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**Bank of Guizhou Co., Ltd. \***

**貴州銀行股份有限公司 \***

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

**(Stock Code: 6199)**

**(1) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION;  
(2) PROPOSED APPOINTMENT OF AN INDEPENDENT  
NON-EXECUTIVE DIRECTOR; AND  
(3) PROPOSED CHANGE OF AUDITORS**

The board of directors (the “**Board**”) of Bank of Guizhou Co., Ltd.\* (the “**Bank**”) hereby announces that:

**1. PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

In order to further implement the laws and regulations and regulatory requirements and further enhance the institutionalization and standardization of corporate governance, on 16 May 2022, the Board proposed to amend the articles of association (the “**Articles of Association**”) (collectively, the “**Proposed Amendments to the Articles of Association**”) in light of the actual situation of the Bank.

The amendments to the Articles of Association shall be proposed to the 2021 annual general meeting of the Bank (the “**AGM**”) for consideration and approval and are subject to the approval of the China Banking and Insurance Regulatory Commission Guizhou Office (the “**CBIRC Guizhou Office**”). Pursuant to Articles 128 and 129 of the Articles of Association, the amendments to Article 132 of the Articles of Association are also subject to the approval by the Domestic Shareholders and H Shareholders by special resolutions at their respective Class Meeting.

**2. PROPOSED APPOINTMENT OF AN INDEPENDENT NON-EXECUTIVE DIRECTOR**

Based on the work requirements of the Board of the Bank, and in accordance with the Company Law of the People's Republic of China and other relevant laws and regulations and relevant requirements including the Articles of Association and the nomination policy of the Directors of

the Bank, the Board held a meeting on 16 May 2022, and resolved to nominate Ms. SUN Li as an independent non-executive Director of the third session of the Board of the Bank. The appointment of Ms. SUN Li as an independent non-executive Director of the Bank is subject to consideration and approval at the AGM of the Bank, and if approved, will be reported to the CBIRC Guizhou Office for approval of her directorship. Ms. SUN Li will perform her duties from the date on which the CBIRC Guizhou Office approves her directorship after the consideration and approval of her appointment at the AGM of the Bank, with a term of office same as the term of the third session of the Board of the Bank.

The biographical details of Ms. SUN Li are set out below:

Ms. SUN Li, born in October 1970, is currently a partner of Union Power Certified Public Accountants. From September 1994 to September 1998, she served as the manager of China International Futures Brokerage Co., Ltd.; from September 1998 to December 2019, she served as a partner of Ruihua Certified Public Accountants; from December 2019 to December 2021, she served as a partner of Baker Tilly International(天職國際會計師事務所).

Ms. SUN Li graduated from Renmin University of China with a bachelor's degree in finance in September 1994 and a master's degree in accounting in September 2000. She obtained a master's degree in EMBA from China Europe International Business School in November 2014. Ms. SUN Li is a certified public accountant and certified tax agent.

Save as disclosed in this announcement, as of the date of this announcement and to the knowledge of the Board, Ms. SUN Li has not held any directorship in any other public companies the securities of which are listed on any securities market in Hong Kong or overseas or held any other position in the Bank or any of its subsidiaries in the past three years, and does not have other relationship with any Directors, Supervisors, senior management or substantial Shareholders of the Bank. As at the date of this announcement, Ms. SUN Li does not have any interest in the shares of the Bank or its associated entities within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). There is no other information in relation to the appointment of Ms. SUN Li which is required to be disclosed pursuant to the requirements set out in Rules 13.51(2) (h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”) nor are there any matters which need to be brought to the attention of the Shareholders of the Bank.

The aforesaid candidate for independent non-executive Director is selected by the Bank after considering the diversity of Board members in several aspects, including but not limited to age, cultural and educational background, professional skills and knowledge as well as her experience and contribution to be provided to the Board. As at the date of this announcement, to the knowledge of the Board, the Board is of the view that Ms. SUN Li meets the independence guidelines set out in Rule 3.13 of the Listing Rules and is independent in accordance with the terms of the guidelines.

The Bank will enter into a service contract with Ms. SUN Li (if appointed). Ms. SUN Li will, if appointed, receive the independent non-executive Director allowance of RMB150,000 (after tax) per year from the Bank during her term of office. This allowance is determined in accordance with applicable laws, regulations and relevant remuneration policy of the Bank. Apart from the aforesaid allowance, the above independent non-executive Director will not receive any other remuneration from the Bank.

### 3. PROPOSED CHANGE OF AUDITORS

KPMG and KPMG Huazhen LLP have been providing audit services to the Bank for a number of consecutive years as the international and domestic auditor respectively. Based on the results of the selective tendering conducted by the Bank pursuant to the Administrative Measures for the Selection and Appointment of Accounting Firms by State-owned Financial Enterprises (Cai Jin [2020] No. 6) issued by the Ministry of Finance of the People's Republic of China, and recommended by the Audit Committee of the Board of the Bank, on 16 May 2022, the Board resolved to propose the appointment (the “**Proposed Appointment**”) of BDO Limited and BDO China of Shu Lun Pan Certified Public Accountants LLP as the international and domestic auditor of the Bank respectively for the year 2022, and their remuneration for the year 2022 shall be RMB3.3 million (including tax). KPMG and KPMG Huazhen LLP will cease to act as auditors of the Bank and their terms of office will expire upon the conclusion of the AGM of the Bank. The above Proposed Appointment and the related remuneration are subject to the approval of the AGM of the Bank.

KPMG has confirmed that there are no matters relating to their ceasing to act as auditors of the Bank that need to be brought to the attention of the Shareholders of the Bank. The Board confirms that there are no disagreements or unresolved issues between the Bank and KPMG and KPMG Huazhen LLP in respect of the above change.

The Board would like to take this opportunity to express its sincere gratitude to KPMG and KPMG Huazhen LLP for their professional services rendered to the Bank in the past years.

The proposals on amendments to the Articles of Association, appointment of an independent non-executive Director and change of auditors shall be proposed to the AGM to be held on 16 June 2022 for consideration and approval. A circular containing, among others, details of the aforesaid proposals, together with a notice of the AGM, will be despatched to the Shareholders of the Bank in due course.

By order of the Board  
**Bank of Guizhou Co., Ltd.\***  
**YANG Mingshang**  
*Chairman*

Guiyang, the PRC, 16 May 2022

*As of the date of this announcement, the Board of the Bank comprises Mr. YANG Mingshang, Mr. XU An and Mr. CAI Dong as executive Directors; Mr. CHEN Jingde, Mr. CHEN Hanqing, Mr. CHEN Hua, Mr. WANG Xiaoyong, Ms. GONG Taotao, Mr. WANG Wencheng and Mr. ZHAO Yong as non-executive Directors; and Mr. WANG Gefan, Mr. TANG Xin, Mr. SONG Ke and Mr. LAW Cheuk Kin Stephen as independent non-executive Directors.*

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