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 **渤海银行**
CHINA BOHAI BANK
CHINA BOHAI BANK CO., LTD.
渤海银行股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 9668)

NOTICE OF THE 2024 SECOND EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2024 Second Extraordinary General Meeting of CHINA BOHAI BANK CO., LTD. (the “**Bank**”) (the “**2024 Second EGM**”) will be held at 3 p.m. on Thursday, September 19, 2024 at Meeting Room 6702, China Bohai Bank Tower, 218 Haihe East Road, Hedong District, Tianjin, China, for the purpose of considering and, if thought fit, passing the following resolution:

ORDINARY RESOLUTION

1. “**THAT:**

- (a) to consider and approve the proposed disposal (the “**Proposed Disposal**”) of the transferred assets to be sold by the Bank, including the transferred principal amount, the corresponding interest penalties and the judicial fees disbursed (the “**Transferred Assets**”) by the Bank through public tender in batches by single-account transfer or batch transfer under the Proposed Mandate (as defined below) within the mandate validity period (as defined below);
- (b) to consider and approve the proposed grant a general mandate (“**Proposed Mandate**”) in advance to the board of directors of the Bank by the shareholders of the Bank at the meeting to proceed with and complete the Proposed Disposal through public tender, i.e. authorize the board of directors of the Bank (the “**Board**”) and agree that the Board shall further delegate to the senior management of the Bank the full authority to determine and approve all matters relating to the Proposed Disposal under the framework and principles of the Proposed Disposal, including but not limited to, determining and approving the timing of the disposal of the Transferred Assets, the specific size and forms of and arrangements for the disposal, matters relating to the public tender, determination of the final transferee, the entering into of the assets transfer agreement (the “**Assets Transfer Agreement**”) and all other matters relating to the Proposed Disposal, other than matters expressly provided for in the relevant laws and regulations, and the articles of association of the Bank, or subject to voting again at a Shareholders’ general meeting based on the opinion of the relevant competent authorities. Such authorities shall be valid for one year from the date of approval by the Shareholders’ general meeting.”

The following report will also be listened to at the 2024 Second EGM by way of written report:

Report on Mr. ZHAO Zhihong’s resignation as an executive Director of the Bank.

By order of the Board
CHINA BOHAI BANK CO., LTD.
WANG Jinhong
Chairman

August 28, 2024

As of the date of this notice, the Board comprises Mr. WANG Jinhong, Mr. QU Hongzhi and Mr. DU Gang as executive directors; Mr. AU Siu Luen, Ms. YUAN Wei, Mr. DUAN Wenwu, Mr. HU Aimin and Mr. ZHANG Yunji as non-executive directors; and Mr. MAO Zhenhua, Mr. MU Binrui, Mr. TSE Yat Hong, Mr. ZHU Ning and Mr. SHUM Siu Hung Patrick as independent non-executive directors.

Notes:

1. According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the voting of resolution contained in the notice of the meeting will be taken by poll.
2. In order to determine the shareholders who are entitled to attend the meeting, the register of members of the Bank will be closed from Friday, September 13, 2024 to Thursday, September 19, 2024 (both days inclusive). In order to attend and vote at the meeting, holders of H Shares of the Bank whose transfer documents have not been registered shall deposit all transfer documents accompanied by the relevant share certificate(s) at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, No. 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, September 12, 2024.
3. Shareholders who are entitled to attend and vote at the meeting may appoint one or more proxies to attend and vote on their behalves. A proxy needs not be a shareholder of the Bank.
4. A shareholder shall entrust the proxy in writing. The written power of attorney shall be signed by the principal or by the proxy entrusted thereby in writing; if the principal is a legal person or other institution, the power of attorney shall be signed under the seal of the legal person or under the hand of its legal representative or other representative duly authorized.
5. If you intend to appoint a proxy to attend the meeting, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holders of H shares, the proxy form (together with a notarially certified copy of the power of attorney or other authority (if any) if this form of proxy form is signed by a person on behalf of the appointor) should be returned to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. For holders of domestic shares, the above document(s) should be returned to the office of the Board at 218 Haihe East Road, Hedong District, Tianjin, China, Postal Code: 300012; and in any event, not later than 24 hours before the time appointed for holding the 2024 Second EGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the meeting or any adjournment thereof should you so wish and, in such event, the proxy form shall be deemed to have been revoked.
6. The meeting is expected to last for no more than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own traveling, dining and accommodation expenses. Shareholders or their proxies shall produce their identity documents when attending the meeting.