

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



Huishang Bank Corporation Limited*

徽商銀行股份有限公司*

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3698)

NOTICE OF THE 2023 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 annual general meeting (the “**AGM**” or the “**Meeting**”) of Huishang Bank Corporation Limited* (the “**Bank**”) will be held at 9:00 a.m. on Friday, June 28, 2024 at Conference Room 304, Area B, Huishang Bank Building, No. 1699 Yungu Road, Hefei, Anhui Province, the People's Republic of China (the “**PRC**”). Details are as follows:

RESOLUTIONS

- (1) To consider and approve the final financial accounts for 2023 of the Bank;
- (2) To consider and approve the capital expenditure budget for 2024 of the Bank;
- (3) To consider and approve the profit distribution plan for 2023 of the Bank;
- (4) To consider and approve the appointment of external auditors of the Bank for 2024;
- (5) To consider and approve the Work Report of the Board of Directors of the Bank for 2023;
- (6) To consider and approve the Work Report of the Board of Supervisors of the Bank for 2023;
- (7) To determine the remuneration standards for executive Directors of the Bank for 2021;
- (8) To determine the remuneration standards for certain Supervisors of the Bank for 2021;
- (9) To consider and approve the election of Mr. Lu Hao as a non-executive Director of the fourth session of the Board of Directors of the Bank;
- (10) To consider and approve the election of Mr. He Zongan as a Shareholder Supervisor of the fourth session of the Board of Supervisors of the Bank;
- (11) To consider and approve the resolution on the general mandate for the issuance of shares of the Bank;

- (12) To consider and approve the resolution on the extension of the validity period of the plan on the initial public offering and listing of A shares (the “**A Share Offering**”) of the Bank;
- (13) To consider and approve the resolution on the extension of the validity period of the authorization of the Board of Directors to deal with specific matters in respect of the A Share Offering;
- (14) To consider and approve the Articles of Association of the Bank (Revised);

For the above resolutions, the resolutions numbered (1) to (10) are ordinary resolutions and the resolutions numbered (11) to (14) are special resolutions.

OTHER MATTERS

- (15) To receive the Appraisal Report by the Board of Supervisors on the Performance of Duties by the Board of Directors and Directors for 2023;
- (16) To receive the Appraisal Report by the Board of Supervisors on the Performance of Duties by the Supervisors for 2023;
- (17) To receive the Appraisal Report by the Board of Supervisors on the Performance of Duties by the Senior Management and its Members for 2023;
- (18) To receive the Duty Report by the Independent Non-executive Directors of the Bank for 2023;
- (19) To receive the Report on Related Party Transactions of the Bank for 2023; and
- (20) To receive the Report on the Implementation of Resolutions of Shareholders’ General Meetings in 2023.

By order of the Board
Huishang Bank Corporation Limited*
Yan Chen
Chairman

Hefei, Anhui Province, the PRC
May 14, 2024

Notes:

1. Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), all votes of resolutions at the AGM will be taken by poll except where the chairman decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. An announcement on the voting results will be published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Bank (www.hsbank.com.cn) in accordance with the Listing Rules.

2. **Closure of register of members and eligibility for attending and voting at the AGM**

The register of members of the Bank will be closed from Wednesday, May 29, 2024 to Friday, June 28, 2024 (both days inclusive), during which period no transfer of Shares of the Bank will be registered. H Shareholders of the Bank are advised that in order to qualify for attending and voting at the AGM, relevant transfer documents must be lodged with the Bank’s H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, by 4:30 p.m. on Tuesday, May 28, 2024.

Shareholders of the Bank whose names appear on the register of members of the Bank at the close of business on Tuesday, May 28, 2024 are entitled to attend and vote at the AGM.

3. **Cash dividend payment arrangement**

According to the Bank’s profit distribution plan for 2023, the Board of Directors recommends a cash dividend of RMB1.46 (tax inclusive) for every 10 shares based on the total ordinary share capital of 13,889,801,211 shares of the Bank as at the end of 2023, with an aggregate amount of cash dividend of approximately RMB2,027.91 million (tax inclusive). When the total share capital has changed on the equity register date of dividend payment as a result of that there is increased share issuance prior to this date, the corresponding adjustments shall be made to dividend per share assuming the aggregate dividend declaration remains unchanged. Subject to approval at the AGM, the cash dividend will be paid to Domestic Shareholders and H Shareholders whose names appear on the register of members of the Bank on Wednesday, July 10, 2024. The cash dividends are expected to be distributed on Thursday, August 22, 2024.

The register of members of the Bank will be closed from Friday, July 5, 2024 to Wednesday, July 10, 2024 (both days inclusive). In order to be entitled to the aforementioned final dividend (subject to the approval of the Shareholders), unregistered holders of H Shares of the Bank shall lodge the relevant transfer documents with the Bank’s H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, for registration at or before 4:30 p.m. on Thursday, July 4, 2024.

4. **Reply slip**

Shareholders intending to attend and vote at the AGM in person or by proxy should complete the accompanying reply slip and return it to the Bank’s H share registrar (for H Shareholders) or the registered office and principal place of business in the PRC (for Domestic Shareholders) of the Bank on or before Saturday, June 8, 2024. The reply slip may be delivered by hand, by post or by fax to the Bank’s H share registrar, Computershare Hong Kong Investor Services Limited (for H Shareholders) or the registered office and principal place of business in the PRC (for Domestic Shareholders) of the Bank. Completion and return of the reply slip will not preclude the Shareholders from attending and voting at the AGM.

However, the failure to return the reply slip may result in an adjournment of the AGM, if the number of Shares carrying voting rights represented by the Shareholders proposing to attend the AGM by reply slip does not reach more than half of the total number of shares of the Bank carrying voting rights at the AGM.

5. **Proxy**

Every Shareholder who has the right to attend and vote at the AGM is entitled to appoint one or more proxies, whether or not they are members of the Bank, to attend and vote on his/her behalf at the AGM.

A proxy shall be appointed by an instrument in writing. Such instrument shall be signed by the appointer or his attorney duly authorized in writing. If the appointer is a legal person, the instrument shall be signed under a legal person's seal or signed by its director or an attorney duly authorized in writing. In order to be valid, the instrument appointing a proxy and the power of attorney or other documents of authority (if any) under which it is signed, or a copy of such authority notarially certified, must be completed and returned to the Bank's H share registrar (for H Shareholders) or the registered office and principal place of business in the PRC (for Domestic Shareholders) of the Bank no later than 24 hours before the time fixed for holding the AGM (i.e. 9:00 a.m. on Thursday, June 27, 2024) or any adjourned meeting thereof. Completion and return of the proxy form will not preclude the Shareholders from attending and voting in person at the AGM or at any adjourned meeting thereof should you so wish.

6. According to the articles of association of the Bank, where a Shareholder pledges 50% or more of his/her equity interests in the Bank, the voting rights of such Shareholder at the shareholders' general meetings shall be subject to restrictions.

7. Other businesses

- A. The AGM is expected to last for no more than half day. Shareholders and their proxies attending the Meeting shall bear their own traveling and accommodation expenses.

- B. The address of Computershare Hong Kong Investor Services Limited is:

17M Floor, Hopewell Centre
183 Queen's Road East, Wan Chai
Hong Kong
Tel No.: (852) 2862 8628
Fax No.: (852) 2865 0990

The address of the registered office and principal place of business in the PRC of the Bank is:

The Board Office
Huishang Bank Building, No. 1699 Yungu Road
Hefei, Anhui Province
the PRC
Tel No.: (86) 0551 6519 5721/6266 7806
Fax No.: (86) 0551 6266 7661

As at the date of this notice, the Board of the Bank comprises Yan Chen and Kong Qinglong as executive directors; Ma Lingxiao, Wang Zhaohui, Wu Tian, Zuo Dunli, Gao Yang, Wang Wenjin and Zhao Zongren as non-executive directors; Dai Peikun, Zhou Yana, Liu Zhiqiang, Yin Jianfeng, Huang Aiming and Xu Jiabin as independent non-executive directors.

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