan center and vehicle loan center, realizing the independent, professional and brand operation of small loans. At end of 2009, the balances of small loans was RMB 3,787 million Yuan with 12,408 borrowers, occupying 95.12% of the total number of lenders of the Bank (13,044); the integrated interest rate was 99.75% and the bad loan rate was 0.14%, further consolidating the example role of the Bank in the commercial bank system of Henan Province; the dual-decrease targets of bad loans were accomplished; the bad rate of new loan was zero; the borrowed and loaned asset loss, totally RMB 250 million Yuan left by history had been cancelled after verification. The Bank has won many honor titles successively, such as Most Responsible Middle and Small-scaled Bank of China, Best Logistics Bank of China, Standard Service Example Unit of China Banking Sector, State-owned Enterprise Making Great Contributions 30 years of Reform and Opening-up Best Bank of Central China Granting Loans to Small Enterprises, and Financing Institute of Henan Province Mostly Respected By Citizens. Its social image increases continuously.

2010 is a key year promoting the continuous development of the Bank. It is planned to open two branches respectively in Nanyang and Xinxiang and four county-level branches, namely Xinmi, Dengfeng, Zhongmou and Xingyang to cover all the counties of the Zhengzhou City. Xinmi Branch was opened on March 10. The opening of these branches further promotes its supervision ranking from 3B to 3A, and makes provision for establishing new branches in Beijing, Shanghai and other big cities and being listed. We will strive to move to the new office building in Zhengdong New District in September to boost its social image and influence. The technical supports will be strengthened to open the online and mobile phoned bank business, develop financing products, prepare the foreign exchange business and continuously increase the financing service functions. We will strive to realize an asset scale of RMB 50 billion Yuan, outstanding of various savings of RMB 43.5 billion Yuan, balance of various loans of RMB 25.2 billion Yuan, and profits before provision of RMB 760 million yuan at end of 2010.

□ Address by the Chief Supervisor

In 2009, Bank of Zhengzhou had a new development. 2009 is a milestone year of the Bank. Though adherence to supervision requirements, promotion of supervision concepts, emphasis of investigation, richening of supervision measures, extension of working scope and reinforcement of supervision effect, the Board of Supervisors of the Bank also had a new breakthrough in their work, conformed to the quality indicators of conference, supervision, audit and other tasks of the Board of Supervisors, accomplished its overall working target, namely having breakthrough in one year and effect in two years, and promoted the construction of the corporate governance structure, and the execution of the supervision indicator optimization and the working target of the Bank.

Due to the new image, development, starting point and requirements of the Bank, the key tasks of the Board of Supervisors are to master the economic and financial situation, carefully understand the economic policies, keep on strengthening the organization construction, effectively exert the supervision function, and promote the corporate structure governance. This is the important work task of Board of Supervisors in 2010. The Board of Supervisors will promote its sense of responsibilities and mission, expand its work concepts and visions and boost its knowledge and professional construction further, improve the duty-performance supervision and evaluation quality, focus on the implementation for the risk and execution supervision as well as for the financial inspection and special audit, promote the standard culture construction, adhere to the prudent operation principle, perform the duties to supervise investors, maintain the rights of interests of shareholders as many as possible, try to open up the new work situation of the board of supervisors and serve the sustainable development of the Company carefully.

□ 领导班子

焦金荣 董事长（中）
王天宇 党委书记、行长（右四）
李文斌 监事长（左四）
张荣顺 副董事长（右三）
范大路 副行长（左三）
乔均安 副行长（右二）
赵丽娟 副行长、工会主席（左二）
白效锋 副行长（右一）
赵麦城 纪委书记（左一）



第一章 重要提示
Chapter I Important Notices

1



第一章 重要提示

本公司董事会及董事保证本报告所记载资料不存在任何虚假记载、误导性陈述或者重大遗漏，并对其真实性、准确性和完整性承担个别及连带责任。

本公司第三届董事会第26次会议于2010年4月28日审议通过了本年度报告及摘要。本次会议应到董事14人，实到董事11人，委托3人。

本公司年度财务报告已经河南诚和会计师事务所根据国内审计准则审计，并出具了无保留意见的审计报告。

郑州银行股份有限公司董事会

本公司董事长焦金荣、行长王天宇、财务部门负责人毛月珍，保证年度报告中财务报告的真实、完整。

Chapter I Important Notices

The board of directors and all members of the directors hereby represent and warrant that this report contains no false representations, misleading statements or material omissions, and shall assume the joint and several liabilities for the authenticity, accuracy and completeness of the contents.

The 26th meeting of the third Board of Directors reviewed and approved this annual report and its abstract on the date of April 28, 2010. 12. Of 14 eligible directors, 11 directors actually attended the meeting and 3 directors authorized others to be present in the meeting.

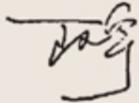
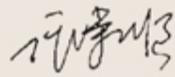
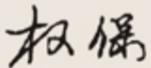
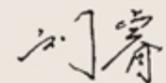
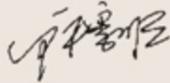
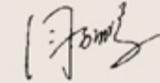
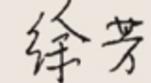
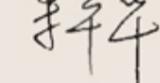
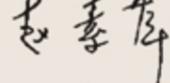
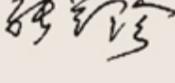
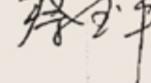
Henan Chenghe Certified Public Accountants Firm has audited the annual financial statements of this company and issued the unqualified opinion audit report according to Chinese auditing principle.

Board of the Directors of Bank of Zhengzhou

Chairman of the Board, Jiao Jinrong, President Wang Tianyu and the principal in charge of financial department Mao Yuezhen guarantee the authenticity and completeness of the financial statements of annual report.

董事签名

Signature of Directors:

	焦金荣 Jiao Jinrong		王天宇 Wang Tianyu
	张荣顺 Zhang Rongshun		权保 Quan Bao
	刘睿 Liu Rui		郭穆顺 Guo Mushun
	闫万鹏 Yan Wanpeng		徐芳 Xu Fang
	李自正 Li Zizheng		丁一 Ding Yi
	朱平华 Zhu Pinghua		赵素萍 Zhao Suping
	张兰珍 Zhang Lanzhen		蔡玉平 Cai Yuping

第二章 公司基本情况简介

Chapter II Basic Information

2



□ 第二章 公司基本情况简介

一、公司简介

- (一) 公司法定中文名称：郑州银行股份有限公司（简称郑州银行，下称“本公司”）
公司法定英文名称：BANK OF ZHENGZHOU CO., LTD.（简称BANK OF ZHENGZHOU）
- (二) 法定代表人：焦金荣 董事长
- (三) 注册地址：中国郑州市优胜北路1号
办公地址：中国郑州市优胜北路1号
邮政编码：450012
- (四) 本公司选定的信息披露报纸：《金融时报》、《郑州日报》
年度报告备置地点：本公司董事会办公室
联系电话：0371—63848727
传 真：0371—63848727
电子信箱：dongshiban666@yahoo.com.cn
- (五) 其他有关资料
首次注册登记日期：1996年11月16日
变更注册登记日期：2009年12月17日
企业法人营业执照注册号：豫工商企410000100052554
金融机构法人许可证号：B1036H241010001
聘请的国内会计师事务所名称：河南诚和会计师事务所
办公地址：郑州市金水区经三路32号财富广场7号楼7层
聘请的律师事务所名称：河南正方圆律师事务所
办公地址：郑州市工人路35号
- (六) 本报告以中英文编制，在对中英文理解上发生歧义时，以中文表述为准。

□ Chapter II Basic Information

I. Introduction

- (I) Legal name in Chinese: Bank of Zhengzhou Co., Ltd (short for Bank of Zhengzhou, hereinafter called as “the Company”).
Legal name in English: BANK OF ZHENGZHOU CO., LTD. (short for BANK OF ZHENGZHOU)
- (II) Legal representative: Jiao Jinrong, Chairman of the board
- (III) Registered office: 1 North Yousheng Road, Zhengzhou City, the PRC
Office address: 1 North Yousheng Road, Zhengzhou City, the PRC
P.C.: 450012
- (IV) Newspapers for information disclosure: Financial Times and Zhengzhou Daily
The Company’s annual report is available at: office of the Board of Directors of the Company
Tel: 86-371-63848727
Fax: 86-371-63848727
E-mail: dongshiban666@yahoo.com.cn
- (V) Other related information
Date of the first registration: Nov. 16, 1996
Registration change date: December 17, 2009
Registered No. of license for business corporation: YGSQ410000100052554
Corporation license No. for financial institutes: B1036H241010001
Appointed Chinese CPA Firm: Henan Chenghe Certified Public Accountants Firm
Office address: Floor 7, Building 7, Fortune Plaza, 32 Jingsan Road, Jinshui District, Zhengzhou City
Appointed law firm: Henan Zhengfangyuan Law Firm
Office address: 35 Gongren Road, Zhengzhou City
- (VI) This report is compiled in Chinese-English. If there are any different meanings, please give priority to Chinese statements.

第三章 会计数据及业务数据摘要

Chapter III

Abstract for Accounting Data and Business Data

3



第三章 会计数据及业务数据摘要

一、报告期主要财务数据

单位：人民币/万元

项目	金额
利润总额	33,121
净利润	25,442
扣除非经常性损益后的净利润	25,539
营业利润	33,218
投资收益	25,091
补贴收入	-
营业外收支净额	-97
经营活动产生的现金流量净额	285,345
现金及现金等价物净增加额	-20,375

注：1. 利润总额为税前利润总额。
2. 扣除的非经常性损益项目为营业外收支净额-97万元，其中：营业外收入102万元、营业外支出199万元。
3. 营业利润为利润总额，减去营业外收支净额后的余额。

单位：人民币/万元

非经营性损益项目	金额
营业外收入	102
其中：罚没款收入	8
出纳长款收入	7
捐赠利得	12
其他营业外收入	75
营业外支出	199
其中：资产处置损失	37
其他营业外支出	162
合计	-97

Chapter III Abstract for Accounting Data and Business Data

I. Main financial data during the reporting period

Unit: RMB/10,000Yuan

Item	Amount
Gross profits	33,121
Net profits	25,442
Net profits deducting incidental profits and losses	25,539
Operating profits	33,218
Investment yields	25,091
Subsidy incomes	-
Net amounts of non-operating income and expenditure	-97
Net cash flow from operating activities	285,345
Net increase amounts of cash and cash equivalent	-20,375

Note: 1. Gross profits refer to gross profits before tax.
2. The deducted non-operating profits and losses refer to net amounts of non-operating income and expenditure of RMB - 970,000Yuan, including the non-operating incomes of RMB 1,020,000Yuan and non-operating expenditures of RMB 1,990,000Yuan.
3. Operating profits refer to the balances of gross profits minus the net amounts of non-operating income and expenditure.

Unit: RMB/10,000Yuan

Items of non-operating profits and losses	Amount
Non-operating incomes	102
Inc.: forfeits and penalty receipts	8
Cashier rest incomes	7
Donation incomes	12
Other non-operating incomes	75
Non-business expenditure	199
Inc.: Loss from disposal of assets	37
Other non-operating expenditures	162
Total	-97

第三章 会计数据及业务数据摘要

二、截止报告期末前三年主要会计数据和财务指标

单位:人民币/万元

项目	2009年	2008年	2007年
主营业务收入	153,222	157,654	113,682
净利润	25,442	19,026	14,306
利润总额	33,121	24,823	20,687
总资产	4,242,670	3,399,306	3,038,359
总负债	4,035,311	3,214,213	2,910,532
年末股东权益	207,359	185,093	127,827
基本每股收益(元)	0.18	0.18	0.19
稀释每股收益(元)	0.18	0.18	0.19
每股净资产(元)	1.45	1.29	1.33
每股经营活动产生的现金流量净额(元)	1.99	2.05	0.01
成本收入比(%)	33.09	28.28	33.37
加权平均净资产收益率(%)	12.86	13.17	13.97

三、截止报告期末前三年补充财务数据

单位:人民币/万元

项目	2009年	2008年	2007年
总负债	4,035,311	3,214,213	2,910,532
存款总额	3,493,955	2,717,142	2,439,156
其中:对公存款	2,596,993	1,963,151	1,852,746
储蓄存款	896,962	753,991	586,410
同业拆入	1,100	1,100	1,100
总资产	4,242,670	3,399,306	3,038,359
贷款总额	2,020,260	1,620,256	1,360,922
其中:一般贷款	1,570,236	1,322,883	1,045,231
贴现	450,024	297,326	315,094
垫款		47	597

注:1.存款总额包括对公存款及储蓄存款,对公存款包括活期存款、单位通知存款、定期存款、应解汇款、存入保证金、财政性存款,储蓄存款包括活期储蓄存款、个人通知存款、定期储蓄存款。

2.贷款总额包括一般贷款、贴现、垫款。

Chapter III Abstract for Accounting Data and Business Data

II. Main accounting data and financial indicators of the last three years as at end of reporting period

Unit: RMB/10,000Yuan

Item	2009	2008	2007
Main operating incomes	153,222	157,654	113,682
Net profits	25,442	19,026	14,306
Gross profits	33,121	24,823	20,687
Total assets	4,242,670	3,399,306	3,038,359
Total liabilities	4,035,311	3,214,213	2,910,532
Equity of shareholders at end of year	207,359	185,093	127,827
Basic earnings per share (Yuan)	0.18	0.18	0.19
Diluted earnings per share (Yuan)	0.18	0.18	0.19
Net assets per share (Yuan)	1.45	1.29	1.33
Net cash flow per share from operating activities (Yuan)	1.99	2.05	0.01
Cost-income ratio (%)	33.09	28.28	33.37
Weighted average return on net assets (%)	12.86	13.17	13.97

III. Supplemental financial data of the last three years as at end of reporting period

Unit: RMB/10,000Yuan

Item	2009	2008	2007
Total liabilities	4,035,311	3,214,213	2,910,532
Total deposits	3,493,955	2,717,142	2,439,156
Inc: corporate deposits	2,596,993	1,963,151	1,852,746
Savings deposits	896,962	753,991	586,410
Inter-bank borrowing	1,100	1,100	1,100
Total assets	4,242,670	3,399,306	3,038,359
Total loans	2,020,260	1,620,256	1,360,922
Inc: ordinary loans	1,570,236	1,322,883	1,045,231
Discounting amount	450,024	297,326	315,094
Imprest		47	597

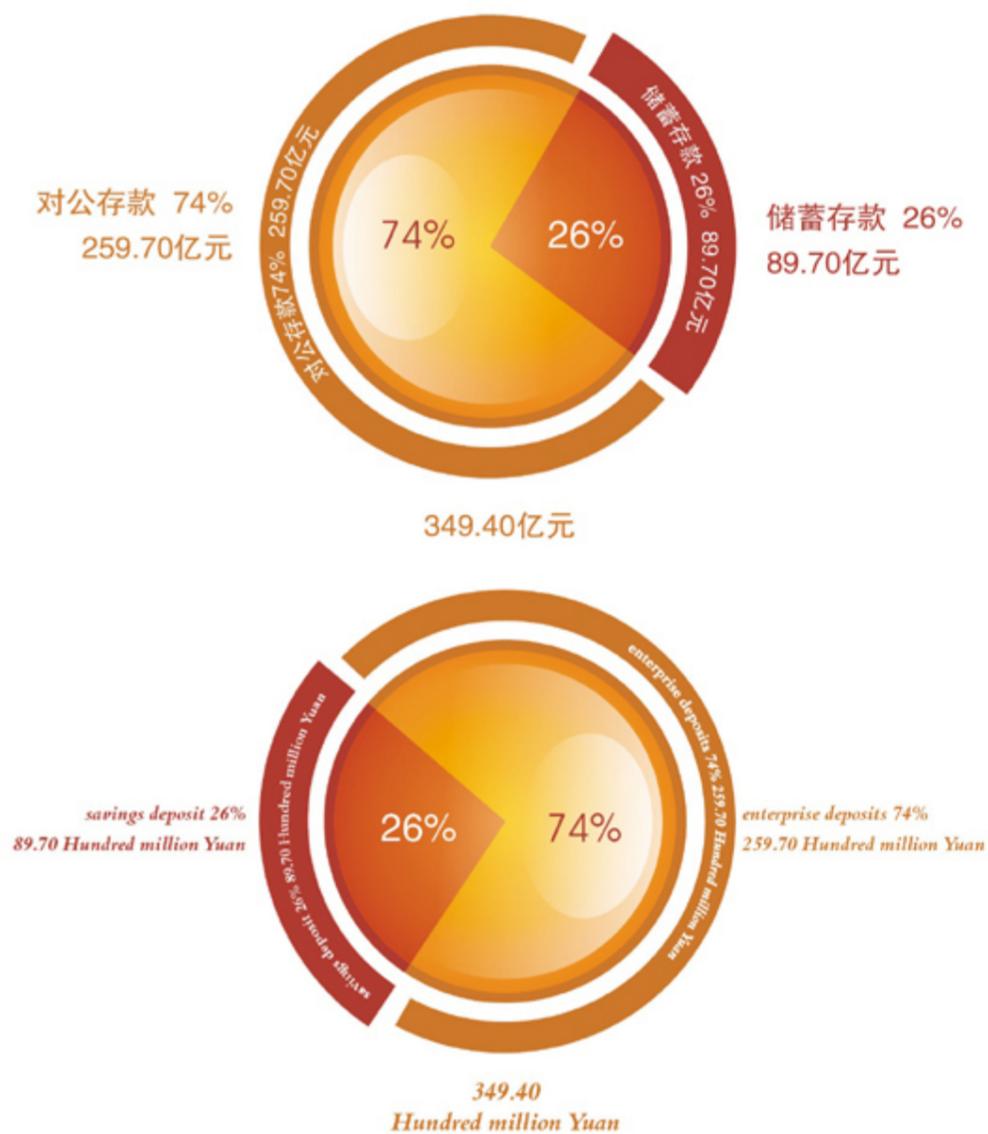
Notes: 1. Total deposits include the corporate deposits and the savings deposits while the former includes the current deposits, corporate deposits at notice, fixed deposits, remittances outstanding, deposited security money and fiscal deposits, and the latter includes the current savings deposits, individual notice savings and fixed savings deposits.

2. The total loans include the ordinary loans, discounting amount and imprest.

第三章 会计数据及业务数据摘要

2009年各项存款余额比例分布图

Proportional distribution chart of all balances held on deposits in 2008



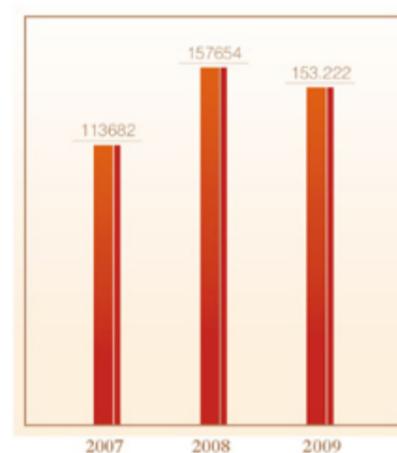
Chapter III Abstract for Accounting Data and Business Data

截止报告期末前三年的主要会计数据和财务指标图表

Main accounting data and financial indicators chart of the last three years as at the end of the reporting period

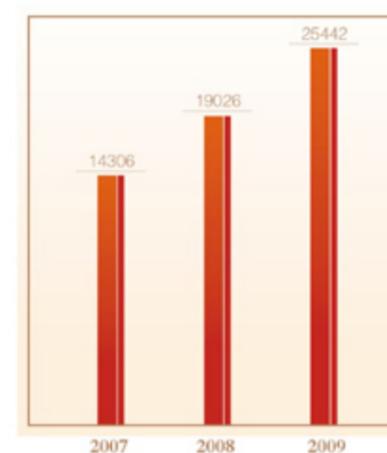
1. 主营业务收入 (单位: 人民币/万元)

1. Main business incomes



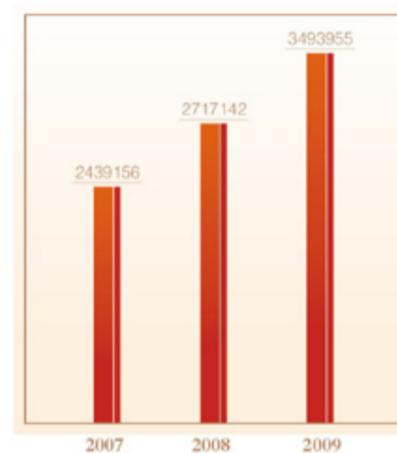
2. 净利润 (单位: 人民币/万元)

2. Net profits



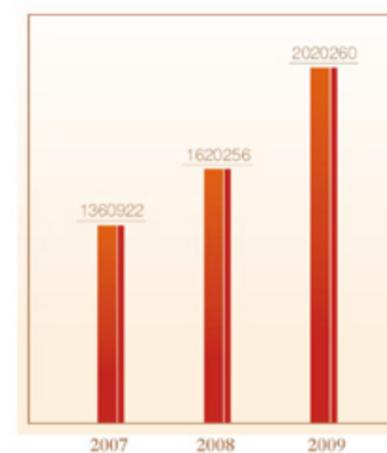
3. 存款余额 (单位: 人民币/万元)

3. Balances held on deposits



4. 贷款余额 (单位: 人民币/万元)

4. Balances of loans



第三章 会计数据及业务数据摘要

四、截止报告期末前三年补充财务指标

单位:人民币/%

项目	监管指标值	2009年	2008年	2007年
核心资本充足率	≥4%	9.70	10.65	7.11
资本充足率	≥8%	14.67	9.36	7.11
不良贷款比例: 四级分类	≤15%			1.82
五级分类	≤3%	1.51	2.25	2.69
存贷款比例	≤75%	56.89	59.69	55.79
资产流动性比例	≥25%	54.55	44.67	32.77
拆入资金比例	≤4%	0.03	0.04	0.05
拆出资金比例	≤8%		0.92	2.68
利息回收率	≥80%	98.49	91.20	98.63
单一客户贷款集中度	≤10%	37.86	62.23	102.69
授信集中度	≤50%	120.38	184.31	240.14

注: 1. 存贷比的计算包含贴现, 不良贷款率的计算包括垫款。
2. 2008年实行新会计准则, 不再进行贷款四级分类。

五、报告期内股东权益变动情况

单位:人民币/万元

股东权益项目	期初数	本期增加数	本期减少数	期末数
实收资本	143,393	-	-	143,393
资本公积	5,437	-	-	5,437
盈余公积	13,496	2,544	317	15,723
一般准备	-	12,000	-	12,000
未分配利润	22,767	25,442	17,403	30,806
股东权益合计	185,093	39,986	17,720	207,359

注: 股东权益变动情况:

1. 实收资本、资本公积无变化。
2. 盈余公积本年增加2544万元, 为提取的法定盈余公积; 本年减少317万元, 为以前年度损益调整结转冲减的法定盈余公积。
3. 一般准备增加12000万元, 为年末计提的一般风险准备。
4. 未分配利润本年增加的25442万元为当年实现的净利润, 本年减少的17403万元为计提的法定盈余公积2544万元, 一般准备12000万元, 以前年度损益调整结转2859万元。

Chapter III Abstract for Accounting Data and Business Data

IV. Supplemental financial indicator of the last three years as at end of reporting period

Unit: RMB/%

Item	Supervision indicator	2009	2008	2007
Rate of core capital sufficiency	≥4%	9.70	10.65	7.11
Rate of capital sufficiency	≥8%	14.67	9.36	7.11
Ratio of bad loans: four-category classification	≤15%			1.82
Five-category classification	≤3%	1.51	2.25	2.69
Deposit-loan ratio	≤75%	56.89	59.69	55.79
Assets liquidity ratio	≥25%	54.55	44.67	32.77
Borrowing funds ratio	≤4%	0.03	0.04	0.05
Lending funds ratio	≤8%		0.92	2.68
Rate of interests recovery	≥80%	98.49	91.20	98.63
Concentration degree of loans of single client	≤10%	37.86	62.23	102.69
Credit concentration degree	≤50%	120.38	184.31	240.14

Note: 1. The calculation of deposit-loan ratio includes the discounting amounts; the calculation of ratio of bad loans includes the interest. 2. The new accounting principles began to be executed from 2008, and the four-category classification was not applicable to loans any longer.

V. Shareholders equity changes during the reporting period

Unit: RMB/10,000Yuan

Items of shareholders equity	Amount at beginning of reporting period	Increases in current period	Decreases in current period	Amount at end of reporting period
Paid-up capital	143,393	-	-	143,393
Capital reserve	5,437	-	-	5,437
Surplus reserve	13,496	2,544	317	15,723
General reserves	-	12,000	-	12,000
Undistributed profits	22,767	25,442	17,403	30,806
Total of shareholders equity	185,093	39,986	17,720	207,359

Note: Situation for shareholders equity changes:

1. The paid-up capital and capital reserve had no change.
2. Surplus reserve increased by RMB 25.44 million Yuan in this fiscal year, referring to withdrawal legal surplus reserve; surplus reserve decreased by RMB 3.17 million Yuan, referring to the legal surplus reserve carried forward due to the profit and loss adjustment of last year.
3. The general reserve increased by RMB 120 million Yuan, referring to the ordinary risk reserve deducted at the end of year.
4. Increased RMB 254.42 million Yuan undistributed profits of this year belonged to current net profits, the reduced RMB 174.03 million Yuan included RMB 25.44 million Yuan of advanced legal surplus reserve reserves, and RMB 120 million Yuan of general reserves and RMB 28.59 million Yuan carried forward due to profit and loss adjustment of last year.

第三章 会计数据及业务数据摘要

六、资本构成及其变化情况

单位:人民币/万元

项目	2009年	2008年	2007年
核心资本	206,474	184,208	126,942
实收资本/普通股	143,393	143,393	96,393
资本公积	4,552	4,552	4,552
盈余公积	27,723	13,496	18,769
未分配利润	30,806	22,767	7,227
少数股权	-	-	-
核心资本扣减项	1,299	570	485
其中:贷款损失准备尚未提足部分	-	-	-
核心资本净额	205,175	183,638	126,457
附属资本	106,273	25,820	620
一般准备	36,654	25,200	
附属资本的可计算价值(以核心资本净额的100%为限)	106,273	25,820	620
扣减项	2,598	1,140	968
其中:贷款损失准备尚未提足部分	-	-	-
资本净额	310,149	208,887	126,594
加权风险资产	2,114,542	1,961,391	1,779,683

注:1.根据资本充足率管理办法规定,资本公积中未包括法定财产重估增值885万元,此项按70%列入附属资本。
2.本年附属资本增加主要是发行6.9亿元次级债券。

Chapter III Abstract for Accounting Data and Business Data

VI. Capital composition and changes

Unit: RMB/10,000Yuan

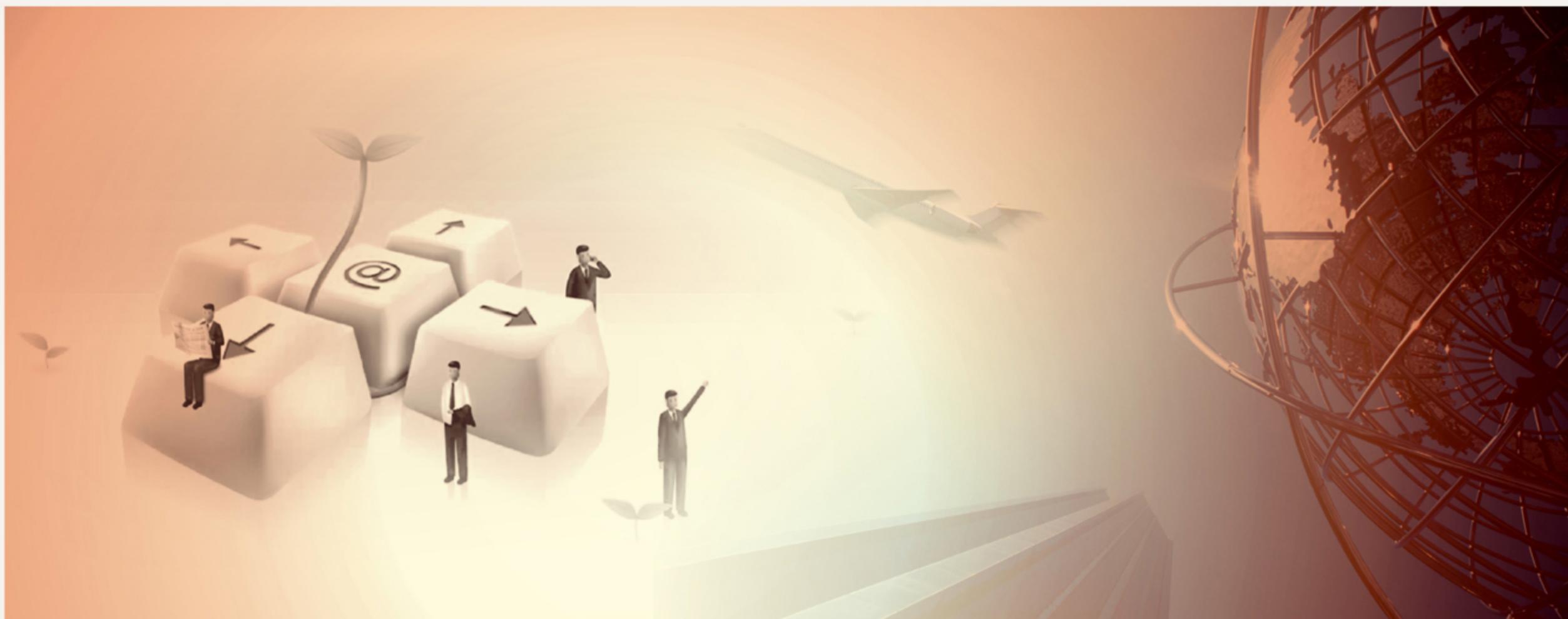
Item	2009	2008	2007
Core capital	206,474	184,208	126,942
Paid-in capital/common stock	143,393	143,393	96,393
Capital reserve	4,552	4,552	4,552
Surplus reserve	27,723	13,496	18,769
Undistributed profits	30,806	22,767	7,227
Minority interests	-	-	-
Deducting item of core capital	1,299	570	485
Inc.: insufficient withdrawal provisions for possible loan losses	-	-	-
Net core capital	205,175	183,638	126,457
Affiliate capital	106,273	25,820	620
General reserves	36,654	25,200	
Calculable value of affiliate capital (within the limit of 100% net core capital)	106,273	25,820	620
Deducting item	2,598	1,140	968
Inc.: insufficient withdrawal provisions for possible loan losses	-	-	-
Net capital	310,149	208,887	126,594
Risk-weighted assets	2,114,542	1,961,391	1,779,683

Notes: 1. According to provisions of the Regulation for Governing Capital Adequacy Ratio, the Capital reserve didn't include RMB 8.85 million Yuan legal property revaluation increases, which would be listed in affiliate capital in the rate of 70%.
2. The increase in the affiliate capital of this year was mainly owing to the issuance of RMB 690 million Yuan subordinate bonds.

第四章 股本变动及股东情况

Chapter IV Introduction to Capital Stock Changes and Shareholders

4



第四章 股本变动及股东情况

一、股份变动情况

(一) 报告期内股份变动情况表

报告期内，本公司股份未发生变动，情况如下：

单位：万股

项目	2009年末	2008年末
股本总额	143393	143393
国有股份		
股份数	51750	51750
占比	36.10%	36.10%
其他法人股份		
股份数	85731	85731
占比	59.78%	59.78%
自然人股份		
股份数	5912	5912
占比	4.12%	4.12%
其中：内部职工股		
股份数	2709	2709
占比	1.89%	1.89%

二、股东情况

(一) 截止报告期末，公司股东总数为4436户，其中法人股东341户，自然人股东4095人。

报告期内，本公司股权未发生变化。

(二) 报告期末最大十名股东持股情况：

单位：万股

序号	股东单位名称	股份数	占比 (%)
01	郑州市财政局	49090	34.23%
02	河南投资集团有限公司	8172	5.69%
03	百瑞信托投资有限责任公司	7300	5.09%
04	郑州市燃气有限公司	6880	4.80%
05	中原环保股份有限公司	5000	3.49%
06	郑州市城区路网建设管理公司	5000	3.49%
07	郑州市市政设施维修建设有限公司	5000	3.49%
08	郑州市市政工程总公司	5000	3.49%
09	郑州市污水净化有限公司	5000	3.49%
10	郑州市土地储备中心	5000	3.49%
合计		101442	70.75%

Chapter IV Introduction to Capital Stock Changes and Shareholders

I. Stock changes

(I) Table for stock changes during the reporting period

Stock changes during the reporting period of the Company were as follows:

Unit: RMB/10,000Yuan

Item	At end of 2009	At end of 2008
Total capital stocks	143393	143393
State-owned shares		
Holding shares	51750	51750
Proportion	36.10%	36.10%
Other corporate shares		
Holding shares	85731	85731
Proportion	59.78%	59.78%
Natural person's shares		
Holding shares	5912	5912
Proportion	4.12%	4.12%
Inc.: internal staff shares		
Holding shares	2709	2709
Proportion	1.89%	1.89%

II. Introduction to shareholders

(I) At end of reporting period, total shareholders of the Company were 4,436, including 341 corporate shareholders and 4,095 natural person shareholders.

During the reporting period, the shareholders' equity of the company had no change.

(II) Top ten shareholders as at the end of the reporting period

Unit: 10,000 shares

Number	Title of shareholder	Holding shares	Proportion (%)
01	Zhengzhou Municipal Financial Bureau	49090	34.23%
02	Henan Investment Group Co., Ltd	8172	5.69%
03	Bridge Trust Investment Co., Ltd	7300	5.09%
04	Zhengzhou Gas Group Corporation	6880	4.80%
05	Zhongyuan Environmental Protection Co., Ltd	5000	3.49%
06	Zhengzhou Urban Road Construction Management Co., Ltd	5000	3.49%
07	Zhengzhou Municipal Utilities Maintenance Co., Ltd	5000	3.49%
08	Zhengzhou Municipal Engineering Corporation	5000	3.49%
09	Zhengzhou Sewage Purification Co., Ltd	5000	3.49%
10	Zhengzhou Land Reserve Center	5000	3.49%
Total		101442	70.75%

□ 第四章 股本变动及股东情况

(三) 本公司股东股份的质押及被查封情况

报告期内，本公司股东股份无质押及被查封情况。

(四) 持股5%以上的股东情况

1. 郑州市财政局

郑州市财政局是郑州市人民政府综合管理财政收入、主管财政监督、参与对国民经济进行宏观调控的综合职能部门。

报告期内，郑州市财政局持有本公司股份49090.4755万股，占本公司总股本的34.23%。该股份不存在被质押或其他争议的情况。

2. 河南投资集团有限公司

该公司成立于1991年，法定代表人胡智勇，注册资本120亿元，经营范围：投资管理、建设项目的投资、建设项目所需工业生产资料和机械设备、投资项目分的产品原材料的销售；酒店管理；物业管理；房屋租赁。

报告期内，河南投资集团有限公司持有本公司股份8172.78万股，占本公司总股本的5.69%。该股份不存在被质押或其他争议的情况。

3. 百瑞信托投资有限责任公司

百瑞信托有限责任公司是经中国银行业监督管理委员会批准设立的非银行金融机构，由郑州信托投资公司改制而来。公司始建于1986年4月，2002年5月改制，同年9月完成重新登记，并更名为百瑞信托投资有限责任公司。法定代表人马宝军。

报告期内，百瑞信托投资有限责任公司持有本公司股份7300万股，占本公司总股本的5.09%。该股份不存在被质押或其他争议的情况。

□ Chapter IV Introduction to Capital Stock Changes and Shareholders

(III) Pledge and sequestration of shareholders' shares

During the reporting period, no share of any shareholder of the Company was impawned or closed down.

(IV) Introduction to shareholders holding up 5% stock rights

1. Zhengzhou Municipal Financial Bureau

Zhengzhou Municipal Financial Bureau is a comprehensive functional department of Zhengzhou Municipal People's Government implementing general management of financial revenues, governing financial supervision and attending macro-control for national economy.

During the reporting period, Zhengzhou Municipal Financial Bureau held 490,904,755 shares of the Company, occupying 34.23% of total shares of the Company. There was no mortgage or dispute arising from these shares.

2. Henan Investment Group Co., Ltd

Henan Investment Group Co., Ltd was established in 1991 with legal representative of Hu Zhiyong, total RMB 12,000 million Yuan registered capital. Business scopes include investment management, investment for construction project, industrial production resources and mechanical equipment required by construction project, sales of detached raw materials for investment project; hotel management, property management and lease of houses.

During the reporting period, Henan Investment Group Co., Ltd held 81,727,800 shares of the Company, occupying 5.69% of total shares of the Company. There was no mortgage or dispute arising from these shares.

3. Bridge Trust Investment Co., Ltd

Bridge Trust Investment Co., Ltd is a non-bank financial institution established with the approval of China Banking Regulatory Commission. It is converted from Zhengzhou Trust Investment Corporation which was established in April 1986, converted in May 2002 and re-registered in September 2002 as Bridge Trust Investment Co., Ltd. Its legal representative is Ma Baojun.

During the reporting period, Bridge Trust Investment Co., Ltd held 73 million shares of the Company, occupying 5.09% of total shares of the Company. There was no mortgage or dispute arising from these shares.

第五章
董事、监事、高级管理人员和员工情况
Chapter V
Introduction to Directors, Supervisors,
Executives and Employees

5



第五章 董事、监事、高级管理人员和员工情况

一、现任董事、监事、高级管理人员情况

(一) 董事基本情况

职务	姓名	性别	年龄(岁)	任期起止日期	任职单位及职务	领薪(√)	持股量(股)
董事长	焦金荣	男	60	04.6.25-换届	郑州银行 董事长	√	0
董事	王天宇	男	43	04.6.25-换届	郑州银行 行长、党委书记	√	18928
副董事长	张荣顺	男	50	04.6.25-换届	郑州银行 副董事长	√	51612
副董事长	权保	男	59	04.6.25-换届	原河南省经济技术开发公司 副总经理		0
董事	刘睿	男	46	04.6.25-换届	郑州市财政局 常务副局长		0
董事	郭穆顺	男	49	04.6.25-换届	原郑州市二七区财政局 局长		0
董事	丁一	男	52	04.6.25-换届	中国长城铝业公司 副总会计师		0
董事	赵素萍	女	45	04.6.25-换届	郑州轻型汽车制造厂 财务处长		0
董事	闫万鹏	男	44	04.6.25-换届	河南投资集团有限公司 财务总监		0
董事	李自正	男	45	04.6.25-换届	郑州燃气集团有限公司 总会计师		0
董事	徐芳	女	53	04.6.25-换届	河南省交通厅 财务处长		0
董事	朱平华	女	51	04.6.25-换届	白鸽集团 财务处长		0
独立董事	张兰珍	女	66	04.6.25-换届	原郑州市中级人民法院 副院长	√	0
独立董事	蔡玉平	男	44	04.6.25-换届	郑州大学 教授	√	0

(二) 监事基本情况

职务	姓名	性别	年龄	任期起止日期	任职单位及职务	领薪(√)	持股量(股)
监事长	李文斌	男	53	04.6.25-换届	郑州银行 监事长	√	0
监事	刘喜爱	女	58	04.6.25-换届	郑州市物价局 助理调研员		0
监事	张秋莉	女	47	04.6.25-换届	郑州银行五里堡支行 行长	√	0
外部监事	刘海斌	男	71	04.6.25-换届	河南兴豫会计师事务所、河南兴豫税务师事务所 副总经理	√	0

Chapter V Introduction to Directors, Supervisors, Executives and Employees

I. Introduction to current directors, supervisors and executives

(I) Basic introduction to directors

Post	Name	Gender	Age (year)	Tenure beginning and ending dates	Tenure unit and duties	Salary (√)	Holding shares (shares)
Chairman of the board	Jiao Jinrong	Male	60	Jun. 25, 2004- expiration of office terms	Chairman of the board of Bank of Zhengzhou	√	0
Director	Wang Tianyu	Male	43	Jun. 25, 2004- expiration of office terms	President of Bank of Zhengzhou Duty Secretary	√	18928
Vice chairman of the board	Zhang Rongshun	Male	50	Jun. 25, 2004- expiration of office terms	Vice chairman of the board of Bank of Zhengzhou	√	51612
Vice chairman of the board	Quan Bao	Male	59	Jun. 25, 2004- expiration of office terms	Original Deputy general manager of Henan Economic & Technological Development Corporation		0
Director	Lin Rui	Male	46	Jun. 25, 2004- expiration of office terms	Standing vice director of Zhengzhou Municipal Financial Bureau		0
Director	Guo Mushun	Male	49	Jun. 25, 2004- expiration of office terms	Original Director general of Financial Bureau of Er'qi District, Zhengzhou City		0
Director	Ding Yi	Male	52	Jun. 25, 2004- expiration of office terms	Deputy Chief accountant of China Great Wall Aluminium Corporation		0
Director	Zhao Suping	Female	45	Jun. 25, 2004- expiration of office terms	Finance director of Zhengzhou Light Ca Manufacturing		0
Director	Yan Wupeng	Male	44	Jun. 25, 2004- expiration of office terms	Chief accountant of Henan Investment Group Co., Ltd		0
Director	Li Zhiheng	Male	45	Jun. 25, 2004- expiration of office terms	Chief accountant of Zhengzhou Gas Group Co., Ltd		0
Director	Xu Fang	Female	53	Jun. 25, 2004- expiration of office terms	Director of Financial Department of Henan Provincial Construction Bureau		0
Director	Zhu Pinghua	Female	51	Jun. 25, 2004- expiration of office terms	Director of Financial Department of White Dove Group		0
Independent director	Zhang Lanzhen	Female	66	Jun. 25, 2004- expiration of office terms	Original vice president of Intermediate People's Court of Zhengzhou	√	0
Independent director	Cai Yiping	Male	44	Jun. 25, 2004- expiration of office terms	Professor of Zhengzhou University	√	0

(II) Basic introduction to supervisors

Post	Name	Gender	Age	Tenure beginning and ending dates	Tenure unit and duties	Salary (√)	Holding shares (shares)
Chief supervisor	Li Wenbin	Male	53	Jun. 25, 2004- expiration of office terms	Chief supervisor of Bank of Zhengzhou	√	0
Supervisor	Liu Xi'ai	Female	58	Jun. 25, 2004- expiration of office terms	Assistant accountant of Zhengzhou Municipal Bureau of Commodity Price	√	0
Employee supervisor	Zhang Qiuli	Female	47	Jun. 25, 2004- expiration of office terms	Branch president of Bank of Zhengzhou	√	0
External supervisor	Liu Haibin	Male	71	Jun. 25, 2004- expiration of office terms	Henan Xingyu CPA Firm Henan Xingyu CIA Firm In Agents	√	0

第五章 董事、监事、高级管理人员和员工情况

(三) 高级管理层成员基本情况

职务	姓名	性别	年龄	金融从业年限	任职起初日期	分管工作	领薪 (✓)	持股量 (股)
行长	王天宇	男	43	17	2005.11	主持经营管理工作, 分管人力资源部	✓	18928
副行长	范大路	男	44	7	2003.4	计财部, 科技开发部, 资金营运部	✓	0
副行长	乔均安	男	55	33	2005.1	小企业金融事业部, 信贷审批部, 资产保全部, 办公室, 营业部	✓	0
副行长	赵丽娟	女	47	26	2008.5	会计结算部, 风险控制部, 行政管理部, 工会	✓	0
副行长	白效锋	男	42	24	2008.5	公司业务部, 零售业务部	✓	0

(四) 其他高级管理人员基本情况

职务	姓名	性别	年龄	金融从业年限	任职起初日期	分管工作	领薪 (✓)	持股量 (股)
纪委书记	赵麦城	男	40	17	2008.3	纪委监察室, 基建办公室, 安全保卫部, 协助党委书记, 行长 分管党务和网点规划工作	✓	0

(五) 现任董事、监事、高级管理人员的主要工作经历及任职情况

1. 董事

焦金荣, 男, 大专学历, 经济师、高级政工师。现任郑州银行党委副书记、董事长。曾任国防科工委第二十七基地政治部秘书处副处长; 中国银行河南省分行办公室副主任; 中国银行平顶山支行党组副书记、副行长、党组书记、行长; 中国银行郑州市支行党组书记、行长; 郑州市商业银行行长、党委书记。



Chapter V Introduction to Directors, Supervisors, Executives and Employees

(III) Basic introduction to executives

Post	Name	Gender	Age	Year period of financial profession	Beginning date of holding the post	Duties	Salary (✓)	Holding shares (shares)
President	Wang Tianyu	Male	43	17	Nov. 2005	Take charge of business management of the bank, also control the human resource department	✓	18928
Vice president	Fan Dalu	Male	44	7	Apr. 2003	Take charge of accounting finance department, scientific and technological development department and branch operating department	✓	0
Vice president	Qiao Jun'an	Male	55	33	Jan. 2005	Take charge of small business credit department, credit extension and approval department, asset security department, branch and holding department	✓	0
Vice president	Zhao Lijuan	Female	47	26	May 2008	Take charge of accounting settlement department, risk control department, administrative management department and labor union	✓	0
Vice president	Bai Xiaofeng	Male	42	24	May 2008	Take charge of service department and retail service department	✓	0

(IV) Basic introduction to other executives

Post	Name	Gender	Age	Year period of financial profession	Beginning date of holding the post	Duties	Salary (✓)	Holding shares (shares)
Secretary of commission for disciplinary inspection	Zhao Maicheng	Male	40	17	March 2008	Take charge of discipline inspection office, capital construction office and security department, and assist the Secretary of the Party and the President of the Bank in Party affairs and branch planning	✓	0

(V) Working experience and tenure introduction to current directors, supervisors and executives

1. Directors

Jiao Jinrong, male, subordinate college, economic manager and senior political engineer. Now he is the Assistant Secretary of the Party Committee and Chairman of the Board of Bank of Zhengzhou. He had ever assumed the Deputy Director General of the 27th Base Political Section Secretariat of Commission of Science Technology & Industry for National Defense; Deputy Office Director of Bank of China Henan Branch; Assistant Secretary of Party Leadership Group, Vice President, Secretary of Party Leadership Group and President of Bank of China Pingdingshan Branch; Secretary of Party Leadership Group and President of Bank of China Zhengzhou Branch; President and Secretary of the Party Committee of Commercial Bank of Zhengzhou.

第五章 董事、监事、高级管理人员和员工情况

王天宇，男，研究生学历，高级会计师职称，现任郑州银行党委书记、行长。曾任豫工城市信用社副主任、郑州城市合作银行经五路支行行长，郑州市商业银行副行长。



张荣顺，男，研究生学历，高级经济师职称，现任郑州银行党委委员、副董事长。曾任郑州市人民银行办公室副主任，郑州城市信用联社主任，党委书记；郑州城市合作银行行长，党委副书记，郑州市商业银行副董事长。



权保，男，大专学历，高级会计师职称，原河南省经济技术开发公司副总经理。曾任总后9604厂财务科科长，副厂长、厂长；第二炮兵五十三基地后勤部副部长。



Chapter V Introduction to Directors, Supervisors, Executives and Employees

Wang Tianyu, male, postgraduate, senior accountant. Now he is Secretary of the Party committee and President of Bank of Zhengzhou. He had ever assumed the Deputy Director of Yugong Urban Credit Cooperatives, President of Zhengzhou Urban Cooperative Banks Jingwu Road Branch, and Vice President of Commercial Bank of Zhengzhou.

Zhang Rongshun, male, postgraduate, senior economic manager. Now he is the Member of Party Committee and Vice Chairman of the Board of Bank of Zhengzhou. He had ever assumed the Deputy Office Director of People's Bank of Zhengzhou; Secretary of the Party committee and Director of Zhengzhou Urban Credit Cooperatives; Assistant Secretary of the Party committee and President of Zhengzhou Urban Cooperative Banks; Vice President of Commercial Bank of Zhengzhou; Vice Chairman of Zhengzhou City Commercial Bank.

Quan Bao, male, subordinate college, senior accountant. Now he is the Deputy General Manager of Henan Economic & Technological Development Corporation. He had ever assumed the Finance Director, Deputy Director and Director of No. 9604 Factory of the General Logistics Department of the PLA; Deputy Secretary of the Logistics Department of No. 2 Artillery 53rd Base of the PLA.

第五章 董事、监事、高级管理人员和员工情况



刘睿，男，研究生学历，高级会计师职称，现任郑州市财政局党委委员、常务副局长。曾任郑州市财政局预算处副处长、处长、总会计师、副局长。



闫万鹏，男，本科学历，会计师职称，现任河南投资集团有限公司财务总监。曾任河南省计划经济委员会办公室、人事处主任科员，河南省建设投资总公司总经理助理，总会计师兼综合计划部经理。



徐芳，女，本科学历，会计师、注册会计师职称，现任河南省交通厅财务处长。曾任省交通厅财务处副处长、处长。

Chapter V Introduction to Directors, Supervisors, Executives and Employees

Liu Rui, male, postgraduate, senior accountant. Now he is the Member of the Party committee and Standing Deputy Director of Zhengzhou Municipal Financial Bureau. He had ever assumed the Deputy Director General, Director, Chief Accountant and Deputy Director of Zhengzhou Municipal Financial Bureau Budget Division.

Yan Wanpeng, male, undergraduate, qualified accountant. Now he is the Chief Accountant of Henan Investment Group Co., Ltd. He had ever assumed the Principal Staff Member of Henan Provincial Planning Economy Commission Office and Personnel Department; Assistant General Manager, Chief Accountant and Manager of Comprehensive Planning Department of Henan General Construction Investment Company.

Xu Fang, female, undergraduate, qualified accountant and certified public accountant. Now she is the Finance Director of Henan Provincial Communications Bureau. She had ever assumed the Deputy Director of Provincial Communications Department Finance Director of Henan Provincial Communications Bureau.

第五章 董事、监事、高级管理人员和员工情况

郭穆顺，男，大专学历，工程师职称，现任郑州市二七区财政局局长。曾任区农经委副主任、主任；侯砦乡党委书记。



李自正，男，本科学历，会计师职称，现任郑州燃气集团有限公司总会计师兼财务部长。曾任郑州市天然气总公司财务处副处长、处长、部长。



丁一，男，本科学历，高级经济师，现任中国长城铝业公司副总会计师。曾任舞阳工区人民银行出纳股长；舞钢区人民银行院岭办事处副主任、主任；中国长城铝业公司财务部部长、副主任。



Chapter V Introduction to Directors, Supervisors, Executives and Employees

Guo Mushun, male, subordinate college, qualified engineer. Now he is the Director General of Financial Bureau of Er' qi District, Zhengzhou City. He had assumed the Deputy Director and Director of Agricultural Economy Commission of Er' qi District; Secretary of the Party committee of Houzhai County.

Li Zizheng, male, undergraduate, qualified accountant. Now he is the Chief Accountant and Finance Director of Zhengzhou Gas Group Corporation. He had assumed the Deputy Director General, Director and Secretary of the financial department of Zhengzhou Gas Corporation.

Ding Yi, male, undergraduate, senior economic manager. Now he is the Deputy Chief Accountant of China Great Wall Aluminum Corporation. He had ever assumed the Cashier Director of People' s Bank of Wuyang Work Area; Deputy Director and Director of People' s Bank of Wuyang Yuanling Office; Director and Deputy Director of China Great Wall Aluminum Corporation.

第五章 董事、监事、高级管理人员和员工情况

赵素萍，女，本科学历，现任郑州轻型汽车制造厂财务处长，曾任郑州轻型汽车制造厂财务处副处长。



朱平华，女，大专学历，高级会计师职称，现任白鸽集团财务处处长，曾任白鸽集团财务处副处长。



张兰珍，女，本科学历，三级高级法官，原郑州市中级人民法院常务副院长，现已退休。曾任郑州市检察院科长，郑州市中级人民法院副院长。



Chapter V Introduction to Directors, Supervisors, Executives and Employees

Zhao Suping, female, undergraduate. Now she is the Finance Director of Zhengzhou Light Car Manufactory. She had ever assumed the Deputy Finance Director of Zhengzhou Light Car Manufactory.

Zhu Pinghua, female, subordinate college, senior accountant. Now she is the Finance Director of Zhongyuan Environmental Protection Co., Ltd. She had ever assumed the Deputy Finance Director General of the company.

Zhang Lanzhen, female, undergraduate, III-level senior judge, original Standing Vice President of Intermediate People's Court of Zhengzhou. Now she is retired. She had ever assumed the Director of Zhengzhou Municipal People's Procurator; Vice President of Intermediate People's Court of Zhengzhou.

第五章 董事、监事、高级管理人员和员工情况

蔡玉平，男，研究生学历，经济学硕士学位。现任郑州大学商学院教授、商学院副院长，硕士研究生导师。



2、监事

李文斌，男，本科学历，高级经济师职称。现任郑州银行党委委员、监事长。曾任郑州五里堡城市信用社储蓄员、会计员、信贷员、信贷股长、副主任、主任；郑州城市合作银行五里堡支行行长；郑州市商业银行党委委员、工会主席、副行长。



刘喜爱，女，大专学历，经济师职称，现任郑州市物价局助理调研员。曾任郑州市物价局科员、副处长、处长。



Chapter V Introduction to Directors, Supervisors, Executives and Employees

Cai Yuping, male, graduate, Master Degree of Economics. Now he is the Professor, Vice President and master tutor of Zhengzhou University Commercial College.

2. Supervisors

Li Wenbin, male, undergraduate, senior economic manager. Now he is the member of Party Committee and Chief Supervisor of Commercial Bank of Zhengzhou. He had ever assumed the Cashier, Accountant, Loan Officer, Loan Director, Deputy Director and Director of Zhengzhou Wulibao Urban Credit Cooperatives; President of Zhengzhou Urban Cooperative Banks Wulibao Branch; Member of Party Committee, President of Labor Union and Vice President of Commercial Bank of Zhengzhou.

Liu Xi'ai, female, subordinate college, qualified economic manager. Now she is the Assistant Consultant of Zhengzhou Municipal Bureau of Commodity Prices. She had ever assumed the Staff Member, Deputy Director And Director of Zhengzhou Municipal Bureau of Commodity Prices.

第五章 董事、监事、高级管理人员和员工情况

张秋莉，女，大专学历，经济师职称，现任郑州银行五里堡支行行长。曾任郑州陇海城市信用社出纳科长、副主任；郑州城市合作银行陇海支行副行长、行长。



刘海斌，男，大专学历，注册税务师职称，现任河南兴豫会计师事务所、兴豫税务师事务所副总经理。曾任叶县教育局人事股长兼办公室主任、副局长；鲁山县常务副县长、县委常委；平顶山税务局书记、局长；河南省国税局总经济师（副厅级）；1998年退休。



3、高级管理人员

范大路，男，研究生学历，金融学博士（后），现任郑州银行党委委员、副行长。曾任央企企业中国嘉陵集团子公司重庆普金软件股份有限公司党支部书记、常务副总经理、工会主席；河南财经学院金融学教授，证券与投资研究所所长。



Chapter V Introduction to Directors, Supervisors, Executives and Employees

Zhang Qiuli, female, subordinate college, qualified economic manager. Now she is the Director of Wulibao Branch of Bank of Zhengzhou. She had ever assumed the Cashier Director and Deputy Director of Zhengzhou Longhai Urban Credit Cooperatives; Vice President and President of Zhengzhou Urban Cooperative Banks Longhai Branch.

Liu Haibin, male, subordinate college, certified tax accountant (CTA). Now he is the Deputy General Manager of Xingyu CPA & CTA Firm. He had ever assumed the Director of Personnel Department, Office Director and Deputy Director of Yexian Education Bureau; Standing Vice Governor of Lushan County, Member of Lushan County Party Committee; Secretary and Director of Pingdingshan Tax Bureau; Chief Economic Manager (deputy department level) of Henan Provincial Office of State Administration of Taxation; he has been retired since 1998.

3. Executives

Fan Dalu, male, postgraduate, Post-doctor of Finance. Now he is a Member of Party Committee and Vice President of Bank of Zhengzhou. He had ever assumed the Secretary of Party Committee, Executive Deputy General Manager and Preside of Labor Union of Chongqing Pooling Software Co., Ltd, subsidiary of China Jialing Group which is a national enterprise; Financial Professor of Henan University of Finance and Economics, and Director of Institute of security and investment.

第五章 董事、监事、高级管理人员和员工情况

乔均安，男，本科学历，经济师职称，现任郑州银行党委委员、副行长。曾任临颖县人民银行信贷股长；中国工商银行漯河分行商业信贷科科长、综合计划科科长、房地产信贷部主任、国际业务部总经理；中国工商银行漯河分行营业部主任；中国工商银行漯河分行人民路支行行长；中国工商银行鹤壁分行副行长、党委委员。



赵丽娟，女，研究生学历，经济师、政工师职称，现任郑州银行党委委员、副行长、工会主席。曾任郑州市五里堡城市信用社会计股长（科长）、郑州城市合作银行五里堡支行副行长、郑州市商业银行五里堡支行行长。



白效锋，男，硕士学历，现任郑州银行党委委员、副行长。曾任人民银行河南省三门峡市分行政教科副科长、金融管理科副科长、三门峡市城市信用联社筹备组副组长；人民银行郑州中心支行上街区支行副行长、新郑市支行副行长、人民银行济南分行郑州金融监管办事处政策性银行监管处主任科员；广东发展银行郑州分行授信管理部经理、文化路支行行长助理、金水路支行副行长、支行行长。



Chapter V Introduction to Directors, Supervisors, Executives and Employees

Qiao Jun'an, male, undergraduate, economic manager. Now he is the Member of Party Committee and Vice President of Bank of Zhengzhou. He had ever assumed the Director of Credit Department of People's Bank of Linying County; Director for Commercial Credit Department, Comprehensive Planning Department and Real Estate Credit Department, and General Manager of International Service Department of Industrial & Bank of China (ICBC) Luohe Branch; Director of Business Department of ICBC Luohe Branch; President of ICBC Luohe Renmin Road Branch; Member of Party committee and Vice President of ICBC Hebi Branch.

Zhao Lijuan, female, postgraduate, economist, senior political engineer. Now she is the Member of Party Committee, President of Labor Union and Vice President of Bank of Zhengzhou. She had ever assumed the Accountant Director (Director) of Zhengzhou Wulibao Urban Credit Cooperatives; Vice President of Zhengzhou Urban Cooperative Banks Wulibao Branch; President of Commercial Bank of Zhengzhou Wulibao Branch.

Bai Xiaofeng, male, postgraduate. Now he is the Member of Party Committee and Vice President of Bank of Zhengzhou. He has ever assumed the Vice Director of Administration Department and Finance Management Department of People's Bank of China Sanmenxia Branch; Vice Leader of Preparation Team of Sanmenxia Urban Credit Cooperatives; Vice President of Zhengzhou Branch Shangjie Sub-branch and Xinzheng Branch People's Bank of China, and Principal Staff Member of Policy Bank Supervision Department of Zhengzhou Financial Supervision Office of People's Bank of China Jinan Branch; Manager of Credit Management Department, Assistant of President of Wenhua Road Sub-branch, Vice President and President of Jiushui Road Sub-branch of Guangdong Development Bank Zhengzhou Branch.

第五章 董事、监事、高级管理人员和员工情况



赵麦城，男，本科学历，经济师，政工师职称，现任郑州银行党委委员、纪委书记。曾任郑州市商业银行人力资源部副总经理、总经理。

(六) 年度报酬情况

本公司董事会决议，对本公司高级管理层进行年度经营目标考核，确定其薪酬数额。

本公司高级管理人员领取薪酬人数共10人，年度薪酬总额354万元。

二、报告期内董事、监事、高级管理人员变更情况

报告期内，本公司董事、监事、高级管理人员未发生变化。

三、员工情况

截止2009年底，本公司在岗员工1484人，内退人员520人，2009年新招大学毕业生135人。

按教育程度划分，在岗员工中研究生以上学历77人，占比5.19%；本科学历792人，占比53.34%；大专学历451人，占比30.39%；中专及以下学历164人，占比11.05%。

按年龄结构划分，25岁以下157人，占比10.58%；26岁至29岁336人，占比22.65%；30岁至34岁205人，占比13.81%；35岁至39岁423人，占比28.51%；40岁至44岁259人，占比17.45%；45岁以上104人，占比7%。

按专业技术结构划分，高级职称12人，占比0.8%；中级职称296人，占比19.95%；初级职称466人，占比31.4%；无职称710人，占比47.84%。

Chapter V Introduction to Directors, Supervisors, Executives and Employees

Zhao Maicheng, male, undergraduate, economist, senior political engineer. Now he is the Member of Party Committee and Secretary of Commission for Disciplinary Inspection of Bank of Zhengzhou. He had ever assumed the Vice General Manager and Manager of Human Resource Department of Bank of Zhengzhou.

(VI) Introduction to annual salary

The Board of Directors decided to determine the salaries of executives in accordance with the annual management objectives evaluation.

Total 10 of the executives of the Company were paid and the annual salaries totaled RMB 3.54 million Yuan.

II. Changes of directors, supervisors and executives during the reporting period

During the reporting period, the directors, supervisors and executives of the Company had no change.

III. Introduction to employees

At end of 2009, employees on the job of the Company were 1,484 persons, inner retired 520 persons, 135 undergraduates were recruited in 2009.

Classified according to educational background, there were 77 persons with postgraduate or higher degree, occupying 5.19%; 792 persons with undergraduate degree, occupying 53.34%; 451 persons with subordinate college degree, occupying 30.39%; 164 persons graduated from special secondary school or lower, occupying 11.05%.

Classified according to age, there were total 157 persons under 25 years old, occupying 10.58%; 336 persons of 26-29 years old, occupying 22.65%; 205 persons of 30-34 years old, occupying 13.81%; 423 persons of 35-39 years old, occupying 28.51%; 259 persons of 40-44 years old, occupying 17.45%; 104 persons of 45 years old or older, occupying 7%.

Classified according to special technical personnel, there were 12 persons with senior professional title, occupying 0.8%; 296 persons with middle professional title, occupying 19.95%; 466 persons with primary professional title, occupying 31.4%; and 710 persons without title, occupying 47.84%.

第六章 公司治理情况

Chapter VI
Introduction to the Corporate Management

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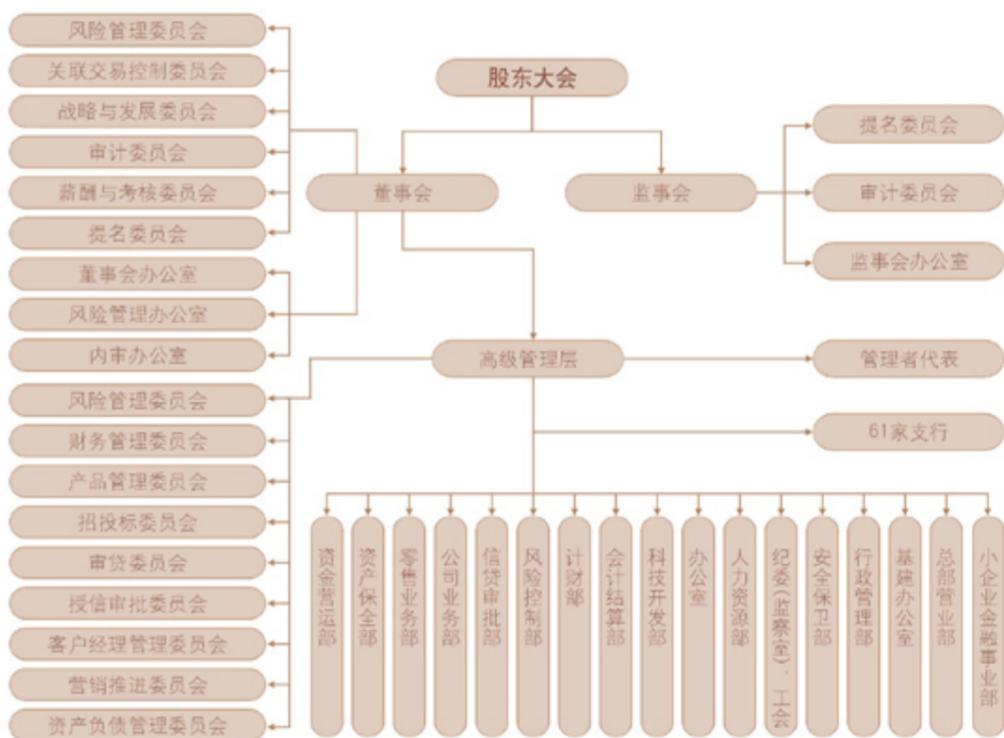


第六章 公司治理情况

一、报告期内公司治理情况

(一) 公司治理架构

本公司目前已建立了股东大会、董事会、监事会和高级管理层权责明确、有效制衡、独立运作的公司治理架构（如下图）：



此外还进一步明晰了股东大会、董事会和高级管理层的职责权限，使公司运作更加科学规范。本公司董事会建立起董事会—董事会专业委员会—主任委员—行长分层授权的授权体系，并按年度进行授权，授权书记载了有关授权范围及额度，以确保有关权力授予时亦能够给予清晰的指引。

(二) 公司股东与股东大会

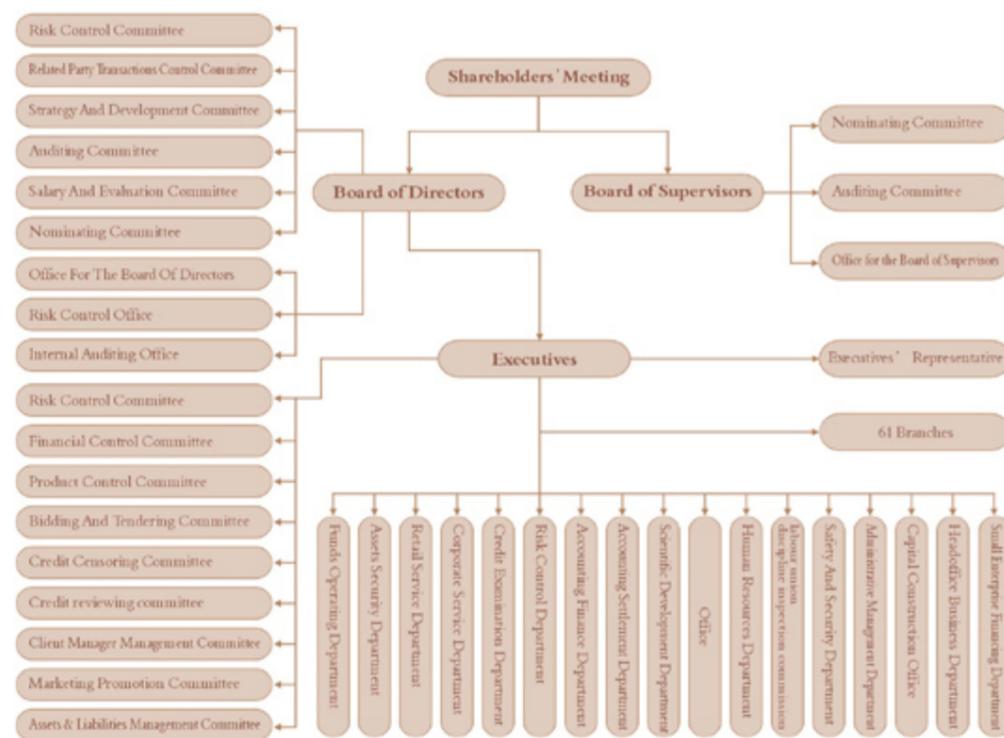
报告期内，本公司第三届董事会共筹备召开了两次股东大会，其中例会1次，临时股东大会1次。会议对董事会年度工作报告、监事会年度工作报告、预算执行情况报告、利润真实性审计报告、利润分配方案、财务预算方案、发行次级债、分红方案等14项议案进行了审议。会议报告了董事会对董事

Chapter VI Introduction to the Corporate Management

I. Corporate management during the reporting period

(I) Governance structure of the Company

The Company has established an independent governance structure consisting of the shareholders' meeting, board of directors, board of supervisors and management team, which defines the rights and duties of each level and balances the performance of each level effectively (as shown in the following diagram).



In addition, it specifies the duties of shareholders' meeting, board of directors and management team to standardize the corporate operation future. The Board of Directors of the Company will establish the layered authorization system, namely the authorization for the Board of Directors to its Professional Committee, then the Professional Committee to the Chairman, finally the Chairman to the President. The authorization will be carried out per annum. The authorization range and degree are stipulated in the certificate of authorization in order to guide the authorization of related rights clearly.

(II) Corporate shareholders and shareholders' meeting

During the reporting period, the third Board of Directors of the Company held two shareholders' meetings including one annual shareholders' meeting and one provisional shareholders' meeting. These meetings reviewed and approved 14 proposals, including the annual reports of the Board of

□ 第六章 公司治理情况

和独立董事的评价以及监事会对监事和外部监事的评价，通报了河南银监局对本公司的年度监管意见及本公司执行整改情况报告。

河南正方圆律师事务所对会议的召集和召开程序、出席会议股东的资格、提案、表决程序等事项的合法有效性进行现场见证并出具法律意见书。

二、公司董事与董事会

(一) 董事会构成及其工作情况

报告期内，董事会成员有14名，其中，董事长1名，高级管理层董事2名，股东出任董事9名，独立董事2名。董事会在决策程序、授权程序、表决程序等方面严格遵守法律法规以及公司章程的相关规定。2009年，本公司董事会按照公司《章程》和董事会议事规则共召开了7次董事会，其中例会4次，临时会议3次，会议审议通过了本公司利润及费用预算执行情况、董事会年度报告、报表审计费用、发行次级债方案及授权、网点规划、三年资本重组发展规划、更名、迁址等58项议案。全体董事出席或委托其他董事代为出席会议，并认真审议各项议案，勤勉尽职行使董事权力，履行相应职责。

(二) 董事会下设委员会运作情况

本公司已按照现代公司治理的要求，设立了风险管理委员会、关联交易控制委员会、提名委员会、薪酬与考核委员会、审计委员会和战略与发展委员会等6个委员会。关联交易控制委员会、提名委员会以及审计委员会的主任委员均由独立董事担任。此外，除董事会办公室，本公司还设立了董事会风险管理办公室作为风险管理委员会、关联交易控制委员会、战略与发展委员会的常设办事机构，设立了内审办公室作为审计委员会常设办事机构。报告期内，本公司各委员会进一步规范运作，认真履行职责。其中，风险管理委员会召开会议两次，审议通过了制度修订、授权管理及授权范围内的授信审批等事项；关联交易控制委员会召开会议一次，审议了调整本公司关联方名单及制度修订等事项；审计委员会召开会议一次，研究相关制度制定及修订等事项；薪酬与考核委员会召开会议一次，审定了《郑州银行股份有限公司高级管理人员薪酬管理办法》。

三、公司监事与监事会

本公司监事会现由4名监事组成，其中，监事长1名，外部监事1名，股东监事1名，职工代表监事1名。报告期内，监事会能够按照公司《章程》的规定，定期召开会议，审阅公司上报文件，听取工作报告和专题报告，通过专项检查等方式对公司的经营情况、财务状况进行检查与监督，及时向董事会和高级管理层提出建议与改进意见，认真履行职责。

□ Chapter VI Introduction to the Corporate Management

Directors and the Board of Supervisors, budget performance report, audit report on profit trueness, profit distribution plan, financial budget program, issuance of subordinate debts and dividends distribution plan. In addition, the elevations of the Board of Directors on the directors and independent directors and the elevations of the board of supervisors on supervisors and exterior supervisors, annual supervision opinion of Henan Banking Regulatory Bureau on the Company and modification made by the Company were declared on these meetings.

Henan Zhengfangyuan Law Firm witnessed the holding and holding procedures of this meeting, qualifications of the shareholders attending the meetings and the validity of proposals and voting procedures in this meeting, and issued its legal opinion letter.

II Corporate directors and the board of directors

(I) Composition and working of the board of directors

During the reporting period, the Board of Directors was composed of 14 members, including one chairman of the board, 2 executive directors, 9 shareholder directors and 2 independent directors. The board of directors strictly abode by relevant provisions of laws, rules and regulations and articles of association in the fields of decision, authorization and voting procedures. In 2009, the Board of Directors of the Company totally convened 7 meetings (4 conventional meetings and 3 provisional meetings) according to the articles of association and its rules of procedures, reviewed and approved 58 proposals, including the profit and expense budget performance of the Company, annual report of the Board of Directors, statements auditing expense, issuance plan and authorization of subordinated debts, branch planning, three-year asset reorganization and development plan, and change of name and address. All directors were present in these meetings, or authorized other directors to attend the meetings, and they seriously reviewed every resolution, fully exercised the rights and fulfilled corresponding obligations.

(II) Operating condition of special committees of the board of directors

The Company had set up 6 special committees including the risk control committee, related party transactions control committee, nominating committee, salary and evaluation committee, auditing committee and strategy and development committee according to governance requirements of modern company. Independent directors assumed the chairmen of the related party transactions control committee, nominating committee and auditing committee. Additionally, besides the office of Board of Directors, the Company set up a risk management office under the Board of Directors as the standing office of risk control committee, related party transactions control committee and strategy and development committee, and an internal auditing office as the standing office of auditing committee. During the reporting period, all the committees of this company further regulated the operation and seriously performed their duties. For example, the risk control committee held two meetings to review and approve the modification of regulations, credit management and credit granting approval under the granted scope, etc; the related party transactions control committee held one meeting, reviewing and approving the name list of parties related with the Company and the modification of regulations, etc; the auditing committee held one meeting to research the modification and establishment of relevant rules and regulations; the salary and examination committee held one meeting and examined and approved the *Management Method for Salaries and Wages of Executives of Bank of Zhengzhou Co., Ltd.*

III Corporate supervisors and the board of supervisors

The Board of Supervisors of the Company was composed of 4 members, including one chief supervisor, one exterior supervisor, one shareholder supervisor and one worker representative supervisor. During the reporting period, the Board of Supervisors complied with articles of association of the Company, and convened meeting regularly to review corporate reporting documents, gave audience to work report and special report, took special inspection and supervision to corporate business and financial standing, timely brought forward suggestions and advices to the Board of Directors and executives, and

□ 第六章 公司治理情况

四、公司信息披露与透明度

本公司已按照银行业监管部门的信息披露要求，通过不同的形式，提高信息披露的及时性、准确性和真实性，确保股东能够及时获取公司信息。报告期内，本公司及时修订了公司《信息披露暂行办法》，进一步规范信息披露的程序，为做好这一项工作奠定了基础。本公司编制了2008年度报告，在公司网站、当地媒体、行业报刊和营业网点供公司股东和相关利益人查阅；同时本公司认真对待公司股东的来信、来电、来访与咨询，解决股东的实际问题，切实维护公司股东特别是中小股东的利益。

五、独立董事与外部监事履行职责情况

本公司根据《股份制商业银行公司治理指引》和《股份制商业银行独立董事和外部监事制度指引》的规定要求，已建立了独立董事和外部监事制度，对公司决策发挥了积极的作用。

本公司现有独立董事2名。报告期内，2名独立董事均能够勤勉尽职，充分发挥了独立董事的积极作用。具体表现为：认真参加董事会会议并积极发言，注重维护公司利益；其领导关联交易控制委员会、提名委员会、审计委员会在严格控制公司关联交易，建立公司关联人、董事、监事的信息档案，听取公司财务状况报告的同时，对本公司风险管理流程和监管部门的政策全面了解，能够准确判断公司风险、合规状况以及财务报告信息的真实性、完整性和准确性，指导公司业务的发展，为董事会正确决策起到了积极有效的促进作用。

本公司现有1名外部监事，报告期内，外部监事关注本公司的成长和风险防范，注重自身的学习和提高，勤勉工作，并对有关议案独立地发表意见与建议，得到经营层的重视并被采纳，较好地履行了监事的职责。

六、公司经营决策体系

本公司最高权利机构为股东大会，董事会负责本公司的经营决策，监事会负责对公司的经营管理、财务等事项进行监督，均对股东大会负责。行长由董事会聘任，对公司日常经营活动行使充分的权利，并对董事会负责。公司实行一级法人体制，各支行均为非独立核算单位，其经营管理活动均由总部授权，对总部负责。

七、对高级管理人员的考评及激励约束机制

公司董事会对高级管理人员的考评与奖励，主要依据董事会每年下达的主要经营目标的完成情况、依法合规管理公司的状况进行评价。根据《郑州银行股份有限公司高级管理人员薪酬管理暂行办法》对盈利能力状况、经营增长状况、资产质量及偿付能力等指标量化并加以考核，进一步调动和激发高级管理人员的积极性和创造性。

□ Chapter VI Introduction to the Corporate Management

seriously fulfilled their obligations.

IV Information disclosure and transparency

According to information disclosure requirements of China banking regulatory departments, the Company had improved the timeliness, accuracy and trueness of information disclosure through different modes, and ensured all shareholders can get corporate information timely. During the reporting period, the Company timely revised the Provisional Measures for the Corporate Information Disclosure, normalized disclosure procedures, and laid the foundation for this work; compiled the annual report 2008, made convenience for corporate shareholders and relevant interest personnel via website, local media, industrial newspapers and business network; at the same time, the Company took shareholders' letter, phone, visit and consultation seriously, settled practical problems and earnestly maintained corporate shareholders especially medium and minority stockholders' interests.

V. Duty fulfillment of independent directors and exterior supervisors

According to the requirements of the *Guide for Corporate Management of Joint-stock Commercial Bank and Guide for Independent Directors and Exterior Supervisors System of Joint-stock Commercial Bank*, the Company had established independent director and exterior supervisor system, which exerted active functions to corporate decisions.

There were 2 independent directors of the Company. During the reporting period, 2 independent directors fulfilled their obligations and exerted active functions, which embodied in: they attended the board meeting and expressed their opinions, maintained corporate interests; at the same time of strictly controlling related party transactions, establishing archives of affiliate personnel, directors and supervisors, and reviewing financial statement, leaders of related party transactions control committee, nominating committee and auditing committee comprehensively understood risk control flows and supervision policies, had the capacity of accurate judgment for the trueness, completeness and accuracy of corporate risk, rules-obeying conditions and financial statement, guided business development and made effective promotion to the right decision of the board of directors.

At present the Company has one exterior supervisor. During the reporting period, this exterior supervisor cared the development and risk prevention of the Company, notices to study and improvement of self quality, worked hard, independently expressed opinions and brought forward advice on relevant resolutions, and gained attention and acceptance of business level. This exterior supervisor carefully performed the duties as a supervisor.

VI Managerial decision-making system

High authority of the Company was the shareholders' meeting. The board of directors took charge of managerial decision-making, while the board of supervisors took charge of business management and financial supervision. However, they were all answerable to the shareholders' meeting. President of the bank, appointed by the board of directors, enforced full power to routine business activities and was answerable to the board of directors. The Company implemented one-level corporation system, all branch banks were non-independent accounting units, whose business management activities were authorized and taken charge by parent bank.

VII Evaluation, excitation and restriction mechanism for executives

Evaluation and encouragement for executives made by the board of directors were based on completions of main business objectives and rules-obeying management conditions. According to the Provisional Management Measures for Salaries and Wages of Executives of Bank of Zhengzhou Co., Ltd., the company quantized and assessed the profitability, managerial increase, asset quality, solvency and other indicators to mobilize and excite enthusiasm and creativeness of executives.

第七章 股东大会情况简介

Chapter VII
Introduction to Shareholders' Meeting

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□ 第七章 股东大会情况简介

一、报告期内股东大会召开情况

报告期内，本公司共召开了两次股东大会。其中例会1次，临时股东大会1次。会议听取或审议通过了《郑州市商业银行股份有限公司第三届董事会2008年度工作报告》、《郑州市商业银行股份有限公司第三届监事会2008年度工作报告》、《关于郑州市商业银行股份有限公司2008年度预算执行情况报告》、《关于郑州市商业银行股份有限公司2008年度利润真实性审计报告》、《关于郑州市商业银行股份有限公司2009年度财务预算方案》、《关于郑州市商业银行股份有限公司2008年度股本分红方案》、《关于郑州市商业银行股份有限公司发行次级债券8亿元的议案》、《关于授权郑州市商业银行股份有限公司董事会负责发行次级债券8亿元具体事宜的议案》、《关于郑州市商业银行股份有限公司董事和独立董事2008年度履职情况的报告》、《关于郑州市商业银行股份有限公司监事和外部监事2008年度履职情况的报告》、《关于郑州市商业银行股份有限公司2009—2011年资本重组发展规划的提案》、《郑州市商业银行股份有限公司更名的提案》、《关于修订〈郑州市商业银行股份有限公司章程〉的提案》、《关于郑州市商业银行股份有限公司2008年度报告及报告摘要的议案》等14项议案。

二、选举、更换公司董事、监事情况

报告期内，本公司的董事、监事未发生变化。



大学生面试

□ Chapter VII Introduction to Shareholders' Meeting

I. Introduction to shareholders' meeting during the reporting period

During the reporting period, the Company held two shareholders' meetings including one annual shareholders' meeting and one provisional shareholders' meetings. On these meetings, 14 proposals were discussed or approved, including *Work Report 2008 of the 3rd Board of Directors of Commercial Bank of Zhengzhou Co., Ltd*, *Work Report 2008 of the 3rd Board of Supervisors of Commercial Bank of Zhengzhou Co., Ltd*, *Budgetary Performance Report 2008 of Commercial Bank of Zhengzhou Co., Ltd*, *Audit Report on Profit Trueness 2008 of Commercial Bank of Zhengzhou Co., Ltd*, *Financial Budget Program 2009 of Commercial Bank of Zhengzhou Co., Ltd*, *Dividends Distribution Program 2008 of Commercial Bank of Zhengzhou Co., Ltd*, *Issuance of Subordinate Bonds of RMB 0.8 Billion Yuan of Commercial Bank of Zhengzhou Co., Ltd*, *Details of Issuance of Subordinate Bonds of RMB 0.8 Billion Yuan of Commercial Bank of Zhengzhou Co., Ltd*, *Duty Fulfillment 2008 of Directors and Independent Directors of Commercial Bank of Zhengzhou Co., Ltd*, *Duty Fulfillment 2008 of Supervisors and Exterior Supervisors of Commercial Bank of Zhengzhou Co., Ltd*, *Proposal for Reorganization and Development Plan for Assets from 2009 to 2010 of Commercial Bank of Zhengzhou Co., Ltd*, *Proposal for Renaming of Commercial Bank of Zhengzhou Co., Ltd*, *Proposal for Modification of Articles of Association of Commercial Bank of Zhengzhou Co., Ltd*, and *Proposal for Report and Report Abstract of 2008 of Commercial Bank of Zhengzhou Co., Ltd*.

II. Election and changes introduction to directors and supervisors

During the reporting period, the directors and supervisors of the Company had no change.



大学生培训

第八章 董事会报告
Chapter VIII Report of the Board of Directors

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□ 第八章 董事会报告

一、报告期内本公司经营情况

(一) 主营业务范围

本公司主要业务为提供银行及相关金融服务，详情载于经审计的会计报表附注。

(二) 报告期内经营状况综述

报告期内，本公司高级管理层认真贯彻落实董事会确定的各项发展计划，坚持以效益为中心，以防控金融风险和提高资产质量为前提，不断完善内控制度建设和经营管理机制，加大市场拓展力度，各项业务得到持续快速发展。本公司主要经营情况如下：

1. 主要经营指标完成情况

截至2009年底，本公司资产总额达424.27亿元，较年初增长84.34亿元，增幅24.81%，完成年度目标值400亿元（调整前为380亿元）的106.07%，资本充足率14.67%，较年初增长4.02个百分点；不良贷款率1.51%，较年初下降0.74个百分点；拨备覆盖率186.03%，较年初增长62.08个百分点，三项主要监管指标全部达到监管要求。

2. 风险管理及风险化解情况

报告期内，本公司严格按照“依法合规、客户至上、流程精细、持续创新、严谨制险、速度制胜”的内控和质量管理方针，狠抓风险防范体系建设，实施全面风险管理，强化内部控制建设，完善内控体系，风险控制能力得到显著提高，风险度逐步下降。（1）风险管理组织架构进一步完善。2009年，本公司为适应全面风险管理需要，高级管理层在总部资产负债管理委员会下成立了“债券投资管理办公室”，在风险控制部设立信息科技风险管理岗，相继完成信用风险、市场风险、操作风险、合规风险、政策风险、产品风险、信息科技风险等主要风险类别风险管理岗位的设置，配置了专职风险管理人员。各机构和岗位依据各自职能从事专项风险管理工作，多角度、全方位的全面风险管理体系进一步完善，确保了对总部和各部门、支行的业务经营进行有效管理控制。（2）建立起全面风险管理制度体系。2009年，风险控制部门拟定并上报董事会批准，拟定各主要风险管理政策，明确了各类风险管理的政策和程序。随着8项风险管理政策的批准实施，本公司已完成对各主要风险管理政策和程序的编制，建立起涵盖全部主要风险的全面风险管理的制度体系，建立起全风险管理的组织架构、制度框架、报告路线，加强对各类风险的管控，推进全面风险管理工作的突破。（3）启动风

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I. Corporate business condition during the reporting period

(I) Main business scopes

The main business of the Company is to offer the banking and related financial services. Please refer to the notes of financial statements that have been audited for the details.

(II) General description on business conditions during the reporting period

During the reporting period, the executives of the Company seriously carried out all development plans determined by the Board of Directors, insisted on benefits as center, based on preventing financial risk and improving assets quality, continuously perfected interior control system construction and business mechanism, and strengthened market development. As a result, all business gained sustaining and rapid development. During the reporting period, main business conditions of the Company were as follows:

1. Completion of main business indicators

At the end of 2009, total assets of the Company were RMB 42,427 million Yuan higher than those at beginning of the year by 24.81%, namely RMB 8,434 million Yuan, accounting for 106.07% of the target of this year (RMB 40 billion Yuan). The rate of capital sufficiency was 14.67%, higher than that at beginning of the year by 4.02%; the bad loan ratio was 1.51%, lower than that at beginning of the year by 0.74%; the provision coverage rate was 186.03%, higher than that at beginning of the year by 62.08%. The three key supervision indicators met the requirements.

2. Risk control and risk solvency

During the reporting period, the Company strictly complied with interior control and quality control guideline of “obeying rules and laws, putting client first, and realizing fine flows, continuous innovation, strict system and highest efficiency”, attached more importance to the risk preventive system construction, execution of overall risk control, interior control construction and interior control improvement so that its risk control abilities increased a lot and risk degree gradually decreased. 1. to improve the risk management organization: in 2009, in order to adapt to the overall risk management demands, the executives of the Company established a “Bond Investment Management Office” under the assets & liabilities management committee of the Company, and information technology risk management post under the risk control department, successively set up the credit risk post, market risk post, operation risk post, conformance risk post, policy risk post, product risk post, information technology risk post and other risk posts, and appointed professional risk managers; each institute and post would adhere to their duties to carry out the professional risk management, further perfect the overall risk management system, ensuring that the head office, each department and branch are controlled effectively. (2) To establish an overall risk control system: in 2009, the risk control system planned and submitted the overall risk control system to the Board of Directors for approval, drafted the key risk control policies, defined all the risk control policies and procedures; along with the execution of eight risk control policies, the Company has compiled the key risk control policies and procedures and established the overall risk control system covering all major risks, established the organization structure, system frame and reporting route of the overall risk management, enhanced the control on each risk, and promoted the breakthrough of the overall risk control; (3) to start the construction of risk control information system: in 2009, the Company outsourced the construction of its risk control information system; in the fourth quarter, the post-supervision and warning system was put

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险管理信息系统建设。2009年，本公司以外包方式启动了风险管理信息系统的建设。四季度完成了事后监督及预警系统上线运行。该系统具有影像采集、自动审核、人工审核、差错处理、查询统计、风险预警等功能。通过系统辨别，能监控全行全部柜台业务状况，并能及时发现办理业务过程中的违规行为，对问题进行实时预警。同时，启动了资金业务交易及风险管理系统的可行性考察工作。(4) 风险管理文化已具雏形。从2001年本公司提出“以德治行，科技兴行”以来，一直把风险文化建设作为企业文化建设的重点。从防范道德风险到严控操作风险，风险控制先行已在全行员工中形成共识。从管理流程和操作流程的每一个环节，关注风险的控制；每一项新业务的推出，必须事先建立完善的内控制度。另一方面，把制度和执行作为风险文化的保证，细化业务操作程序，实行客户信用等级评定和统一授信工作，完善贷款五级分类工作，建立责任追究制度，加强专业风险防范队伍建设，实行以风险状况为主导的经济资本管理，强化稽核再监督的风险预警能力，实现事前、事中、事后全流程的风险管理。在2009年郑州银行更名之际，更是把“诚·立信，德·致远”作为企业文化的核心理念。2009年以来，本公司不断开展风险管理培训，加强全行员工行为、道德诚信等方面的教育，形成全行齐抓风险管理的风气。(5) 风险化解情况。2009年，本公司圆满完成不良贷款“双降”目标。不良贷款比例由上年末的2.25%下降至1.51%，下降0.74个百分点。新发放贷款不良率为零；历史遗留的拆借资产损失2.5亿元全部核销；全年未出现超授信、超授权现象；全年未发生案件、重大责任事故和涉及社会稳定的事件。

3. 机构资源调配情况

截止2009年底，本公司共保有物理营业网点62个。为进一步完善机构网点的布局，整合机构资源，新增自助设备55台，全行自助设备总数达到235台；营业网点搬迁3个，使网点分布更趋合理。

4. 银行卡及中间业务发展情况

截止2009年底，本公司发卡量117.23万张，较上年底增加11.53万张，增长率为10.91%。卡内存款余额38.72亿元，较上年底增加5.34亿元，增长率为15.55%。2009年银行卡业务进一步创新发展：一是发行了县域支行特色卡；二是推出商鼎国庆纪念卡，发行对象是本公司60名与祖国同龄的客户，在答谢商鼎卡用户长期以来对本公司大力支持的同时，也为祖国60周年华诞献上一份特殊的礼物；三是为配合本公司2009年12月17日更名“郑州银行”，发行新卡面商鼎卡，更好地提升本公司在市民中的知名度。

作为市民的银行，本公司长期致力于与民生相关的中间业务的开发与完善，目前是郑州地区代理

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into operation, which has the functions of image collection, automatic audit, manual audit, error correction, inquiry and statistics and risk warning, etc; through this system, all the counters of the Bank can be monitored, and the violation can be founded in the business transaction timely and the problem can be warmed in real time in the following day; meanwhile, the Company commenced the feasibility investigation in the capital trade and risk control system. (4) The risk control culture has been initially built up: since 2001 when the Company put forwards the concept of managing the bank through morality, rejuvenating the bank through science and technology, the Company has always attached great importance to the construction of risk culture as the corporate culture; from prevention of moral risk to risk control, all the employees of the Bank always consider the risk control first; from management procedure to operation procedure, the risk control is noticed in each step; a perfect internal control must be ready before a new business is put into the market; additionally, with the system and execution as the assurance of risk culture, the Company detailed the operation procedure, executed the customer credit grade evaluation and authorization, perfected the 5-level classification of loans, established a responsibility inquiry and punishment system, constructed a professional risk prevention team, carried out the economic asset management with risk condition as guidance, strengthened the auditing and supervision risk warning abilities, and control the risk before, during and after the event; in 2009, when Bank of Zhengzhou changed its name, the Company regarded the concept “basing the credit and further development on the honest” as the core of the corporate culture; since 2009, the Company has kept on risk control training, and enhanced the education on behavior and morality of all employees, to build such an atmosphere that all members attached great importance to the risk control; (5) Risk solvency: in 2009 the Company accomplished the dual-decrease goal in bad loans, decreased its bad loan ratio by 0.74% to 1.51% from 2.25% at end of last year; the bad ratio of new loans was zero; the borrowed and loaned asset loss, totally RMB 250 million Yuan left by history had been cancelled after verification; in the whole year, all the credits and authorizations were awarded according to the regulations, and the Company had no cases, significant responsibility accidents or event with bad influence on social stability.

3. Institutional resource allocation

At the end of 2009, the Company had 62 branches in total. In order to further perfect the arrangement of branches and integrate the institutional recourses, the Company increased 55 self-service devices and removed 3 branches to make the distribution of branches more reasonable. Up to now, the Bank has 235 self-service devices in total.

4. Development of bank card and intermediary business

At end of 2009, the Company totally issued 1172.3 thousand pieces of cards, more than last year by 10.91%, namely 115.3 thousand. The Balances in these cards were RMB 3,872 million Yuan, higher than last year by 15.55%, namely RMB 534 million Yuan. In 2009, the main bank card business includes: 1. issuance of special cards of county-level branches; 2. issuance of the Shangding National-Day cards to 60 clients of the Bank as old as China in order to thank the Shangding card holders for their support to the Bank, and present a special gift for the 60th anniversary of our country; 3. issuance of new Shangding cards in order to adapt to our new name “Bank of Zhengzhou” changed on December 17, 2009 and to promote the fame of the Company among citizens.

As a citizens' bank, the Bank is always dedicated to development and improvement of the intermediary business concerning the daily life of citizens. Now the Bank is the fully delegated the water, power supply and natural gas service in Zhengzhou City. In order to provide customers better service, the

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水、电、气等业务最全的银行。为了给客户提供更优质服务，2009年本公司积极协助代收合作单位、软件开发商，对部分代理业务进行了升级改造，升级后客户缴费更方便、快捷，并减少了错账的发生。

“零售业务，渠道为王”。2009年度，本公司继续推动和加快自助设备、电话银行建设步伐，积极构建以网点为基本渠道，以电话银行、自助银行为交易主渠道的多元化渠道体系。第一，加大ATM和自助终端离柜渠道建设，本年度新增自助设备55台，其中安装自助取款机29台，存款机8台和多媒体查询机18台；第二，为拓展业务，增加电子银行支付渠道，本年度开始开发网上银行业务。

5. 金融科技建设情况

报告期内，本公司科技建设的工作重点是围绕着“新大楼的机房建设及搬迁、信息系统建设、安全体系建设、支行网络改造、组织架构及职能调整”等五项工作进行。（1）成立专门的信息科技管理委员会，为IT与业务相一致提供了组织架构方面的保证；（2）制订了今后三年的信息科技规划，并围绕新大楼的机房建设，开展本公司信息系统架构的调整及完善、灾备中心及信息系统安全体系的建设、科技部组织架构及职能调整等工作；（3）加强信息系统建设。本年度主要完成了数据中心的调整与完善、新网站的开发和卡系统改造工作，并上线了事后监督系统、中牟郑银村镇银行综合业务系统；同时启动了中间业务平台的整合和移植、银信通平台的升级改造、电子汇票、网上银行、小企业信贷、办公自动化、国网支付等系统的开发工作；（4）完善安全体系建设。本公司参考IBM公司的咨询方案，对信息系统安全架构、系统架构、网络架构、数据架构及组织架构的规划进行了深化设计，并制订了各项安全及管理规范，确保了本公司信息系统安全、稳定、高效运行。

6. 成本费用控制情况

本公司继续严格执行各项财务制度，加强公司成本核算与管理，控制各项费用支出，最大限度地提高投入产出比。报告期内，公司成本收入比率为33.09%，比上年度的28.28%增长4.81个百分点。

7. 企业文化建设情况

作为一家一级法人的城市商业银行，本公司企业文化建设的重点，是讲求经营之道，培育企业精神，塑造企业形象，规范员工行为，为企业的长足发展提供不竭动力。2009年，本公司把企业文化建设作为经营管理工作的重点，启动企业文化全面整合梳理工作，促进企业文化的全面升华。

（1）剖析文化现状。充分收集多方资料，调研分析信息数据，以“访谈、定性分析和定量调

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Company actively worked with its cooperative partners and software development companies to upgrade partial vicarious business. After upgrading, the customers can pay the fees and expenses easy and fast, and the error of account can be avoided.

“Channel is crucial for retail business”. In 2009, the Company kept on promoting and quickening the construction of self-service equipment and phone banking to build up a multi-channel system with branch as basis and phone banking and self-service banking as main. Firstly, to enhance the construction of the off-counter channel of ATM and automatic terminals: in this year, 55 self-service devices were increased including 29 ATM, 8 automatic depositors and 18 multimedia checking machines; secondary, to work with the development of individual online banking: in order to expand the business and increase the payment channel of electronic banking, the online banking service was developed this year.

5. Financial scientific construction

During the reporting period, the key of scientific and technology development of the Company surrounded “construction and resettlement of computer house in the new building, information system construction, safety system construction, branch modification, organization construction and functional adjustment”. 1) to set up a professional information technology management committee to provide an organization assurance for the unification between IT and business; 2) to establish the information technology rules for the following three years, adjust and promote the framework of the information system of the Company, construct the disaster preparation center and information system safety, build up the science and technology department and adjust its functions surrounding the construction of computer house in the new building; 3) to enhance the information system construction: this year, the Company mainly accomplished the adjustment and promotion of data center, development of new network, modification of card system and execution of post-supervision system, and the integrated service system of Zhongmou Township Bank, started the integration and migration of the intermediary business platform, upgrading and modification of FMS platform and development of electronic drafts, online bank, small-enterprise loan, office automation and fixed network payment systems; 4) to perfect the safety system construction: with an reference to the consultation plan of IBM, the Company further design the information system safety, system structure, network structure, data structure and organization structure, and established various safety and management regulations, ensuring the safe, stably and efficient operation of the information system of the Company.

6. Cost expense control

The Company continuously carried out all financial systems strictly, strengthened corporate cost calculation and management, controlled all expenses, and improved input-output ratio to the utmost extent. During the reporting period, cost-income ratio of the Company was 33.09% higher than that of last year (28.28%) by 4.81%.

7. Cultural activities in enterprise

As one Grade 1 corporate urban commercial bank, in the aspect of corporate culture construction, the Company attached importance to find out the management strategy, cultivate the corporate spirit, shape the corporate image, standardize the employees' behaviors, and provide the power for long-permanent development. In 2009, with the operation management as key of corporate culture construction, the Company started to roundly integrate the corporate culture and promote the overall development of corporate culture.

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研”相结合的方式，对本公司企业文化情况进行全面彻底诊断，对企业文化现状进行系统梳理剖析，从外部适应和内部管理两个不同角度，深入解读企业文化问题，初步形成《企业文化调研诊断报告》。

(2) **整理文化理念。**对企业文化理念大纲进行设计整理，深化企业文化内涵，铸造企业核心竞争力，以核心定位为主线，架构核心理念体系，确立分支理念，进行个性化表述，并确定专项文化体系，对各项表述进行充分释义，汇总，征求意见，修订完善。

(3) **提炼企业精神。**通过共同努力，提炼出简练、独特、朗朗上口的“诚·立信、德·致远”、“源于你心、践于我行”、“聚财生财、共享未来”、“创业者的依靠、老百姓的银行”、“牵手一生、信赖一生”等核心宣传语，成为全行员工共同的价值观。

(4) **规范企业行为。**包括层级行为，岗位行为，公共行为，社会礼仪行为等，分析各种行为模式，制订行为准则，形成适合本公司长久发展的行为规范和礼仪体系，将企业文化融入行为规范中，促进文化与日常管理的有机结合，使企业文化能够更好地服务于本公司各项事业的快速健康发展。

(5) **丰富党团活动。**深入开展学习实践科学发展观和“讲、树、促”主题教育活动；完善《党员领导干部联系点制度》，解决一线实际问题；开展“一转两提”，创建“青年文明号”等优质服务活动；积极参与建国60周年欢庆活动，荣获市国资系统建国60周年成就展一等奖，歌咏比赛一等奖，荣获省国有企业“唱响60年”歌咏比赛铜奖；组织“爱岗敬业”演讲比赛；组织“迎三八”健身秧歌比赛；组织团员青年誓师签名活动及多种球类比赛。

(6) **彰显社会责任。**作为发起人，与相关书画协会联合举办《“爱我中华”庆祝建国六十周年百位书画名家作品联展》；在郑州市慈善日活动中捐款130万元，赢得社会各界赞誉；积极改善员工工作条件和生活环境，稳步推进职工住房安居工程。

(7) **展示全新形象。**2009年12月17日本公司正式更名为“郑州银行股份有限公司”，华丽转身，成为一家区域性银行，本公司借更名之机，推出全新的行徽形象标识系统，促进企业形象大幅提升，焕发青春蓬勃的生命活力；通过新颖、成功的更名仪式，以报纸、广播、电视、网站、户外广告、公交车体等多种方式和渠道，进行深入广泛的宣传，积极展示本公司诚信立行、贴心服务的新形象；郑东新区现代化办公大楼即将竣工，本公司将以崭新的形象屹立于中原大地。

□ Chapter VIII Report of the Board of Directors

(1) **Analysis on culture status in quo:** the Company collected data as much as possible, investigated the information data, and fully analyzed its corporate culture through visit, quality analysis and quantitative investigation, neatened the status in quo of its corporate culture, interpreted the corporate culture in external adaptation and internal management, and preliminarily established the *Corporate Culture Investigation and Diagnosis Report*.

(2) **Neatening of culture concept:** the Company designed and neatened the outline of its corporate culture concept, deepened the connotation of the corporate culture, built up the core competitive strength, constructed the core concept system with core locating as main, divided and explained the concept in details, determined the special culture system, fully explained and collected each expression, collected advices and improved these expressions.

(3) **Abstraction of corporate spirit:** such simple and unique core promotion expressions as “basing the credit and further development on the honest” and “support of entrepreneurs and bank of the mass” became the common view of value of all employees of the Bank.

(4) **Standardization of corporate behaviors:** the level behavior, post, behavior, public behavior and social amenity behavior were involved; through analysis on each behavior mode, the Company establish rules, and established the behavior regulations and amenity system suitable for the long development of the Company; the integration of corporate culture with behavior regulations promoted the combination of culture and daily management, and ensured that the corporate culture could adapt for the quick and healthy development of all the business of the Company.

(5) **Enrichment of activities of the Party and the Youth League:** the Company further developed the study in scientific development concept and the education activities with “emphasis, building and promotion” as topics, perfected the *Regulations for Contact Points before Party Leaders and Cadres* to solve the actual problems of the front line, carried out the high-quality service activities like “Youth Civilization”, actively participated in the celebration for 60th birthday of China, won the first prize respectively in achievement compete and singing compete for 60th birthday of China organized by the municipal stated-owned asset system, and a third prize in the singing compete held by the provincial state-owned enterprises, organized the “Post Dedication” speech contest, Yangge compete for International Women’s Day and vow and signature activities and various ball games of youth league members.

(6) **Representation of social responsibilities:** as a sponsor, the Company cooperated with relevant painting and calligraphy associations to held the Exhibit of Products of Famous Calligraphy and Painting Experts for Celebration of 60th Birthday of China; the Company donated 1.3 million Yuan on the activities held in Zhengzhou on the charity day, and was highly appraised by all the circles; the Company actively improved the working and living conditions of employees and promoted the residential project of employees stably.

(7) **Display of new image:** on December 17, 2009, the Company changed its name to “Bank of Zhengzhou” and became a regional bank. Taking this opportunity, the Bank renewed its logo to promote its corporate image; through a fresh and successfully renaming ceremony, the Company promoted itself widely with newspaper, broadcast, Internet, outdoor advertisement and city buses, etc, actively exhibited its honest and thoughtful new image; the construction of the modern office building in Zhengdong New District was close to end, and the Bank would stand in Central China with new image.

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(三) 主营业务收入种类

单位：人民币 / 万元	
项目	金额
贷款利息收入	103,534
金融机构往来利息收入	15,789
投资收益	25,091
其他业务	8,808
合计	153,222

(四) 主要金融产品及提供的服务

1. 资产业务

公司类：信用贷款；保证贷款；抵押贷款；房地产贷款；单位定期存单质押贷款；公司下岗失业小额担保贷款；银行承兑汇票贴现；银行承兑汇票转贴现；债券买卖；债券承销；债券分销；债券回购等。

个人类：个人定期存单质押贷款；个人住房装修贷款；个人房屋贷款；个人汽车贷款；个人下岗失业小额担保贷款；个人再交易住房贷款（二手房贷款）；商鼎卡循环贷款；个人生产经营性贷款等。

2. 负债业务

公司类：单位活期存款；单位定期存款；单位协定存款；单位通知存款、同业存款等。

个人类：个人活期存款；个人整存整取储蓄存款；个人零存整取储蓄存款；个人整存零取储蓄存款；个人存本取息储蓄存款；个人定活两便储蓄存款；个人通知存款；教育储蓄存款等。

3. 中间业务

公司类：银行承兑汇票；保函；委托贷款；验资和增资业务；银行询证函；单位存款证明；单位银信通；住宅装饰工程银行监管业务等。

个人类：个人银信通；个人存款证明；代发工资；代收网通话费；代收广电信息费；手机支付；代理缴纳自来水费、电费、燃气费等公用事业收费。

4. 其他业务

公司类：银行汇票；支票；汇兑；委托收款；托收承付等。

个人类：商鼎卡；商通卡；学生卡；地市联名卡等。

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(III) Main operating incomes

Unit: RMB/10,000Yuan	
Item	Amount
Income of interest on loan	103,534
Current interest income of financial institutes	15,789
Investment yields	25,091
Other business	8,808
Total	153,222

(IV) Main financial products and services

1. Assets service

Corporate: loan on credit; loan on guarantee; loan on mortgage; real estate loan; corporate hypothecated loan on certificate of time deposit; corporate small loan on security of laid-off and unemployment; discount of banker's acceptance bill; rediscount of banker's acceptance bill; bond deals; bond underwriting, distribution and buy-back, etc.

Individual: individual hypothecated loan on certificate of time deposit; individual house refurbishing loan; individual housing loan, vehicle loan, small loan on security of laid-off and unemployment; individual re-deal housing loan (old house loan); cycle loan of Shangding card; personal loan on production operations; etc.

2. Liability service

Corporate: corporate current deposit, fixed deposit, agreed deposit, deposit at notice and inter-bank deposit, etc.

Individual: individual current deposit; time deposit of lump-sum deposit and withdrawal; time deposit of small savings for lump-sum withdrawal; time saving big money and small drawing; interest withdrawal for a principal deposited; savings/time optional deposits; deposit at notice and education deposit; etc.

3. Intermediary service

Corporate: banker's acceptance bill; letter of guarantee; loan by mandate; capital verification and increase; banker's confirmation requests; corporate certificate of deposit; corporate Instant Financial Messaging System (FMS); bank regulatory business on housing refurbishing; etc.

Individual: individual FMS and certificate of deposit; salary payment; fees collection for China Net Corporation, information fees collection for the China Administration of Video Film and Television; mobile payment; public utility collections such as water, electricity and gas fees. 4.其他业务

4. Other service

Corporate: bank draft, check; remittance; collection; collection and acceptance, etc.

Individual: Shangding card; Shangtong card; student card; co-branded card in counties; etc.

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(五) 贷款投放前五位的行业及比例

单位：人民币 / 万元

行业类型	贷款余额	所占比例%
水利、环境和公共设施管理业	400150	25.48
个人贷款	268042	17.07
制造业	203472	12.96
租赁和商务服务业	162986	10.38
批发和零售业	145547	9.27

(六) 主要表外项目余额及风险管理情况

本公司已根据我国相关法律法规建立健全表外资产管理制度，在业务操作中严格按照“内控优先、审慎经营”的工作原则，在确保保证金的来源合规，贸易背景真实合法的前提下稳步开展表外业务。今年，根据银监局要求在全行范围内认真开展了“信贷业务、表外业务和中间业务风险排查”，经排查未发现重大风险隐患。同时，今年本公司还不断完善信贷系统管控范围，提升信贷业务管理水平，在信贷综合管理系统中上线保函业务审批流程，提高了信贷系统对业务的支撑能力。

单位：人民币 / 万元

项目	2009年	2008年	2007年
应收利息	13363	10606	2079
开出保函	13133	6483	3326
信贷证明	—	—	—
银行承兑汇票	448318	261819	196768
商业承兑汇票	—	—	—

二、银行主要业务数据摘要

(一) 报告期末，本公司职能部门及分支机构设置情况

1. 各职能部门的设置

本公司内设职能部门有：董事会办公室、董事会风险管理办公室、董事会内审办公室、监事会办公室、办公室、人力资源部、安全保卫部、公司业务部、信贷审批部、风险控制部、零售业务部、小企业金融事业部、资金营运部、计财部、会计结算部、科技开发部、行政管理部、纪委监察室、工会、基建办公室、资产保全部、营业部。

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(V) Top five industries with maximum loans and proportion

Unit: RMB/10,000Yuan

Business type	Balances of loans	Proportion%
Water conservancy, environment and public facility management	400150	25.48
Individual loans	268042	17.07
Manufacturing	203472	12.96
Lease and commercial service	162986	10.38
Wholesale and retail	145547	9.27

(VI) Balances of main off-balance sheet items and risk control

The Company has established and improved the off-balance asset management system according to relevant national laws and regulations, strictly adhered to its working principle of “internal control first and prudent operation”, and developed its off-balance business under the conditions that the source of capitals meets the regulations and the credit investigation and the business conditions are authentic and lawful. In this year, according to the requirements of Banking Regulatory Bureau, the Company carefully checked the risks in credit business, off-balance business and intermediary business in the whole bank and found no significant hidden risk. Additionally, the Bank kept on improving the control range of the credit system and promoting the credit business operation management level, put the guarantee business approval procedure in the integrated credit management system to the Internet, and thus boosted the support of credit system to the business.

Unit: RMB/10,000Yuan

Item	2009	2008	2007
Interest receivable	13363	10606	2079
Issuance of letter of guarantee	13133	6483	3326
Credit certificate	—	—	—
Banker's acceptance bill	448318	261819	196768
Commercial acceptance	—	—	—

II. Abstract for main business data of bank

(I) At end of the reporting period, establishment conditions of corporate functional departments and branches

1. Establishment of all functional departments

Functional departments of the Company were: the office, risk control office and internal auditing office of the Board of Directors, office of the Board of Supervisors, office, departments of human resources, security guard, corporate business, credit examination, risk control, retail service, small enterprise financial services, funds operating, accounting finance, accounting settlement, auditing, scientific development and administrative management, disciplinary inspection commission, labor union, capital construction office, assets security department and business department.

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2. 分支机构基本情况

本公司实行一级法人、“总行—支行”两级经营体制。截止报告期末，本公司下辖支行62个（含总部营业部）。具体情况如下：

序号	支行	地点	联系电话
01	百花路支行	百花路29号	67426772
02	宝龙城支行	郑东新区农业东路南，天泽街东宝龙城市广场B区105号一层临街物业	66287336
03	北环路支行	南阳路170号	63756671
04	布厂街支行	乔家门路30号	66593568
05	财经支行	丰产路92号	65851853
06	商鼎路支行	郑东新区商鼎路与黄河路交叉口东南角	60171590
07	大石桥支行	金水路87号	66229857
08	大学路支行	大学路18号	66957731
09	东区支行	红专路82号	65726365
10	二里岗支行	城东路245号	66323074
11	纺织城支行	中原区西四环路中段16188号	65861216
12	伏牛路支行	中原西路67号	67638011
13	高新技术开发区支行	高新技术开发区冬青街7号	67988377
14	巩义支行	巩义市人民路66号	60328199
15	管城支行	商城路206号	66223361
16	航海中路支行	京广南路168号	68727839
17	互助路支行	互助路73号	67185133
18	花卉市场支行	国基路6号	63729339
19	淮河路支行	淮河路与工人路交叉口东南角	68981190
20	黄河路支行	黄河路与东明路交叉口	65958835

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2. Basic conditions of branches

The Company applied one-level corporation system and “parent bank-branch” two-level business system. As at the end of the reporting period, there were total following 62 branches (inc. business department of head office) under the Company:

NO.	Branch	Address	Contact Phone
01	Baihua Road Branch	29 Baihua Road	67426772
02	Baolongcheng Branch	1st floor of the building near the street, No. 105, Block B, Baolong Square on the south of East Nongye Road and the east of Tianze Street in Zhengdong New District	66287336
03	North Ring Road Branch	170 Nanyang Road	63756671
04	Buchang Street Branch	30 Qiaojiamen Road	66593568
05	Finance & Economics Branch	92 Fengchan Road	65851853
06	Shangding Road Branch	Southeast of the crossing of Shangding Road and Huanghe Road in Zhengdong New District	60171590
07	Dashiqiao Branch	87 Jinshui Road	66229857
08	Daxue Road Branch	18 Daxue Road	66957731
09	East Area Branch	82 Hongzhuan Road	65726365
10	Er' ligang Branch	245 Chengdong Road	66323074
11	Textile Market Branch	16188 Middle of West Fourth Ring Road, Zhongyuan District	65861216
12	Funiu Road Branch	67 West Zhongyuan Road	67638011
13	High & New Technology Development Zone Branch	7 Dongqing Street, High & New Technology Development Zone	67988377
14	Gongyi Branch	66 Renmin Road, Gongyi City	60328199
15	Guancheng Branch	206 Shangcheng Road	66223361
16	Middle Hanghai Road Branch	168 South Jinggnang Road	68727839
17	Huzhu Road Branch	73 Huzhu Road	67185133
18	Flower Market Branch	6 Guoji Road	63729339
19	Huaihe Road Branch	Southeast Corner at the crossing of Huaihe Road and Gongren Road	68981190
20	Huanghe Road Branch	At the intersection of Huanghe Road and Dongming Road	65958835

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序号	支行	地点	联系电话
21	会展支行	郑东新区商务外环路与商务东四街交叉口	67881197
22	惠济支行	清华园路惠济区政府门口	63639110
23	建设支行	工人路66号	67942460
24	金城支行	经三路北71号院	65706209
25	金海大道支行	陇海中路55号	67719806
26	金水支行	金水路109号	65947957
27	经济技术开发区支行	航海东路与第三大街交叉口	66781098
28	经七路支行	经七路48号附2号	63815986
29	经一路支行	丰产路与经一路交叉口	65743705
30	陇海东路支行	陇海东路80号	66234966
31	陇海西路支行	陇海西路97号附6号	67624928
32	陇海支行	陇海中路98号	68756636
33	民主路支行	民主路2号	66223450
34	南三环支行	华中食品新城南门银行楼附1号	68785045
35	南阳路支行	南阳路113号	63736614
36	农业东路支行	农业路中段19号	65711344
37	高都支行	紫荆山路91号	66353383
38	商品大世界支行	郑汴路与玉凤路交叉口商品大世界市场125号	66514752
39	上街支行	上街区济源路70号	68923763
40	嵩山南路支行	二七区长江路嵩山南路交叉口东北角 亚星盛世家园社区7区53号楼123号长江路128号	67972218
41	陶瓷城支行	管城区商都路与中周路交叉口	68095568
42	天明路支行	天明路86号凯瑞大厦一层	63764896
43	纬二路支行	纬二路8号	65906218

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NO.	Branch	Address	Contact Phone
21	Exhibition Center Branch	At the crossing of Commercial Ring Road and Commercial Dengxi Street, Zhengdong New District	67881197
22	Huiji Branch	Gate of Huiji District Government, Qinghuayuan Road	63639110
23	Jianshe Branch	66 Gongren Road	67942460
24	Jincheng Branch	Court No. 71, the north of Jingsan Road	65706209
25	Jinhai Avenue Branch	55 Middle Longhai Road	67719806
26	Jinshui Branch	109 Jinshui Road	65947957
27	Economy & Technology Development Zone Branch	At the intersection of Eastern Hanghai Road and the Third Avenue	66781098
28	Jingqi Road Branch	48-2 Jingqi Road	63815986
29	Jingyi Road Branch	The crossing of Fengchan Road and Jingyi Road	65743705
30	East Longhai Road Branch	80 East Longhai Road	66234966
31	West Longhai Road Branch	97-6 West Longhai Road	67624928
32	Longhai Branch	98 Middle Longhai Road	68756636
33	Minzhu Road Branch	Minzhu Road	66223450
34	South Third Ring Road Branch	No.1 Bank Building, South Gate of New Huazhong Food World	68785045
35	Nanyang Road Branch	113 Nanyang Road	63736614
36	East Nongye Road Branch	19 East Nongye Road	65711344
37	Shangdu Branch	91 Zijingshan Road	66353383
38	Commodity World Branch	No.125, Commodities Grand World, nearby the intersection of Zhengshan Road and Yuteng Road	66514752
39	Shangjie Branch	70 Jiyuan Road, Shangjie District	68923763
40	South Songshan Road Branch	Northeast at the crossing of Changyang Road and South Songshan Road in Erqi District, Unit No.123, Building 53 of the Seventh Zone of Yangshengshi residential community, No.128, Changyang Road, Erqi district	67972218
41	Ceramics Market Branch	Junction of Shangdu Road and Zhongzhou Road, Guancheng District	68095568
42	Tianming Road Branch	The first floor of Kaifui Building, No.86, Tianming Road	63764896
43	Weier Road Branch	8 Weier Road	65906218

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序号	支行	地点	联系电话
44	纬五路支行	纬五路12号	65946708
45	纬一路支行	纬一路3号附6-10号	65904451
46	文博支行	经七路22号附7号	63943438
47	五里堡支行	中原东路125号	67440392
48	西大街支行	西大街180号	66610518
49	西建材支行	淮河路55号	68850299
50	西区支行	工人路36号	67931334
51	新郑支行	新郑市人民路与玉前路交叉口东南角	62695599
52	信基路支行	郑州市金水区信基调味厨具广场东侧D楼	60103763
53	兴华街支行	兴华南街39号	67180109
54	伊河路支行	工人路115号附1号	67445411
55	营业部	优胜北路1号	63929155
56	永安街支行	京广南路34号附1号	68733972
57	优胜北路支行	优胜北路3号	63915444
58	郑花路支行	郑花路36号	65507551
59	政通路支行	政通路6号附1号	68887844
60	中博支行	郑汴路家电市场89号	66513932
61	中原路支行	桐柏路200号中原大酒店一楼	67626296
62	新密支行	新密市西大街西段5号	85809999

(二) 增加内设职能部门和减少分支机构的情况

1. 分支机构变化情况

报告期内, 本公司共有62家支行(含营业部), 经银行业监管部门批准, 本公司于2009年3月7日将紫东支行迁址至郑州市郑东新区农业东路南、天泽街东宝龙城市广场B区105号一层临街物业, 并更名为宝龙城支行, 原紫东支行储蓄业务并入金水支行。

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NO.	Branch	Address	Contact Phone
44	Weiwu Road Branch	12 Weiwu Road	65946708
45	Weiyi Road Branch	3-6-10 Weiyi Road	65904451
46	Wenbo Branch	22-7 Jingqi Road	63943438
47	Wulibao Branch	125 East Zhongyuan Road	67440392
48	Sidajie Road Branch	180 Sidajie Road	66610518
49	West Building Material Market Branch	55 Huaihe Road	68850299
50	West Area Branch	36 Gongren Road	67931334
51	Xinzheng Branch	Southeast corner at junction of Renmin Road and Yuqian Road, Xinzheng City	62695599
52	Xinji Road Branch	D# Building, on the east of Xinji Flavouring Cookware Square, Jinshui District, Zhengzhou City	60103763
53	Xinghua Street Branch	39 South Xinghua Street	67180109
54	Yihe Road Branch	115-1 Gongren Road	67445411
55	Business Department	1 North Yousheng Road	63929155
56	Yong'an Street Branch	South Jingguang Road	68733972
57	North Yousheng Road Branch	North Yousheng Road	63915444
58	Zhenghua Road Branch	Zhenghua Road	65507551
59	Zhengtong Road Branch	Zhengtong Road	68887844
60	Zhongbo Branch	No.89 Household Appliances Market of Zhengbian Road	66513932
61	Zhongyuan Road Branch	Ground Floor of Zhongyuan Hotel, 200 Tongbai Road	67626296
62	Xinmi Branch	5 Xidajie Street, Xumi City	85809999

(II) Establishment of internal functional departments and cancellation of branches

1. Changes of branches

During the reporting period, the Bank had 62 branches (inc. business departments). With the approval of banking regulatory department, the Company moved Zidong Branch to the 1st floor of the building near the street, No. 105, Block B, Baolong Square on the south of East Nongye Road and the east of Tianze Street in Zhengdong New District, changed its name to Baolongcheng Branch, and

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2009年6月26日将青少年宫支行迁址至郑州市二七区长江路嵩山南路交叉口东北角“亚星盛世”家园社区7区53号楼123号（长江路128号），并更名为嵩山南路支行。原青少年宫支行储蓄业务并入互助路支行。

2009年7月11日将华山路支行迁址至新郑市人民路与玉前路交叉口东南角，并更名为新郑支行。原华山路支行负债业务并入建设支行，资产业务并入宝龙城支行。

2009年9月16日将京广路支行迁址至巩义市人民路66号，并更名为巩义支行。原京广路支行全部业务并入金海大道支行。

2009年8月31日将商品大世界支行迁址至郑州市郑汴路与玉凤路交叉口商品大世界市场125号。

2009年11月28日将五里堡支行迁址至郑州市二七区中原东路125号。

2. 内设职能部门变化情况

报告期内，内设职能部门未发生变化。

(三) 信贷资产“五级”分类情况

单位：人民币/万元

五级分类	期初数	占比%	期末数	占比%
正常类	1374714	84.85	1822001	90.19
关注类	209052	12.90	167781	8.30
次级类	20548	1.27	14366	0.71
可疑类	15942	0.98	16113	0.80
损失类	0	0	0	0
合计	1620256		2020261	

(四) 投资减值准备、抵债资产减值准备等其他主要资产减值准备情况

截止报告期末，本公司未计提债券投资减值准备及抵债资产减值准备。计提长期股权投资减值准备95万元。

(五) 前十名客户贷款余额及占资本净额的比例

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incorporated the saving business of Zidong Branch to the former Jinshui Branch on March 7, 2009.

On June 26, 2009, Teenager Hall Branch was moved to No. 123, Building 53, Block 7, Yaxingshengshi Quarter on the northeast of the crossing of Changjiang Road and South Songshan Road in Erqi District (No.128 Changjiang Road), Zhengzhou City, and its name was changed to South Songshan Road Branch. The saving business of Teenager Hall Branch was incorporated into Huzhulu Branch.

On July 11, 2009, Huashan Road Branch was moved to the southeast corner of the crossing of Renmin Road and Yuqian Road of Xinzheng City, and its name was changed to Xinzheng Branch. The liabilities business of the former Huashan Road Branch was incorporated into Jianshan Branch and its assets business incorporated into Baolongcheng Branch.

On September 16, 2009, Jingguang Road Branch was moved to No. 66 Renmin Road, Gongyi City, and its name was changed to Gongyin Branch. The business of former Qingguang Road Branch was completely incorporated into Jinhai Road Branch.

On August 31, 2009, Commodity World Branch was moved to No. 125 Commodity World Market at the crossing of Zhengbian Road and Yufeng Road, Zhengzhou City.

On November 28, Wulibao Branch was moved to No. 125 East Zhongyuan Road, Erqi District, Zhengzhou City.

2. Changes of internal functional departments

During the reporting period, the internal functional department had no change.

(III) “Five-category” classification of credit assets

Unit: RMB/10,000Yuan

Five-category classification	Amount at beginning of reporting period	Proportion %	Amount at end of reporting period	Proportion %
Normal credit assets	1374714	84.85	1822001	90.19
Specially-noticed credit assets	209052	12.90	167781	8.30
Substandard credit assets	20548	1.27	14366	0.71
Doubtful credit assets	15942	0.98	16113	0.80
Losses credit assets	0	0	0	0
Total	1620256		2020261	

(IV) Depreciation reserves for investment, mortgage debt assets and other prime assets

At the closing time of reporting period, the company has not calculated and withdrawn the provision for impairment of bond investment and the provision for impairment of offsetting-debt assets, with deducted RMB 950 thousand Yuan as the depreciation reserves for the long-term equity investment.

(V) Balances of loans and proportion in net capital of top ten clients

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单位：人民币 / 万元

管理支行	借款人名称	贷款余额	比例 (%)	所属行业
营业部	郑州市高都资产管理有限责任公司	117408	37.86	投资
营业部	郑州市预算外资金管理局	116000	37.40	基础建设
会展中心	郑州市郑东新区预算外资金管理中心	15000	4.84	基础建设
中原路	郑州市中原区财政局预算外资金管理办公室	15000	4.84	基础建设
金水路	巩义市预算外资金管理局	15000	4.84	基础建设
淮河路	荥阳市预算外资金管理局	15000	4.84	基础建设
航海中路	新密市建设投资公司	15000	4.84	基础建设
二里岗	新密市预算外资金管理局	15000	4.84	基础建设
新郑	新郑市建设投资公司	15000	4.84	基础建设
新郑	新郑市预算外资金管理局	15000	4.84	基础建设
合计		353408	113.98	

(六) 集团客户授信业务风险管理情况

报告期内，本公司加强集团客户管理，实施全过程风险监控，管理能力不断增强。加强集团客户的准入管理，严格控制集团关联企业互保；统一核定集团客户授信额度，强化集团客户整体风险控制；进一步完善风险预警机制，强化信贷系统自动预警，实施全过程风险预警和动态监控；加强集团客户风险防范与控制，提高集团客户风险处置能力。

(七) 一般贷款种类结构情况

单位：人民币 / 万元

类别	2009年	2008年
信用贷款	69000	15000
保证贷款	942671	833766
抵押、质押贷款	558565	474117
合计	1570236	1322883

注：按一般贷款的担保方式进行分类

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Unit: RMB/10,000Yuan

Involved branches	Name of lender	Balances of loans	Proportion (%)	Business scope
Business Department	Zhengzhou Shangdu Asset Investment Management Co., Ltd	117408	37.86	Investment
Business Department	Zhengzhou Extra-budgetary Funds Administration Bureau	116000	37.40	Capital construction
Exhibition Center Branch	Extra-budgetary Funds Administration Center of Zhengdong New District, Zhengzhou City	15000	4.84	Capital construction
Zhongyuan Road Branch	Extra-budgetary Funds Administration Office of Financial Bureau of Zhongyuan District, Zhengzhou City	15000	4.84	Capital construction
Jinshui Road Branch	Gongyi Extra-budgetary Funds Administration Bureau	15000	4.84	Capital construction
Huailu Road Branch	Xingyang Extra-budgetary Funds Administration Bureau	15000	4.84	Capital construction
Middle Hanghai Road Branch	Xinmi Construction Investment Company	15000	4.84	Capital construction
Erligang Branch	Xinmi Extra-budgetary Funds Administration Bureau	15000	4.84	Capital construction
Xinzheng Branch	Xinzheng Construction Investment Company	15000	4.84	Capital construction
Xinzheng Branch	Xinzheng Extra-budgetary Funds Administration Bureau	15000	4.84	Capital construction
Total		353408	113.95	

(VI) Risk control for the credit-granting business of group customers

During the reporting period, the Company intensified management of group customers, implemented overall process risk control and increasingly increased the management ability. By intensifying admittance management of group customers, the Company strictly controlled mutual insurance of group affiliated enterprises; unified credit-granting amounts, strengthened overall risk control; made risk warning mechanism better, intensified automatic warning of credit system, implemented overall process risk warning and dynamic monitoring; emphasized risk prevention and control of group customers and improved risk disposing capacity of group customers.

(VII) Composition of ordinary loan types

Unit: RMB/10,000Yuan

Type	2009	2008
Loan on credit	69000	15000
Loan on guarantee	942671	833766
Loan on mortgage and hypothecated loan	558565	474117
Total	1570236	1322883

Note: the classification is carried out according to the guarantee method of the ordinary loan.

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(八) 逾期贷款帐龄分析

单位：人民币 / 万元

逾期期限	金额
三个月以内 (含)	1169
三个月至一年 (含)	3964
一年至三年 (含)	12739
三年以上	13741
合计	31613

(九) 报告期末所持金额重大的政府债券情况

单位：人民币 / 万元

债券名称	发行日	结束日	付息方式	利率	面值
03国债09	2003年10月24日	2018年10月24日	固定利率	4.1800%	10,000
06国债01	2006年2月27日	2013年2月27日	固定利率	2.5100%	10,000
08国债05	2008年4月21日	2013年4月21日	固定利率	3.6900%	10,000
08国债10	2008年6月23日	2018年6月23日	固定利率	4.4062%	15,000
08国债18	2008年9月22日	2018年9月22日	固定利率	3.6800%	10,000
08国债25	2008年12月15日	2018年12月15日	固定利率	2.9000%	20,000
09国债17	2009年7月30日	2016年7月30日	固定利率	3.1500%	27,000
09国债27	2009年11月5日	2019年11月5日	固定利率	3.6800%	20,000

(十) 抵债资产的余额、种类和比例

报告期内，本公司无抵债资产。

(十一) 报告期末对外股权投资和自办实体情况

报告期末，本公司对外股权投资余额1935万元。本公司无自办实体。

(十二) 不良资产管理的主要措施及其效果

报告期内，本公司不良贷款余额为30478.83万元，较年初下降6011.05万元，不良贷款率为1.51%，较年初下降0.74个百分点。

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(VIII) Aging analysis of overdue loans

Unit: RMB/10,000Yuan

Overdue period	Amount
Up to three months (inclusive)	1169
Three months ~ six months (inclusive)	3964
One year ~ three years (inclusive)	12739
Over three years	13741
Total	31613

(IX) The holding wholesale government bonds as at the end of the reporting period

Unit: RMB/10,000Yuan

Name of bonds	Issuing date	Closing date	Interest payment	Interest rate	Par value
03 national debt 09	October 24, 2003	October 24, 2018	Fixed interest rate	4.1800%	10,000
06 national debt 01	February, 27, 2006	February, 27, 2013	Fixed interest rate	2.5100%	10,000
08 national debt 05	April 21, 2008	April 21, 2013	Fixed interest rate	3.6900%	10,000
08 national debt 10	June 23, 2008	June 23, 2018	Fixed interest rate	4.4062%	15,000
08 national debt 18	September 22, 2008	September 22, 2018	Fixed interest rate	3.6800%	10,000
08 national debt 25	December 15, 2008	December 15, 2018	Fixed interest rate	2.9000%	20,000
09 national debt 17	July 30, 2009	July 30, 2016	Fixed interest rate	3.1500%	27,000
09 national debt 27	November 5, 2009	November 5, 2019	Fixed interest rate	3.6800%	20,000

(X) Balance, type and proportion of mortgage debt assets

During the reporting period, the Company had no mortgage debt assets.

(XI) Investment abroad and self-operating entity as at the end of the reporting period

At the end of reporting period, the Company increased RMB 19.35 million Yuan in investment abroad. The Company had no self-operating entity.

(XII) Main measures and effects on bad loans management

During the reporting period, the balances of bad loans of the Company were RMB 304,788.3 thousand Yuan lower than those at beginning of the year by RMB 60,110.5 thousand Yuan, and the bad loan ratio was 1.51% lower than that at beginning of the year by 0.74%.

Measures applied for the recovery of bad loans in this year:

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今年以来清收不良贷款采取的措施：

1. 按月召开不良贷款“双降”会，逐笔落实清收化解工作进度解决存在的问题，并根据进展情况及企业经营变化情况及时调整清收措施，确保不良贷款清收盘活工作有实质性进展。
2. 召开贷款预警分析会，对存在潜在风险的贷款提前预警，提前介入，随时掌握企业经营变化情况，调整应对措施，防止新增不良贷款的出现。
3. 完善风险预警机制，对不良贷款率，设置一定范围的容忍度，进一步明确不良贷款责任人。

(十三) 逾期未偿付债务情况

报告期内，本公司没有发生逾期未偿付债务的情况。

三、本公司面临的各项风险因素及相应对策

(一) 信用风险

信用风险是银行的主要风险之一，贷款、贴现、承兑等信贷业务均可能产生信用风险，本公司从贷前、贷中、贷后等信贷管理环节加强信用风险的管理和控制。本公司防范信用风险采取的措施主要有：一是加强风险管控，从贷前、贷中、贷后等信贷管理环节，规范贷款投向和授信操作，规范审批流程，加强风险管理，本公司整体信贷业务趋势向好，质量较高，信用风险管理较规范，无重大不良信贷业务的发生。二是继续贯彻落实“有进有退、有保有压”的信贷政策，调整优化信贷结构，严格执行单一客户和集团客户的授信高限，压缩超比例贷款、超限额贷款，降低集中度风险。三是加强贷后管理，继续强化公司信贷业务逐笔监测制度和信贷业务预警制度，开展多项信贷业务专项检查，严格贷款分类标准，更准确及时地反映风险。四是成立小企业金融事业部，强化小企业信贷“六项机制”建设，促进小企业贷款的规范、健康发展。五是狠抓不良贷款“双降”工作，健全责任追究制度，提高信用风险管理水平。六是加大拨备计提力度，充分覆盖信贷风险。

(二) 市场风险

本公司防范市场风险采取的措施主要有：一是风险控制部门与资金营运部门、计财部门结合，探索市场风险管理方法，初步建立市场风险管理体系和分析报告模型，开展市场风险业务检查评价，提

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1. Convened double-down meeting on bad loans monthly, mastered and found out the schedule and problems of recovery and settlement of each bad load, and adjusted the recovery measures timely according to the schedule and operation change of enterprise to ensure the substantial recovery development of bad loans.

2. Convened the loan warning analysis meeting to warn the loans with potential risks in advance, participated in them ahead of schedule, mastered the operation change of the enterprise and adjusted the countermeasures at any moment to prevent the new bad loan.

3. Improved the risk warning mechanism, set a allowable range of bad load ratio and define the person responsible for the bad loan.

(XIII) Overdue outstanding debts

During the reporting period, the Company had no overdue outstanding debts.

III. Risk factors and countermeasures facing the Company

(I) Credit risk

It is one of the important risks for banks. Loan, discount, check acceptance and other credit business may produce credit risk. The Company strengthened credit risk management and control in all credit links before, during and after credit. The main credit risk prevention measures of the Company are as follows: 1. The Company enhanced the risk control, specified the loan and credit authorization from all the credit management procedures before, during and after credit, standardized the approval procedure and enhanced the risk management; the overall credit business of the Company had a good trend and high quality; its credit risk management is standard without severe bad credit; 2. The Company kept on the credit policy of “combining accession and quit as well as security and pressure” and adjusted and optimized the credit structure, the risk control office under the Board of Directors strictly followed the maximum credit for single client and group client, compressed the super-proportion and excess loans and reduced the centralization risks; 3. The Company enhanced the post-credit management, kept on enhancement of credit business monitoring system and warning system, made special inspections on the credit business, controlled the loan classification standard and responded the risks accurately and timely; 4. The Company established a small-enterprise financing department to enhance the 6-mechanism of small-enterprise credit and promote the standard, healthy development of the small-enterprise credit; 5. The Company paid great attention to “double-down” of bad loans, perfected responsibility inquiry system, and enhanced the credit management level; 6. The Company increased the provisions to cover all the credit risks.

(II) Market risk

The market risk prevention measures of the Company are as follows: 1. The risk control department combined with the funds department and accounting finance department to find out the market risk management method, primarily established the market risk management system and analysis report module, made market risk business inspection and evaluation and advanced the marked risk management level. 2. The Company improved the rules and regulations as well as the organization construction, established the Market Risk Management Policies suitable for itself, amended relevant rules and regulations

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高市场风险管理综合水平。二是完善规章制度和组织建设，结合自身实际制订了《市场风险管理政策》，并修订了《银行间货币市场业务管理办法》、《银行间债券市场业务管理办法》、《银行间债券市场企业债投资管理办法》等相关规章制度。在资产负债管理委员会成立了债券投资管理办公室，加强了对债券投资的管理。三是实施限额管理，完善授权体系，加强对债券投资业务的监督与检查。四是严格执行国家利率政策，积极应对同业利率市场化，持续完善贷款利率风险定价机制，制定了大额贷款利率定价指导意见和小企业贷款定价指导意见，提高利率定价能力。五是加强内部审计，内审部门对资金业务进行了专项审计。

(三) 操作风险

本公司防范操作风险采取的措施主要有：一是制定了《操作风险管理政策》，对相关风险管理体系和组织架构、管理政策和程序、识别计量监测和控制方法、风险的报告和信息披露、内部控制和外部审计、风险资本和拨备等内容做出了明确规定，并经批准实施。二是深入开展操作风险排查和案件防范工作检查，开发上线事后监督及风险预警系统，通过设立41个风险模型实施风险监控预警，有效扩大监督范围，提高监督效率，防范前台操作风险，实现内审、后督、会计前台控制一体化。三是健全一个机制，发挥好支行营业部主任、会计主管、集中监督员、事后监督、内审和纪检监察的作用，完善事前、事中、事后监督人员的分工协作机制，避免重复劳动，提高检查效率和效果。四是开展“双标准”活动，规范操作流程，加强对前台风险的管控，持续推行营业厅管理标准化、柜员操作标准化，同时严格按照年度工作会要求，分阶段、分层次开展业务风险大检查，组织开展自查自纠工作。五是扎实开展“三项活动”，建立案件教育、风险排查、内控执行力找差距“三项活动”相互结合、相互促进的长效机制。

(四) 产品风险

报告期内，本公司共有73个产品，其中：资产业务产品22个、负债业务产品13个、中间业务产品30个，其他业务产品8个。

本公司防范产品风险采取的措施主要有：一是对业务经营部门新开发的产品和服务方式的创新，以产品立项审议为基础，健全和完善产品立项审议前的风险评估机制，实行准入控制。二是制定了《产品风险管理政策》，修订和增补《产品手册》，明确新产品、新业务准入审核流程，新产品、新业务按流程进行风险识别、评估后才能通过。开展、建立投资业务等新业务、新产品的事前风险识别和防范机制。三是加强对合同协议等进行合规审查，防范相关法律风险。

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including the Management Measures for Inter-bank Money Market, Management Measures for Inter-bank Bond Market, Management Measures for Corporate Investment on Inter-bank Bond Market, set up the bond investment management office under the assets & liabilities committee to enhance the management of bond investment; 3. The Company adopted the limitation management and full authorization and credit management to enhance the supervision and inspection on bond investment; 4. The Company strictly followed the national interest rate policy, actively responded to the inter-bank interest rate marketing, kept on improvement of loan interest rate pricing mechanism and established the guidance for large-loan interest rate pricing and small-enterprise loan pricing to boost the pricing abilities of interest rate; 5. The Company enhanced the internal auditing through the internal auditing department.

(III) Operating risk:

The operating risk prevention measures of the Company are as follows: 1. The Company established the Operating Risk Management Policies, defined and approved the relevant management system and organization, management policies and procedures, measurement monitoring and control methods, risk reporting and information disclosure, internal control and external auditing, risk capital and provision; 2. The Company further examined and eliminated operating risks, developed the online post-supervision and risk warning system, set up 41 risk modules and carried out the risk monitoring and warning to enlarge the supervision range, enhance the monitoring efficiency, prevent the operating risks of front desk and combine the internal auditing, post-supervision and front desk control; 3. Through improving one mechanism, the Company exerted the functions of the branch and business department directors, chief accountant, centralized supervisor, post-supervision, internal auditing and discipline inspection, improved the work division and corporation of supervisors before, during and after operation, avoided repeated work, and increased the inspection efficiency and effect; 4. The Company carried out the “double-standard” activity to standardize the operation codes, promote two standards, enhance the control on front desk risk, and keep on the standardization of business department management and operator’s behavior, and meanwhile strictly following the requirements of the annual meeting to examine the operating risk in stage and in level, and carry out the self-inspection and correction; 5. The Company carried out the “3-topic Activity” to establish a mutual and permanent mechanism composing of case education, risk examination and elimination and discovering difference in interior control execution.

(IV) Product risk

During the reporting period, the Company had 73 products in total, including 22 capital products, 13 liability products, 30 intermediary products, and 8 other products.

The product risk prevention measures of the Company are as follows: 1. The Company innovated the products and service methods newly developed by the operating department, and improved the risk evaluation system before the product project initiation and approval and carried out the access control on the basis of product project initiation and approval. 2. The Company established the Product Risk Management Policies, amended and supplemented the Product Manual, defined the approval check procedure of new products and service, ensuring that the risks of new products and service should be identified and evaluated before they are executed, and the Company set up the preliminary risk identification and prevention mechanism of new service and products of investment business. 3. The

□ 第八章 董事会报告

(五) 合规风险

本公司防范合规风险采取的措施主要有：一是推进合规风险管理工作，与相关部门结合，制定《合规风险管理政策》，在各支行、各部室设立兼职合规联络员，保障总部合规岗位和支行、部室的合规联络员沟通渠道畅通。二是通过监督员，组织开展日常合规检查，加强对近年来新进员工职业发展规划和职业道德建设培训，提高全员合规意识。三是修订完善全行各项规章制度，针对实践中出现的业务流程不完善、制度规定滞后于业务发展等现象，及时进行修订，完善。四是在全行贯彻每周一次的例会学习制度，例会学习制度确保了员工信息获取的强制性，使本公司员工能够了解最新的法律知识，尽职履行岗位职责。五是加强法律性文件审查，接待有权机关查询，解答法律咨询，对业务部门和操作人员提供合规和法律指导与帮助。六是积极与郑州仲裁委员会开展业务合作，探索以仲裁方式维护本公司权益的新途径，提高法律事务办结效率。

(六) 信息科技风险

本公司防范信息科技风险采取的措施主要有：一是整章建制，增设科技风险管理岗，调配科技专业人才，制定《科技风险管理政策》，完善信息科技治理建设，对科技运行、科技体系风险开展检查评价，逐步将信息科技风险纳入到整体风险管理之中。二是抓住新大楼建设和新机房建设的契机，结合IBM公司信息系统架构咨询、评估，全面系统的跟踪评价科技系统，制定科技发展战略，对本公司科技运行、科技体系风险进行评价，评估风险点，促进信息科技安全管理跨上一个新台阶。

(七) 流动性风险

针对流动性风险采取的主要措施有：一是加强对流动性风险的监测、预警，模拟资本市场或货币市场大幅变动、短期利率剧烈波动、资产质量恶化等多种情形，进行压力测试，提高避险能力，并根据风险程度，制定完善相应的应急方案。二是加强日常资金管理，进一步优化资产负债结构，加强贷款发放与收回的规划性管理，合理控制存贷比，合理安排长、短期负债组合，增加高流动性债券和票据持有比例，并尽可能的降低筹资成本。三是深入开展各类存款营销活动，通过政策引导、考核激励等多种手段，广泛动员全行员工，拓展存源、稳定存款，提高同业竞争力，防止存款流失。四是拓宽筹资渠道，建立分层次的流动性准备，以债券买卖、回购业务为基础，巩固银行间市场地位，增强公众对本公司的信心，同时还不断加强与其它金融机构的联系合作，促进筹资渠道多元化，更有助于本公司进行流动性管理。

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Company enhanced the compliance examination on contracts and agreements to prevent relevant legal risks.

(V) Compliance risk

The compliance risk prevention measures of the Company are as follows: 1. The Company promoted the compliance risk management, worked with relevant departments to establish the Compliance Risk Management Policies, set up the part-time compliance contactors in each branch and department, and kept a smooth communication channel between the head office compliance post and the compliance contactors in each branch and department. 2. Through the supervisors, the Company made the daily compliance examination, enhanced the professional development and moral construction training of new employees, and advanced the compliance sense of all employees. 3. The Company improved all the rules and regulations of the Bank. 4. The Company carried out the weekly conventional meeting study system in the whole bank, to ensure all the employees must be familiar with the conventional meetings, and get the latest legal regulations and exert their post functions. 5. The Company enhanced the examination on legal documents, received the examination of relevant authorities, answered the legal consultation and offered the compliance and law guidance and assistance to business departments and operators. 6. The Company actively worked with Zhengzhou Arbitration Commission to find an arbitration method to maintain the rights and interests of the Company and increase the legal affair treatment efficiency.

(VI) Information technology risk

The information and technology risk prevention measures of the Company are as follows: 1. The Company adjusted and established relevant rules and regulations, added the technology risk management post, appointed professional technical talents, established the Technology Risk Management Policies, improved the information and technology governance construction, examined and evaluated the technical operation and system risks, and incorporated the information and technology risks into the overall risk management. 2. Making use of the construction of new building and new computer house, and according to the information system consultation and evaluation of IBM, the Company traced and evaluated the technology system, established the technology development strategy, estimated its own technology operation and system risks, evaluated the technology risk points and promoted the technology safety management.

(VII) Liquidity risk

The liquidity risk prevention measures of the Company are as follows: 1. The Company enhanced the supervision and warning of liquidity risks, simulated the great change of capital or money market, sudden fluctuation of interest rate in short time and deterioration of asset quality, carried out the pressure test to increase the prevention abilities, and established and improved the emergency plan according to the risk level. 2. The Company enhanced the daily capital management, further optimized the assets and liabilities structure, enhanced the load issuance and withdrawal management, reasonably controlled the deposit-loan ratio, arranged the combination of long-term and short-term liabilities, increased the holding proportion of bonds and notes with high liquidity, and reduced the financing cost as much as possible. 3. The Company carried out various saving marketing activities, and widely urged the employees to expand the deposit

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(八) 政策风险

本公司防范政策风险采取的措施主要有：一是开展政策风险提示工作，监测相关政府及法律网站，搜集宏观政策信息、行业信息、法律法规信息等，编发《风险月报》、《风险提示》等。二是开展政策法律风险预警预报工作，提示相关业务管理部门及时采取措施，贯彻执行相关政策，对不利影响采取措施。

(九) 声誉风险

本公司防范声誉风险采取的措施主要有：一是建立舆情监测机制，明确办公室为舆情监测主管部门，每日对报纸、网站、电台、电视台等新闻媒体有关郑州银行的报道进行监测，发现重要情况及时向行领导和监管部门报告，使问题及时得到妥善解决。二是对各类业务投诉由零售部和风险控制部共同督办，并及时解决。

四、报告期内本公司财务状况与经营成果分析

(一) 主要财务指标增减变动幅度及原因

单位：人民币 / 万元

项目	2009年	2008年	2007年	增减幅度	主要原因
总资产	4,242,670	3,399,306	3,038,359	24.81%	贷款、投资及央行存款等的增长
其中：贷款	2,020,260	1,620,256	1,360,922	24.69%	贷款业务增长
债券投资	995,775	616,034	406,997	61.64%	债券投资业务增长
总负债	4,035,311	3,214,213	2,910,532	25.55%	发行次级债及存款业务增长
其中：吸收存款	3,493,955	2,717,142	2,439,156	28.59%	存款业务增长
股东权益	207,359	185,093	127,827	12.03%	当年实现净利润
营业利润	33,218	25,008	21,619	32.83%	业务规模增长，盈利水平提升
其中：投资收益	25,091	22,731	10,959	10.38%	债券投资增长
净利润	25,442	19,026	14,306	33.72%	业务规模增长，盈利水平提升

五、经营环境及宏观政策法规的变化及其影响

报告期内，在国家一系列宏观调控政策的作用下，国民经济企稳回升，围绕“保增长、扩内需、

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source, stabilize the deposits through policy guidance and examination, advanced its competition abilities in the same trade, and prevented the loss of deposits. 4. The Company expanded the financing channel, established the layered liquidity provision, consolidated its market position and enhanced the public's trust on the basis of bond trade and buy-back, and meanwhile, the Company enhanced its corporation with other financial institutes to increase the financing channels.

(VIII) Policy risk

The policy risk prevention measures of the Company are as follows: 1. The Company carried out the policy risk prompting, monitored the relevant government and legal websites, collected the macro-policy information, industrial information and legal information, and compiled and issued "Monthly Risk Report" and Risk Prompt. 2. The Company carried out the policy and legal risk warning to prompt the relevant the business management department to take measures timely, executed the relevant policies and take countermeasure for the bad influence.

(IX) Reputation risk

The reputation risk prevention measures of the Company are as follows: 1. The Company established a public sentiment monitoring mechanism, defined the office to take charge of public sentiment monitoring, monitor the reports about commercial banks on newspaper, website, radio station and TV station every day and report the important problem, if any, to the leaders and supervision department of the Bank so that the problem can be solved properly and timely. 2. The retail department and risk control department worked together to supervise and solve the claim against any service.

VI. Financial standing and business result analysis of the Company during the reporting period

(I) Change ranges and reasons of main financial indicators

Unit: RMB/10,000Yuan

Item	2009	2008	2007	Change range	Main reasons
Total assets	4,242,670	3,399,306	3,038,359	24.81%	Increase in loans, investment and due to central bank
Inc. loans	2,020,260	1,620,256	1,360,922	24.69%	Increase in loans
Bond investment	995,775	616,034	406,997	61.64%	Increase in bond investment
Total liabilities	4,035,311	3,214,213	2,910,532	25.55%	Insurance of junior bonds and increase in deposits
Inc. accepted money deposits	3,493,955	2,717,142	2,439,156	28.59%	Increase in deposits
Shareholder's equity	207,359	185,093	127,827	12.03%	Net profits of current year
Operating profits	33,218	25,008	21,619	32.83%	Increase in business scale and profit level
Investment yields	25,091	22,731	10,959	10.38%	Increase in bond investment
Net profits	25,442	19,026	14,306	33.72%	Increase in business scale and profit level

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调结构”的目标。我国继续实施积极的财政政策和适度宽松的货币政策，虽然经济运行中的积极因素不断增多，但经济回升基础仍不稳固，经济形势依然较为严峻。本公司坚持以科学发展观为指导，深入贯彻落实国家宏观经济政策和金融监管要求，遵守商业银行运行规律，发挥金融服务经济发展的作用，防范金融风险，实现各项业务持续、快速、协调、健康发展。

(一) 自中央提出要实施适度宽松的货币政策后，国家权威部门频频使用公开市场操作，利率、存款准备金率等货币政策工具，适当增加货币、信贷投放总量，保持银行体系流动性充裕，使货币政策在促进经济增长方面发挥更加积极的作用。2009年，本公司持续加强流动性管理，拓宽筹资渠道，全年日均流动性比例54.93%，整体流动性充足。

在保证安全性、流动性的前提下，兼顾效益性，公司购买保本、保收益型人民币理财产品，作为流动性管理手段，通过资金运作，创造超额收益。强化流动性管理，严控存贷比，加大债券投资规模，积极调整资产负债结构，加大收入结构调整力度，提高非利息收入占比，减小了政策对经营的影响。

(二) 加大贷款投放力度，提升贷款管理水平，“慎贷”不“惜贷”，不“惧贷”，严把贷款“准入关”，加强贷后管理，严格控制“两高一剩”行业贷款占比。

(三) 贯彻《小企业金融服务专营机构的指导意见》和银监会“六项机制”建设要求，在成立小企业金融事业部的基础上，设立营销中心、车贷中心、房贷中心、全省首家“房产抵押办理服务中心”，加大小额贷款产品创新力度，加速小额贷款品牌建设，改进小企业金融服务发挥专业化经营优势。

六、2010年度的经营计划

(一) 全行工作的指导思想

坚持以科学发展观为指导，围绕《2010—2012 三年发展规划》，重点做好“五讲四创”九个方面的工作，确保实现“开门红”，为圆满完成“三年时间，资产、存款、贷款翻一番”的战略目标打下坚实的基础。“五讲”即：讲科学、讲发展、讲学习、讲创新、讲安全；“四创”即：创建特色鲜明的银行、创建和谐共进的银行、创建富有青春活力的银行、创建具有良好社会形象的银行。

(二) 2010年全行的主要经营和管理目标：

- 资产规模达到500亿元。
- 各项存款余额达到435亿元（不含同业），其中对公存款330亿元，储蓄存款105亿元。

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V. Changes and effects of management environment, macropolicies, laws and regulations

During the reporting period, owing to a series of national macro-control policies, the national economy raise stably, and surrounding the target to keep the increase, expand the domestic demands and adjust the structure, our country kept on the active fiscal policy and properly loose monetary policy. Although the active business factors increased, the business upswing foundation is unstable, and the economic situation still is severe. With the scientific development view as guide, the Company further executed the national macro economic policies and financial regulations requirements, abided by the commercial bank operating rules, exerted the role of financial service in economic development, prevented the financial risk and kept the continuous, fast, coordinated and healthy development of various business.

(1) Since the central government put forward the properly loose monetary policy, the national authority has frequently used the monetary policy tools such as the open market operation, interest rate and deposit reserve, to properly increase the money and credit insurance amount, keep a sufficient liquidity of banking system, and exert the active role of monetary policy in economic gain. In 2009, the Company kept on enhancement of liquidity management, expansion of financing channels, maintained an average daily liquidity ratio of 54.93% and ensured a sufficient liquidity.

The Company considered the benefits on the basis of safety and liquidity. The Company purchased the RMB financial products with few risk as the liquidity management approach to create more benefits through capital operation. The Company enhanced the liquidity management, strictly controlled the deposit-loan ratio, increased the bond investment scale, actively adjusted the assets and liabilities structure, enhanced the income structure adjustment, increased the proportion of non-interest income and reduced the influence of policies on its operation.

(2) The Company increased the loan issuance and increased the loan management level by strictly controlling the loan approval procedure, enhanced the management after the loans were issued, and strictly controlled the loan ratio of industries with high pollution, high energy consumption and excessive productivity.

(3) The Company followed the Guidance for Financial Institute for Small Enterprises and the construction requirements of “6-mechanism” of Banking Regulatory Commission, set up the marketing center, vehicle loan center, house loan center and the first real-estate mortgage transaction center of Henan Province on the basis of small-enterprise financing department, enhanced the innovation of large and small loan products, quickened the construction of small loan brand, improved the small-enterprise financing service and exerted the professional operation advantages.

VI. Business plan of 2010

(1) Guideline for the work of 2010

Under the guidance of scientific development view, and surrounding the Development Planning for Year 2010 to Year 2012, the Company paid much attention to the promotion of science, development, study, innovation and safety and the creation of a distinct, harmonious and vigorous bank with good image to ensure the accomplishment of the first year’s task in order to establish a firm foundation for the strategic target, namely to double the assets, deposits and loans in three years.

(II) Main business and management objectives of 2010

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——各项贷款余额达到252亿元。中小企业贷款投放占总投放额的50%以上；存贷比指标控制在60%以内。

——实现拨备前利润7.6亿元。

——资本充足率保持在12%以上；不良贷款余额控制在3亿元以内，不良贷款率控制在1.2%以内；拨备覆盖率达到180%以上；流动性比例达到30%以上。

——监管评级持续提升。

——确保不发生案件和重大事故。

七、报告期利润分配预案

根据聘任的河南诚和会计师事务所出具的无保留意见的审计报告，公司2009年实现税后净利润25442万元。按照公司《章程》的规定，公司拟定2009年度利润分配预案如下：

——按规定计提10%法定盈余公积金2544万元；

——提取一般风险准备12000万元；

——未分配利润10898万元。

根据本公司发展需要，经董事会研究，拟订本年度不进行股本分红，并将提请股东大会审议。

八、董事会日常工作情况

(一) 报告期内董事会的会议情况及决议内容

报告期内，本公司筹备并如期召开了7次董事会，其中例会4次，临时会议3次。会议审议通过了本公司利润及费用预算执行情况、董事会年度报告、报表审计费用、发行次级债方案及授权、网点规划、三年资产重组发展规划、更名、迁址等58项重要事项。

(二) 董事会对股东大会决议的执行情况

报告期内，本公司筹备召开了两次股东大会，其中例会1次，临时股东大会1次。会议主要对公司发行次级债、分红方案、董事会年度报告、预算执行情况等14项议案进行审议。董事会严格执行了股东大会各项决议的内容，已经全部落实执行了13项，其中1项系公司迁址，因新办公大楼装修工程未竣工，迁址日期待定。

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The total assets reached RMB 50 billion Yuan.

Balances of deposits reached RMB 43.5 billion Yuan (ex. inter-bank deposits), including RMB 33 billion Yuan of corporate deposits and RMB 10.5 billion Yuan of savings deposit.

Balances of all loans reached RMB 25.2 billion Yuan, with loans to medium and small-sized enterprises occupying more than 50% of total loans, and the deposit-loan ratio was controlled within 60%.

Profits before provision reached RMB 760 million Yuan.

The rate of capital sufficiency was kept higher than 12%; the balance of bad loans was controlled within RMB 300 million Yuan, and the bad loan ratio was controlled within 1.2%; the provision coverage rate reached more than 180%; the liquidity proportion reached more than 30%.

Supervision rating

Ensure no case or significant accident.

VII. Profit distribution scheme during the reporting period

According to the audit report issued by Henan Chenghe CPA Firm, the Company totally realized RMB 254.42 million Yuan profits after tax in 2009. According to the provisions of the Articles of Association, the proposed profit distribution schemes of the Company in 2009 are as follows:

Withdraw RMB 25.44 million Yuan as legal earned surplus reserves advanced according to prescribed proportion 10%;

Withdraw RMB 120 million Yuan as the general reserves; Undistributed profits are up to RMB 108.98 million Yuan.

According to the development demand, through the study of the Board of Directors, the Company plan to cancel the distribution of dividends in this year, and submit the plan to the general meeting of stockholders for examination and approval.

VIII. Routine work of the Board of Directors

(I) Meetings and resolutions of the board of directors during the reporting period

During the reporting period, the Board of Directors of the Company held 7 meetings of Board of Directors (4 conventional meetings and 3 provisional meetings), reviewed and approved 58 important events, including the profit and expense budget execution, annual report of the Board of Directors, statements auditing expense, issuance plan and authorization of subordinated debts, branch planning, three-year asset reorganization and development plan, and change of name and address. All directors attended these meetings and seriously reviewed every resolution, fully exercised the rights and fulfilled corresponding obligations.

(II) Execution of the board of directors to the resolutions of shareholders' meeting

At end of reporting period, the Company held two shareholders' meetings including one annual meeting and one provisional meeting. These meetings reviewed and approved 14 proposals, including the issuance of subordinated debts, division distribution plan, annual reports of the Board of Directors and budget execution. The Board of Directors strictly executed all contents of shareholders' meeting resolutions, among which 13 resolutions were fulfilled and the left 1 involved the resettlement of the Company and the resettlement date was not determined because the new office building was still in construction.

□ 第九章 监事会报告

一、监事会会议召开情况

报告期内，监事会圆满组织召开了监事会例会和临时会议。2009年，按照有关规定和要求，第三届监事会召开了四次例会和两次临时会议，监事的会议出席率均为100%。会议分别审议通过了《郑州市商业银行2008年度经营成果真实性审计报告》、《关于郑州市商业银行第三届董事会2008年度履职情况评价的提案》、《关于郑州市商业银行高级管理层2008年度履职情况评价的提案》、《关于郑州市商业银行高级管理层成员2008年度履职情况评价的提案》、《关于郑州市商业银行监事2008年度履职情况评价的提案》、《郑州市商业银行第三届监事会2008年度工作报告》、《关于聘任甄鹏举同志为郑州市商业银行监事会办公室主任的提案》、《郑州市商业银行2008年度股本分红方案的报告》、《关于聘请中介机构对郑州市商业银行2008年度预算执行情况专项审计的提案》、《郑州市商业银行监事会审计委员会关于郑州市商业银行2008年度预算执行情况专项审计方案》、《关于郑州银行监事会2010年度工作计划的议案》、《关于郑州银行监事会提名委员会2010年度工作计划的提案》、《关于郑州银行监事会审计委员会2010年度工作计划的提案》、《郑州银行股份有限公司董事会及董事履行职责监督与评价暂行办法》、《郑州银行股份有限公司高级管理层及其成员履行职责监督与评价暂行办法》和《郑州银行股份有限公司监事会调查巡视工作暂行制度》等16项议案。会议分别通报了河南银监局监管情况、市国资委监事会安排工作完成情况、经营管理工作开展情况、发行次级债情况、内审工作情况、风险管理情况、监事会决议落实情况和监事会《监督提示》实施情况等十多项工作。

报告期内，圆满组织召开了监事会各委员会会议。2009年，分别召开了第三届监事会提名委员会第六次、第七次会议，监事出席会议率100%。会议分别审议通过《关于对郑州市商业银行监事2008年度履职情况评价的提案》和《关于郑州银行第三届监事会提名委员会2010年度工作计划的议案》并按规定提交监事会会议审议；分别召开了第三届监事会审计委员会第七次、八次、九次和十次会议，监事出席会议率均为100%。会议分别审议通过了《郑州市商业银行2008年度经营成果真实性审计报告》、《郑州市商业银行监事会审计委员会关于郑州市商业银行2008年度预算执行情况专项审计方案的议案》、《关于聘请外部中介机构对本公司2008年度预算执行情况进行专项审计的议案》、《郑州市商业银行监事会审计委员会关于郑州市商业银行2008年度预算执行情况专项审计报告的议案》和《关于郑州银行第三届监事会审计委员会2010年度工作计划的议案》，相关议案按规定提交监事会会议审议。

□ Chapter IX Report of the Board of Supervisors

I. Introduction to the meeting of the board of supervisors

During the reporting period, the conventional and provisional meetings of the Board of Supervisors had been held successfully. In 2009, the third Board of Supervisors held four conventional meetings and two provisional meetings according to relevant regulations and requirements. All the supervisors attended these meetings. On these meetings, 10 proposals were reviewed and approved, including the proposal for *Audit Report on Business Achievements Trueness 2008 of Commercial Bank of Zhengzhou*, *Proposal for Evaluation on Duty Fulfillment 2008 of 3rd Board of Directors of Commercial Bank of Zhengzhou*, *Proposal for Evaluation on Duty Fulfillment 2008 of Executives Group of Commercial Bank of Zhengzhou*, *Proposal for Evaluation on Duty Fulfillment 2008 of Executives of Commercial Bank of Zhengzhou*, *Proposal for Evaluation on Duty Fulfillment 2008 of Supervisors of Commercial Bank of Zhengzhou*, *Annual Report 2008 of the 3rd Board of Supervisors of Commercial Bank of Zhengzhou*, *Proposal for Recommending Zhen Pengju as Director of Office of the Board of Supervisors of Commercial Bank of Zhengzhou*, *Report for Division Plan 2008 of Commercial Bank of Zhengzhou*, *Proposal about Retaining Exterior Agency to Audit the Budget performance 2008 of Commercial Bank of Zhengzhou*, *Audit Plan for Budget performance 2008 of Commercial Bank of Zhengzhou Made by the Auditing Committee under the Board of Supervisors of Commercial Bank of Zhengzhou*, *Proposal about Work Plan 2010 of the Board of Supervisors of Bank of Zhengzhou*, *Proposal about Work Plan 2010 of the Nominating Committee under the Board of Supervisors of Bank of Zhengzhou*, *Proposal about Work Plan 2010 of the Auditing Committee of the Board of Supervisors of Bank of Zhengzhou*, *Interim Supervision and Evaluation Methods for the Board of Directors and Directors of Bank of Zhengzhou, Co., Ltd*, *Interim Supervision and Evaluation Methods for the Executives Group and Executives of Bank of Zhengzhou, Co., Ltd*, and *Interim Investigation and Survey Regulations of the Board of Supervisors of Bank of Zhengzhou, Co., Ltd*. Additionally, more than ten work results were declared, including the supervision results of Henan Banking Regulatory Bureau, execution of tasks arranged by the Board of Supervisors of Municipal State-owned Asset Commission, execution of operation management, subordinate bond issuance, internal auditing, risk management, fulfillment of decisions of the Board of Supervisors and execution of "Supervision Prompt" of the Board of Supervisors.

During the reporting period, each committee under the Board of Supervisions held the required meetings. In 2009, the Nominating Committee under the 3rd Board of Supervisors held the 6th and 7th meetings and all supervisors attended these meetings on which, the *Proposal for Evaluation on Duty Fulfillment 2008 of Supervisors of Commercial Bank of Zhengzhou* and *Work Plan 2010 of the Nominating Committee under the 3rd Board of Supervisors of Bank of Zhengzhou* were reviewed and approved. The Auditing Committee of the 3rd Board of Supervisors held the 7th, 8th, 9th, and 10th meetings and all supervisors attended these meetings on which, the proposal for *Audit Report on Business Achievements Trueness 2008 of Commercial Bank of Zhengzhou*, *Proposal for Audit Plan for Budget Performance 2008 of Commercial Bank of Zhengzhou Made by the Auditing Committee under the Board of Supervisors of Commercial Bank of Zhengzhou*, *Proposal about Retaining Exterior Agency to Audit the Budget Performance 2008 of Commercial Bank of Zhengzhou*, *Proposal for Audit Report for Budget Performance 2008 of Commercial Bank of Zhengzhou Made by the Auditing Committee under the Board of Supervisors of Commercial Bank of Zhengzhou* and the proposal for *Work Plan 2010 of the Auditing Committee under the 3rd Board of Supervisors of Bank of Zhengzhou*, and meanwhile, the relevant proposals had been submitted to the Board of Supervisors for approval and

□ 第九章 监事会报告

报告期内，认真组织监事出席股东大会。2009年，组织监事参加了本公司年度股东大会和1次临时股东大会，监事到会率为100%。

报告期内，监事会认真组织监事列席董事会会议。2009年，组织监事列席了本公司4次董事会例会和3次董事会临时会议，并积极发表意见和建议，监事到会率两次为75%，5次为100%。

二、监事会就有关事项发表独立意见

报告期内，公司依法运作，决策程序符合《公司法》和本公司《章程》的有关规定；未发现公司董事、高级管理层执行公司职务时有违反法律法规、本公司《章程》或损害公司及股东利益的行为，出具意见如下：

（一）关于经营成果真实性

2009年2月份，监事会依法委托河南诚和会计师事务所对郑州市商业银行股份有限公司2008年度利润真实性进行了审计，并出具了无保留意见的《审计报告》（豫诚审字[2009]011号）。报告审定，本公司2008年实现利润710,150,425.21元。监事会经审议后认为，本公司2008年度经营成果真实。

（二）关于预算执行情况

2009年8月份，监事会依法委托河南诚和会计师事务所对郑州市商业银行股份有限公司2008年度预算执行情况进行了专项审计，并出具了《审计报告》（豫诚审字[2009]067号）。监事会对报告审议后，将意见和建议向董事会和经营层发出了《监督提示》，收到了良好效果。

（三）关于董事会履职情况

2009年2月，监事会根据有关规定和要求，组织对董事会2008年度履职情况进行评价。监事会认为，2008年度董事会开拓进取，务实创新，正确决策，努力履行职责，自觉接受监事会监督，加强法人治理结构建设，积极推进资本重组，认真落实股东大会、董事会的决议，指导高级管理层卓有成效地开展工作，取得了骄人的业绩。所以，董事会2008年度是圆满履职的。建议采取措施使本公司在法律和政策的框架内审慎经营，明确设定可接受的风险程度，确保高级管理层采取必要措施识别、计量、监测并控制风险，同时加大对高级管理层的指导监督，逐步建立良好的风险管理文化，以实现本公司稳健快速可持续发展。

□ Chapter IX Report of the Board of Supervisors

execution as required.

During the reporting period, the supervisors were carefully invited to attend the shareholders' meeting. In 2009, all the supervisors attended the annual shareholders' meeting and one provisional shareholders' meeting of the Bank.

During the reporting period, the supervisors were carefully invited to attend the meeting of the Board of Directors. In 2009, the supervisors attended the four conventional meetings and three provisional meetings of the Board of Directors and actively expressed their opinion and suggestions. On two meetings, the attendance rate of supervisors was 75%; on the other five meetings, their attendance rate was 100%.

II. Separate opinions expressed by the Board of Supervisors on matters of concern

During the reporting period, the operation and decision-making procedures of the Company complied with related provisions of the *Corporation Law and Articles of Association*; there was no violation of laws, rules and Articles of Association, or behaviors damaging the Company and shareholders' interests. The following opinions were given:

(I) Business Achievements Trueness

In Feb. 2009, the Board of Supervisors entrusted Henan Chenghe CPA Firm to audit the profit trueness in 2008 of Commercial Bank of Zhengzhou Co., Ltd and issue the Audit Report (YCSHZ[2009] No. 011). From the audit report, the profits of the Company in 2008 reached RMB 710,150,425.21 Yuan. After examination and review, the Board of Supervisors acknowledged that the business achievements of the Company in 2008 were true.

(II) Budget execution

In Aug. 2009, the Board of Supervisors entrusted Henan Chenghe CPA Firm to audit the budget execution in 2008 of Commercial Bank of Zhengzhou Co., Ltd and issue the Audit Report (YCSHZ[2009] No. 067). After examination and review, the Board of Supervisors sent the opinion and suggestions to the Board of Directors and executives in the form of Supervision Prompt and obtained good effects.

(III) Duty fulfillment of the Board of Directors

In Feb. 2009, in accordance with relevant regulations and requirements, the Board of Supervisors evaluated the duty fulfillment of the Board of Directors in 2008 was evaluated, and thought that in 2008 the Board of Directors kept forging ahead, made innovation based on actual conditions, made correct decisions, carefully fulfilled their duties, accepted the supervision of the Board of Supervisions actively, enhanced the construction of corporation governance structure, actively promoted the capital reorganization and carefully executed the decision made on the shareholders' meeting, and the decision of the Board of Directors had guided the executives to work effectively and obtain achievements so the Board of Directors successfully fulfilled their duties in 2008, however, the Board of Directors should notice the shortcomings of our internal control system, that the risk sense, risk management abilities and

□ 第九章 监事会报告

(四) 关于高级管理层履行职责情况

2009年2月，监事会根据有关规定和要求，组织对高级管理层2008年度履职情况进行评价。监事会认为，2008年度高级管理层求真务实，开拓进取，能认真执行董事会决策，接受监事会监督，进一步强化内部控制，完善内控体系，进一步推行ISO9001：2000质量管理体系，完成了各项任务目标，取得了引人瞩目的成绩。所以，监事会认为高级管理层2008年度是圆满履职的。建议加强对内部控制体系的充分性与有效性进行监测和评估，进一步完善内部组织结构，保证内部控制的各项职责得到有效履行，建立科学有效的激励约束机制，强化对内控制度的执行落实，培育良好的企业精神和内部控制文化，确保本公司发展战略和经营目标的全面实施。

□ Chapter IX Report of the Board of Supervisors

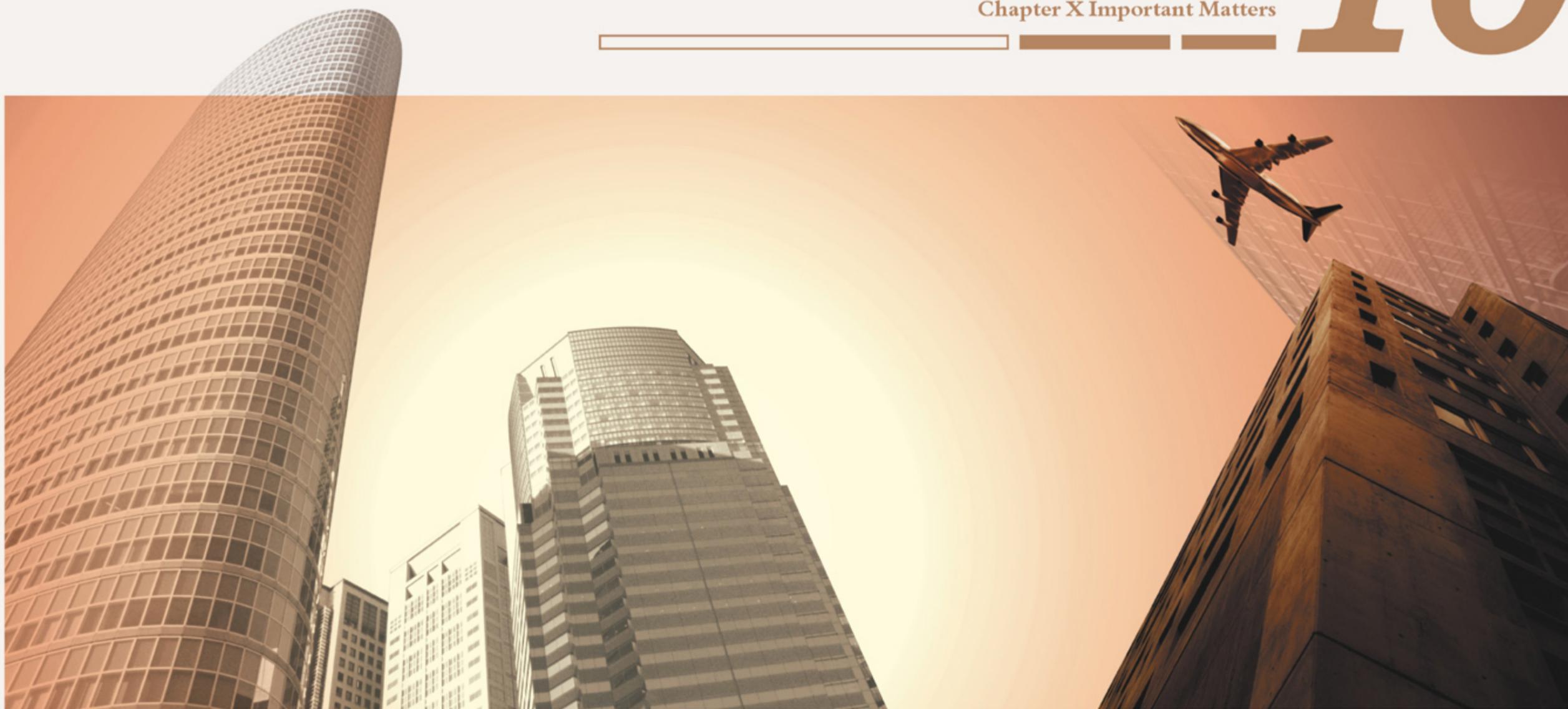
execution abilities of managers of all levels need further improvement and enhancement, and all the regulations should be fulfilled future. The Board of Directors is suggested to take effective measures to restrict the business of the Company in the legal and policy frame, defined the acceptable risk degree, ensure the executives take necessary measures to identify, measure, monitor and control risks, enhance the guidance and monitoring on executives, establish a good risk management culture to realize the stable, quick and sustainable development of the Bank.

(IV) Duty fulfillment of the executives

In Feb. 2009, in accordance with relevant regulations and requirements, the Board of Supervisors evaluated the duty fulfillment of executives in 2008 was evaluated, and thought that in 2008 the executives were practical, kept forging ahead, carefully executed the decision of the Board of Directors, accepted the supervision of the Board of Supervisors, further enhanced the internal control, perfected the internal control system, promoted the ISO9001: 2000 quality management, fulfilled all takes and obtained marvelous achievements so the executives fulfilled their duties in 2008 successfully, however, they should notice that the internal control system of the Bank needs further improvement, a good risk management culture has not formed, the overall risk management concept should be further enhanced, the concept emphasizing development and neglecting management still exists, the risk identification and prevention abilities should be strengthened further, the integrated quality of all members should be raised, and the sense of ownership and the duty responsibility should be enhanced. The executives are suggested to enhance the monitoring and evaluation of sufficiency and efficiency of internal control system, further improve the internal control structure, guarantee the effective performance of all internal control duties, establish a scientific and effective encouragement system, enhance the fulfillment of internal control system, cultivate the good corporate spirit and internal control culture and ensure the overall execution of development strategy and operation target of the Company.

第十章 重要事项
Chapter X Important Matters

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第十章 重要事项

一、重要事项说明

1. 报告期内，本公司名称由“郑州市商业银行股份有限公司”变更为“郑州银行股份有限公司”。
2. 报告期内，本公司发行次级债6.9亿元，有效提高了资本充足率和抗风险能力。
3. 报告期内，本公司作为主发起人，投资1000万元人民币组建中牟郑银村镇银行股份有限公司，投资占比20%。

二、增加或减少注册资本、分立合并事项

报告期内，无增加或减少注册资本、分立合并事项。

三、重大诉讼、仲裁事项和重大案件情况

报告期内，本公司未判决案件数量为4件，标的为430.5万元，均为债务案件。

四、关联交易事项

(一) 报告期内，本公司股东股权无托管、冻结、抵押情况。

(二) 重大关联交易事项（单户贷款余额超过3000万元）

单位：人民币/万元		
关联方名称	客户代码	报告期贷款额
郑州市预算外资金管理局	00525432-5	116000
合计		116000

(三) 关联交易中不良贷款的余额及分别占不良贷款总额和关联交易总量的比例

本公司关联交易总量为116000万元。关联交易中无不良贷款。

五、贷款进入不良状态的股东及其关联方的名称、贷款余额及贷款形态，并简要说明原因。

无

Chapter X Important Matters

I. Description of important matters

1. During the reporting period, the name of the Bank was changed to “Bank of Zhengzhou Co., Ltd” from “Commercial Bank of Zhengzhou Co., Ltd”.
2. During the reporting period, the Company issued the subordinate debt of RMB 690 million Yuan, effectively improve the risk prevention abilities.
3. During the reporting period, as the chief sponsor, the Company invested RMB 10 million Yuan to establish Zhongmou Zhengyin Township Bank Co., Ltd, accounting for 20% of the total investment.

II. Increase and decrease of registered capital, matters of division and incorporation

During the reporting period, the Company did not increase or decrease capital and had no division or incorporation.

III. Major lawsuit, arbitration matters and major cases

During the reporting period, the Company had 4 unsentenced debt cases worth RMB 4,305 Yuan.

IV. Matters of related party transactions

(I) During the reporting period, any shareholder of the Company had no assets trusteeship, freezing and mortgage

(II) Major matters of related party transactions (balances of single loans exceeded RMB 30 million Yuan)

Unit: RMB/10,000Yuan		
Name of related party	Client code	Loan during reporting period
Zhengzhou Extra-budgetary Funds Administration Bureau	00525432-5	116000
Total		116000

(III) Balances of bad loans in related party transactions, proportions of balances in total amounts of bad loans and related party transactions

Total amounts involved with related party transactions of the Company were RMB 11.6 billion yuan without any bad loan.

V. Shareholders with bad loans tendency, title of related party, balances and form of loans, and briefly describe the reasons.

Nil

第十章 重要事项

六、重大合同及其履约情况

(一) 重大托管、承包、租赁事项：报告期内，本公司没有发生重大托管、承包、租赁事项；

(二) 重大担保：报告期内，本公司除中国银行业监督管理委员会批准的经营范围内的金融担保业务外，无其他需要披露的重大担保事项；

(三) 委托理财：报告期内，本公司不存在委托理财事项；

(四) 其他重大合同及其履行情况：报告期内，本公司各项业务合同履行正常，无重大合同纠纷发生。

七、公司承诺事项

报告期内，本公司无需要说明的承诺事项。

八、公司聘任、解聘会计师事务所的情况

报告期内，本公司聘任河南诚和会计师事务所承担本公司财务会计报告的审计服务工作。

九、公司与董事、监事、高级管理人员接受处罚情况

报告期内，本公司董事会与董事、监事、高级管理人员未发生处罚情况。



长城饭店庆祝建国60周年
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Chapter X Important Matters

VI. Major contract and the execution of contract

(I) Major matters concerning trusteeship, contract and lease: during the reporting period, the Company had no major matters of trusteeship, contract and lease;

(II) Major security: during the reporting period, except for financial security business within business scope approved by China Banking Regulatory Commission, the Company had no other major security matters need to be disclosed.

(III) Commitment financing: during the reporting period, the Company had no commitment financing matters;

(IV) Other major contracts and the execution of contracts: during the reporting period, all business contracts went normal, and the Company had no major contract dispute.

VII. Commitment of the Company

During the reporting period, the Company had no commitment to explain.

VIII. Appointment and dismissal of CPA firm

During the reporting period, the Company appointed Henan Chenghe CPA Firm to audit financial statement of the Company.

IX. Punishment of directors, supervisors and executives

During the reporting period, the Company, board of directors and directors themselves, supervisors and executives suffered no punishment.



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第十一章 财务会计报告

Chapter XI Financial Statement

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□ 第十一章 财务会计报告

□ 一、审计报告

本公司财务会计报告已经河南诚和会计师事务所按照国内会计准则审计，注册会计师马春安、苏磊签字，出具豫诚审字[2010]第044号标准无保留意见审计报告。附件：《郑州银行股份有限公司审计报告》

郑州银行股份有限公司
审计报告
豫诚审字[2010]第044号

郑州银行股份有限公司全体股东：

我们审计了后附的郑州银行股份有限公司（以下简称贵公司）财务报表，包括2009年12月31日的资产负债表，2009年度的利润表、股东权益变动表和现金流量表以及财务报表附注。

一、管理层对财务报表的责任

按照企业会计准则的规定编制财务报表是贵公司管理层的责任。这种责任包括：（1）设计、实施和维护与财务报表编制相关的内部控制，以使财务报表不存在由于舞弊或错误而导致的重大错报；（2）选择和运用恰当的会计政策；（3）作出合理的会计估计。

二、注册会计师的责任

我们的责任是在实施审计工作的基础上对财务报表发表审计意见。我们按照中国注册会计师审计准则的规定执行了审计工作。中国注册会计师审计准则要求我们遵守职业道德规范，计划和实施审计工作以对财务报表是否不存在重大错报获取合理保证。

审计工作涉及实施审计程序，以获取有关财务报表金额和披露的审计证据。选择的审计程序取决于注册会计师的判断，包括对由于舞弊或错误导致的财务报表重大错报风险的评估。在进行风险评估时，我们考虑与财务报表编制相关的内部控制，以设计恰当的审计程序，但目的并非对内部控制的有效性发表意见。审计工作还包括评价管理层选用会计政策的恰当性和作出会计估计的合理性，以及评价财务报表的总体列报。

我们相信，我们获取的审计证据是充分、适当的，为发表审计意见提供了基础。

三、审计意见

我们认为，贵公司财务报表已经按照企业会计准则规定编制，在所有重大方面公允反映了贵公司2009年12月31日的财务状况以及2009年度的经营成果和现金流量。



中国注册会计师：



中国注册会计师：



二零一零年三月二十日

□ Chapter XI Financial Statement

□ I. Audit report

Financial statement of the Company had been audited by Henan Chenghe CPA Firm according to domestic auditing rules, signed by CPAs Ma Chun'an and Su Lei, with the issued YCSHZ [2010] No.044 standard audit report. Annex: Audit Report of Bank of Zhengzhou Co., Ltd

Bank of Zhengzhou Co., Ltd.
Audit Report
YCSHZ [2010] No. 044

Shareholders of Bank of Zhengzhou,

We have already audited the attached financial statements of Bank of Zhengzhou Co., Ltd (hereinafter called as the Company), including balance sheet on December 31, 2009, profit statement of 2009, statement of changes in shareholders' equity and statement of cash flow as well as note to financial statements.

I. Responsibilities of executives for financial statements

The executives of the Company shall bear responsibility for compiling the financial statements according to the provisions of Enterprise Accounting Rules. The responsibility includes: (1) design, implement and maintain internal control relating to financial statements for the purpose of avoiding significant misstatement in financial statements due to malpractices or mistake; (2) choose and apply suitable accounting policy; (3) determine the reasonable accounting estimate.

II. Responsibilities of CPA

Our responsibility is to express audit opinion based on the implementation of auditing work. We carried out auditing work according to Chinese CPA auditing standards. The Chinese CPA auditing standards required us to comply with professional ethics to plan and implement auditing work in order to obtain reasonable guarantee for inexistence of significant misstatement in financial statements.

The audit work involves the implementation of auditing procedure to obtain the audit evidence for relevant amounts of financial statements and disclosure. The selected auditing procedure is determined by certified public accountant's judgment, including the evaluation of significant misstatement risk in financial statements due to malpractices or mistake. During the period of risk evaluation, we took internal control relevant to financial statements into consideration to design right auditing procedure; however, the purpose was not to express an opinion on the validity of internal control. Auditing work also includes appraising the felicitousness of accounting policy selected by management layer, determining the rationality of accounting estimate and appraising the whole list of financial statements.

We believe that the audit evidence we obtained is sufficient, proper, and it lays the foundation for expressing audit opinion.

III. Audit opinion

We acknowledge that the financial statements of the Company are compiled in accordance with Enterprise Accounting Rules, and fairly reflect the financial standing on December 31, 2009, business achievements and cash flow of 2009 of the Company in significant aspects.



Chinese CPA: Ma Chun'an



Chinese CPA: Su Lei



March 20, 2010

□ 第十一章 财务会计报告

资产负债表

编制单位: 郑州银行股份有限公司		2009年度		单位: 人民币元
资产	行次	期末数	期初数	
资产:	1			
现金及存放中央银行款项	2	6,843,311,641.26	6,225,315,013.29	
存放同业款项	3	313,420,891.17	5,002,123.92	
贵金属	4			
拆出资金	5		250,443,759.85	
交易性金融资产	6	4,169,075,655.34	1,969,580,153.74	
衍生金融资产	7			
买入返售金融资产	8		189,802,500.02	
应收利息	9	133,628,100.50	106,055,300.39	
发放贷款和垫款	10	19,635,617,661.58	15,750,273,037.36	
可供出售金融资产	11	1,085,160,126.95	852,849,930.35	
持有至到期投资	12	4,703,516,880.25	3,337,914,913.57	
长期股权投资	13	18,400,000.00	9,350,000.00	
投资性房地产	14			
固定资产	15	417,625,349.93	312,731,182.59	
无形资产	16	20,142,864.35	20,642,338.31	
递延所得税资产	17			
其他资产	18	5,086,803,416.44	4,963,100,247.33	
资产总计	25	42,426,702,587.77	33,993,060,500.72	

□ Chapter XI Financial Statement

Balance Sheet

Compiling unit: Bank of Zhengzhou Co., Ltd		December 31, 2009		Unit: RMB Yuan
Assets	Line Number	Amount at end of period	Amount at beginning of period	
Assets:	1			
Cash and due from the Central bank	2	6,843,311,641.26	6,225,315,013.29	
Due from banks	3	313,420,891.17	5,002,123.92	
Noble metal	4			
Funds for inter-bank lending	5		250,443,759.85	
Tradable financial assets	6	4,169,075,655.34	1,969,580,153.74	
Derivative financial assets	7			
Redemptory monetary capital for sale	8		189,802,500.02	
Interest receivable	9	133,628,100.50	106,055,300.39	
Granting of loan and imprest	10	19,635,617,661.58	15,750,273,037.36	
Financial assets available for sale	11	1,085,160,126.95	852,849,930.35	
Held-to-maturity investment	12	4,703,516,880.25	3,337,914,913.57	
Long-term investment on stocks	13	18,400,000.00	9,350,000.00	
Investment real estate	14			
Fixed assets	15	417,625,349.93	312,731,182.59	
Intangible assets	16	20,142,864.35	20,642,338.31	
Deferred income tax assets	17			
Other assets	18	5,086,803,416.44	4,963,100,247.33	
Total assets	25	42,426,702,587.77	33,993,060,500.72	

第十一章 财务会计报告

资产负债表 (续)

编制单位: 郑州银行股份有限公司		2009年度		单位: 人民币元	
负债及所有者权益	行次	期末数	期初数		
负债:	26				
向中央银行借款	27	870,000,000.00	1,172,840,000.00		
同业及其他金融机构存放款项	28	1,032,167,180.57	1,279,364,626.10		
拆入资金	29	11,000,000.00	11,000,000.00		
交易性金融负债	30				
衍生金融负债	31				
卖出回购金融资产款	32	2,000,000,000.00	1,600,000,000.00		
吸收存款	33	34,939,552,404.44	27,171,415,037.30		
应付职工薪酬	34	6,185,004.98	6,687,370.74		
应交税费	35	59,537,137.47	12,034,470.74		
应付利息	36	96,970,156.91	88,229,464.00		
预计负债	37				
应付债券	38	690,000,000.00			
递延所得税负债	39				
其他负债	40	647,703,408.92	800,561,215.35		
负债合计	41	40,353,115,293.29	32,142,132,184.23		
股东权益:	42				
股本	43	1,433,931,900.00	1,433,931,900.00		
资本公积	44	54,370,567.94	54,370,567.94		
减: 库存股	45				
盈余公积	46	157,226,116.39	134,960,218.59		
一般风险准备金	47	120,000,000.00			
未分配利润	48	308,058,710.15	227,665,629.96		
股东权益合计	49	2,073,587,294.48	1,850,928,316.49		
负债和股东权益总计	50	42,426,702,587.77	33,993,060,500.72		

Chapter XI Financial Statement

Balance Sheet (Continue)

Compiling unit: Bank of Zhengzhou Co., Ltd		December 31, 2009		Unit: RMB Yuan	
Liabilities and owner's equity	Line Number	Amount at end of period	Amount at beginning of period		
Liabilities	26				
Borrowing from the Central Bank	27	870,000,000.00	1,172,840,000.00		
Due from banks and other financial institutions	28	1,032,167,180.57	1,279,364,626.10		
Borrowing from other banks and financial institutions	29	11,000,000.00	11,000,000.00		
Tradable financial liabilities	30				
Derivative financial liabilities	31				
Financial assets sold for repurchase	32	2,000,000,000.00	1,600,000,000.00		
Accepted money deposits	33	34,939,552,404.44	27,171,415,037.30		
Payroll payable	34	6,185,004.98	6,687,370.74		
Taxes payable	35	59,537,137.47	12,034,470.74		
Interest payable	36	96,970,156.91	88,229,464.00		
Estimated Liabilities	37				
Bond payable	38	690,000,000.00			
Deferred income tax liabilities	39				
Other liabilities	40	647,703,408.92	800,561,215.35		
Total liabilities	41	40,353,115,293.29	32,142,132,184.23		
Shareholder's equity	42				
Capital stock	43	1,433,931,900.00	1,433,931,900.00		
Capital reserve	44	54,370,567.94	54,370,567.94		
Less: Treasury stock	45				
Surplus reserve	46	157,226,116.39	134,960,218.59		
General risk reserves	47	120,000,000.00			
Undistributed profits	48	308,058,710.15	227,665,629.96		
Total of shareholders equity	49	2,073,587,294.48	1,850,928,316.49		
Total liabilities and shareholder's equity	50	42,426,702,587.77	33,993,060,500.72		

□ 第十一章 财务会计报告

利润表

项目	本期金额	上期金额
一、营业收入	1,160,203,700.04	1,075,788,425.42
利息净收入	831,794,414.98	784,188,108.07
利息收入	1,193,227,426.48	1,274,723,626.23
利息支出	361,433,011.50	490,535,518.16
手续费及佣金净收入	22,084,048.95	19,424,570.43
手续费及佣金收入	32,670,656.99	29,644,202.58
手续费及佣金支出	10,586,608.04	10,219,632.15
投资收益 (损失以“-”号填列)	250,912,875.77	227,308,828.27
其中: 对联营企业和合营企业的投资收益		
公允价值变动收益 (损失以“-”号填列)		
汇兑收益 (损失以“-”号填列)		
其他营业收入	55,412,360.34	44,866,918.65
二、营业支出	828,017,906.41	825,709,306.48
营业税金及附加	61,788,311.79	61,514,887.66
业务及管理费	383,493,452.39	303,794,066.31
资产减值损失	382,300,051.43	460,000,000.00
其他业务成本	436,090.80	400,352.51
三、营业利润 (亏损以“-”号填列)	332,185,793.63	250,079,118.94
加: 营业外收入	1,022,316.18	203,651.44
减: 营业外支出	1,993,981.69	2,053,435.18
四、利润总额 (亏损总额以“-”号填列)	331,214,128.12	248,229,335.20
减: 所得税费用	76,788,643.19	57,969,753.13
五、净利润 (净亏损以“-”号填列)	254,425,484.93	190,259,582.07

□ Chapter XI Financial Statement

Profit and Loss Statement

Item	Amount at end of period	Amount at beginning of period
I. Income from operation	1,160,203,700.04	1,075,788,425.42
Net income from interest	831,794,414.98	784,188,108.07
Income from interest	1,193,227,426.48	1,274,723,626.23
Expenditure for interest	361,433,011.50	490,535,518.16
Net income from handling charges and commission fee	22,084,048.95	19,424,570.43
Income from handling charges and commission fee	32,670,656.99	29,644,202.58
Expenditure for handling charges and commission fee	10,586,608.04	10,219,632.15
Investment yields (filled in “-” if deficiency)	250,912,875.77	227,308,828.27
Inc.: Income from investment on jointly-operated enterprise and joint enterprise		
Income from change of fair value (filled in “-” if deficiency)		
Income from exchange (filled in “-” if deficiency)		
Income from other operations	55,412,360.34	44,866,918.65
II. Expenditure for operation	828,017,906.41	825,709,306.48
Business tax and surcharge	61,788,311.79	61,514,887.66
Business and administration expense	383,493,452.39	303,794,066.31
Asset depreciation loss	382,300,051.43	460,000,000.00
Other operating cost	436,090.80	400,352.51
III. Profit from operation (filled in “-” if deficiency)	332,185,793.63	250,079,118.94
Add: Non-operating income	1,022,316.18	203,651.44
Less: Non-operating expenditure	1,993,981.69	2,053,435.18
IV. Total profits (filled in “-” if deficiency)	331,214,128.12	248,229,335.20
Less: Income tax expense	76,788,643.19	57,969,753.13
V. Net profits (filled in “-” if deficiency)	254,425,484.93	190,259,582.07

□ 第十一章 财务会计报告

现金流量表

项目	2009年度 本金额	2008年度 上年金额
一、经营活动产生的现金流量：		
客户存款和同业存放款项净增加额	7,520,939,921.61	3,850,976,421.28
向中央银行借款净增加额	-302,840,000.00	-300,000,000.00
向其他金融机构拆入资金净增加额	-	-
收取利息、手续费及佣金的现金	1,225,662,258.48	1,304,548,687.14
收到其他与经营活动有关的现金	257,828,206.85	1,308,719,463.10
经营活动现金流入小计	8,701,590,386.94	6,164,244,571.52
客户贷款及垫款净增加额	4,000,045,290.78	2,593,343,481.66
存放中央银行和同业款项净增加额	1,098,264,121.77	29,387,720.39
支付手续费及佣金的现金	363,273,228.01	464,969,794.71
支付给职工以及为职工支付的现金	248,568,120.63	120,704,860.19
支付的各项税费	135,776,133.42	162,092,255.95
支付其他与经营活动有关的现金	2,215,257.61	671,754,348.53
经营活动现金流出小计	5,848,142,152.22	4,042,252,461.43
经营活动产生的现金流量净额	2,853,448,234.72	2,121,992,110.09
二、投资活动产生的现金流量：		
收回投资收到的现金	423,400,022,805.77	364,595,474,665.23
取得投资收益收到的现金	218,447,994.24	190,980,591.66
收到其他与投资活动有关的现金	-	-
投资活动现金流入小计	423,618,470,800.01	364,786,455,256.89
投资支付的现金	427,239,389,446.32	366,673,014,551.91
购建固定资产、无形资产和其他长期资产支付的现金	126,240,378.66	62,063,236.99
支付其他与投资活动有关的现金	-	-
投资活动现金流出小计	427,365,629,824.98	366,735,077,788.90
投资活动产生的现金流量净额	-3,747,159,024.97	-1,948,622,532.01

□ Chapter XI Financial Statement

Cash Flow Statement

Item	2009 Amount at end of period	2008 Amount of last year
I. Cash flows from operating activities		
Net increase of deposit from client and from banks	7,520,939,921.61	3,850,976,421.28
Net increase of borrowings from the Central Bank	-302,840,000.00	-300,000,000.00
Net increase of borrowing from other financial institutions	-	-
Cash received of interest, handling charge and commission fee	1,225,662,258.48	1,304,548,687.14
Other cash received relating to operating activities	257,828,206.85	1,308,719,463.10
Sub-total of cash inflows of operating activities	8,701,590,386.94	6,164,244,571.52
Net increase of client's loan and imprest	4,000,045,290.78	2,593,343,481.66
Net increase of deposit in the Central Bank and other banks	1,098,264,121.77	29,387,720.39
Cash paid of handling charge and commission fee	363,273,228.01	464,969,794.71
Cash paid to and on behalf of employees	248,568,120.63	120,704,860.19
Taxes paid	135,776,133.42	162,092,255.95
Other cash paid relating to operating activities	2,215,257.61	671,754,348.53
Sub-total of cash outflows of operating activities	5,848,142,152.22	4,042,252,461.43
Net cash flow from operating activities	2,853,448,234.72	2,121,992,110.09
II. Cash flows from investing activities		
Cash received from return of investment	423,400,022,805.77	364,595,474,665.23
Cash receive from investment earning	218,447,994.24	190,980,591.66
Other cash received relating to investing activities	-	-
Sub-total of cash inflows of investment activities	423,618,470,800.01	364,786,455,256.89
Cash paid to acquire investments	427,239,389,446.32	366,673,014,551.91
Cash paid to acquire fixed assets, intangible assets and other long-term assets	126,240,378.66	62,063,236.99
Other cash paid relating to investing activities	-	-
Sub-total of cash outflows of investment activities	427,365,629,824.98	366,735,077,788.90
Net cash flows from investing activities	-3,747,159,024.97	-1,948,622,532.01

第十一章 财务会计报告

现金流量表 (续)

编制单位: 郑州银行股份有限公司		2009年度		单位: 人民币元	
项目	本金额	上年金额			
三、筹资活动产生的现金流量:	-				
吸收投资收到的现金	-	470,000,000.00			
发行债券收到的现金	690,000,000.00				
收到其他与筹资活动有关的现金	-				
筹资活动现金流入小计	690,000,000.00	470,000,000.00			
偿还债务支付的现金	-				
分配股利、利润或偿付利息支付的现金	36,080.85	2,182,087.87			
支付其他与筹资活动有关的现金	-				
筹资活动现金流出小计	36,080.85	2,182,087.87			
筹资活动产生的现金流量净额	689,963,919.15	467,817,912.13			
四、汇率变动对现金的影响	-				
五、现金及现金等价物净增加额	-203,746,871.10	641,187,490.21			
加: 期初现金及现金等价物余额	2,705,308,353.35	2,064,120,863.14			
六、期末现金及现金等价物余额	2,501,561,482.25	2,705,308,353.35			

Chapter XI Financial Statement

Cash Flow Statement (Continue)

Compiling unit: Bank of Zhengzhou Co., Ltd		2009		Unit: RMB Yuan	
Item	Amount at end of period	Amount of last year			
III. Cash flows from financing activities	-				
Cash received from absorbing investment	-	470,000,000.00			
Cash received from bonds	690,000,000.00				
Other cash received relating to financing activities	-				
Sub-total of cash inflows of financing activities	690,000,000.00	470,000,000.00			
Cash repayments of amount borrowed	-				
Cash payments for distribution of dividends, interests or profits	36,080.85	2,182,087.87			
Other cash payments relating to financing activities	-				
Sub-total of cash outflows of financing activities	36,080.85	2,182,087.87			
Net cash flows from financing activities	689,963,919.15	467,817,912.13			
IV. Effect of foreign exchange rate changes on cash	-				
V. Net increase amount of cash and cash equivalent	-203,746,871.10	641,187,490.21			
Add: Cash and cash equivalents balance at beginning of period	2,705,308,353.35	2,064,120,863.14			
VI. Cash and cash equivalents balance at end of period	2,501,561,482.25	2,705,308,353.35			

□ 第十一章 财务会计报告

所有者权益（股东权益）变动表（一） 本金额

项目	2009年度		单位：人民币元
	实收资本(或股本)	资本公积	盈余公积
一、上年年末余额	1,433,931,900.00	54,370,567.94	134,960,218.59
加：1. 会计政策变更			
2. 前期差错更正			
二、本年年初余额	1,433,931,900.00	54,370,567.94	134,960,218.59
三、本年增减变动金额（减少以“-”号填列）			22,265,897.80
（一）本年净利润			
（二）直接计入所有者权益的利得和损失			
1. 可供出售金融资产公允价值变动净额			
(1) 计入所有者权益的金额			
(2) 转入当期损益的金额			
2. 现金流量套期工具公允价值变动净额			
(1) 计入所有者权益的金额			
(2) 转入当期损益的金额			
(3) 计入套期项目初始确认金额中的金额			
3. 权益法下被投资单位其他所有者权益变动的影响			
4. 与计入所有者权益项目相关的所得税影响			
5. 其他			
上述（一）和（二）小计			
（三）所有者投入和减少资本			
1. 所有者本期投入资本			
2. 股份支付计入所有者权益的金额			
3. 其他			

□ Chapter XI Financial Statement

Statement of Changes in Owner's (Shareholders') Equity (I)
Amount of this year

Item	2009		Unit: RMB Yuan
	Paid-in capital (or capital stock)	Capital reserve	Surplus reserve
I. Balance at end of last year	1,433,931,900.00	54,370,567.94	134,960,218.59
Add: 1. Change of accounting policy			
2. Modification of previous error			
II. Balance at beginning of this year	1,433,931,900.00	54,370,567.94	134,960,218.59
III. Amount increased/decreased in this year (filled in "-" if deficiency)			22,265,897.80
(I) Net profits			
(II) Profit and loss directly counted into owner's equity			
1. Net change of fair value of financial assets available for sale			
(1) Amount counted into owner's equity			
(2) Amount transferred into current profit and loss			
2. Net change of fair value of cash flow hedging instrument			
(1) Amount counted into owner's equity			
(2) Amount transferred into current profit and loss			
(3) Amount counted into the initially-confirmed amount of hedging items			
3. Effect from the equity change of invested unit and other owners under equity law			
4. Effect from the income tax relating to the items counted into owner's equity			
5. Other			
Subtotal of above (I) and (II)			
(3) Capital increased/decreased by owner			
1. Capital increased by owner at this period			
2. Amount of stock payment counted into owner's equity			
3. Other			

□ 第十一章 财务会计报告

所有者权益（股东权益）变动表（一） 本金额

项目	实收资本(或股本)	资本公积	盈余公积
编制单位: 郑州银行股份有限公司 2009年度 单位: 人民币元			
(四) 本年利润分配			22,265,897.80
1. 提取盈余公积			25,442,548.49
2. 提取一般风险准备			
3. 对所有者(或股东)的分配			
4. 其他			-3,176,650.69
(五) 所有者权益内部结转			
1. 资本公积转增资本(或股本)			
2. 盈余公积转增资本(或股本)			
3. 盈余公积弥补亏损			
4. 一般风险准备弥补亏损			
5. 其他			
四、本年年末余额	1,433,931,900.00	54,370,567.94	157,226,116.39

□ Chapter XI Financial Statement

Statements of Changes in Owner's (Shareholders') Equity (I)
Amount of this year

Item	Paid-in capital (or capital stock)	Capital reserve	Surplus reserve
Compiling unit: Bank of Zhengzhou Co., Ltd 2009 Unit: RMB Yuan			
(IV) Profit distribution this year			22,265,897.80
1. Deduction of surplus reserves			25,442,548.49
2. Deduction of General risk reserves			
3. Distribution among owners (or shareholders)			
4. Other			-3,176,650.69
(V) Internal settlement and transfer of owner's equity			
1. Capital (or capital stock) increased by capital reserves			
2. Capital (or capital stock) increased by surplus reserve			
3. Loss made-up by surplus reserves			
4. Loss made-up by general risk reserves			
5. Other			
IV. Balance at end of this year	1,433,931,900.00	54,370,567.94	157,226,116.39

第十一章 财务会计报告

所有者权益（股东权益）变动表（一）续 本金额

项目	2009年度	单位：人民币元
一、上年年末余额	227,665,629.96	1,850,928,316.49
加：1. 会计政策变更		
2. 前期差错更正		
二、本年年初余额	227,665,629.96	1,850,928,316.49
三、本年增减变动金额（减少以“-”号填列）	120,000,000.00	80,393,080.19
（一）本年净利润	254,425,484.93	254,425,484.93
（二）直接计入所有者权益的利得和损失		
1. 可供出售金融资产公允价值变动净额		
（1）计入所有者权益的金额		
（2）转入当期损益的金额		
2. 现金流量套期工具公允价值变动净额		
（1）计入所有者权益的金额		
（2）转入当期损益的金额		
（3）计入套期项目初始确认金额中的金额		
3. 权益法下被投资单位其他所有者权益变动的影响		
4. 与计入所有者权益项目相关的所得税影响		
5. 其他		
上述（一）和（二）小计	254,425,484.93	254,425,484.93
（三）所有者投入和减少资本		
1. 所有者本期投入资本		
2. 股份支付计入所有者权益的金额		
3. 其他		

Chapter XI Financial Statement

Statement of Changes in Owner's (Shareholders') Equity (I) Continue
Amount of this year

Item	2009	Unit: RMB Yuan
I. Balance at end of last year	227,665,629.96	1,850,928,316.49
Add: 1. Change of accounting policy		
2. Modification of previous error		
II. Balance at beginning of this year	227,665,629.96	1,850,928,316.49
III. Amount increased/decreased in this year (filled in "-" if deficiency)	120,000,000.00	80,393,080.19
(I) Net profits	254,425,484.93	254,425,484.93
(II) Profit and loss directly counted into owner's equity		
1. Net change of fair value of financial assets available for sale		
(1) Amount counted into owner's equity		
(2) Amount transferred into current profit and loss		
2. Net change of fair value of cash flow hedging instrument		
(1) Amount counted into owner's equity		
(2) Amount transferred into current profit and loss		
(3) Amount counted into the initially-confirmed amount of hedging items		
3. Effect from the equity change of invested unit and other owners under equity law		
4. Effect from the income tax relating to the items counted into owner's equity		
5. Other		
Subtotal of above (I) and (II)	254,425,484.93	254,425,484.93
(3) Capital increased/decreased by owner		
1. Capital increased by owner at this period		
2. Amount of stock payment counted into owner's equity		
3. Other		

□ 第十一章 财务会计报告

所有者权益（股东权益）变动表（一）续 本金额

项目	一般风险准备	未分配利润	所有者权益合计
编制单位：郑州银行股份有限公司 2009年度 单位：人民币元			
(四) 本年利润分配	120,000,000.00	-174,032,404.74	-31,766,506.94
1. 提取盈余公积		-25,442,548.49	
2. 提取一般风险准备	120,000,000.00	-120,000,000.00	
3. 对所有者（或股东）的分配			
4. 其他		-28,589,856.25	-31,766,506.94
(五) 所有者权益内部结转			
1. 资本公积转增资本（或股本）			
2. 盈余公积转增资本（或股本）			
3. 盈余公积弥补亏损			
4. 一般风险准备弥补亏损			
5. 其他			
四、本年年末余额	120,000,000.00	308,058,710.15	2,073,587,294.48

□ Chapter XI Financial Statement

Statements of Changes in Owner's (Shareholders') Equity (I) Continue
Amount of this year

Item	General risk reserves	Undistributed profits	Total owner's equity
Compiling unit: Bank of Zhengzhou Co., Ltd 2009 Unit: RMB Yuan			
(IV) Profit distribution this year	120,000,000.00	-174,032,404.74	-31,766,506.94
1. Deduction of surplus reserves		-25,442,548.49	
2. Deduction of General risk reserves	120,000,000.00	-120,000,000.00	
3. Distribution among owners (or shareholders)			
4. Other		-28,589,856.25	-31,766,506.94
(V) Internal settlement and transfer of owner's equity			
1. Capital (or capital stock) increased by capital reserves			
2. Capital (or capital stock) increased by surplus reserve			
3. Loss made-up by surplus reserves			
4. Loss made-up by general risk reserves			
5. Other			
IV. Balance at end of this year	120,000,000.00	308,058,710.15	2,073,587,294.48

□ 第十一章 财务会计报告

所有者权益（股东权益）变动表（二）上年金额

项目	2009年度		单位：人民币元
	实收资本（或股本）	资本公积	盈余公积
一、上年年末余额	963,931,900.00	54,370,567.94	117,694,576.82
加：1. 会计政策变更			
2. 前期差错更正			
二、本年年初余额	963,931,900.00	54,370,567.94	117,694,576.82
三、本年增减变动金额（减少以“-”号填列）	470,000,000.00		17,265,641.77
（一）本年净利润			
（二）直接计入所有者权益的利得和损失			
1. 可供出售金融资产公允价值变动净额			
（1）计入所有者权益的金额			
（2）转入当期损益的金额			
2. 现金流量套期工具公允价值变动净额			
（1）计入所有者权益的金额			
（2）转入当期损益的金额			
（3）计入套期项目初始确认金额中的金额			
3. 权益法下被投资单位其他所有者权益变动的影响			
4. 与计入所有者权益项目相关的所得税影响			
5. 其他			
上述（一）和（二）小计			
（三）所有者投入和减少资本	470,000,000.00		
1. 所有者本期投入资本	470,000,000.00		
2. 股份支付计入所有者权益的金额			
3. 其他			

□ Chapter XI Financial Statement

Statements of Changes in Owner's (Shareholders') Equity (II)
Amount of last year

Item	2009		Unit: RMB Yuan
	Paid-in capital (or capital stock)	Capital reserve	Surplus reserve
I. Balance at end of last year	963,931,900.00	54,370,567.94	117,694,576.82
Add: 1. Change of accounting policy			
2. Modification of previous error			
II. Balance at beginning of this year	963,931,900.00	54,370,567.94	117,694,576.82
III. Amount increased/decreased in this year (filled in "-" if deficiency)	470,000,000.00		17,265,641.77
(I) Net profits			
(II) Profit and loss directly counted into owner's equity			
1. Net change of fair value of financial assets available for sale			
(1) Amount counted into owner's equity			
(2) Amount transferred into current profit and loss			
2. Net change of fair value of cash flow hedging instrument			
(1) Amount counted into owner's equity			
(2) Amount transferred into current profit and loss			
(3) Amount counted into the initially-confirmed amount of hedging items			
3. Effect from the equity change of invested unit and other owners under equity law			
4. Effect from the income tax relating to the items counted into owner's equity			
5. Other			
Subtotal of above (I) and (II)			
(3) Capital increased/decreased by owner	470,000,000.00		
1. Capital increased by owner at this period	470,000,000.00		
2. Amount of stock payment counted into owner's equity			
3. Other			

□ 第十一章 财务会计报告

所有者权益（股东权益）变动表（二） 上年金额

编制单位：郑州银行股份有限公司		2009年度		单位：人民币元
项目	实收资本(或股本)	资本公积	盈余公积	
(四) 本年利润分配			17,265,641.77	
1. 提取盈余公积			19,025,958.21	
2. 提取一般风险准备				
3. 对所有者（或股东）的分配				
4. 其他			-1,760,316.44	
(五) 所有者权益内部结转				
1. 资本公积转增资本（或股本）				
2. 盈余公积转增资本（或股本）				
3. 盈余公积弥补亏损				
4. 一般风险准备弥补亏损				
5. 其他				
四、本年年末余额	1,433,931,900.00	54,370,567.94	134,960,218.59	

□ Chapter XI Financial Statement

Statements of Changes in Owner's (Shareholders') Equity (II)

Compiling unit: Bank of Zhengzhou Co., Ltd		2009		Unit: RMB Yuan
Item	Paid-in capital (or capital stock)	Capital reserve	Surplus reserve	
(IV) Profit distribution this year			17,265,641.77	
1. Deduction of surplus reserves			19,025,958.21	
2. Deduction of General risk reserves				
3. Distribution among owners (or shareholders)				
4. Other			-1,760,316.44	
(V) Internal settlement and transfer of owner's equity				
1. Capital (or capital stock) increased by capital reserves				
2. Capital (or capital stock) increased by surplus reserve				
3. Loss made-up by surplus reserves				
4. Loss made-up by general risk reserves				
5. Other				
IV. Balance at end of this year	1,433,931,900.00	54,370,567.94	134,960,218.59	

第十一章 财务会计报告

所有者权益（股东权益）变动表（二）续 上年金额

项目	2009年度		单位：人民币元
一、上年年末余额	70,000,000.00	72,274,854.05	1,278,271,898.81
加：1. 会计政策变更			
2. 前期差错更正			
二、本年年初余额	70,000,000.00	72,274,854.05	1,278,271,898.81
三、本年增减变动金额（减少以“-”号填列）	-70,000,000.00	155,390,775.91	572,656,417.68
（一）本年净利润		190,259,582.07	190,259,582.07
（二）直接计入所有者权益的利得和损失	-70,000,000.00		-70,000,000.00
1. 可供出售金融资产公允价值变动净额			
（1）计入所有者权益的金额			
（2）转入当期损益的金额			
2. 现金流量套期工具公允价值变动净额			
（1）计入所有者权益的金额			
（2）转入当期损益的金额			
（3）计入套期项目初始确认金额中的金额			
3. 权益法下被投资单位其他所有者权益变动的影响			
4. 与计入所有者权益项目相关的所得税影响			
5. 其他	-70,000,000.00		-70,000,000.00
上述（一）和（二）小计	-70,000,000.00	190,259,582.07	120,259,582.07
（三）所有者投入和减少资本			470,000,000.00
1. 所有者本期投入资本			470,000,000.00
2. 股份支付计入所有者权益的金额			
3. 其他			

Chapter XI Financial Statement

Statements of Changes in Owner's (Shareholders') Equity (II) Continue
Amount of last year

Item	2009		Unit: RMB Yuan
I. Balance at end of last year	70,000,000.00	72,274,854.05	1,278,271,898.81
Add: 1. Change of accounting policy			
2. Modification of previous error			
II. Balance at beginning of this year	70,000,000.00	72,274,854.05	1,278,271,898.81
III. Amount increased/decreased in this year (filled in "-" if deficiency)	-70,000,000.00	155,390,775.91	572,656,417.68
(I) Net profits		190,259,582.07	190,259,582.07
(II) Profit and loss directly counted into owner's equity	-70,000,000.00		-70,000,000.00
1. Net change of fair value of financial assets available for sale			
(1) Amount counted into owner's equity			
(2) Amount transferred into current profit and loss			
2. Net change of fair value of cash flow hedging instrument			
(1) Amount counted into owner's equity			
(2) Amount transferred into current profit and loss			
(3) Amount counted into the initially-confirmed amount of hedging items			
3. Effect from the equity change of invested unit and other owners under equity law			
4. Effect from the income tax relating to the items counted into owner's equity			
5. Other	-70,000,000.00		-70,000,000.00
Subtotal of above (I) and (II)	-70,000,000.00	190,259,582.07	120,259,582.07
(3) Capital increased/decreased by owner			470,000,000.00
1. Capital increased by owner at this period			470,000,000.00
2. Amount of stock payment counted into owner's equity			
3. Other			

□ 第十一章 财务会计报告

所有者权益（股东权益）变动表（二）续 上年金额

编制单位：郑州银行股份有限公司		2009年度		单位：人民币元
项目	一般风险准备	未分配利润	所有者权益合计	
(四) 本年利润分配		-34,868,806.16	-17,603,164.39	
1. 提取盈余公积		-19,025,958.21		
2. 提取一般风险准备				
3. 对所有者（或股东）的分配				
4. 其他		-15,842,847.95	-17,603,164.39	
(五) 所有者权益内部结转				
1. 资本公积转增资本（或股本）				
2. 盈余公积转增资本（或股本）				
3. 盈余公积弥补亏损				
4. 一般风险准备弥补亏损				
5. 其他				
四、本年年末余额		227,665,629.96	1,850,928,316.49	

□ Chapter XI Financial Statement

Statements of Changes in Owner's (Shareholders') Equity (II) Continue
Amount of last year

Compiling unit: Bank of Zhengzhou Co., Ltd		2009		Unit: RMB Yuan
Item	General risk reserves	Undistributed profits	Total owner's equity	
(IV) Profit distribution this year		-34,868,806.16	-17,603,164.39	
1. Deduction of surplus reserves		-19,025,958.21		
2. Deduction of General risk reserves				
3. Distribution among owners (or shareholders)				
4. Other		-15,842,847.95	-17,603,164.39	
(V) Internal settlement and transfer of owner's equity				
1. Capital (or capital stock) increased by capital reserves				
2. Capital (or capital stock) increased by surplus reserve				
3. Loss made-up by surplus reserves				
4. Loss made-up by general risk reserves				
5. Other				
IV. Balance at end of this year		227,665,629.96	1,850,928,316.49	

□ 第十一章 财务会计报告

会计报表附注

财务报表附注

2009年度

一、基本情况

郑州银行股份有限公司（以下简称本公司），其前身郑州市商业银行股份有限公司，是2000年2月经中国人民银行（济银复[2000]64号文）批准成立的河南省、市财政控股的一家股份制商业银行。2009年12月17日更名为郑州银行股份有限公司，金融许可证号：B1036H241010001，经河南省工商局注册登记，取得注册号为410000100052554的企业法人营业执照；注册资本：人民币壹拾肆亿叁仟叁佰玖拾叁万壹仟玖佰元整；法定代表人：焦金荣；注册地址：郑州市优胜北路1号和众综合大厦。

本公司行业性质为金融业。在报告期内，本公司主要经营范围为吸收公众存款；发放短期、中期和长期贷款；办理国内结算；办理票据贴现；发行金融债券；代理发行、代理兑付、承销政府债券；买卖政府债券；从事同业拆借；提供担保；提供保管箱业务；代理收付款项及代理保险业务；办理地方财政信用周转使用资金的委托贷款业务等。

二、财务报表的编制基础

本公司财务报表以持续经营假设为基础，根据实际发生的交易和事项，并基于下述重要会计政策和会计估计编制。

三、遵循企业会计准则的声明

本财务报表按照中国财政部2006年2月颁布的《企业会计准则—基本准则》和38项具体会计准则、其后颁布的应用指南、解释以及其他相关规定（统称“企业会计准则”）编制。

本财务报表符合企业会计准则的要求，真实、完整地反映了本公司于2009年12月31日的财务状况以及2009年度的经营成果和现金流量。

四、重要会计政策和会计估计

本公司2009年度财务报表所载财务信息根据下列依据企业会计准则所制订的重要会计政策和会计估计编制。

□ Chapter XI Financial Statement

Notes to Accounting Statements

Notes to Financial Statements

2009

I. Basic condition

Bank of Zhengzhou Co., Ltd (hereinafter called as “the Company”) (former “Commercial Bank of Zhengzhou Co., Ltd”) was a joint-stock commercial bank established on February 2000 with the approval of the People's Bank of China (JYF (2000) No.64), and Henan Provincial, Zhengzhou Municipal Financial Bureau as its majority shareholders. On December 17, 2009, its name as changed to Bank of Zhengzhou Co., Ltd with financial permit No. B1036H241010001. It was registered by Henan Bureau of Commerce and Industry, and obtained license for Business Corporation with registered No. 410000100052554, registered capital RMB 1,473,931,900 Yuan; legal representative is Jiao Jinrong; registered office in Hezhong Plaza, No.1 North Yousheng Road, Zhengzhou City.

The Company is engaged in financial operations. During the reporting period, its main business includes: absorbing public deposit, granting short-term, medium-term and long-term loans, handling domestic settlement, handling note discount, issuing financing bond; supplying the issuance, payment and selling of governmental bond, purchasing and selling the governmental bond, conducting the inter-bank borrowings, supplying guarantee, supplying safety-deposit box business, dealing with the payment and insurance business, handling the consignment loan of local financial credit for working capital use of funds entrusted to keep lending and so on.

II. Compilation basis of financial statements

Based on the assumption of sustainable operation, the financial statements of the Company are compiled according to the actual exchange and matter and in accordance with the following important accounting policies and accounting estimates.

III. Statement of conformity with enterprise accounting rules

The financial statements are complied according to the *Accounting Rules of Enterprise—Basic Rule* and 33 specific accounting rules issued by the Ministry of Finance in February 2006 as well as subsequent application guidance, notes and other relevant regulations (hereinafter referred to as the enterprise accounting rules).

The financial statements compiled by the Company completely conform to the requirements of accounting rules of enterprise, reflecting the financial conditions on December 31, 2009, and operation achievements and cash flows in 2009 truly and completely.

IV. Important accounting policies and accounting estimates

The information stated in the financial statements of the Company in 2009 are complied on the basis of following significant accounting policies and estimate established according to enterprise accounting rules.

□ 第十一章 财务会计报告

会计报表附注

1. 会计期间

本公司会计年度采用公历年度，即每年自1月1日起至12月31日止。

2. 记账本位币

本公司记账本位币和编制本财务报表所采用的货币均为人民币。除有特别说明外，均以人民币元为单位表示。

3. 计价原则

以历史成本为计价原则。资产如果发生减值，则按照相关规定计提相应的减值准备。

4. 会计制度

本公司执行《企业会计准则》。

5. 记账基础

以权责发生制为会计基础。

6. 外币业务的折算

无外币折算业务。

7. 金融工具

(1) 金融工具的确认与终止确认

金融工具是指形成一个企业的金融资产，并形成其他单位的金融负债或权益工具的合同。

公司于成为金融工具合同的一方时确认一项金融资产或金融负债。

金融资产满足下列条件之一的，终止确认：收取该金融资产现金流量的合同权利终止；该金融资产已转移，且符合《企业会计准则第23号——金融资产转移》规定的终止确认条件。

金融负债的现时义务全部或部分已经解除的，才终止确认该金融负债或其一部分。

(2) 金融资产的分类

金融资产在初始确认时以公允价值计量，划分为以下四类：

①以公允价值计量且其变动计入当期损益的金融资产

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Notes to Accounting Statements

1. Accounting period

The accounting year of the Company is calendar year, namely from January 1 to December 31 every year.

2. Accounting standard money

The accounting standard money of the Company and the money used in the financial statements are RMB. Unless otherwise specified, take RMB as monetary unit.

3. Pricing principle

The historical cost is adopted as the pricing principle. If the assets devalue, the corresponding devaluation reserve should be withdrawn according to relevant regulations.

4. Accounting system

The Company implements *Enterprise Accounting Rules*.

5. Accounting basis

Take accrual basis as accounting basis.

6. Conversion of foreign currency

No conversion of foreign currency.

7. Financial instrument

(1) Confirmation and confirmation termination of financial instrument

The financial instrument means the contract forming the financial assets of one enterprise and also the financial liabilities or equity of other unit.

When becoming one party of the financial instrument, the Company confirms one financial asset or liability.

If the financial assets meet one of the following conditions, the confirmation terminates: the contract right to withdraw the cash flow of this financial asset terminates; this financial asset has been transferred, and conforms to the confirmation termination condition stipulated in No. 23 *Enterprise Accounting Rule-Financial Asset Transfer*.

Only after the existing obligations of the financial liability have been fully or partially rescinded, the confirmation of the whole or part of the financial liabilities terminates.

(2) Classification of financial assets

At the time of initial confirmation, the financial assets are measured as per fair value and classified to the following four categories:

① Financial assets measured as per fair value and with their changes included in the profits and losses of current period.

The financial assets measured as per fair value and with their changes included in the profits and losses of current period include the tradable financial assets and the financial assets that as required, should be

□ 第十一章 财务会计报告

会计报表附注

以公允价值计量且其变动计入当期损益的金融资产，包括交易性金融资产和指定为以公允价值计量且其变动计入当期损益的金融资产。交易性金融资产包括为了在短期内出售而取得的金融资产，以及衍生金融工具。此类金融资产采取公允价值进行后续计量，所有已实现和未实现的损益均计入当期损益。公司自营部门在董事会授权范围内进行自营操作，其从公开流通市场购入的证券划分为以公允价值计量且其变动计入当期损益的金融资产；除非有书面证据证明公司持有其目的并非为赚取差价，根据其持有目的将其划分为持有至到期投资或可供出售金融资产。

② 持有至到期投资

持有至到期投资，是指到期日固定、回收金额固定或可确定，且企业有明确意图和能力持有至到期的非衍生金融资产，但已经被重分类为其他金融资产类别的非衍生金融资产除外。此类金融资产采用实际利率法，按照摊余成本进行后续计量，其终止确认、发生减值或摊销产生的利得和损失，均计入当期损益。

③ 贷款和应收款项

贷款和应收款项，是指在活跃市场中没有报价、回收金额固定或可确定的非衍生金融资产。此类金融资产采用实际利率法，按照摊余成本进行后续计量，其终止确认、发生减值或摊销产生的利得和损失，均计入当期损益。

④ 可供出售金融资产

可供出售金融资产，是指初始确认时即被指定为可供出售的非衍生金融资产，以及未被分类为上述三种类别的金融资产。此类金融资产采用公允价值进行后续计量，其折溢价采用实际利率法进行摊销并确认为利息收入；其公允价值变动计入资本公积，在该投资终止确认或被认定发生减值时，将原直接计入所有者权益的对应部分转出，计入当期损益。

对于在活跃市场中没有报价且其公允价值不能可靠计量的权益工具投资，按成本计量。

金融资产的重分类

将未到期的某项持有至到期投资在本会计年度内出售或重分类为可供出售金融资产的金額相对于该类投资在出售或重分类前的总额较大时，将其剩余部分转入可供出售金融资产，且在本会计年度及以后两个完整的会计年度内不得再将该金融资产划分为持有至到期投资。

(3) 金融负债的分类

金融负债于初始确认时以公允价值计量，划分为以下两类：

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Notes to Accounting Statements

measured as per fair value and have their change included in the profit and loss of current period. The tradeable financial assets include the financial assets acquired for sale in short time, and the financial derivation instrument. The measurement of such financial assets is done with fair value, and the realized and un-realized profits and losses are included in the profits and losses of the current period. Within the scope authorized by the Board of Directors, the operating department of the Company is independent, and the securities acquired by this department from the open market belong to such financial assets; however, if it can be proved that the securities held by the Company are not for getting the price difference, then they should be classified to the held-to-maturity investment or saleable financial asset according to the holding purpose.

② Held-to-maturity investment

The held-to-maturity investment is the non-derivative financial asset with fixed expiry date and recoverable amount for which the Company has definite purpose and can held to its expiry date expect for the non-derivative financial assets that have been classified to other financial assets. Such financial assets are measured by the actual interest rate according to the amortized cost. The profits and losses incurred from the final confirmation, devaluation or amortization of such financial asset should be included in the profits and losses of the current period.

③ Loan and account receivable

The loan and account receivable are the non-derivative financial asset without price but with fixed or confirmable recoverable amount on the active market. Such financial assets are measured by the actual interest rate according to the amortized cost. The profits and losses incurred from the final confirmation, devaluation or amortization of such financial assets should be included in the profits and losses of the current period.

④ Saleable financial assets

The saleable financial assets mean the non-derivative financial assets that are confirmed saleable at initial confirmation, and the financial assets excluded from the above three categories. Such financial assets are measured as per the fair value, their reductions and premiums are amortized and confirmed as the interest income by the actual interest method, the change in their fair value is included in the capital surplus. If this investment confirmation terminates or it is regarded that it devaluates, the corresponding value included in the owner's equity should be transferred out and counted in the profits and losses of the current period.

The equity instrument investment that has no price on the active market and whose fair value can be measured reliably should be measured as per cost.

Reclassification of financial assets

If the undue held-to-maturity investment that is sold or reclassified to the saleable financial asset in this accounting year has a value higher than its value before sell or reclassification, the residual value should be transferred to the saleable financial asset, and in this accounting year and the following two accounting years, it is prohibited to classify such financial asset to held-to-maturity investment

(3) Classification of financial liabilities

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会计报表附注

①以公允价值计量且其变动计入当期损益的金融负债

以公允价值计量且其变动计入当期损益的金融负债，包括交易性金融负债和初始确认时指定为以公允价值计量且其变动计入当期损益的金融负债。此类金融负债按照公允价值进行后续计量，所有已实现和未实现的损益均计入当期损益。

②其他金融负债

此类金融负债采用实际利率法，按照摊余成本进行后续计量。

(4) 金融工具的公允价值

存在活跃市场的金融资产或金融负债，采用活跃市场中的报价确定其公允价值；金融工具不存在活跃市场的，公司采用合理的估值技术确定其公允价值，包括参考熟悉情况并自愿交易的各方最近进行的市场交易中使用的价格、参照实质上相同的其他金融工具的当前公允价值、现金流量折现法和期权定价模型等。

(5) 金融资产减值

公司于资产负债表日对以公允价值计量且其变动计入当期损益的金融资产以外的金融资产的账面价值进行检查，有客观证据表明该金融资产发生减值的，计提减值准备。表明金融资产发生减值的客观证据，是指金融资产初始确认后实际发生的、对该金融资产的预计未来现金流量有影响，且企业能够对该影响进行可靠计量的事项。

①以摊余成本计量的金融资产

如果有客观证据表明该金融资产发生减值，则将该金融资产的账面价值减记至预计未来现金流量（不包括尚未发生的未来信用损失）现值，减记金额计入当期损益。

以摊余成本计量的金融资产确认减值损失后，如有客观证据表明该金融资产价值已恢复，且客观上与确认该损失后发生的事项有关，原确认的减值损失应当予以转回，计入当期损益。但是，该转回后的账面价值不应超过假定不计提减值准备情况下该金融资产在转回日的摊余成本。

②可供出售金融资产

如果有客观证据表明该金融资产发生减值，原直接计入所有者权益的因公允价值下降形成的累计损失，予以转出，计入当期损益。

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Notes to Accounting Statements

At the time of initial confirmation, the financial liabilities are measured as per fair value and classified to the following four categories:

① Financial liabilities measured as per fair value and with their changes included in the profit and loss of current period.

The financial liabilities measured as per fair value and with their changes included in the profit and loss of current period include the tradable financial liabilities and the financial liabilities that should be measured as per fair value and have their change included in the profit and loss of current period as required. The measurement of such financial liabilities is done with fair value, and the realized and unrealized profits and losses are included in the profits and losses of the current period.

② Other financial liabilities

Such financial liabilities are measured as per the amortized cost by the actual interest method.

(4) Fair value of financial instruments

The fair value of financial assets or liabilities with active the market are determined by the price on the active market; for the financial instruments without active market, the Company can determine their fair value with reasonable evaluation technique, such as referring to the price recently adopted by the voluntary parties in the similar condition, current fair value of other same financial instrument in essence, discounted cash flow technique and option pricing model.

(5) Devaluation of financial assets

Expect for the financial assets measured as per the fair value and their change included in the profits and losses of the current period, the Company inspects the book value of other financial assets on the date of balance sheet, proves that one financial asset devaluated with objective evidence, and should withdraw the devaluation reserve. The objective evidence of devaluation of financial assets indicates the event that the financial asset actually influences its forecast cash flow after initial confirmation and the enterprise can measure the influence reliably.

① Financial assets measured as per the amortized cost

If there is objective evidence to prove the devaluation of one financial asset, then its book value should be decreased to the cash equivalent to the expected cash flow (exc. the future credit loss that has not occurred), and the decreased value included in the profits and losses of the current period.

After it is confirmed that the financial asset measured as per amortized cost devaluates, if there is objective evidence to prove that its value has resumed due to the event after such loss occurs, then the devaluation loss confirmed before should be returned, and included in the profits and closes of the current period. However, the returned book value should not exceed the amortized cost of this financial asset on the return rate under the condition that no devaluation reserve is withdrawn.

② Saleable financial assets

If there is objective evidence to prove that one financial asset devaluates, the accumulated loss directly included in the owners' equity due to the decrease of its fair value should be returned and included the profits and closes of the current period.

□ 第十一章 财务会计报告

会计报表附注

8. 贷款分类方法

(1) 短期及中长期贷款的分类依据

按贷款的发放期限之长短确定。凡期限在1年以内(含一年)的贷款为短期贷款,期限在1年以上的贷款为中长期贷款。

(2) 贷款五级分类

采用以风险为基础的分类方法(简称贷款风险分类法),即把贷款分为正常、关注、次级、可疑和损失五类;后三类合称为不良贷款。

五类贷款的定义分别为:正常:借款人能够履行合同,没有足够理由怀疑贷款本息不能按时足额偿还。关注:尽管借款人目前有能力偿还贷款本息,但存在一些可能对偿还产生不利影响的因素。次级:借款人的还款能力出现明显问题,完全依靠其正常营业收入无法足额偿还贷款本息,即使执行担保,也可能会造成一定损失。可疑:借款人无法足额偿还贷款本息,即使执行担保,也肯定要造成较大损失。损失:在采取所有可能的措施或一切必要的法律程序之后,本息仍然无法收回,或只能收回极少部分。

9. 呆账核算办法

按备抵法进行核算。

10. 长期股权投资的核算

长期股权投资主要是对被投资单位不具有共同控制或重大影响,且在活跃市场中没有报价、公允价值不能可靠计量的长期股权投资,本公司采用成本法核算。

采用成本法时,长期股权投资按初始投资成本计价,除取得投资时实际支付的价款或对价中包含的已宣告但尚未发放的现金股利或利润外,按享有被投资单位宣告分派的现金股利或利润,确认为当期投资收益,并同时根据有关资产减值政策考虑该投资是否减值。

处置长期股权投资,其账面价值与实际取得价款的差额,计入当期损益。

11. 固定资产计价与折旧政策

(1) 固定资产标准:使用期限在1年(不含1年)以上的有形资产,在同时满足下列条件时予以确认:

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Notes to Accounting Statements

8. Classification methods for loans

(1) Classification basis for short-term, medium-term and long-term loans

Based on the granting period of the loan, the loan shall be short-term loan when its period is within one year (including one year), while the loan shall be medium-term/long-term loan when its period is greater than one year.

(2) Classification of five-level loans

Based on the risk (namely, the loan risk classification method), the loan is classified into normal loan, special-mentioned loan, subprime loan, doubtful loan and loss loan, of which, the later three are bad loans.

The definitions of these five loans are as follows:

Normal loan: the borrower can perform the contract, and he/she is not justified in failure to repay all the loan principal and interest on time.

Special-mentioned loan: though the borrower is capable of repaying the loan principal and interest at present, there are some adverse factors affecting the repayment. Subprime loan: the borrower has obvious problem in the loan repayment capability and cannot repay all the loan principal and interest by its normal income from operations. A certain loss may be caused even the guarantee is activated. Doubtful loan: the borrower cannot repay all the loan principal and interest and must cause a heavy loss even the guarantee is activated. Loss loan: though all the possible measures or all the legal procedures are taken, the loan principal and interest cannot be recovered or only a few of loan principal and interest can be recovered.

9. Accounting method of bad debt

Take the allowance method.

10. Accounting method of long-term investment on stocks

The long-term investment on stocks mean those that have no overriding or significant influence on the invested party, and have no price on the active market and whose fair value cannot be measured reliably, for which, the Company adopts the cost evaluation method.

If the cost method is adopted, the long-term investment on stocks should be priced as per the initial investment cost; the current investment income should be determined by the actual investment payment or the cash dividends or profits included in the consideration that are declared but not issued, and the cash dividends or profits declared by the invested party; moreover, this investment should be checked for devaluation as per the relevant asset devaluation policy.

To dispose the long-term investment on stocks, the difference between the book value and the actually acquired price should be included in the profits and losses of the current period.

11. Valuation and depreciation policy of fixed assets

(1) Standard of fixed assets: the tangible assets with service life within one year (excluding one year) shall be confirmed when it meets all the following conditions:

① The economic benefit relating to this fixed asset is possible to flow into enterprise;

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会计报表附注

①与该固定资产有关的经济利益很可能流入企业；

②该固定资产的成本能够可靠地计量。

(2) **固定资产的计价：**固定资产取得时按实际成本计价；购买固定资产的价款超过正常信用条件延期支付，实质上具有融资性质的，固定资产的成本以购买价款的现值为基础确定。

(3) **固定资产的折旧方法：**采用直线法计提折旧，按固定资产类别，估计经济使用寿命，预计残值确定折旧率，具体如下：

类别	使用年限	预计净残值率	年折旧率
房屋建筑物	不低于20年	5%	4.75%以内(含4.75%)
机器、机械及其他设备	不低于10年	5%	9.50%以内(含9.50%)
电子设备、运输工具、与生产经营有关的器具、工具及家具等	不低于5年	5%	19.0%以内(含19.0%)

12. 在建工程

在建工程项目按建造该项资产达到预定可使用状态前所发生的全部支出，作为固定资产的入账价值。所建造的在建工程已达到预定可使用状态，但尚未办理竣工决算的，自达到预定可使用状态之日起，根据工程预算、造价或者工程实际成本等，按估计的价值转入固定资产，并按本公司固定资产折旧政策计提固定资产的折旧，待办理竣工决算后，再按实际成本调整原来的暂估价值，但不调整原已计提的折旧额。

借款费用在固定资产达到预定可使用状态之前，计入在建固定资产造价，在固定资产达到预定可使用状态之后，计入当期损益。

13. 无形资产及其摊销

计价方法：一般按实际成本计价。购买无形资产的价款超过正常信用条件延期支付，实质上具有融资性质的，无形资产的成本以购买价款的现值为基础确定。

摊销方法和年限：无法预见无形资产为企业带来经济利益期限的，视为使用寿命不确定的无形资产，不予摊销。

对于使用寿命有限的无形资产，在为企业带来经济利益的期限内按直线法摊销，自开始使用之日起在有效使用期限内平均摊销；有效使用期限的确定原则如下：

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Notes to Accounting Statements

② The cost of this fixed asset can be measured reliably.

(2) **Valuation of fixed assets:** the fixed assets when acquirement shall be valued as per its actual cost; if the payment for a fixed asset is delayed beyond the normal credit condition and is of financing nature in effect, the cost of the fixed asset shall be determined on the basis of the present value of the payment.

(3) **Depreciation of fixed assets:** the depreciation shall be calculated as per straight-line method, and the depreciation rate shall be determined according to the category, estimated economic service life and expected salvage value of the fixed asset. The details are as follows:

Category	Service life	Expected net salvage rate	Annual depreciation rate
Houses and buildings	Not less than 20 years	5%	Within 4.75% (inc. 4.75%)
Machines, machinery and other devices	Not less than 10 years	5%	Within 9.50% (inc. 9.50%)
Electronic equipment, transport means, tools, apparatus and furniture relating to production and business	Not less than 5 years	5%	Within 19.0% (inc. 19.0%)

12. Construction in progress

The construction in process shall be entered into the account book as per its expenditure used before the asset is constructed to reach to its usable standard. The constructed fixed assets, which have reached to the usable standards as defined but have not been subject to completion settlement, shall be accounted through transforming them into fixed assets by the estimated value, according to the project budget, construction cost or actual cost, since the date on which the defined use is available. The depreciation policy of fixed asset of this company shall be followed for the deduction of the depreciation of the fixed asset. After the completion settlement is finished, the estimated value shall be readjusted as per actual cost, but the deducted depreciation shall not be readjusted.

The borrowing interest of the project shall be counted into the cost of construction in process before the fixed asset reaches to its usable standard and into the profit and loss of the current period after the fixed asset reaches to its usable standard.

13. Intangible assets and amortization

Valuating method: it is generally valued as per actual cost. If the payment for an intangible asset is delayed beyond the normal credit condition and is of financing nature in effect, the cost of the intangible asset shall be determined on the basis of the present value of the payment.

Amortizing method and service life: if the economic benefit brought by the intangible asset for an enterprise cannot be forecast, the intangible asset shall be deemed as the intangible asset with uncertain service life and cannot be amortized.

The intangible asset with limited service life shall be amortized as per straight-line method within the period during which it can bring economic benefit for the enterprise, that is to say, it shall be amortized

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(1) 法律和合同或本公司申请书分别规定有法定有效期限和受益期限的，按法定有效期限与合同或本公司申请书规定的受益期限孰短的原则确定；

(2) 法律未规定有效使用期限，合同或本公司申请书规定有受益期限的，按合同或申请书规定的受益期限确定；

(3) 法律、合同或本公司申请书均未规定法定有效期限和受益期限的，按本公司预计的受益期限确定；

(4) 受益期限难以预计的，按不短于10年的期限摊销。

14. 长期待摊费用及其摊销

营业用房装修费支出按实际发生额入账，自其启用月份起按实际租赁期限和预计使用期限孰低平均摊销。

租赁费按实际租赁期限平均摊销。

15. 收入确认的方法

(1) 利息收入

① 贷款利息收入

各类贷款按权责发生制计息，贷款利息自结息日起，逾期90天（含90天）以内的应收未收利息，应继续计入当期损益；贷款利息逾期90天（不含90天）以上，无论该贷款本金是否逾期，发生的应收未收利息不再计入当期损益，在表外核算，实际收回时再计入损益。

对已经纳入损益的应收未收利息，在其贷款本金或应收利息逾期超过90天（不含90天）以后，相应作冲减利息收入处理。

② 贴现利息收入

贴现业务发生时将贴现票据的到期价值与支付给贴现申请人款项之间的差额作为贴现利息收入核算，贴现利息收入按权责发生制确认。

(2) 金融机构往来收入

核算本公司与其他金融机构往来发生的利息收入，于实际收到款项或取得索取价款的凭证时计入当期损益。

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averagely within its valid service since the date on which it is used. The valid service life shall be determined based on the following principles:

(1) It is determined by the legal valid operating period and terms of benefit specified in law, contract or the Company's application, if they are stated in law and contract or the Company's application respectively;

(2) It is determined by terms of benefit specified in contract or the Company's application, if the valid operating period is not stated in law, while the terms of benefit is stated in contract or the Company's application;

(3) It is determined by the Company's expected terms of benefit, if the operating period and terms of benefit are not stated in law, contract or the Company's application;

(4) It shall be amortized not less than 10 years, if the term of benefit is difficult to be expected.

14. Long-term deferred expenses and its amortization

The decoration cost of the business room shall be entered into the account book as per its actually-incurred amount and since the date on which it is used, shall be averagely amortized within actual leasing period or expected service life, whichever is lower.

The leasing cost shall be averagely amortized as per actual leasing period.

15. Methods of income confirmation

(1) Income from interest

① Income of interest on loan

To calculate the interest of various loans by accrual basis since the interest balance day, the receivable interest, which is not received overdue within 90 days (excluding 90 days), shall be calculated into current profits and losses; as to the interest on loan overdue 90 days (excluding 90 days), the receivable interest, which is not received, shall not be calculated into current profits and losses no matter what the loan overdue or not, and it shall be calculated out of the statements, and shall be calculated into profits and losses when received.

If the receivable interest, which is not received, has been brought into profits and losses, to reduce the interest after its principal of a loan or receivable interest overdue 90 days (exc. 90 days).

② Income from discount interest

When the discount business is incurred, the difference between the maturity value of discounted bill and the amount paid to discount applicant shall be accounted as the income from discount interest. The income from discount interest shall be confirmed as per accounting on the accrual basis.

(2) Current account income of financial institutions

The income from the interest of current account between this company and other financial institutions shall be accounted and, when the income is received actually or the voucher claiming for this income is obtained, shall be counted into the profit and loss of the current period.

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(3) 手续费收入

核算本公司办理各项业务收取的手续费收入，在实际收到款项或取得索取价款的凭证时计入当期损益。

(4) 其他营业收入

核算本公司除贷款、投资、结算、外汇、金融机构往来和委托代理业务之外的其他营业收入，在实际收到款项或取得索取价款的凭证时计入当期损益。

16. 利润分配顺序

- (1) 弥补以前年度亏损；
- (2) 提取盈余公积金：法定盈余公积金按税后利润（减弥补亏损）的10%提取，任意盈余公积金按董事会决议提取；
- (3) 提取一般准备；
- (4) 向股东分配股利。

五、会计政策和会计估计变更以及差错更正的说明

本年度不存在会计政策及会计估计变更事项以及差错更正事项。

六、报表重要项目的说明

下列被注释的会计报表项目除特别注明时间之外，资产负债表项目期末余额系2009年12月31日的余额，期初余额系2008年12月31日的余额；利润表和现金流量项目本期发生额系2009年1-12月的发生额，上期发生额系2008年1-12月的发生额；不注明的货币单位均为人民币元。

1. 现金及存放中央银行款项

项目	期末余额	期初余额
库存现金	294,581,850.21	206,403,071.78
存放中央银行备付金	6,425,850,791.05	5,923,957,941.51
划缴中央银行财政性存款	122,879,000.00	94,954,000.00
合计	6,843,311,641.26	6,225,315,013.29

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(3) Income from handling charges

The income from the interest of current account between this company and other financial institutions shall be accounted and, when the income is received actually or the voucher claiming for this income is obtained, shall be counted into the profit and loss of the current period.

(4) Income from other operations

The income other than those from loan, investment, settlement, foreign currency, current account of financial institutions and authorized business shall be accounted and, when the income is received actually or the voucher claiming for this income is obtained, shall be counted into the profit and loss of the current period.

16. Profit distribution sequence

- (1) Cover losses of previous years;
- (2) Withdraw legal surplus reserve: the legal surplus reserves shall be withdrawn as per 10% of profit after tax, while other surplus reserves shall be subject to the decision of Board of Directors.
- (3) Withdraw general reserves;
- (4) Distribute dividends to shareholders.

V. Change of accounting policy and accounting estimation and description of error modification

In this year, the Company did not change its accounting policy or estimation and has no error modification

VI. Notes to significant items of accounting statement

With the exception of the item with special date note, the balance at end of period stated in the balance sheet indicates the balance on December 31, 2009, and the balance at beginning of period indicates the balance on December 31, 2008; the amount of this period stated in the profit and loss statement and cash flow statement indicates the amount from January to December 2009, while the amount of last period indicates the amount from January to December 2008; the monetary unit should be RMB Yuan unless otherwise stipulated.

1. Cash and due from the Central Bank

Items	Balance at end of period	Balance at beginning of period
Cash in treasury	294,581,850.21	206,403,071.78
Reserves deposited of Central Bank	6,425,850,791.05	5,923,957,941.51
Financial deposits appropriated of Central Bank	122,879,000.00	94,954,000.00
Total	6,843,311,641.26	6,225,315,013.29

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2. 存放同业款项

项目	期末余额	期初余额
存放同业清算款项	11,341,691.34	2,620,450.36
存放同业一般款项	302,079,199.83	2,381,673.56
合计	313,420,891.17	5,002,123.92

3. 拆出资金

期末余额	期初余额
0.00	250,443,759.85

4. 交易性金融资产

(1) 分类

项目	期末余额	期初余额
国家债券	368,033,060.00	0.00
中央银行票据	306,928,500.00	501,557,055.24
金融债券	3,494,114,095.34	1,050,000,000.00
其他	0.00	418,023,098.50
合计	4,169,075,655.34	1,969,580,153.74

(2) 明细项目

债券名称	投资日期	账面余额
08国债18	2009-12-16	100,219,100.00
09付息国债17	2009-12-16	68,565,560.00
09付息国债27	2009-12-04	199,248,400.00
08央票14	2009-12-17	306,928,500.00
02国开12	2002-09-22	50,000,000.00
07国开15	2009-12-15	103,000,000.00
07国开15	2009-12-16	257,523,000.00
07进出08	2007-07-04	100,000,000.00
07农发09	2007-07-02	200,000,000.00
08国开13	2008-08-12	120,000,000.00
08国开17	2008-10-23	20,000,000.00
08国开21	2009-11-30	199,455,800.00

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2. Due from banks

Item	Balance at end of period	Balance at beginning of period
Amount from liquidation of due from banks	11,341,691.34	2,620,450.36
General amount of due from banks	302,079,199.83	2,381,673.56
Total	313,420,891.17	5,002,123.92

3. Funds for inter-bank lending

Balance at end of period	Balance at beginning of period
0.00	250,443,759.85

4. Tradable financial assets

(1) Classification

Item	Balance at end of period	Balance at beginning of period
National Bond	368,033,060.00	0.00
Central bank bill	306,928,500.00	501,557,055.24
Financial bond	3,494,114,095.34	1,050,000,000.00
Other	0.00	418,023,098.50
Total	4,169,075,655.34	1,969,580,153.74

(2) Details

Name of bond	Investment date	Book balance
08 national debt 18	Dec. 16, 2009	100,219,100.00
09 national debt appended interest 17	Dec. 16, 2009	68,565,560.00
09 national debt appended interest 27	Dec. 4, 2009	199,248,400.00
08 central bank bill 14	Dec. 17, 2009	306,928,500.00
02 national development 12	Sep. 22, 2002	50,000,000.00
07 national development 15	Dec 15, 2009	103,000,000.00
07 national development 15	Dec. 16, 2009	257,523,000.00
07 import & export 08	Jul. 4, 2007	100,000,000.00
07 agricultural development 09	Jul. 2, 2007	200,000,000.00
08 national development 13	Aug. 12, 2008	120,000,000.00
08 national development 17	Oct. 23, 2008	20,000,000.00
08 national development 21	Nov. 30, 2009	199,455,800.00

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(2) 明细项目 续

债券名称	投资日期	账面余额
08国开22	2008-12-12	120,000,000.00
08国开23	2008-12-15	20,000,000.00
08国开25	2009-12-10	199,000,000.00
08进出05	2009-12-16	100,736,300.00
08进出05	2009-12-11	201,500,000.00
08进出11	2009-12-16	106,390,020.00
08农发14	2008-08-15	100,000,000.00
08农发20	2008-12-16	20,000,000.00
09国开23	2009-12-28	700,434,575.34
09进出09	2009-12-11	199,700,000.00
09进出09	2009-12-15	299,484,000.00
09农发01	2009-11-30	376,890,400.00
合计		4,169,075,655.34

5. 买入返售金融资产

项目	期末余额	期初余额
票据	0.00	189,802,500.02

6. 应收利息

项目	期末余额	期初余额
贷款应收利息	1,478,417.10	1,242,592.11
交易性金融资产应收利息	43,676,657.85	20,079,369.85
持有至到期投资应收利息	58,774,265.74	57,846,236.57
可供出售金融资产应收利息	15,464,726.01	7,397,161.67
买入返售金融资产应收利息	0.00	127,999.98
其他应收利息	19,361,940.21	19,361,940.21
减：应收利息坏账准备	5,127,906.41	0.00
合计	133,628,100.50	106,055,300.39

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(2) Details Continue

Name of bond	Investment date	Book balance
08 national development 22	Dec. 12, 2008	120,000,000.00
08 national development 23	Dec. 15, 2008	20,000,000.00
08 national development 25	Dec. 10, 2009	199,000,000.00
08 import & export 05	Dec. 16, 2009	100,736,300.00
08 import & export 05	Dec. 11, 2009	201,500,000.00
08 import & export 11	Dec. 16, 2009	106,390,020.00
08 agricultural development 14	Aug. 15, 2008	100,000,000.00
08 agricultural development 20	Dec. 16, 2008	20,000,000.00
09 national development 23	Dec. 28, 2009	700,434,575.34
09 import & export 09	Dec. 11, 2009	199,700,000.00
09 import & export 09	Dec 15, 2009	299,484,000.00
09 agricultural development 01	Nov. 30, 2009	376,890,400.00
Total		4,169,075,655.34

5. Redemptory monetary capital for sale

Item	Balance at end of period	Balance at beginning of period
Bills	0.00	189,802,500.02

6. Interest receivable

Item	Balance at end of period	Balance at beginning of period
Interest receivable of loan	1,478,417.10	1,242,592.11
Interest receivable of tradable financial assets	43,676,657.85	20,079,369.85
Interest receivable of held-to-maturity investment	58,774,265.74	57,846,236.57
Interest receivable of financial assets available for sale	15,464,726.01	7,397,161.67
Interest receivable of buying back the sale of financial assets	0.00	127,999.98
Other interest receivable	19,361,940.21	19,361,940.21
Less: bad debt reserves for interest receivable	5,127,906.41	0.00
Total	133,628,100.50	106,055,300.39

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7. 发放贷款和垫款

(1) 分类

项目	期末余额	期初余额
短期贷款	8,027,328,763.38	8,009,656,391.95
其中：消费贷款	363,264,563.38	307,890,643.09
信用贷款	100,000,000.00	0.00
保证贷款	4,747,800,200.00	4,805,957,469.86
抵押质押贷款	2,816,264,000.00	2,895,808,279.00
中长期贷款	7,675,032,827.84	5,219,172,806.72
其中：消费贷款	1,157,528,588.19	1,030,447,087.28
信用贷款	590,000,000.00	150,000,000.00
保证贷款	4,536,487,222.12	3,449,229,999.95
抵押质押贷款	1,391,017,017.53	589,495,719.49
垫款	467,209.87	
贴现资产	4,500,242,963.13	2,973,262,855.03
贷款和垫款总额	20,202,604,554.35	16,202,559,263.57
减：贷款损失准备	566,986,892.77	452,286,226.21
贷款和垫款账面价值	19,635,617,661.58	15,750,273,037.36

(2) 逾期贷款

期末账面余额 (元)

项目	信用贷款	保证贷款	附担保物贷款	其中：抵押贷款	质押贷款	合计
逾期1天至90天(含90天)	0.00	1,370,000.00	10,320,000.00	10,320,000.00	0.00	11,690,000.00
逾期90天至360天(含360天)	0.00	770,000.00	38,870,000.00	38,870,000.00	0.00	39,640,000.00
逾期360天至3年(含3年)	0.00	80,227,500.00	47,167,316.00	47,167,316.00	0.00	127,394,816.00
逾期3年以上	0.00	93,806,200.00	43,600,000.00	43,600,000.00	0.00	137,406,200.00
合计	0.00	176,173,700.00	139,957,316.00	139,957,316.00	0.00	316,131,016.00

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7. Granting of loan and imprest

(1) Classification

Item	Balance at end of period	Balance at beginning of period
Short-term loan	8,027,328,763.38	8,009,656,391.95
Inc.: Consumption loan	363,264,563.38	307,890,643.09
Credit loan	100,000,000.00	0.00
Loan on guarantee	4,747,800,200.00	4,805,957,469.86
Mortgage and pledge loan	2,816,264,000.00	2,895,808,279.00
Medium- and long-term loan	7,675,032,827.84	5,219,172,806.72
Inc.: Consumption loan	1,157,528,588.19	1,030,447,087.28
Credit loan	590,000,000.00	150,000,000.00
Loan on guarantee	4,536,487,222.12	3,449,229,999.95
Mortgage and pledge loan	1,391,017,017.53	589,495,719.49
Imprest	467,209.87	
Discount asset	4,500,242,963.13	2,973,262,855.03
Total loan and imprest	20,202,604,554.35	16,202,559,263.57
Less: Provision for loan loss	566,986,892.77	452,286,226.21
Book value of loan and imprest	19,635,617,661.58	15,750,273,037.36

(2) Overdue loan

Book balance at end of period (10,000 Yuan)

Item	Loan on credit	Loan on guarantee	Loan with guaranty	Inc.: mortgage loan	Pledge loan	Total
Overdue by 1 day~90 days (including 90 days)	0.00	1,370,000.00	10,320,000.00	10,320,000.00	0.00	11,690,000.00
Overdue by 90 days~360 days (including 360 days)	0.00	770,000.00	38,870,000.00	38,870,000.00	0.00	39,640,000.00
Overdue by 360 days~3 years (including 3 years)	0.00	80,227,500.00	47,167,316.00	47,167,316.00	0.00	127,394,816.00
Overdue by more than 3 years	0.00	93,806,200.00	43,600,000.00	43,600,000.00	0.00	137,406,200.00
Total	0.00	176,173,700.00	139,957,316.00	139,957,316.00	0.00	316,131,016.00

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(2) 逾期贷款 续 年初账面余额 (元)

项目	信用贷款	保证贷款	附担保物贷款	其中：抵押贷款	质押贷款	合计
逾期1天至90天(含90天)	0.00	140,000.00	5,556,881.00	5,556,881.00	0.00	5,696,881.00
逾期90天至360天(含360天)	0.00	2,540,000.00	84,779,200.00	84,779,200.00	0.00	87,319,200.00
逾期360天至3年(含3年)	0.00	139,330,800.00	1,880,000.00	1,880,000.00	0.00	141,210,800.00
逾期3年以上	0.00	53,980,000.00	43,600,000.00	43,600,000.00	0.00	97,580,000.00
合计	0.00	195,990,800.00	135,816,081.00	135,816,081.00	0.00	331,806,881.00

8. 可供出售金融资产

项目	期末余额	期初余额
债券	885,181,453.18	789,852,078.09
其中：政府债券	99,876,926.93	99,852,078.09
金融债券	785,304,526.25	690,000,000.00
中央银行票据	199,978,673.77	0.00
其他	0.00	62,997,852.26
合计	1,085,160,126.95	852,849,930.35

9. 持有至到期投资

项目	期末余额	期初余额
债券	4,483,516,880.25	3,167,914,913.57
其中：政府债券	734,492,107.32	499,447,128.63
金融债券	3,749,024,772.93	2,668,467,784.94
其他	220,000,000.00	170,000,000.00
合计	4,703,516,880.25	3,337,914,913.57

10. 长期股权投资

被投资单位名称	原始投资金额	持股比例	期末余额	期初余额
郑州市中牟县中南铝材厂	950,000.00		950,000.00	950,000.00
中国银联投资	8,000,000.00	0.48%	8,000,000.00	8,000,000.00
城市商业银行资金结算中心	400,000.00		400,000.00	400,000.00
中牟郑银村镇银行股份有限公司			10,000,000.00	
减：减值准备			950,000.00	
合计	9,350,000.00		18,400,000.00	9,350,000.00

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(2) Overdue loan Continue Book balance at beginning of period (10,000 Yuan)

Item	Loan on credit	Loan on guarantee	Loan with guaranty	Inc.: mortgage loan	Pledge loan	Total
Overdue by 1 day~90 days (including 90 days)	0.00	140,000.00	5,556,881.00	5,556,881.00	0.00	5,696,881.00
Overdue by 90 days~360 days (including 360 days)	0.00	2,540,000.00	84,779,200.00	84,779,200.00	0.00	87,319,200.00
Overdue by 360 days~3 years (including 3 years)	0.00	139,330,800.00	1,880,000.00	1,880,000.00	0.00	141,210,800.00
Overdue by more than 3 years	0.00	53,980,000.00	43,600,000.00	43,600,000.00	0.00	97,580,000.00
Total	0.00	195,990,800.00	135,816,081.00	135,816,081.00	0.00	331,806,881.00

8. Financial assets available for sale

Item	Balance at end of period	Balance at beginning of period
Bond	885,181,453.18	789,852,078.09
Inc.: Governmental bond	99,876,926.93	99,852,078.09
Financial bond	785,304,526.25	690,000,000.00
Central bank bill	199,978,673.77	0.00
Other	0.00	62,997,852.26
Total	1,085,160,126.95	852,849,930.35

9. Held-to-maturity investment

Item	Balance at end of period	Balance at beginning of period
Bond	4,483,516,880.25	3,167,914,913.57
Inc.: Governmental bond	734,492,107.32	499,447,128.63
Financial bond	3,749,024,772.93	2,668,467,784.94
Other	220,000,000.00	170,000,000.00
Total	4,703,516,880.25	3,337,914,913.57

10. Long-term investment on stocks

Name of unit invested	Original investment amount	Share proportion	Balance at end of period	Balance at beginning of period
Zhengzhou Zhongmou Zhongnan Aluminum Product Factory	950,000.00		950,000.00	950,000.00
China UnionPay Investment	8,000,000.00	0.48%	8,000,000.00	8,000,000.00
Capital Settlement Center of Urban Commercial Bank	400,000.00		400,000.00	400,000.00
Zhongmou Zhengyin Township Bank Co., Ltd			10,000,000.00	
Less: depreciation reserve			950,000.00	
Total	9,350,000.00		18,400,000.00	9,350,000.00

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11. 固定资产

(1) 分类

项目	期末余额	期初余额
固定资产	397,776,191.39	356,488,685.65
在建工程	169,546,477.39	84,593,604.47
固定资产清理	33,715,876.59	33,715,876.59
减：累计折旧	179,065,285.37	162,066,984.12
固定资产减值准备	4,347,910.07	0.00
合计	417,625,349.93	312,731,182.59

(2) 固定资产增减变动情况

项目	年初余额	本年增加	本年减少	年末余额
一、原值合计	356,488,685.65	46,022,033.43	4,734,527.69	397,776,191.39
经营用固定资产	307,230,543.79	46,016,033.43	3,999,499.69	349,247,077.53
其中：房屋及建筑物	187,715,906.35	32,028,255.01	1,414,134.00	218,330,027.36
运输工具	8,617,360.77	1,041,111.00	1,479,396.00	8,179,075.77
电子设备	78,639,380.98	7,374,572.00	459,150.00	85,554,802.98
工具器具	31,103,178.95	5,469,095.42	598,755.69	35,973,518.68
其他	1,154,716.74	103,000.00	48,064.00	1,209,652.74
非经营用固定资产	49,258,141.86	6,000.00	735,028.00	48,529,113.86
其中：房屋及建筑物	49,153,031.86	0.00	735,028.00	48,418,003.86
工具器具	105,110.00	6,000.00	0.00	111,110.00
二、累计折旧合计	162,066,984.12	20,844,402.61	3,846,101.36	179,065,285.37
经营用固定资产	128,895,464.45	18,641,795.73	3,386,705.78	144,150,554.40
其中：房屋及建筑物	57,261,083.58	5,523,537.14	930,777.00	61,853,843.72
运输工具	5,525,047.22	948,186.87	1,405,426.20	5,067,807.89
电子设备	48,489,680.63	8,124,800.46	436,192.50	56,178,288.59
工具器具	16,691,775.78	3,979,825.54	568,649.28	20,102,952.04
其他	927,877.24	65,445.72	45,660.80	947,662.16
非经营用固定资产	33,171,519.67	2,202,606.88	459,395.58	34,914,730.97
其中：房屋及建筑物	33,109,916.41	2,190,673.00	459,395.58	34,841,193.83
工具器具	61,603.26	11,933.88	73,537.14	73,537.14

Chapter XI Financial Statement

Notes to Accounting Statements

11. Fixed assets

(1) Classification

Item	Balance at end of period	Balance at beginning of period
Fixed assets	397,776,191.39	356,488,685.65
Construction in process	169,546,477.39	84,593,604.47
Liquidation of fixed assets	33,715,876.59	33,715,876.59
Less: accumulated depreciation	179,065,285.37	162,066,984.12
Devaluation reserve for fixed assets	4,347,910.07	0.00
Total	417,625,349.93	312,731,182.59

(2) Increase and decrease in fixed assets

Item	Balance at beginning of this year	Increase in this year	Decrease in this year	Balance at end of this year
I. Total original value	356,488,685.65	46,022,033.43	4,734,527.69	397,776,191.39
Fixed assets used for operation	307,230,543.79	46,016,033.43	3,999,499.69	349,247,077.53
Inc.: House and building	187,715,906.35	32,028,255.01	1,414,134.00	218,330,027.36
Transportation means	8,617,360.77	1,041,111.00	1,479,396.00	8,179,075.77
Electronic equipment	78,639,380.98	7,374,572.00	459,150.00	85,554,802.98
Tools and apparatus	31,103,178.95	5,469,095.42	598,755.69	35,973,518.68
Other	1,154,716.74	103,000.00	48,064.00	1,209,652.74
Fixed assets used for non-operation	49,258,141.86	6,000.00	735,028.00	48,529,113.86
Inc.: House and building	49,153,031.86	0.00	735,028.00	48,418,003.86
Tools and apparatus	105,110.00	6,000.00	0.00	111,110.00
II. Total accumulated depreciation	162,066,984.12	20,844,402.61	3,846,101.36	179,065,285.37
Fixed assets used for operation	128,895,464.45	18,641,795.73	3,386,705.78	144,150,554.40
Inc.: House and building	57,261,083.58	5,523,537.14	930,777.00	61,853,843.72
Transportation means	5,525,047.22	948,186.87	1,405,426.20	5,067,807.89
Electronic equipment	48,489,680.63	8,124,800.46	436,192.50	56,178,288.59
Tools and apparatus	16,691,775.78	3,979,825.54	568,649.28	20,102,952.04
Other	927,877.24	65,445.72	45,660.80	947,662.16
Fixed assets used for non-operation	33,171,519.67	2,202,606.88	459,395.58	34,914,730.97
Inc.: House and building	33,109,916.41	2,190,673.00	459,395.58	34,841,193.83
Tools and apparatus	61,603.26	11,933.88	73,537.14	73,537.14

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(2) 固定资产增减变动情况 续

项目	年初余额	本年增加	本年减少	年末余额
三、减值准备	0.00	3,582,352.75	0.00	3,582,352.75
经营用固定资产	0.00	3,174,517.43	0.00	3,174,517.43
其中：房屋及建筑物	0.00	479,911.30	0.00	479,911.30
运输工具	0.00		0.00	0.00
电子设备	0.00	1,893,311.12	0.00	1,893,311.12
工具器具	0.00	235,474.56	0.00	235,474.56
其他	0.00	565,820.45	0.00	565,820.45
非经营用固定资产	0.00	407,835.32	0.00	407,835.32
其中：房屋及建筑物	0.00	407,835.32	0.00	407,835.32
工具器具	0.00	0.00	0.00	0.00
四、净值合计	194,421,701.53			215,128,553.27
经营用固定资产	178,335,079.34			201,922,005.70
其中：房屋及建筑物	130,454,822.77			155,996,272.34
运输工具	3,092,313.55			3,111,267.88
电子设备	30,149,700.35			27,483,203.27
工具器具	14,411,403.17			15,635,092.08
其他	226,839.50			-303,829.87
非经营用固定资产	16,086,622.19			13,206,547.57
其中：房屋及建筑物	16,043,115.45			13,168,974.71
工具器具	43,506.74			37,572.86

12. 无形资产

(1) 无形资产变动情况

名称	年初余额	本年增加	本年减少	年末余额
无形资产原值	29,585,465.50	0.00	0.00	29,585,465.50
累计摊销	-8,943,127.19	0.00	499,473.96	-9,442,601.15
合计	20,642,338.31	0.00	499,473.96	20,142,864.35

Chapter XI Financial Statement

Notes to Accounting Statements

(2) Increase and decrease in fixed assets Continue

Item	Balance at beginning of this year	Increase in this year	Decrease in this year	Balance at end of this year
III. Devaluation reserve	0.00	3,582,352.75	0.00	3,582,352.75
Fixed assets used for operation	0.00	3,174,517.43	0.00	3,174,517.43
Inc.: House and building	0.00	479,911.30	0.00	479,911.30
Transportation means	0.00		0.00	0.00
Electronic equipment	0.00	1,893,311.12	0.00	1,893,311.12
Tools and apparatus	0.00	235,474.56	0.00	235,474.56
Other	0.00	565,820.45	0.00	565,820.45
Fixed assets used for non-operation	0.00	407,835.32	0.00	407,835.32
Inc.: House and building	0.00	407,835.32	0.00	407,835.32
Tools and apparatus	0.00	0.00	0.00	0.00
IV. Total net value	194,421,701.53			215,128,553.27
Fixed assets used for operation	178,335,079.34			201,922,005.70
Inc.: House and building	130,454,822.77			155,996,272.34
Transportation means	3,092,313.55			3,111,267.88
Electronic equipment	30,149,700.35			27,483,203.27
Tools and apparatus	14,411,403.17			15,635,092.08
Other	226,839.50			-303,829.87
Fixed assets used for non-operation	16,086,622.19			13,206,547.57
Inc.: House and building	16,043,115.45			13,168,974.71
Tools and apparatus	43,506.74			37,572.86

12. Intangible assets

(1) Change of intangible assets

Name	Balance at beginning of this year	Increase in this year	Decrease in this year	Balance at end of this year
Original value of intangible assets	29,585,465.50	0.00	0.00	29,585,465.50
accumulative amortization	-8,943,127.19	0.00	499,473.96	-9,442,601.15
Total	20,642,338.31	0.00	499,473.96	20,142,864.35

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(2) 无形资产明细

资产名称	类别	资产使用部门	购建日期	原值	累计摊销	净值
西大街180号土地	土地使用权	西大街支行营业部	1996-01-01	3,322,500	1,852,419	1,470,081
土地使用权	土地使用权	大石桥支行营业部	1997-04-18	272,102	49,561	222,541
陇海支行土地	土地使用权	陇海支行营业部	1995-01-01	5,613,421	2,763,528	2,849,893
开发区土地使用权	土地使用权	全海大道支行营业部	1998-01-01	600,000	260,425	339,575
郑汴路土地使用权	土地使用权	总行营业部	1998-10-01	1,019,000	229,275	789,725
郑汴路土地	土地使用权	总行营业部	1996-07-01	10,533,070	2,843,929	7,689,141
土地使用权	土地使用权	伊河路支行营业部	1995-01-01	916,798	451,349	465,449
反洗钱及个人征信系统软件开发	非专利技术	总部行政管理部	2005-12-09	200,000	81,667	118,333
东区办公楼土地	土地使用权	总部行政管理部	2008-05-30	4,198,800	179,053	4,019,747
土地	土地使用权	财经支行营业部	1993-01-01	2,780,400	675,240	2,105,160
登封路土地	土地使用权	上街支行营业部	1998-01-01	129,375	56,154	73,221
合计				29,585,466	9,442,601	20,142,864

13. 其他资产

项目	期末余额	期初余额
其他应收款	351,790,259.20	269,662,238.17
代理业务资产	404,390,000.00	365,430,000.00
长期待摊费用	16,097,872.42	12,495,334.48
清算资金往来	0.00	966,816.27
其他资产	4,314,525,284.82	4,314,545,858.41
合计	5,086,803,416.44	4,963,100,247.33

注：(1) 长期待摊费用

种类	年初余额	本年增加	本年减少	其中：本年摊销	期末余额
固定资产改良支出	6,719,149.38	15,662,418.12	7,772,926.74	7,772,926.74	14,608,640.76
低值易耗	3,735,830.17	4,001,288.46	7,737,118.63	7,737,118.63	
租赁费	1,322,339.34		300,586.91	300,586.91	1,021,752.43
其他	718,015.59		250,536.36	250,536.36	467,479.23
合计	12,495,334.48	19,663,706.58	16,061,168.64	16,061,168.64	16,097,872.42

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Notes to Accounting Statements

(2) Details of intangible assets

Name of assets	Category	User	Construction date	Original value	Accumulated amortization	Net value
Land at No. 180 on Xidajie Avenue	Land use right	Business Department Xidajie Branch	1996-01-01	3,322,500	1,852,419	1,470,081
Land use right	Land use right	Business Department of Dashiqiao Branch	1997-04-18	272,102	49,561	222,541
Land of Longhai Branch	Land use right	Business Department of Longhai Branch	1995-01-01	5,613,421	2,763,528	2,849,893
Land use right in development district	Land use right	Business Department of Jinlai Avenue Branch	1998-01-01	600,000	260,425	339,575
Land use right on Zhengbian Road	Land use right	Business Department of Head Office	1998-10-01	1,019,000	229,275	789,725
Land on Zhengbian Road	Land use right	Business Department of Head Office	1996-07-01	10,533,070	2,843,929	7,689,141
Land use right	Land use right	Business Department of Yihe Road Branch	1995-01-01	916,798	451,349	465,449
Development of software of anti-money laundering and individual credit system	Non-patent technology	Administrative Department of Head Office	2005-12-09	200,000	81,667	118,333
Land occupied by office building in Zhengdong District	Land use right	Administrative Department of Head Office	2008-05-30	4,198,800	179,053	4,019,747
Land	Land use right	Business Department of Finance & Economics Branch	1993-01-01	2,780,400	675,240	2,105,160
Land on Dengfeng Road	Land use right	Business Department of Shangjie Branch	1998-01-01	129,375	56,154	73,221
Total				29,585,466	9,442,601	20,142,864

13. Other assets

Item	Balance at end of period	Balance at beginning of period
Other account receivable	351,790,259.20	269,662,238.17
Capital in vicarious business	404,390,000.00	365,430,000.00
Long-term deferred expenses	16,097,872.42	12,495,334.48
Liquidation of inter bank business	0.00	966,816.27
Other assets	4,314,525,284.82	4,314,545,858.41
Total	5,086,803,416.44	4,963,100,247.33

Note: (1) Long-term deferred expenses

Category	Balance at beginning of this year	Increase in this year	Decrease in this year	Inc. Amortized expense in this year	Balance at end of period
Modification expense for fixed assets	6,719,149.38	15,662,418.12	7,772,926.74	7,772,926.74	14,608,640.76
Low-value consumable	3,735,830.17	4,001,288.46	7,737,118.63	7,737,118.63	
Lease expense	1,322,339.34		300,586.91	300,586.91	1,021,752.43
Other	718,015.59		250,536.36	250,536.36	467,479.23
Total	12,495,334.48	19,663,706.58	16,061,168.64	16,061,168.64	16,097,872.42

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(2) 其他资产主要是置换资产。

(3) 其他代理业务-委托贷款前五名明细如下:

项目	金额
河南中联创房地产开发有限公司贷款户	100,000,000.00
郑州未来房地产开发有限公司贷款户	64,955,000.00
河南千万间置业有限公司贷款户	50,000,000.00
郑州增奇新钢铁有限责任公司贷款户	44,000,000.00
郑州旅游职业学院贷款户	17,540,000.00

14.向中央银行借款

项目	期末余额	期初余额
向中央银行借款	870,000,000.00	1,172,840,000.00

15.同业及其他金融机构存放款项

项目	期末余额	期初余额
同业清算存款	1,600,000.00	
同业一般存款	1,030,567,180.57	1,279,364,626.10
合计	1,032,167,180.57	1,279,364,626.10

16.拆入资金

项目	期末余额	期初余额
同业拆入	11,000,000.00	11,000,000.00

注: 11,000,000.00元全部为逾期拆入款项。

17.卖出回购金融资产款

项目	期末余额	期初余额
卖出回购金融资产款	2,000,000,000.00	1,600,000,000.00
其中: 证券	2,000,000,000.00	1,600,000,000.00

Chapter XI Financial Statement

Notes to Accounting Statements

(2) Other assets mainly consist of replacement assets.

(3) For other agency business- loan by mandate, the top five are detailed as follows:

Items	Amount
Henna Zhonghianchuang Real Estate Development Co., Ltd-borrower	100,000,000.00
Zhengzhou Weilai Real Estate Development Co., Ltd-borrower	64,955,000.00
Henna Qianwanjian Real Estate Co., Ltd -borrower	50,000,000.00
Zhengzhou Zengqixin Steel Co., Ltd-borrower	44,000,000.00
Zhengzhou Tourism College-borrower	17,540,000.00

14. Borrowing from the Central Bank

Item	Balance at end of period	Balance at beginning of period
Borrowing from the Central Bank	870,000,000.00	1,172,840,000.00

15. Due from banks and other financial institutions

Item	Balance at end of period	Balance at beginning of period
liquidated inter-bank deposits	1,600,000.00	
Ordinary inter-bank deposits	1,030,567,180.57	1,279,364,626.10
Total	1,032,167,180.57	1,279,364,626.10

16. Borrowing from other banks and financial institutions

Item	Balance at end of period	Balance at beginning of period
Inter-bank borrowing	11,000,000.00	11,000,000.00

Notes: the amount of 11,000,000.00 Yuan totally is the overdue borrowings from other banks and financial institutions.

17. Financial assets sold for repurchase

Item	Balance at end of period	Balance at beginning of period
Financial assets sold for repurchase	2,000,000,000.00	1,600,000,000.00
Inc.: Bond	2,000,000,000.00	1,600,000,000.00

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18. 吸收存款

项目	期末余额	期初余额
活期存款	19,746,675,531.12	15,630,026,176.60
单位通知存款	398,300,000.00	404,700,000.00
定期存款	1,976,937,876.57	1,470,077,258.70
待结算财政款项	29,016,728.35	25,220,123.65
应解汇款及临时存款	142,967,834.06	9,335,837.71
活期储蓄存款	4,215,701,458.75	3,925,107,853.16
个人通知存款	122,561,599.52	89,593,472.55
定期储蓄存款	4,631,361,157.96	3,525,207,299.47
保证金	3,676,030,218.11	2,092,147,015.46
合计	34,939,552,404.44	27,171,415,037.30

19. 应付职工薪酬

项目	期初余额	本年增加	本年减少	期末余额
工资	4,865,922.25	113,821,788.60	113,291,216.36	5,396,494.49
职工福利	0.00	15,443,929.71	15,443,269.71	660.00
社会保险费	117.00	23,107,829.89	23,107,946.89	0.00
住房公积金	0.00	8,236,998.47	8,236,998.47	0.00
工会经费	1,142,368.47	2,204,732.54	2,571,587.01	775,514.00
职工教育经费	678,963.02	3,250,475.66	3,917,102.19	12,336.49
合计	6,687,370.74	166,065,754.87	166,568,120.63	6,185,004.98

20. 应交税费

项目	期末余额	期初余额
营业税金及附加	18,590,972.58	18,325,153.24
费用性税金	876,117.90	756,586.32
企业所得税	39,060,311.05	-8,051,506.51
个人所得税	945,563.08	558,082.35
应付利息税	64,172.86	446,155.34
合计	59,537,137.47	12,034,470.74

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18. Accepted money deposits

Item	Balance at end of period	Balance at beginning of period
Current deposit	19,746,675,531.12	15,630,026,176.60
Corporate call deposit	398,300,000.00	404,700,000.00
Fixed deposit	1,976,937,876.57	1,470,077,258.70
Financial capital to be settled	29,016,728.35	25,220,123.65
Amounts payable on wire transfers received and temporary deposit	142,967,834.06	9,335,837.71
Current savings deposit	4,215,701,458.75	3,925,107,853.16
Personal call deposit	122,561,599.52	89,593,472.55
Fixed savings deposit	4,631,361,157.96	3,525,207,299.47
Guarantee fund	3,676,030,218.11	2,092,147,015.46
Total	34,939,552,404.44	27,171,415,037.30

19. Payroll payable

Item	Balance at beginning of period	Increase in this year	Decrease in this year	Balance at beginning of period
Salary	4,865,922.25	113,821,788.60	113,291,216.36	5,396,494.49
Welfare for workers and staff	0.00	15,443,929.71	15,443,269.71	660.00
Social insurance	117.00	23,107,829.89	23,107,946.89	0.00
Public accumulation fund for housing construction	0.00	8,236,998.47	8,236,998.47	0.00
Labor union expenditure	1,142,368.47	2,204,732.54	2,571,587.01	775,514.00
Expenditure for workers and staff education	678,963.02	3,250,475.66	3,917,102.19	12,336.49
Total	6,687,370.74	166,065,754.87	166,568,120.63	6,185,004.98

20. Taxes payable

Item	Balance at end of period	Balance at beginning of period
Business tax and additional tax	18,590,972.58	18,325,153.24
Expense-type tax	876,117.90	756,586.32
Enterprise income tax	39,060,311.05	-8,051,506.51
Personal income tax	945,563.08	558,082.35
Interest tax payable	64,172.86	446,155.34
Total	59,537,137.47	12,034,470.74

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21. 应付利息

项目	期末余额	期初余额
应付定期存款息	31,350,961.06	21,292,526.35
应付定期储蓄存款息	65,555,634.20	66,867,677.38
卖出回购金融资产利息	63,561.65	69,260.27
合计	96,970,156.91	88,229,464.00

22. 其他负债

项目	期末余额	期初余额
待处理财产损益	83,661.10	135,505.53
应付股利	15,122,119.00	15,158,199.85
其他应付款	199,504,720.58	401,852,808.92
代理业务负债	405,129,402.00	365,549,412.00
其他代理业务	33,148,762.66	17,865,289.05
贴现负债	-7,398,531.73	0.00
清算资金往来	2,113,275.31	0.00
合计	647,703,408.92	800,561,215.35

(1) 其他应付款

项目	期末余额	期初余额
久悬未取款项	42,392,465.09	41,921,830.03
其他应付款项	157,112,255.49	359,930,978.89
合计	199,504,720.58	401,852,808.92

(2) 代理业务负债

项目	期末余额	期初余额
单位委托存款	362,234,112.00	362,949,412.00
个人委托存款	42,895,290.00	2,600,000.00
合计	405,129,402.00	365,549,412.00

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21. Interest payable

Item	Balance at end of period	Balance at beginning of period
Fixed deposit interest payable	31,350,961.06	21,292,526.35
Fixed savings deposit interest payable	65,555,634.20	66,867,677.38
Interest of financial assets sold for repurchase	63,561.65	69,260.27
Total	96,970,156.91	88,229,464.00

22. Other liabilities

Item	Balance at end of period	Balance at beginning of period
Profit/loss of properties to be settled	83,661.10	135,505.53
Dividends payable	15,122,119.00	15,158,199.85
Other account payable	199,504,720.58	401,852,808.92
Liabilities of agency business	405,129,402.00	365,549,412.00
Other agency businesses	33,148,762.66	17,865,289.05
Discount liabilities	-7,398,531.73	0.00
Liquidation of inter bank business	2,113,275.31	0.00
Total	647,703,408.92	800,561,215.35

(1) Other account payable

Item	Balance at end of period	Balance at beginning of period
Account which is suspended for a long term and not withdrawn	42,392,465.09	41,921,830.03
Other account payable	157,112,255.49	359,930,978.89
Total	199,504,720.58	401,852,808.92

(2) Liabilities of agency business

Items	Balance at end of period	Balance at beginning of period
Corporate consigned deposit	362,234,112.00	362,949,412.00
Individual consigned deposit	42,895,290.00	2,600,000.00
Total	405,129,402.00	365,549,412.00

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(3) 其他代理业务

项目	期末余额	期初余额
代付各种费用	8,107,912.29	1,128,000.75
代收各种费用	10,857,538.89	1,467,751.02
自助代理业务	13,815,091.31	29,284,972.92
代理其他业务	368,220.17	-14,015,435.64
合计	33,148,762.66	17,865,289.05

23. 实收资本

项目	期末余额 (万元)	持股比例	期初余额 (万元)	持股比例
法人资本	137,481.18	95.88%	137,481.18	95.88%
个人资本	5,912.01	4.12%	5,912.01	4.12%
合计	143,393.19	100.00%	143,393.19	100.00%

24. 资本公积

期初余额	年增加	本年减少	期末余额
54,370,567.94	0.00	0.00	54,370,567.94

25. 盈余公积

项目	期初余额	本年增加	本年减少	期末余额
法定盈余公积	86,762,820.80	25,442,548.49	3,176,650.69	109,028,718.60
任意盈余公积	48,197,397.79			48,197,397.79
合计	134,960,218.59	25,442,548.49	3,176,650.69	157,226,116.39

注：法定盈余公积减少为以前年度损益调整的调减额。

26. 一般风险准备

期初余额	本年增加	本年减少	期末余额
0.00	120,000,000.00		120,000,000.00

注：本公司2009年末一般风险准备未达到风险资产期末余额的1%。

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(3) Other agency businesses

Items	Balance at end of period	Balance at beginning of period
Expenses paid for another	8,107,912.29	1,128,000.75
Expenses collected for another	10,857,538.89	1,467,751.02
Self-help agency businesses	13,815,091.31	29,284,972.92
Other agency businesses	368,220.17	-14,015,435.64
Total	33,148,762.66	17,865,289.05

23. Paid-in capital

Item	Balance at end of period (10,000 Yuan)	Share proportion	Balance at beginning of period (10,000 Yuan)	Share proportion
Capital of legal entity	137,481.18	95.88%	137,481.18	95.88%
Capital of individual	5,912.01	4.12%	5,912.01	4.12%
Total	143,393.19	100.00%	143,393.19	100.00%

24. Capital reserve

Balance at beginning of period	Increase in this year	Decrease in this year	Balance at end of period
54,370,567.94	0.00	0.00	54,370,567.94

25. Surplus reserve

Item	Balance at beginning of period	Increase in this year	Decrease in this year	Balance at end of period
Legal surplus reserve	86,762,820.80	25,442,548.49	3,176,650.69	109,028,718.60
Other Legal surplus reserve	48,197,397.79			48,197,397.79
Total	134,960,218.59	25,442,548.49	3,176,650.69	157,226,116.39

Note: the legal surplus reserve is decreased to the decreased amount adjusted to the profits and losses of previous year.

26. General risk reserves

Balance at beginning of period	Increase in this year	Decrease in this year	Balance at end of period
0.00	120,000,000.00		120,000,000.00

Note: the general risk reserve at end of 2009 of the Company is less than 1% of the balance at end of the risk asset period.

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27. 未分配利润

项目	金额
上年年末数	227,665,629.96
加：年初未分配利润调整数	
其中：会计政策变更	
重大会计差错	
其他调整因素	
本年年初数	227,665,629.96
本年增加数	254,425,484.93
其中：本年净利润转入	254,425,484.93
其他增加	
本年减少数	174,032,404.74
其中：本年提取盈余公积数	22,265,897.80
提取一般风险准备	120,000,000.00
本年分配现金股利数	
本年分配股票股利数	
其他减少	31,766,506.94
本年年末数	308,058,710.15
其中：董事会已批准的现金股利数	

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Notes to Accounting Statements

27. Undistributed profit

Items	Amount
Amount at end of last year	227,665,629.96
Add: adjustment of undistributed profits at beginning of the year	
Inc.: Change of accounting policy	
Severe accounting error	
Other adjustment factor	
Amount at beginning of this year	227,665,629.96
Increase in this year	254,425,484.93
Inc.: amount transferred from net profits of this year	254,425,484.93
Other increase	
Decrease in this year	174,032,404.74
Inc.: surplus reserves withdrawn in this year	22,265,897.80
Withdrawal of general risk reserves	120,000,000.00
Cash dividends distributed in this year	
Stock dividends distributed in this year	
Other decrease	31,766,506.94
Amount at end of this year	308,058,710.15
Inc.: cash dividends approved by the Board of Directors	

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28. 利息净收入

项目	本期发生额	上期发生额	比上年同期增减 (%)
利息收入	1,193,227,426.48	1,274,723,626.23	-6.39%
-存放同业	1,860,683.08	4,498,497.01	-58.64%
-存放中央银行	65,684,378.07	77,046,896.66	-14.75%
-拆出资金	0.00	0.00	0.00%
-发放贷款和垫款	1,035,340,833.15	1,043,941,380.91	-0.82%
其中：贷款和垫款	1,035,340,833.15	1,043,941,380.91	-0.82%
票据贴现	0.00	0.00	0.00%
-买入返售金融资产	1,824,714.55	4,370,678.67	-58.25%
-债券投资	0.00	0.00	0.00%
-转贴现利息收入	88,516,817.63	144,866,172.98	-38.90%
-其他	0.00	0.00	0.00%
其中：已减值金融资产利息收入	0.00	0.00	0.00%
利息支出	361,433,011.50	490,535,518.16	-26.32%
-同业存放	40,110,055.71	37,075,646.83	8.18%
-向中央银行借款	0.00	0.00	0.00%
-拆入资金	0.00	0.00	0.00%
-吸收存款	300,172,947.30	371,995,057.71	-19.31%
-卖出回购金融资产	16,836,153.60	63,252,705.49	-73.38%
-发行债券	0.00	0.00	0.00%
-转贴现利息支出	4,313,854.94	18,212,108.13	-76.31%
-其他	0.00	0.00	0.00%
利息净收入	831,794,414.98	784,188,108.07	6.07%

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Notes to Accounting Statements

28. Net income from interest

Item	Amount incurred in this period	Amount incurred of last period	Compared with same period last year, increase/decrease (%)
Income from interest	1,193,227,426.48	1,274,723,626.23	-6.39%
Due from banks	1,860,683.08	4,498,497.01	-58.64%
Due from the Central Bank	65,684,378.07	77,046,896.66	-14.75%
Funds for inter-bank lending	0.00	0.00	0.00%
Granting of loan and imprest	1,035,340,833.15	1,043,941,380.91	-0.82%
Inc.: loan and imprest	1,035,340,833.15	1,043,941,380.91	-0.82%
Discount bills	0.00	0.00	0.00%
Buying back the sale of financial assets	1,824,714.55	4,370,678.67	-58.25%
Bond investment	0.00	0.00	0.00%
Income from discount interest transferred	88,516,817.63	144,866,172.98	-38.90%
Other	0.00	0.00	0.00%
Inc.: Income from interest of depreciated financial assets	0.00	0.00	0.00%
Expenditure for interest	361,433,011.50	490,535,518.16	-26.32%
Borrowings from banks	40,110,055.71	37,075,646.83	8.18%
Borrowing from the Central Bank	0.00	0.00	0.00%
Borrowing from banks and other financial institutions	0.00	0.00	0.00%
Accepted money deposits	300,172,947.30	371,995,057.71	-19.31%
Financial assets sold for repurchase	16,836,153.60	63,252,705.49	-73.38%
Issue bond	0.00	0.00	0.00%
Expenditure for discount interest transferred	4,313,854.94	18,212,108.13	-76.31%
Other	0.00	0.00	0.00%
Net income from interest	831,794,414.98	784,188,108.07	6.07%

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29. 手续费及佣金净收入

项目	本期发生额	上期发生额	比上年同期增减 (%)
手续费及佣金收入	32,670,656.99	29,644,202.58	10.21%
- 结算与清算手续费	3,385,099.21	982,601.00	244.50%
- 代理业务手续费	7,124,069.92	8,752,472.56	-18.61%
- 担保业务手续费及佣金	4,742,388.43	2,642,835.60	79.44%
- 银行卡手续费	9,816,393.85	8,136,106.76	20.65%
- 顾问和咨询费		200.00	-100.00%
- 委托业务手续费收入	654,493.00	623,879.00	4.91%
- 证券买卖手续费收入	4,845,005.00	3,205,010.00	51.17%
- 其他	2,103,207.58	5,301,097.66	-60.33%
手续费及佣金支出	10,586,608.04	10,219,632.15	3.59%
- 手续费支出	10,586,608.04	10,219,632.15	3.59%
- 佣金支出	0.00	0.00	0.00%
手续费及佣金净收入	22,084,048.95	19,424,570.43	13.69%

30. 投资收益

项目	本期发生额	上期发生额	比上年同期增减 (%)
国债投资收益	24,059,555.37	16,350,322.70	47.15%
其他债券投资收益	226,533,320.40	210,798,505.57	7.46%
其他投资收益	320,000.00	160,000.00	-100.00%
合计	250,912,875.77	227,308,828.27	10.38%

31. 其他营业收入

项目	本期发生额	上期发生额
其他收入	55,412,360.34	44,866,918.65

注：其他营业收入主要为其他资产取得的收入。

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29. Net income from handling charges and commission fee

Item	Amount incurred in this period	Amount incurred of last period	Compared with same period last year, increase/decrease (%)
Income from handling charges and commission fee	32,670,656.99	29,644,202.58	10.21%
Handling charges of settlement and liquidation	3,385,099.21	982,601.00	244.50%
Handling charges of agency business	7,124,069.92	8,752,472.56	-18.61%
Handling charges and commission fee of guarantee business	4,742,388.43	2,642,835.60	79.44%
Handling charges of bank card	9,816,393.85	8,136,106.76	20.65%
Consultancy fee		200.00	-100.00%
Income from handling charges of commission business	654,493.00	623,879.00	4.91%
Income from handling charges of securities purchase/sale	4,845,005.00	3,205,010.00	51.17%
Other	2,103,207.58	5,301,097.66	-60.33%
Expenditure for handling charges and commission fee	10,586,608.04	10,219,632.15	3.59%
Expenditure for handling charges	10,586,608.04	10,219,632.15	3.59%
Expenditure for commission fee	0.00	0.00	0.00%
Net income from handling charges and commission fee	22,084,048.95	19,424,570.43	13.69%

30. Investment yields

Item	Amount incurred in this period	Amount incurred of last period	Compared with same period last year, increase/decrease (%)
Income from national debt investment	24,059,555.37	16,350,322.70	47.15%
Income from other bond investment	226,533,320.40	210,798,505.57	7.46%
Income from other investment	320,000.00	160,000.00	-100.00%
Total	250,912,875.77	227,308,828.27	10.38%

31. Income from other operations

Item	Amount incurred in this period	Amount incurred of last period
Other income	55,412,360.34	44,866,918.65

Note: other operating income mainly consists of the income from other assets.

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32. 营业费用

项目	本期发生额	上期发生额	比上年同期增减 (%)
业务宣传费	34,052,100.60	25,482,716.06	33.63%
业务招待费	10,209,771.50	9,943,411.28	2.68%
业务及管理费	313,450,549.43	244,233,538.03	28.34%
监管费	4,936,628.25	5,197,874.12	-5.03%
固定资产折旧费	20,844,402.61	18,936,526.82	10.08%
合计	383,493,452.39	303,794,066.31	26.23%

33. 资产减值损失

项目	本期发生额	上期发生额	比上年同期增减 (%)
资产减值损失	382,300,051.43	460,000,000.00	-16.89%
其中：贷款损失	365,000,000.00	460,000,000.00	-20.65%

34. 营业外收入

项目	本期发生额	上期发生额	比上年同期增减 (%)
罚没款收入	80,675.00	103,695.00	-22.20%
资产处置利得	2,516.00	8,253.00	-69.51%
出纳长款收入	66,850.00	11,150.70	499.51%
捐赠利得	120,000.00	0.00	
其他营业外收入	752,275.18	80,552.74	833.89%
合计	1,022,316.18	203,651.44	401.99%

35. 营业外支出

项目	本期发生额	上期发生额	比上年同期增减 (%)
资产处置损失	372,824.33	239,995.18	55.35%
出纳短款损失	1,233.36	0.00	
其他营业外支出	1,619,924.00	1,813,440.00	-10.67%
合计	1,993,981.69	2,053,435.18	-2.90%

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32. Operating expenses

Item	Amount incurred in this period	Amount incurred of last period	Compared with same period last year, increase/decrease (%)
Business publicity expenses	34,052,100.60	25,482,716.06	33.63%
Business reception expenses	10,209,771.50	9,943,411.28	2.68%
Business and administration expense	313,450,549.43	244,233,538.03	28.34%
Supervision expense	4,936,628.25	5,197,874.12	-5.03%
Expense for fixed assets depreciation	20,844,402.61	18,936,526.82	10.08%
Total	383,493,452.39	303,794,066.31	26.23%

33. Asset depreciation loss

Item	Amount incurred in this period	Amount incurred of last period	Compared with same period last year, increase/decrease (%)
Asset depreciation loss	382,300,051.43	460,000,000.00	-16.89%
Inc.: loan loss	365,000,000.00	460,000,000.00	-20.65%

34. Non-operating income

Item	Amount incurred in this period	Amount incurred of last period	Compared with same period last year, increase/decrease (%)
Income from penalty	80,675.00	103,695.00	-22.20%
Income from asset disposal	2,516.00	8,253.00	-69.51%
Cashier rest incomes	66,850.00	11,150.70	499.51%
Donation incomes	120,000.00	0.00	
Other non-operating incomes	752,275.18	80,552.74	833.89%
Total	1,022,316.18	203,651.44	401.99%

35. Non-operating expenditure

Item	Amount incurred in this period	Amount incurred of last period	Compared with same period last year, increase/decrease (%)
Loss of asset disposal	372,824.33	239,995.18	55.35%
Loss of short-term money received and paid out	1,233.36	0.00	
Other non-operating expenditures	1,619,924.00	1,813,440.00	-10.67%
Total	1,993,981.69	2,053,435.18	-2.90%

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36. 利润总额

项目	本期发生额	上期发生额	比上年同期增减(%)
利润总额	331,214,128.12	248,229,335.20	33.43%
减: 所得税费用	76,788,643.19	57,969,753.13	32.46%
净利润	254,425,484.93	190,259,582.07	33.73%

注: 2009年度按应付税款法计提所得税76,788,643.19元。



□ Chapter XI Financial Statement

Notes to Accounting Statements

36. Total profits

Item	Amount incurred in this period	Amount incurred of last period	Compared with same period last year, increase/decrease (%)
Total profits	331,214,128.12	248,229,335.20	33.43%
Less: Income tax expense	76,788,643.19	57,969,753.13	32.46%
Net profits	254,425,484.93	190,259,582.07	33.73%

Note: In 2009, the income tax of RMB 76,788,643.19 Yuan was deducted as per the tax payable.



第十一章 财务会计报告

会计报表附注

37. 净利润调节为经营活动现金流量

补充资料	本年金额	上年金额
1. 将净利润调节为经营活动现金流量:		
净利润	254,425,484.93	190,259,582.07
加: 资产减值准备	382,300,051.43	460,000,000.00
固定资产折旧、油气资产折耗、生产性生物资产折旧	16,998,301.25	16,991,193.85
无形资产摊销	499,473.96	463,663.29
长期待摊费用摊销	-3,602,537.94	2,138,822.84
处置固定资产、无形资产和其他长期资产的损失(收益以“-”号填列)	0.00	231,742.18
固定资产报废损失(收益以“-”号填列)	0.00	0.00
公允价值变动损失(收益以“-”号填列)	0.00	0.00
财务费用(收益以“-”号填列)	0.00	0.00
投资损失(收益以“-”号填列)	-250,912,875.77	-227,308,828.27
递延所得税资产减少(增加以“-”号填列)	0.00	0.00
递延所得税负债增加(减少以“-”号填列)	0.00	0.00
存货的减少(增加以“-”号填列)	0.00	0.00
经营性应收项目的减少(增加以“-”号填列)	-89,235,101.13	-156,691,401.19
经营性应付项目的增加(减少以“-”号填列)	-146,607,094.46	-102,013,843.30
其他	2,689,582,532.45	1,937,921,178.62
经营活动产生的现金流量净额	2,853,448,234.72	2,121,992,110.09
2. 不涉及现金收支的重大投资和筹资活动:	0.00	0.00
债务转为资本	0.00	0.00
一年内到期的可转换公司债券	0.00	0.00
融资租入固定资产	0.00	0.00
3. 现金及现金等价物净变动情况:	0.00	0.00
现金的期末余额	2,501,561,482.25	2,673,349,377.68
减: 现金的期初余额	2,673,349,377.68	2,064,120,863.14
加: 现金等价物的期末余额	0.00	31,958,975.67
减: 现金等价物的期初余额	31,958,975.67	0.00
现金及现金等价物净增加额	-203,746,871.10	641,187,490.21

Chapter XI Financial Statement

Notes to Accounting Statements

37. Cash flow of adjusting net profit into operating activity

Supplementary data	Amount incurred in this period	Amount incurred of last period
1. Cash flow of adjusting net profit into operating activity		
Net profits	254,425,484.93	190,259,582.07
Add: Provision for asset depreciation	382,300,051.43	460,000,000.00
Fixed assets depreciation, oil/gas consumption, productive biologic asset depreciation	16,998,301.25	16,991,193.85
Amortization of intangible assets	499,473.96	463,663.29
Amortization of long-term fees to be apportioned	-3,602,537.94	2,138,822.84
Loss of disposal of fixed assets, intangible assets and other long-term assets (filled in "-" if payoff)	0.00	231,742.18
Loss of fixed asset retirement (filled in "-" if payoff)	0.00	0.00
Loss of fair value change (filled in "-" if payoff)	0.00	0.00
Financial expense (filled in "-" if payoff)	0.00	0.00
Investment loss (filled in "-" if payoff)	-250,912,875.77	-227,308,828.27
Decrease of deferred income tax asset (filled in "-" if increase)	0.00	0.00
Increase of deferred income tax liability (filled in "-" if decrease)	0.00	0.00
Decrease of inventory (filled in "-" if increase)	0.00	0.00
Decrease of operational item receivable (filled in "-" if increase)	-89,235,101.13	-156,691,401.19
Increase of operational item payable (filled in "-" if decrease)	-146,607,094.46	-102,013,843.30
Other	2,689,582,532.45	1,937,921,178.62
Net cash flow from operating activities	2,853,448,234.72	2,121,992,110.09
2. Important investment and financing activities not involved with cash flow	0.00	0.00
Transfer debt into capital	0.00	0.00
Transferable company bond matured within one year	0.00	0.00
Fixed assets under operating lease	0.00	0.00
3. Net change of cash and cash equivalent	0.00	0.00
Cash balance at end of period	2,501,561,482.25	2,673,349,377.68
Less: Cash balance at beginning of period	2,673,349,377.68	2,064,120,863.14
Add: Cash equivalent balance at end of period	0.00	31,958,975.67
Less: Cash equivalent balance at beginning of period	31,958,975.67	0.00
Net increase amount of cash and cash equivalent	-203,746,871.10	641,187,490.21

第十一章 财务会计报告

会计报表附注

38. 现金及现金等价物

项目	本期金额	上期金额
一、现金	2,501,561,482.25	2,673,349,377.68
其中：库存现金	294,581,850.21	206,403,071.78
可随时用于支付的银行存款	0.00	0.00
可随时用于支付的其他货币资金	0.00	0.00
可用于支付的存放中央银行款项	1,902,364,782.72	2,464,089,657.36
存放同业款项	304,614,849.32	2,856,648.54
拆放同业款项	0.00	0.00
二、现金等价物	0.00	31,958,975.67
其中：三个月内到期的债券投资	0.00	31,958,975.67
三、期末现金及现金等价物余额	2,501,561,482.25	2,705,308,353.35
其中：母公司或集团内资公司使用受限制的现金及现金等价物		

七、关联方关系

1. 存在控制关系的关联方

关联方名称	与本企业关系	持股金额 (万元)	持股比例
郑州市财政局	控股股东	49,090	34.23%

2. 与公司不存在控制关系的关联方 (持股5%以上的股东单位)

关联方名称	与本企业关系	持股金额 (万元)	持股比例
河南投资集团有限公司	股东单位	8,173	5.69%
百瑞信托有限责任公司	股东单位	7,300	5.09%

八、或有事项

1. 贷款承诺

项目	期末余额	年初余额
开出保函	131,325,890.00	64,832,030.80
银行承兑汇票	4,483,183,935.32	2,618,188,869.86
合计	4,614,509,825.32	2,683,020,900.66

Chapter XI Financial Statement

Notes to Accounting Statements

38. Cash and cash equivalent

Items	Amount incurred in this period	Amount incurred of last period
I. Cash	2,501,561,482.25	2,673,349,377.68
Inc.: Cash in treasury	294,581,850.21	206,403,071.78
Bank deposit for payment at any moment	0.00	0.00
Other monetary fund for payment at any moment	0.00	0.00
Deposit in Central Bank for payment	1,902,364,782.72	2,464,089,657.36
Due from banks	304,614,849.32	2,856,648.54
Borrowings from banks	0.00	0.00
II. Cash equivalent	0.00	31,958,975.67
Inc.: Bond investment matured within 3 months	0.00	31,958,975.67
III. Balance of cash and cash equivalent at end of period	2,501,561,482.25	2,705,308,353.35
Inc.: Cash and cash equivalent with their use limited in parent company or group company		

VII. Relationship of related party

1. Related party with control relationship

Name of related party	Relationship with this company	Share amount (10,000 Yuan)	Share proportion
Zhengzhou Municipal Financial Bureau	Holding shareholder	49,090	34.23%

2. Related party without control relationship with the Company (shareholder whose share proportion is greater than 5%)

Name of related party	Relationship with this company	Share amount (10,000 Yuan)	Share proportion
Henan Investment Group Co., Ltd	Shareholder unit	8,173	5.69%
Bridge Trust Investment Co., Ltd	Shareholder unit	7,300	5.09%

VIII. Contingent items

1. Loan promise

Items	Contract amount at end of period	Balance at beginning of this year
Issuance of letter of guarantee	131,325,890.00	64,832,030.80
Bank acceptance	4,483,183,935.32	2,618,188,869.86
Total	4,614,509,825.32	2,683,020,900.66

□ 第十一章 财务会计报告

会计报表附注

2.截至2009年底，未判决案件数量为4件，标的为430.5万元，均为债务案件。

九、重要事项说明

根据郑州市人民政府郑政函[2005]71号文件精神，郑州市人民政府国有资产监督管理委员会将郑州国际会展中心和郑州市黄河名胜风景区资产合计628,214万元划转至郑州市商都资产投资管理有限公司（以下简称商都公司），商都公司将上述资产用于置换本公司等额的不良资产。2008年度，本公司将郑州市黄河名胜风景区资产150,000万元进行剥离，其他累计减少46,889万元。截止2009年12月31日，置换资产余额431,325万元。



□ Chapter XI Financial Statement

Notes to Accounting Statements

2. By December 31, 2009, the Company had four debt cases to be judged with the object value of RMB 4,305 thousand Yuan.

IX. Description of important matters

According to the spirit of ZZH[2005]No.71 document issued by the People's Government of Zhengzhou City, the State-owned Assets Supervision and Administration Commission of the People's Government of Zhengzhou City transferred the total assets of RMB 6,282.14 million Yuan of Zhengzhou International Exhibition Center and the Yellow River Scenic Area of Zhengzhou to Zhengzhou Shangdu Assets Investment Management Co., Ltd (hereinafter called as SHANGDU Company), used for exchanging the bad assets with same amount of the Company. In 2008, the Company took out RMB 1,500 million Yuan of Yellow River Scenic Area of Zhengzhou, and the others decreased by RMB 468.89 million Yuan totally. By December 31, 2009, the balance of replacement assets was RMB 4,313.25 million Yuan.

Bank of Zhengzhou Co., Ltd
March 20, 2010



□ 第十一章 财务会计报告

□ 二、财务情况说明书

(一) 资产负债情况

2009年末，全行资产总额4,242,670万元，较2008年增加843,364万元，增幅24.81%；较2007年增加1,204,311万元，增幅39.64%。其中：年末贷款余额2,020,260万元，较2008年增加400,004万元，增幅24.69%；较2007年增加659,338万元，增幅48.45%。

2009年末，全行负债总额4,035,311万元，较2008年增加821,098万元，增幅25.55%；较2007年增加1,124,779万元，增幅38.65%。其中：年末各类存款余额3,493,955万元，较2008年增加766,813万元，增幅28.59%；较2007年增加1,054,799万元，增幅43.24%。

(二) 股东权益情况

2009年末，全行股东权益为207,359万元，较2008年增加22,266万元，增幅12.03%；较2007年增加79,531万元，增幅62.22%。一是2008年郑州燃气集团有限公司等9家企业出资入股47,000万元；二是盈利水平提升，净利润增加，也相应增加了股东权益。

(三) 财务经营情况

2009年，全行账面共实现各项收入153,324万元，各项支出120,203万元，利润总额33,121万元，较2008年增加8,298万元，增幅33.43%；账面净利润25,442万元，较2008年增加6,416万元，增幅33.72%。存贷款、投资等各项业务继续保持快速、持续、健康的发展态势，盈利水平持续提升，财务状况持续优化。

(四) 利润实现及分配、税金缴纳情况

2009年，全行账面盈利33,121万元，计提企业所得税7,679万元，税后净利润25,442万元。根据规定提取法定盈余公积2,544元，以前年度损益调整结转冲减2,859万元，提取一般风险准备12000万元后，2009年末账面未分配利润30,806万元。

(五) 主要指标情况

1.存贷款比率分析：2009年，存贷款比率为56.89%，贷款投放控制较好。

□ Chapter XI Financial Statement

□ II. Description of financial condition

1) Assets and liabilities

At end of 2009, the total assets of the Bank were 42,426.7 million Yuan. Compared with 2008, it increased by 24.81%, namely 8,433.64 million Yuan; compared with 2007, it increased by 39.64%, namely 12,043.11 million Yuan. Among the total assets, the loan balance at end of year was 20,202.6 million Yuan, which was higher than the amount of 2008 by 24.69%, namely 4,000.04 million Yuan, and higher than that of 2007 by 48.45%, namely 6,593.38 million Yuan.

At end of 2009, the total liabilities of the Bank were 40,353.11 million Yuan. Compared with 2008, it increased by 25.55%, namely 8,210.98 million Yuan; compared with 2007, it increased by 38.65%, namely 11,247.79 million Yuan. Among the total liabilities, the deposit balance at end of year was 34,939.55 million Yuan, which is higher than that of 2008 by 28.59%, namely 7,668.13 million Yuan, and higher than that of 2007 by 43.24%, 10,547.99 million Yuan.

2) Shareholder's equity

At end of 2009, the shareholder's equity of the Bank was 2,073.59 million Yuan, higher than that of 2008 by 12.03%, namely 222.66 million Yuan and higher than that of 2007 by 62.22%, namely 795.31 million Yuan. The increase was mainly from 470 million Yuan contributed by nine enterprises including Zhengzhou Gas Group in 2008. Meanwhile, the net profit of this year was higher so the shareholder's equity was increased.

3) Financial operation

In 2009, the recorded income of the Bank was 1,533.24 million Yuan, the expenditures totaled 1,202.03 million Yuan, and the profits totaled 331.21 million Yuan, higher than that of 2008 by 33.43%, namely 82.98 million Yuan; the net profit of book value was 254.42 million Yuan, higher than that of 2008 by 33.72%, namely 64.16 million Yuan. The deposits, loans, investment and other business kept a fast, continuous and health development trend, the profit level kept on rising and the financial situation kept on improvement.

4) Profit realization and distribution and tax payment

In 2009, the recorded payoff of the Bank was 331.21 million Yuan, the deducted income tax of enterprise was 76.79 million Yuan and the net profit after tax was 254.42 million Yuan. After the legal surplus reserves of 25.44 million Yuan were deducted, the 28.59 million Yuan was offset by the profit and loss adjustment of previous year and the general risk reserve of 120 million Yuan was withdrawn as required, the recorded undistributed profit at end of 2009 was 308.06 million Yuan.

5) Main indicators

1. Analysis of deposit-loan ratio: in 2009, the deposit-loan ratio was 56.89%, and loan granting was well controlled.

□ 第十一章 财务会计报告

2. **资产利润率**: 2009年由于全行盈利水平提升, 2009年资产利润率为0.67%, 比上年的0.59%相比上升0.08个百分点。

3. **资本充足率**: 2009年, 全行资本充足率为14.67%, 比上年的10.65%相比上升4.02个百分点, 主要是发行次级债, 提升抗风险能力。

(六) 其他说明事项

某些主要项目采用的财务会计方法及其变动情况的原因; 对本期或下期财务状况发生重大影响的事项; 资产负债表日至报出期内发生的对财务状况有重大影响的事项; 为便于正确理解财务报告需要说明的其他事项: 无

□ Chapter XI Financial Statement

2. **Asset-profit ratio**: because the profitability of the Bank was improved largely in 2009, the asset-profit ratio in 2009 was 0.67%, greater than 0.59% of last year by 0.08%.

3. **Rate of capital sufficiency**: in 2009, the rate of capital sufficiency of the Bank was 14.67% higher than the 10.65% of last year by 4.02%, mainly owing to the issuance of subordinate debt and enhancement of risk prevention abilities.

6) Other items

Financial accounting methods for some certain items and reasons for changing; items that had significant influence on the financial standing of current or next period; items that had significant influence on financial standing on the date of assets liability and its subsequent reporting period; other items to be explained for the correct understanding of financial report: None.



党员宣誓大会



工商银行香港事业部来本公司考察

第十二章 内部控制制度的完整性、合理性与有效性说明

Chapter XII Integrity, rationality and effective explanation of internal control system

12



第十二章 内部控制制度的完整性、合理性及有效性说明

一、本公司内部控制制度简要说明

(一) 内部控制环境

本公司坚持依法合规经营，严格按照《公司法》、《商业银行法》、《银行业监督管理法》和国家有关金融法规、条例以及本公司《章程》规范自身经营行为。近年来，本公司不断研究改进，创新经营管理，强化总行管理监督、协调服务职能，做到业务拓展与内部控制并重，按照“依法合规、客户至上、流程精细、持续创新、严谨制险、速度致胜”的质量和内部控制管理方针，使本公司各项规章制度更趋规范化、科学化，使各项管理和经营目标更加明确、严格、系统，监督机制更加健全、有效，服务更加贴心、优质，工作效率全面提升。

本公司按照《股份制商业银行公司治理指引》的要求，进一步明确“三会一层”的职责，调整董事会下设专业委员会的相关授权，完善股东大会、董事会和监事会相互制衡的公司治理结构，实行董事会领导下的行长负责制，实现所有权与经营权、管理权与监督权既相互分离、又相互制衡的运行机制。

本公司实行全面风险管理，建立并完善了董事会风险管理委员会、高级管理层风险管理委员会和风险控制部的全风险管理架构，加强流程与内部控制，在风险控制部按风险类别设立了风险管理岗位，并建立集中监督员队伍，加强对各风险点的日常监督检查，推进本公司提高执行力，进一步完善了本公司的内部控制体系。

(二) 本公司内部控制建设情况

本公司以防范风险和审慎经营为宗旨，按照“依法合规、客户至上、流程精细、持续创新、严谨制险、速度致胜”的质量和内部控制管理方针，按照“内控先行”和“流程银行”的管理原则，建立了基本覆盖各业务流程、各个岗位和各项具体工作的规章制度文件体系，并一直随着客观情况的变化和管理目标的提升，不断修订、完善和补充。本公司各职能部门也根据其管理职能建立了各业务流程相应的具体管理规章，报告期内，本公司对全部体系文件进行了梳理，对不适用的文件、表单、流程等进行修订，共计84项次，截至2009年12月31日，共有体系文件324项。

目前，本公司内部控制制度基本覆盖了公司各项业务过程和操作环节，在强化管理监督及约束机制、合规经营、有效防范和化解风险、保护资产安全等方面体现出了较好的完整性、合理性和有效性，促进了公司内部组织机构正常高效运作，保证了各项业务依法、合规、稳健经营。

Chapter XII Integrality, rationality and effective explanation of internal control system

I Brief introduction to internal control of the Company

(I) Internal control environment

The Company persisted in operating in according with laws and regulations, and strictly complied with provisions of the Corporation Law, Commercial Banking Law and Banking Regulatory Law, national relevant finance regulations and rules as well as Articles of Association of the bank to standardize its operation actions. In recent years, the bank continually improved and innovated business management; strengthened parent bank's managerial control and coordinating service functions; paid equal attention to the development of business and internal control. The Company strictly complied with interior control and quality control guideline of "obeying rules and laws, putting client first, and realizing fine flows, continuous innovation, strict system and highest efficiency", to make the regulations and rules normalized and scientific, various management and business target more defined, strict, systematic, supervision mechanism more perfect, efficient, service be better and more close to clients, and thus make work efficiency improved in an all-round way.

According to the requirement of the Guide for Corporate Management of Joint-stock Commercial Bank, the Company further defined responsibly of "three meetings and one level", regulated the relevant authorization of professional committee established by the board of directors, perfected the Company's management structure, which was restricted and balanced by shareholders' meeting, the board of directors and board of supervisors, implemented the president taking charge system under the leading of the board of directors, realized the operating mechanism that ownership and right of management, management right and right of supervision separate, restricted and balanced with each other.

The Company implemented all-round risk control, set up and perfected the all-round risk control structure of risk control committee of the board of directors, risk control committee of executives, risk control department, strengthened flow procedure and internal control, meantime, offered risk management position according to categories of risk in risk control department, built centralized supervisor team, strengthened the daily supervision check of various risk position, advanced the Company to improve its executive force, and further perfect the Company's internal control system.

(II) Construction condition of internal control of the Company

The Company took risk defense and prudence operation as its tenet, complied with the quality and internal control guideline of "obeying rules and laws, putting client first, and realizing fine flows, continuous innovation, strict system and highest efficiency" as well as the management principle of "giving priority to internal control" and "flow bank", set up regulations and rules document system, which covered every business flow, each post and specific work, and the system was revised, perfected and renewed with the change of objective situation and the advancement of management target. The functional departments of the Company set up the specific management regulations and rules corresponding to various business flows by its management function. In the reporting period, the Company neatened all the system documents, revised the inapplicable documents, sheets and flows, 84 in totally. At end of December 31, 2009, the Company had 324 system documents.

At present, the Company's internal system covered various business procedures and operation links, and it showed integrality, rationality and validity on the aspects of strengthening management supervision and restrict mechanism, operating according to laws and regulations, defending and eliminating risk

第十二章 内部控制制度的完整性、合理性及有效性说明

二、内部控制制度有效性评价及认定

本公司董事会认为，公司已按ISO9001：2000质量管理体系的要求，建立了完整、合理和合法的内部控制制度体系，提高了公司质量管理体系的有效性和效率，达到了良好的内控管理状态。虽然随着经营发展的需要，本公司的内控制度体系还需要不断进行持续改进，但现行的内部控制体系的设计和执行方面不存在重大缺陷，现行的内部控制是有效的。

三、本公司2010年度豫诚审字[2010]第044-2号内部控制审核报告。

郑州银行股份有限公司全体股东：

我们接受委托，审核了郑州银行股份有限公司（以下简称贵公司）管理当局对2009年12月31日与财务报表相关的内部控制有效性的认定，贵公司管理当局的责任是建立健全内部控制并保持其有效性，我们的责任是对贵公司的内部控制的有效性发表意见。

我们的审核是依据《中国注册会计师其他鉴证业务准则第3101号—历史财务信息审计或审阅以外的鉴证业务》进行的。在审核过程中，我们实施了包括了解、测试和评价内部控制设计的合理性和运行的有效性，以及我们认为必要的其他程序。我们相信，我们的审核为发表意见提供了合理的基础。

内部控制具有固有限制，存在由于错误或舞弊而导致错报发生和未被发现的可能性。此外，由于情况的变化可能导致内部控制变得不恰当，或降低对控制政策、程序遵循的程度，因此，根据内部控制评价结果推测未来内部控制有效性具有一定的风险。

我们认为，贵公司于2009年12月31日在所有重大方面按照财政部颁布的《内部会计控制规范—基本规范（试行）》标准建立并有效地保持了与财务报表相关的内部控制。



中国注册会计师：



中国注册会计师：



二零一零年三月二十日

Chapter XII Integrality, rationality and effective explanation of internal control system

effectively, protecting the assets, etc., promoting the efficient operation of the internal organization and ensuring that each business is lawful and stable.

II. Appraisal and recognition for the validity of internal control system

The Board of Directors of the Company thought that, according to ISO9001-2000 quality management system, the Company has already set up the integrated, rational and legal internal control system, improved the validity and efficiency of the Company's quality management system, and reached the good internal control management status. Although the Company's internal control system needs to improve with the demand of business development, there is no significant defect existing in the design and execute of the current internal control system, so the current internal system is valid.

III. Audit Report 2010 for Internal Control of the Company (YCSHZ [2010] No. 044-2)

Shareholders of Bank of Zhengzhou:

We are entrusted to review the effectiveness of internal control relating to the financial statement on December 31, 2009 established by the management of Bank of Zhengzhou C., Ltd (hereinafter referred to as "the Company"). The management of the Company shall be responsible for establishing a perfect internal control and keeping its effectiveness, while our duty is to give our opinions on the effectiveness of internal control the Company.

We conduct the audit on the Basis of Chinese CPA Standards on Other Assurance Engagements No. 3101- Assurance Engagements Other than Audits or Reviews of Historical Financial Information. During the audit, we understand, test and evaluate the reasonability of internal control design and its operational effectiveness and conduct other procedures we think necessary. We believe our review provides reasonable foundation for giving opinions.

The internal control has inherent limit and the possibility to cause false report or fail to be found owing to mistake or fraudulent practices. Additionally, the change of condition may cause the internal control becomes improper or reduce the degree of control policy and procedure conformity, so it has a certain risk to forecast the effectiveness of future internal control by the evaluation results of internal control.

We think the Company establishes and maintains an effective internal control relating to financial statement at all important aspects on December 31, 2009 in accordance with Internal Accounting Control Criteria- Basic Regulations (Interim) issued by the Ministry of Finance.



Chinese CPA:



Chinese CPA:



March 20, 2010

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第十三章 大事记

- 2009年1月7日，郑州市工商联服装业商会在大河锦江饭店举办了服装商会2008年度会议暨第二届中原服装业年度风云颁奖盛典。郑州市商业银行已累计向服装业商户发放贷款5亿多元。
- 2009年1月8日，郑州市商业银行股份有限公司和百瑞信托有限责任公司以及郑州市八家市政建设投融资公司共同融资100亿元，签订了“银信企战略合作框架协议”，标志着在郑州市建设领域开创了银、信、企合作的崭新模式。
- 2009年1月23日，郑州市商业银行召开2009年度工作会议，会议主题围绕“增强信心、克服困难、科学管理、审慎经营、防范风险、迎接挑战，努力实现我行稳健协调可持续发展”。会上，管城支行等14家支行获得了综合奖，信贷审批部获得了先进部室荣誉称号。
- 2009年1月31日，郑州市商业银行与郑州市工商联小商品行业商会签订战略合作协议，建立银行与会员单位的合作新格局。
- 2009年2月10日，全市宣传部长工作会议在黄河饭店隆重召开，郑州市商业银行喜获“郑州最具文化魅力十大企业”荣誉称号。
- 2009年3月10日，郑州市商业银行召开“唱响发展主旋律”动员大会，会议对今后一段时期的工作做了部署，并动员全行员工努力实现“根植郑州、鼎立中原、辐射全国”的梦想。
- 2009年3月12日，郑州市商业银行第三届董事会第二十二次会议在上海召开，此次会议审议通过了2008年度利润及费用预算执行情况、报表审计费用、高级管理人员和董事履职情况等13项议案。这是郑州市商业银行第一次在异地召开董事会。
- 2009年3月18日，郑州市扫黄打非暨新闻出版工作会议在嵩山饭店隆重召开，郑州市商业银行获评2008年连续性内部资料十佳单位。
- 2009年4月8日，郑州市商业银行2008年度股东年会在天地粤海大酒店召开，会议审议通过了本公司《第三届董事会、监事会2008年度工作报告》、《2008年度预算执行情况报告》、《2009年度财务预算方案》等十项议案。
- 2009年初，在银监会对商业银行的监管评级中，郑州市商业银行监管评级水平由5级跃升至3级。

是全国城商行系统第一家跨级发展的银行，成功化解合行风险，彻底摆脱“问题银行”，具备了更名和跨区域发展能力，走上崭新的健康发展之路。

- 2009年4月，在北京召开的第五届中国金融专家年会上，郑州市商业银行获评“2008年度最具社会责任中小银行”荣誉称号。
- 2009年4月15日，郑州市商业银行成立全省首家小企业金融事业部，标志着郑州市商业银行开始打造独立核算、从事小企业融资业务的专家型团队。
- 2009年4月17日，郑州市商业银行2009年第一季度工作讲评会在金城支行召开，全行一季度累计实现利润2.06亿元，创下了历年来最好开局。会议还对一季度表现突出，获得综合奖的15家支行、20名客户经理及监管评级工作先进部室和先进个人进行了现场表彰。
- 2009年5月，“商鼎卡”被中国人民银行郑州中心支行授予2008年度河南省银行业金融机构银行卡跨行交易质量优秀奖。
- 2009年6月15日，郑州市商业银行第三届董事会2009年度第二次临时会议在总部召开，会议审议通过了本公司三年资本重组发展规划、更名、修订章程、召开临时股东大会和董事知情权保障暂行办法等五项议案。
- 2009年6月16日，郑州市商业银行第三届监事会第二十一次会议在总部召开，会议审议通过了《关于聘请中介机构对郑州市商业银行2008年度预算执行情况进行专项审计的议案》和《郑州市商业银行监事会审计委员会关于郑州市商业银行2008年度预算执行情况专项审计方案的提案》。
- 2009年7月16日，郑州市商业银行在河南宾馆召开2009年上半年工作会议暨学习实践科学发展观活动转段动员大会，会议围绕“成绩斐然、前景美好、和谐推进郑州商行各项事业加快发展不动摇”展开，并对未来一段时期的工作做了部署。
- 2009年7月18日，郑州市商业银行小企业金融事业部第一营销中心正式挂牌成立。
- 2009年7月22日，郑州市商业银行新郑支行开业，标志着郑州市商业银行向区域性银行转变迈出了第一步。

第十三章 大事记

- 2009年8月18日，郑州市商业银行第三届董事会第二十三次会议在河南天地粤海大酒店召开。会议主要听取了本公司董事会决议执行情况、监管通报等情况的报告、东区营业大楼室内精装修项目投资预算的报告和2009年债券投资额度等八项议案。
- 2009年8月24日，中科院院士刘小玄一行六人到郑州市商业银行调研指导工作。
- 2009年9月7日，郑州市商业银行在郑州市工会组织的唱红歌歌咏比赛中荣获二等奖。
- 2009年9月16日，郑州市商业银行第二家县域支行——巩义支行正式挂牌成立，跨区域发展稳步推进。
- 2009年9月18日，由郑州市国资委组织的“庆祝建国60周年国有企业文化建设成就展”活动在绿城广场举行，郑州市商业银行在本次活动中荣获一等奖。
- 2009年9月20日，由郑州市商业银行、河南省金融书法家协会、郑州老年书画研究会、中国少林书画研究会、郑州弘润华夏大酒店联合主办的“庆祝中华人民共和国建国六十周年百位书画名家作品联展”在郑州弘润华夏大酒店举行。
- 2009年9月21日，郑州市商业银行代表郑州市国资委，参加由河南省国资委和省广电局联合举办的“郑煤杯”河南省国有企业唱响60年歌咏比赛，并在比赛中荣获铜奖。
- 2009年9月25日，郑州市商业银行第三届监事会第二十二次会议举行。会议认真听取了本公司前八个月的经营情况、内审工作、监管评级工作、债券投资以及预算执行情况等工作报告。
- 2009年10月10日，郑州市商业银行第三届董事会2009年度第三次临时会议召开，会议对更名预算工作进行了认真的审议并通过合理化建议，同时通过了郑州市商业银行2009年度资本补充和股权整合情况的报告。
- 2009年10月16日，郑州市举行第二届慈善日捐款活动，郑州市商业银行捐款130万元。
- 2009年10月16日，在郑州市国资委倡导的“贯彻落实《企业国有资产法》，树立国资系统良好形象”活动中，郑州市商业银行荣获团体二等奖。
- 2009年10月21日，由郑州市委宣传部、郑州市教育局和共青团郑州市委共同举办，郑州市商业银行、中国移动郑州分公司共同协办的“我与祖国共奋进”主题演讲比赛进行了决赛，郑州市商业银行荣获优秀组织奖。
- 2009年11月1日，由中国人民银行郑州中心支行主办的第五届河南金融文化节暨投资理财博览会开幕，郑州市商业银行小企业营销中心团队荣获“河南省金牌理财团队”荣誉称号。
- 2009年11月1日，郑州市商业银行在嵩山饭店召开十七届四中全会精神辅导报告会，中纪委副部级巡视员戴俭明作了题为《学习贯彻党的十七届四中全会精神，深入开展反腐败斗争》的报告。
- 2009年11月6日，郑州市商业银行与南开大学联合举办的首批财富规划师培训班正式开班。
- 2009年11月7日—8日，郑州市商业银行人力资源部和中小企业金融事业部联合举办了小企业客户经理专业知识培训班，全行200多名小企业客户经理参加了培训。
- 2009年12月17日，郑州市商业银行正式更名为“郑州银行”，华丽转身，成为了一家立足郑州，服务全省，辐射全国的区域性银行。
- 2009年12月23日，郑州银行股份有限公司第三届董事会第二十四次会议在河南宾馆举行，河南银监局支德勤局长、齐见兴副局长，郑州市金融办张予红主任，郑州市国资委赵顺舟副主任等领导出席了会议。
- 2009年12月24日，郑州银行汽车金融中心和房产贷款中心相继成立，小企业金融事业部日趋完善。
- 2009年12月29日，由郑州银行作为主发起人组建的中牟郑银村镇银行正式开业。
- 2009年12月31日，郑州银行在货币市场成功发行次级债券6.9亿元，开创了全省城市法人银行机构通过发行次级债补充资本金的先河。

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- On Jan. 7, 2009, the Garment Chamber of Zhengzhou Business Association held the work meeting of 2008 and the 2nd Annual Central China garment award ceremony. Commercial Bank of Zhengzhou had accumulatively granted 0.5 billion Yuan to garment merchants.
- On Jan. 8, 2009, Commercial Bank of Zhengzhou CO., Ltd, Bridge Trust Investment Co., Ltd and eight municipal construction investment companies of Zhengzhou cities totally collected ten billion Yuan, signed the strategic corporation agreement between bank and credit organization and enterprise, indicating a new corporation between bank and credit organization and enterprise of Zhengzhou City in the aspect of construction.
- On Jan. 23, 2009, Commercial Bank of Zhengzhou held the work meeting of 2009, surrounding the topic to strengthen confidence, overcome difficulties, receive the challenges, make scientific management and prudent operation, prevent risks, and strive to realize the stable and sustainable development. On this meeting, 14 branches including Guancheng Branch work the integrated prize, and the credit approval department won the tile of advanced department.
- On Jan. 31, 2009, Commercial Bank of Zhengzhou signed a strategic corporation agreement with Commodity Chamber of Zhengzhou Business Association, building up a new corporation pattern between bank and member unit.
- On Feb. 10, 2009, the working meeting of the publicity department directors of Zhengzhou City was held in Yellow River Hotel, and Commercial Bank of Zhengzhou won the tile of "Top Ten Enterprises of Zhengzhou with Culture Charming".
- On Mar. 10, 2009, Commercial Bank of Zhengzhou held the main-rhythm development mobilization meeting, on which the future tasks were deployed and all the employees were mobilized to realize the dream of taking root in Zhengzhou, standing in Central China and radiating whole China.
- On Mar. 12, 2009, the 22nd meeting of the 3rd Board of Directors of Commercial Bank of Zhengzhou was held in Shanghai, on which, 13 proposals were reviewed and approved, including the

profit and expenditure budget performance of 2008, statements auditing expense, and duty fulfillment of executives and directors. It is the first time for the Commercial Bank of Zhengzhou to hold a meeting of the Board of Directors at a different place.

- On Mar. 18, 2009, Commercial Bank of Zhengzhou ranked top 10 units in continuous internal data of 2008 in the campaign to eliminate pornography and illegal publications and news publication working meeting.
- On Apr. 8, 2009, the shareholders' meeting of Commercial Bank of Zhengzhou was held in Tiandi Yuehai Hotel, on which, 10 proposals of the Company were approved and adopted, including the Annual Reports 2008 of the Boards of Directors and Supervisors, Budget performance 2008, and Financial Budget for 2009.
- At the beginning of 2009, in the supervision ranking for Commercial Banks by Banking Regulatory Commission, for the Commercial Bank of Zhengzhou rose to the Level 3 from Level 5 regarding the supervision ranking level and was the first bank which realized the level-crossing development in Commercial Bank System in China. The bank successfully solved the risk of bank merge, completely got rid of the title of "problem bank", had the capacity of name change and inter-regional development, and paved the brand-new way to the healthy development.
- In April 2009, on the 5th annual meeting of China Finance Experts held in Beijing City, Commercial Bank of Zhengzhou won the tile of Most Responsible Medium and Small-scaled Bank of 2008.
- On Apr. 15, 2009, Commercial Bank of Zhengzhou established the first small-enterprise financing department of Henan Province, indicating that this bank started to create a professional team in independent calculation and small-enterprise financing service.
- On Apr. 17, 2009, the work evaluation meeting of the first quarter of Commercial Bank of Zhengzhou in 2009 was held in Jincheng Branch. In the first quarter, the accumulative profits reached RMB 206

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million Yuan, making a good start. On this meeting, 15 branches and 20 client managers winning integrated prizes and the advanced departments and individuals in supervision ranking were appraised.

➤ In May 2009, "Shangding Card" won the trans-bank trade quality price for Henan banking institutes 2009 granted by Zhengzhou Center Branch of the People's Bank of China.

➤ On Jun. 15, 2009, the 2nd provisional meeting of the 3rd Board of Directors of Commercial Bank of Zhengzhou in 2009 was held, on which, five proposals of the Company were adopted and approved, including the three-year asset reorganization and development plan, change of name, modification of articles of association, holding of provisional shareholders' meeting and interim measures for guaranteeing the rights of directors to be informed.

➤ On Jun. 16, 2009, the 21st meeting of the 3rd Board of Supervisors of Commercial Bank of Zhengzhou was held in its head office, on which, the Proposal about Retaining Exterior Agency to Audit the Budget performance 2008 of Commercial Bank of Zhengzhou and Audit Plan for Budget performance 2008 of Commercial Bank of Zhengzhou Made by the Auditing Committee of the Board of Supervisors of Commercial Bank of Zhengzhou were reviewed and approved.

➤ On Jul. 16, 2009, Commercial Bank of Zhengzhou held the final work meeting of 2009 and mobilization meeting for study and practice of scientific development view in Henan Hotel, which surrounded the topic of promoting the commercial bank of Zhengzhou to develop successfully, harmoniously and quickly, and deployed the future tasks.

➤ On Jul. 18, 2009, the first marketing center of small-enterprise financing department of Commercial Bank of Zhengzhou was established formally.

➤ On Jul. 22, 2009, Xinzheng Branch of Commercial Bank of Zhengzhou City was opened for business, indicating that Commercial Bank of Zhengzhou strode out for the first step for conversion to regional bank.

➤ On Aug. 18, 2009, the 3rd meeting of the 3rd Board of Directors of Commercial Bank of Zhengzhou was held in Henan Tiandi Yuehai Hotel, on which, 8 decisions of the Company were declared, including the fulfillment of decision of the Board of Directors, supervision reports, investment budget report for interior decoration of business building in the east, and amount of bond investment in 2009.

➤ On Aug. 24, 2009, six academicians from Chinese Academy of Sciences visited Commercial Bank of Zhengzhou for investigation and guidance.

➤ On Sep. 7, 2009, Commercial Bank of Zhengzhou work the second prize in the revolutionary song sinning compete organized by Zhengzhou Labor Union.

➤ On Sep. 16, 2009, the second county branch of Commercial Bank of Zhengzhou- Gongyi Branch was formally established, promoting the trans-regional development stably.

➤ On Sep. 18, 2009, the state-owned enterprise culture construction and achievements activity organized by the State-owned Asset Commission of Zhengzhou City to celebrate the 60th anniversary of China was held in Lvcheng Square, and Commercial Bank of Zhengzhou won the first prize.

➤ On Sep. 20, 2009, the products of hundreds of famous calligraphers and painters were exhibited in Zhengzhou Hongrun Huaxia Hotel under the presidency of Commercial Bank of Zhengzhou, Henan Financing Calligrapher and Painter Committee, Zhengzhou Painting and Calligraphy Institute of the Old, China Shaolin Painting and Calligraphy Institute and Zhengzhou Hongrun Huaxia Hotel to celebrate the 60th anniversary of China.

➤ On Sep. 21, 2009, on behalf of the State-owned Asset Commission of Zhengzhou City, Commercial Bank of Zhengzhou took party in the singing compete of Henan state-owned enterprises held by the State-owned Asset Commission of Henan Province and the Henan Radio and Television Bureau, and won the third prize in the compete.

➤ On Sep. 25, 2009, the 22nd meeting of the 3rd Board of Supervisors of Commercial Bank of

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Zhengzhou was held, on which the operation, internal auditing, supervision ranking, bond investment, budget performance, and other work reports in the past eight months of the Company were declared.

- On Oct. 10, 2009, the 3rd provisional meeting of the 3rd Board of Directors of Commercial Bank of Zhengzhou in 2009 was held, on which, the change of name and the budget were reviewed carefully and obtained the reasonable suggestions and the report about the capital supplement and stock incorporation of Commercial Bank of Zhengzhou in 2009 was approved.
- On Oct. 16, 2009, in the 2nd donation activity held by Zhengzhou City, Commercial Bank of Zhengzhou donated 1.3 million Yuan.
- On Oct. 16, 2009, in the activity of Executing the Law on the State-owned Assets of Enterprises and Building up a Good Image in State-owned System sponsored by the State-owned Asset Commission of Zhengzhou City, Commercial Bank of Zhengzhou won the second price for the team.
- On Oct. 21, 2009, the final of the oratorical contest “Moving Forward with China” hosted by Publicity Department under the Zhengzhou Party Committee, the Education Bureau of Zhengzhou City and Zhengzhou Youth League under the assistance of Commercial Bank of Zhengzhou and China Mobile Zhengzhou Branch, and Commercial Bank of Zhengzhou with the title of “Excellent Organizer”.
- On Nov. 1, 2009, the 5th Henan Financing Culture Festival & Investment and Financing Exhibition hosted by Zhengzhou Central Branch of the People’s Bank of China was opened, the small-enterprise marketing center of Commercial Bank of Zhengzhou won the tile of “Henan Gold Brand of Financing Team”.
- On Nov. 1, 2009, Commercial Bank of Zhengzhou held the “Fourth Plenary Session Seventeenth CPC” coaching report meeting in Songshan Hotel, Dai Jianming, the inspector from Central Commission for Discipline Inspection made a report named as “Study and execute the spirit of Fourth Plenary Session Seventeenth CPC, and further fight against corruption”.

- On Nov. 6, 2009, the training course of the first group of certified wealth planners sponsored by Commercial Bank of Zhengzhou City and Nankai University was commenced.
- From Nov. 7 to 8, 2009, the human resource department of Commercial Bank of Zhengzhou with the small-enterprise financing department to held the professional training on the small-enterprise client managers, and more than 200 small-enterprise client managers participated in this training.
- On Dec. 17, 2009, the name of Commercial Bank of Zhengzhou was changed to Bank of Zhengzhou, and become a regional bank taking root in Zhengzhou, serving Henan Province and radiating the whole country.
- On Dec. 23, 2009, the 24th meeting of the 3rd Board of Directors of Bank of Zhengzhou Co., Ltd was held in the meeting room of Henan Hotel, and the Director of Henan Banking Regulatory Bureau, Zhi Deqin, the Vice Director of Henan Banking Regulatory Bureau, Qi Jianxing, the Director of Zhengzhou Financing Office, Zhang Yuhong, and the Vice Director of State-owned Asset Commission of Zhengzhou City, Zhao Shunzhou attended this meeting.
- On Dec 24, 2009, the vehicle financing center of house property loan center of Bank of Zhengzhou were established, and the small-enterprise financing department was improved further.
- On Dec. 29, 2009, Zhongmou Zhengyin Township Bank mainly sponsored by Bank of Zhengzhou was opened for business formally.
- On Dec. 31, 2009, Bank of Zhengzhou successfully issued the subordinate debts of 690 million Yuan on the monetary market, becoming the first corporation of Henan Province supplementing the capitals by issuance of subordinate debts.

第十四章 备查文件

Chapter XIV Reference Document

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一、载有本公司董事长亲笔签名的年度报告正文；

二、载有本公司董事长、行长、会计部门负责人签名并盖章的会计报表；

三、载有会计师事务所盖章、注册会计师签名盖章的审计报告正本；

四、载有会计师事务所盖章、注册会计师签名盖章的内部控制审核报告正本；

五、《郑州银行股份有限公司章程》。

I. Annual report text with the Company director's own signature;

II. Accounting statements with signatures of the Company's Chairman of the Board, president and the director of accounting department;

III. Audit report original with the seal of CPA firm, signature and seal of certified public accountants;

IV. Internal controls audit report original with the seal of CPA firm, signature and seal of certified public accountants;

V. Articles of Association of Bank of Zhengzhou.



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