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重慶農村商業銀行

CHONGQING RURAL COMMERCIAL BANK

重慶農村商業銀行股份有限公司*

Chongqing Rural Commercial Bank Co., Ltd.*

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

(Stock Code: 3618)

ANNOUNCEMENT

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

In accordance with relevant requirements of the Reply of the State Council on the Adjustment of the Notice Period of Convening the General Meeting and Other Matters Applicable to the Overseas Listed Companies (《關於調整適用在境外上市公司召開股東大會通知期限等事項規定的批覆》), the Guidance for the Articles of Association of Listed Companies (《上市公司章程指引》) issued by China Securities Regulatory Commission, the Opinions on Strengthening the Construction of the General Counsel System of Municipal State-owned Enterprises (《關於加強市屬國有企業總法律顧問制度建設的意見》) and the Guidelines on the Articles of Association of Chongqing Municipal State-owned Enterprises (《重慶市市屬國有企業章程指引》) issued by Chongqing State-owned Assets Supervision and Administration Commission (重慶市國有資產監督管理委員會), and relevant laws, provisions and regulatory documents, the board of directors (the “**Board**”) of Chongqing Rural Commercial Bank Co., Ltd. 重慶農村商業銀行股份有限公司* (the “**Bank**”) proposed to make certain amendments to the relevant provisions of articles of association (the “**Articles of Association**”) of the Bank (the “**Proposed Amendments**”). Details of the Proposed Amendments are set out in Appendix I to this announcement.

The Proposed Amendments have been considered and approved by the Board and will be submitted to the shareholders of the Bank (the “**Shareholders**”) for their consideration and approval. Besides, the Board will propose the general meeting to authorize the Board, and the Board will delegate the Chairman of the Board to further supplement or revise the content of the Proposed Amendments in accordance with the feedback from the regulatory authorities.

The Proposed Amendments will be subject to the approval of the Shareholders at a general meeting to be held in due course and submitted to the regulatory authority of the banking industry of the PRC for approval. The Articles of Association after the Proposed Amendments shall be effective upon the date

of approval by the regulatory authority of the banking industry of the PRC. A circular containing, among others, details of the Proposed Amendments and the notice convening the general meeting will be despatched to the Shareholders in due course.

For and on behalf of the Board
Chongqing Rural Commercial Bank Co., Ltd.*
重慶農村商業銀行股份有限公司*
Liu Jianzhong
Chairman and Executive Director

Chongqing, the PRC,
6 December 2019

As at the date of this announcement, the executive directors of the Bank are Mr. Liu Jianzhong, Mr. Xie Wenhui and Mr. Zhang Peizong; the non-executive directors of the Bank are Mr. Zhang Peng, Ms. Chen Xiaoyan, Mr. Luo Yuxing and Mr. Wen Honghai; and the independent non-executive directors of the Bank are Mr. Yuan Zengting, Mr. Cao Guohua, Mr. Song Qinghua, Mr. Zhang Qiaoyun and Mr. Lee Ming Hau.

* *The Bank holds a financial licence number B0335H250000001 approved by the regulatory authority of the banking industry of the PRC and was authorised by the Administration for Market Regulation of Chongqing to obtain a corporate legal person business licence with a unified social credit code 91500000676129728J. The Bank is not an authorised institution in accordance with the Hong Kong Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorised to carry on banking/deposit-taking business in Hong Kong.*

Appendix I Explanation Table of the Proposed Amendments to the Articles of Association

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
1.	Article 1	<p>The Articles of Association are formulated in accordance with the “Company Law of the People’s Republic of China” (hereinafter referred to as the “Company Law”), the “Securities Law of the People’s Republic of China” (hereinafter referred to as the “Securities Law”), the “Law of the People’s Republic of China on Commercial Banks” (hereinafter referred to as the “Commercial Bank Law”), the “Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies”, the “Essential Terms of Articles of Association for Companies Listed Overseas”, the “Guidance for the Articles of Association of Listed Companies”, relevant requirements of the Communist Party of China (hereinafter referred to as the “CPC”) and other relevant laws and regulations, with an aim to protect the legitimate rights and interests of Chongqing Rural Commercial Bank Co., Ltd. (hereinafter referred to as the “Bank”), and its shareholders and creditors, and to standardize the organization and activities of the Bank, as well as to preserve and increase the value of state-owned assets.</p>	<p>The Articles of Association are formulated in accordance with the “Company Law of the People’s Republic of China” (hereinafter referred to as the “Company Law”), the “Securities Law of the People’s Republic of China” (hereinafter referred to as the “Securities Law”), the “Law of the People’s Republic of China on Commercial Banks” (hereinafter referred to as the “Commercial Bank Law”), <u>the “Supervision Law of the People’s Republic of China” (hereinafter referred to as the “Supervision Law”)</u>, the “Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies”, the “Essential Terms of Articles of Association for Companies Listed Overseas”, the “Guidance for the Articles of Association of Listed Companies”, relevant requirements of the Communist Party of China (hereinafter referred to as the “CPC”) and other relevant laws and regulations, with an aim to protect the legitimate rights and interests of Chongqing Rural Commercial Bank Co., Ltd. (hereinafter referred to as the “Bank”), and its shareholders and creditors, and to standardize the organization and activities of the Bank, as well as to preserve and increase the value of state-owned assets.</p>	<p>Amendments are made in accordance with Article 12 of the Supervision Law and Article 4 of the Guidelines on the Articles of Association of Chongqing Municipal State-owned Enterprises (Yu Guo Zi Dang Fa [2019] No. 11) (《重慶市市屬國有企業章程指引》(渝國資黨發[2019]11號)).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
		<p>In accordance with the Company Law and the “Constitution of the Communist Party of China”, the Bank shall establish a committee for the Communist Party of China and a discipline inspection committee to carry out CPC activities. Party organization is an organic composition of the corporate governance structure of the Bank. The Bank insists on simultaneous planning of Party construction and production operations, simultaneous establishment of party organizations and working organs, simultaneous allocation of person-in charge of the Party organization and staff for Party affairs as well as simultaneous proceeding of work, so as to make clear the duties and manner of work of the Party organization in respect of decision-making, implementation and supervision, to allow docking between mechanisms, between systems, between regimes and between work, and to promote the Party organization to play a leading role in an organized, institutionalized and concrete way.</p>	<p>In accordance with the Company Law, <u>the Supervision Law</u> and the “Constitution of the Communist Party of China”, the Bank shall establish a committee for the Communist Party of China and a discipline inspection committee to carry out CPC activities, <u>and the Chongqing Municipal Commission for Discipline Inspection in association with the Chongqing Municipal Supervisory Commission shall dispatch a discipline inspection and supervision team to the Bank to carry out supervision, accountability, investigation and process.</u> Party organization is an organic composition of the corporate governance structure of the Bank, <u>and plays a leading role.</u> <u>The Bank adheres to the integration of the works on strengthening the Party’s leadership enhancement and corporate governance improvement, so as to build a modern state-owned enterprise system with Chinese characteristics.</u> The Bank insists on simultaneous planning of Party construction and production operations <u>enterprise reform</u>, simultaneous establishment of party organizations and working organs, simultaneous allocation of person-in charge of the Party organization and staff for Party affairs as well as simultaneous proceeding of work <u>Party construction</u>, so as to make clear the duties and manner of work of the Party organization in respect of decision-making, implementation and supervision, to allow docking between mechanisms, between systems, between regimes and between work, and to promote the Party organization to play a leading role in an organized, institutionalized and concrete way.</p>	

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
2.	Article 9	<p>The Articles of Association shall be binding on the Bank, its shareholders, directors, supervisors, governors and other senior managers. All persons mentioned above may have the rights to claim on the matters regarding the Bank pursuant to the Bank's Articles of Association.</p> <p>The Articles of Association of the Bank may be used by the Bank's shareholders to institute legal proceedings against the Bank, or by the Banks against its shareholders, directors, supervisors, governors and other senior managers, or by its shareholders against other shareholders, or by its shareholders against directors, supervisors, governors and other senior managers.</p> <p>The other senior managers referred to in the Articles of the Bank, are the deputy governors of the Bank, the secretary of the Board, the heads of finance department, the heads of internal audit department, the heads of compliance department, heads of business department, and branch & sub-branch presidents, as well as other senior managers recognized by banking regulatory agency.</p> <p>The senior managers referred to in the Articles of the Bank, are the governor of the Bank and the other senior managers defined in the preceding paragraph. Senior management of the Bank consists of the governor of the head office, the deputy governors, the secretary of the Board, the person in charge of finance, and other senior managers recognized by banking regulatory agency.</p> <p>The legal proceedings referred to in the preceding paragraph shall include legal proceedings instituted in courts or the application to arbitration institutions for arbitration.</p>	<p>The Articles of Association shall be binding on the Bank, its shareholders, directors, supervisors, governors and other senior managers. All persons mentioned above may have the rights to claim on the matters regarding the Bank pursuant to the Bank's Articles of Association.</p> <p>The Articles of Association of the Bank may be used by the Bank's shareholders to institute legal proceedings against the Bank, or by the Banks against its shareholders, directors, supervisors, governors and other senior managers, or by its shareholders against other shareholders, or by its shareholders against directors, supervisors, governors and other senior managers.</p> <p>The other senior managers referred to in the Articles of the Bank, are the deputy governors of the Bank, the secretary of the Board, the heads of finance department, the heads of internal audit department, the heads of compliance department, heads of business department, and branch & sub-branch presidents, as well as other senior managers recognized by banking regulatory agency.</p> <p>The senior managers referred to in the Articles of the Bank, are the governor of the Bank, <u>the deputy governors, the secretary of the Board, the person in charge of finance, and the general counsel, etc.</u> and the other senior managers defined in the preceding paragraph. Senior management of the Bank consists of the governor of the head office <u>Bank</u>, the deputy governors, the secretary of the Board, the person in charge of finance, and other senior managers recognized by banking regulatory agency <u>regulatory agency</u>.</p> <p>The legal proceedings referred to in the preceding paragraph shall include legal proceedings instituted in courts or the application to arbitration institutions for arbitration.</p> <p><u>The Bank's chairman, directors, governor, deputy governors, secretary of the Board, person in charge of finance, and other personnel whose qualifications for appointment need to be reviewed by the regulatory authority of the banking industry of the PRC and other regulatory authorities shall have the qualifications prescribed by the regulatory authorities and be approved or filed by them.</u></p>	<p>Amendments are made in accordance with Article 216 of the Company Law of the People's Republic of China (<u>《中華人民共和國公司法》</u>) (the "Company Law"), Article 39 of the Corporate Governance Guidelines (<u>《公司治理指引》</u>) issued by China Banking and Insurance Regulatory Commission (<u>中國銀行保險監督管理委員會</u>) (the "CBIRC") and Article 5 of the Opinions of Chongqing State-owned Assets Supervision and Administration Commission on Strengthening the Construction of the General Counsel System of Municipal State-owned Enterprises (<u>《重慶市國有資產監督管理委員會關於加強市屬國有企業總法律顧問制度建設的意見》</u>).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
3.	Article 33	<p>The Bank shall repurchase its shares outstanding in the following cases, after approval through procedures set forth by the Bank's Articles of Association and approval by the national competent authority:</p> <p>(a) reducing the registered capital of the Bank;</p> <p>(b) merger with other companies which hold shares in the Bank;</p> <p>(c) rewarding its employees with shares;</p> <p>(d) Shareholders requiring the Bank to repurchase their shares, due to their dissatisfaction with merger and division resolutions made at the general meeting of shareholders;</p> <p>(e) other cases as permitted by laws and administrative regulations.</p> <p>The Bank shall not buy or sell its shares except in the above cases.</p>	<p>The Bank shall repurchase its shares outstanding in the following cases, after approval through procedures set forth by the Bank's Articles of Association and approval by the national competent authority:</p> <p>(a) reducing the registered capital of the Bank;</p> <p>(b) merger with other companies which hold shares in the Bank;</p> <p>(c) <u>rewarding its employees with shares granting shares for its employee stock ownership plan or equity incentives;</u></p> <p>(d) Shareholders requiring the Bank to repurchase their shares, due to their dissatisfaction with merger and division resolutions made at the general meeting of shareholders;</p> <p>(e) <u>using shares for conversion of convertible corporate bonds issued by listed companies;</u></p> <p>(f) <u>being deemed necessary by the Bank for the protection of its corporate value and shareholders' interests;</u></p> <p>(eg) other cases as permitted by laws and administrative regulations.</p> <p>The Bank shall not buy or sell its shares except in the above cases.</p>	<p>Amendments are made in accordance with Articles 23 and 25 of the Guidance for the Articles of Association of Listed Companies (2019).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
		<p>Repurchase of the Bank's shares according to Paragraph (a) to (c), should be subject to the approval made at the general meeting of shareholders. The shares to be repurchased by the Bank in accordance with Paragraph (a) shall, should be cancelled within ten (10) days from the date of such repurchase, and those shares repurchased pursuant to Paragraph (b) and (d), should be transferred or cancelled within six (6) months from the date of such repurchase.</p> <p>The shares repurchased by the Bank in accordance with the provisions of Paragraph (c) shall not exceed 5% of the total shares issued by the Bank, and shall be transferred to its employees within one (1) year. Such repurchase should be made by the Bank using after-tax profits.</p>	<p>Repurchase of the Bank's shares according to Paragraphs (a) to (c) or (b), should be subject to the approval made at the general meeting of shareholders. <u>Repurchase of the Bank's shares according to Paragraphs (c), (e) or (f), in accordance with the provisions of the Articles of Association or the authorization of the general meeting, should be subject to a resolution of the Board meeting where more than two-thirds of the directors are present.</u> The shares to be repurchased by the Bank in accordance with Paragraph (a) shall, should be cancelled within ten (10) days from the date of such repurchase, and those shares repurchased pursuant to Paragraph (b) and (d), should be transferred or cancelled within six (6) months from the date of such repurchase. The shares repurchased by the Bank in accordance with the provisions of Paragraph (c) shall not exceed 5% of the total shares issued by the Bank, and shall be transferred to its employees within one (1) year. Such repurchase should be made by the Bank using after tax profits. <u>In the case of Paragraphs (c), (e) or (f), the total number of shares held by the Bank shall not exceed 10% of the total issued shares of the Bank, and the shares repurchased shall be transferred or cancelled within 3 years.</u></p> <p><u>Where the securities regulatory authorities in the place where the Bank's shares are listed impose other provisions on the share repurchase, such provisions shall prevail.</u></p>	

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
4.	Article 34	<p>As approved by the national competent authority, the Bank may repurchase its shares in one of the following ways:</p> <p>(a) an offer of repurchase of shares is made to all shareholders based on the same proportion;</p> <p>(b) repurchase through open transaction on stock exchange;</p> <p>(c) repurchase by agreement in the over-the-counter market;</p> <p>(d) other methods permitted by laws, administrative regulations and approved by securities regulatory department of the State Council.</p>	<p>As approved by the national competent authority, the Bank may repurchase its shares in one of the following ways: <u>in a public and centralized manner, or other ways approved by the laws and regulations and the CSRC.</u></p> <p>(a) an offer of repurchase of shares is made to all shareholders based on the same proportion;</p> <p>(b) repurchase through open transaction on stock exchange;</p> <p>(c) repurchase by agreement in the over the counter market;</p> <p>(d) other methods permitted by laws, administrative regulations and approved by securities regulatory department of the State Council.</p> <p><u>Repurchase of the Bank's shares in the circumstances as stipulated in Paragraphs (c), (e) and (f) of the first item of Article 33 of the Articles of Association shall be carried out in a public and centralized manner.</u></p>	<p>Amendments are made in accordance with Article 24 of the Guidance for the Articles of Association of Listed Companies (2019).</p>
5	Article 74	<p>The general meeting of shareholders in the Bank shall be held at the domicile of the Bank or other specific places.</p> <p>The Bank shall set up a venue where the general meeting is held in the form of on-the-spot meeting. The Bank shall facilitate its shareholders to attend the meeting through the safe, economical and convenient network or in other methods. The shareholders shall be deemed present at the meeting, when participate in the meeting in the above-mentioned forms.</p>	<p>The general meeting of shareholders in the Bank shall be held at the domicile of the Bank or other specific places.</p> <p>The Bank <u>general meeting</u> shall set up a venue where the general meeting is held in the form of on-the-spot meeting. The Bank shall facilitate its shareholders to attend the meeting through the safe, economical and convenient network or in other methods <u>by means of on-line voting</u>. The shareholders shall be deemed present at the meeting, when participate in the meeting in the above-mentioned forms.</p>	<p>Amendments are made in accordance with Article 44 of the Guidance for the Articles of Association of Listed Companies (2019).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
6	Article 84	A written notice regarding the general meeting of shareholders, shall be issued to all registered shareholders forty-five (45) days before the meeting, stating the matters to be considered and the date and place of the meeting. The shareholders intending to attending the meeting, shall make an attendance reply in writing to the Bank twenty (20) days before the meeting.	A written notice regarding the general meeting of shareholders, shall be issued to all registered shareholders forty five (45) days before the meeting, stating the matters to be considered and the date and place of the meeting. In order to convene a general meeting of the Bank, prior notice of twenty (20) business days shall be given for the purpose of an annual general meeting, and prior notice of ten (10) business days or fifteen (15) days (whichever is earlier) shall be given for the purpose of an extraordinary general meeting. The shareholders intending to attending the meeting, shall make an attendance reply in writing to the Bank twenty (20) days before the meeting.	Amendments are made in accordance with the Reply of the State Council on the Adjustment of the Notice Period of Convening the General Meeting and Other Matters Applicable to the Overseas Listed Companies (《關於調整適用在境外上市公司召開股東大會通知期限等事項規定的批覆》), Article 102 of the Company Law and Code Provision E.1.3 of Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).
7.	Article 86	The Bank may calculate the number of the voting shares represented by the shareholders intending to attend the meeting, based on the written replies received twenty (20) days before the meeting. The Bank shall not convene the general meeting of shareholders until such voting shares represented reach more than 1/2 of the Bank’s total voting shares. Where such voting shares fail to reach the standard, the Bank shall, within five (5) days, issue a public notice to all the shareholders, stating the matters, the date and the place of the meeting. After such public notice, the Bank may hold the shareholders’ general meeting. The relevant notice shall be published in the newspapers meeting the relevant requirements. The EGM shall not decide or notify such matters not contained in the notice concerned.	The Bank may calculate the number of the voting shares represented by the shareholders intending to attend the meeting, based on the written replies received twenty (20) days before the meeting. The Bank shall not convene the general meeting of shareholders until such voting shares represented reach more than 1/2 of the Bank’s total voting shares. Where such voting shares fail to reach the standard, the Bank shall, within five (5) days, issue a public notice to all the shareholders, stating the matters, the date and the place of the meeting. After such public notice, the Bank may hold the shareholders’ general meeting. The relevant notice shall be published in the newspapers meeting the relevant requirements. In accordance with relevant regulations, the Bank may hold a shareholders’ general meeting after issuing a notice convening such general meeting. The relevant notice shall be published in the newspapers meeting the relevant requirements. The EGM shall not decide or notify such matters not contained in the notice concerned.	Amendments are made in accordance with the Reply of the State Council on the Adjustment of the Notice Period of Convening the General Meeting and Other Matters Applicable to the Overseas Listed Companies (《關於調整適用在境外上市公司召開股東大會通知期限等事項規定的批覆》).

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
8.	Article 89	<p>A notice regarding the general meeting of shareholders, shall be delivered by a specific person or by prepaid mail, to all the shareholders (whether or not such shareholders have voting rights). Any recipient's address shall be the address registered in the register of shareholders. For holders of domestic shares, such notice may be also issued in the form of an announcement.</p> <p>The announcement referred to in the preceding paragraph, should be released in one or more appropriate newspaper designated by the securities regulatory authority under the State Council, forty-five to fifty (45-50) days before the meeting. All shareholders having domestic shares, shall be deemed to have received such notice upon the publication of such notice.</p> <p>Under the premise of compliance with the relevant laws and regulations of the place where the Company's shares are listed, such notice may be also made to the shareholders having overseas listed foreign shares, in other manners set forth in the Articles of Association.</p>	<p>A notice regarding the general meeting of shareholders, shall be delivered by a specific person or by prepaid mail, to all the shareholders (whether or not such shareholders have voting rights). Any recipient's address shall be the address registered in the register of shareholders. For holders of domestic shares, such notice may be also issued in the form of an announcement.</p> <p>The announcement referred to in the preceding paragraph, should be released in one or more appropriate newspaper designated by the securities regulatory authority under the State Council, <u>twenty (20) business days</u> forty five to fifty (45-50) days before the meeting <u>for the purpose of an annual general meeting, and ten (10) business days or fifteen (15) days before the meeting (whichever is earlier) for the purpose of an extraordinary general meeting.</u> All shareholders having domestic shares, shall be deemed to have received such notice upon the publication of such notice.</p> <p>Under the premise of compliance with the relevant laws and regulations of the place where the Company's shares are listed, such notice may be also made to the shareholders having overseas listed foreign shares, in other manners set forth in the Articles of Association.</p>	<p>Amendments are made in accordance with the Reply of the State Council on the Adjustment of the Notice Period of Convening the General Meeting and Other Matters Applicable to the Overseas Listed Companies (《關於調整適用在境外上市公司召開股東大會通知期限等事項規定的批覆》, Article 102 of the Company Law and Code Provision E.1.3 of Appendix 14 to the Listing Rules.</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
9.	Article 139	<p>Where the Bank intends to hold a meeting of class shareholder, it should forty-five (45) days before the meeting, issue a written notice to all relevant shareholders in the register of the shareholders of the class, stating the matters to be considered, and the date and location of the meeting. The shareholders intending to attend the meeting should, twenty (20) days before the meeting, make a written reply regarding the meeting to the Bank.</p> <p>The Bank shall not hold such a meeting of class shareholders until the voting shares represented by such intending shareholders account for more than 1/2 of the total number of voting shares of that type at the meeting. If the quorum is not reached, the Bank shall, within five (5) days before the meeting, once again issue to all relevant shareholders a written notice, specifying the matters to be considered, and the date and location of the meeting. After making such a public notice again, the Bank may hold such class shareholder meeting. The relevant notice shall be published on the newspapers meeting the relevant requirements.</p>	<p>Where the Bank intends to hold a meeting of class shareholder, it should forty five (45) days before the meeting, the time limit for issuing a written notice shall be the same as that for issuing a written notice of the non-class shareholders' meeting to be held together with such class shareholders' meeting. issue a written notice <u>The written notice shall be issued to all relevant shareholders in the register of the shareholders of the class, stating the matters to be considered, and the date and location of the meeting. The shareholders intending to attend the meeting should, twenty (20) days before the meeting, make a written reply regarding the meeting to the Bank.</u></p> <p>The Bank shall not hold such a meeting of class shareholders until the voting shares represented by such intending shareholders account for more than 1/2 of the total number of voting shares of that type at the meeting. If the quorum is not reached, the Bank shall, within five (5) days before the meeting, once again issue to all relevant shareholders a written notice, specifying the matters to be considered, and the date and location of the meeting. After making such a public notice again, the Bank may hold such class shareholder meeting. In accordance with relevant regulations, the Bank may hold a class shareholders' meeting after issuing a notice convening such class shareholders' meeting. <u>The relevant notice shall be published on the newspapers meeting the relevant requirement.</u></p>	<p>Amendments are made in accordance with the Reply of the State Council on the Adjustment of the Notice Period of Convening the General Meeting and Other Matters Applicable to the Overseas Listed Companies (《關於調整適用在境外上市公司召開股東大會通知期限等事項規定的批覆》), Article 102 of the Company Law and Code Provision E.1.3 of Appendix 14 to the Listing Rules.</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
10.	Article 143	<p>Directors shall be elected, dismissed or replaced at the shareholders' general meeting. The term of office shall be three (3) years. Upon the expiry of the term, a director shall be eligible for re-election and re-appointment. The office term of a re-elected and re-appointed director is effective upon approval by the general meeting while the term of office of a new director is effective upon approval by the banking regulatory agency until expiration of the term of the current session of the Board of Directors. Shareholders shall not remove a director without good reason in a general meeting prior to the expiration of his term.</p> <p>Director elected by the general meeting to fill a casual vacancy or as an addition to the Board, shall hold office only until the expiration of the term of the current session of the Board of Directors of the Bank, and shall then be eligible for re-election.</p> <p>The period during which a written notice given to the Bank of the intention to propose a person for election as a director and a written notice by that person of his willingness to be elected are to be given to the Bank shall be at least 7 days prior to the date of the shareholders' general meeting.</p>	<p>Directors shall be elected, dismissed or replaced at the shareholders' general meeting <u>and may be dismissed by the shareholders' general meeting prior to the expiration of their term of office.</u> The term of office of a director shall be three (3) years. Upon the expiry of the term, a director shall be eligible for re-election and re-appointment. The office term of a re-elected and re-appointed director is effective upon approval by the general meeting while the term of office of a new director is effective upon approval by the banking regulatory agency until expiration of the term of the current session of the Board of Directors. Shareholders shall not remove a director without good reason in a general meeting prior to the expiration of his term.</p> <p><u>The directorship position may be concurrently held by the governor or other senior managers, but the total number of directors concurrently serving as the governor or other senior managers shall not exceed 1/2 of the total number of directors of the Bank.</u></p> <p>Director elected by the general meeting to fill a casual vacancy or as an addition to the Board, shall hold office only until the expiration of the term of the current session of the Board of Directors of the Bank, and shall then be eligible for re-election.</p> <p>The period during which a written notice given to the Bank of the intention to propose a person for election as a director and a written notice by that person of his willingness to be elected are to be given to the Bank shall be at least 7 days prior to the date of the shareholders' general meeting.</p>	<p>Amendments are made in accordance with Article 96 of the Guidance for the Articles of Association of Listed Companies (2019).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
		<p>The period granted by the Bank for lodging the above notice and documents by the relevant candidate(s) and the relevant candidate(s) shall not be less than 7 days (such period shall commence from the date after the issue of the notice of the shareholders' general meeting).</p> <p>Where not otherwise provided by relevant laws and administrative rules, shareholders in general meeting shall have power by ordinary resolution to remove any director (but without prejudice to any claim for damages under any contract) before the expiration of his period of office.</p> <p>After the election of the directors which has been approved by banking regulatory agency, the Bank shall promptly sign the employment contract with elected directors, which may specify the rights and obligations of the Bank and the directors, the term of directors, liability assumed by directors in violation of laws and regulations as well as the Articles of Association, and compensation for premature termination of the above contract by the Bank for any reason.</p>	<p>The period granted by the Bank for lodging the above notice and documents by the relevant candidate(s) and the relevant candidate(s) shall not be less than 7 days (such period shall commence from the date after the issue of the notice of the shareholders' general meeting).</p> <p>Where not otherwise provided by relevant laws and administrative rules, shareholders in general meeting shall have power by ordinary resolution to remove any director (but without prejudice to any claim for damages under any contract) before the expiration of his period of office.</p> <p>After the election of the directors which has been approved by banking regulatory agency, the Bank shall promptly sign the employment contract with elected directors, which may specify the rights and obligations of the Bank and the directors, the term of directors, liability assumed by directors in violation of laws and regulations as well as the Articles of Association, and compensation for premature termination of the above contract by the Bank for any reason.</p>	
11.	Article 155	<p>Independent directors shall not serve as the directors of the Bank under the following circumstances, apart from the conditions stated under Article 275 of the Articles of Association:</p> <p>(a) he and his close relatives holding aggregate more than 1% of the shares or equity interest in the Bank;</p> <p>(b) he has acquired an interest in any securities of the Bank as a gift, or by means of other financial assistance, from the Bank or a core connected person. However, with prejudice to item (a) above, satisfying the regulatory authority of the place of listing, prior to such appointment, that the candidate is independent, independence will not be affected if such director receives shares or interests in securities from the Bank or its subsidiaries (but not from core connected persons) as part of his director's fee and pursuant to share option schemes established in accordance with Chapter 17 of the Listing Rules of Hong Kong;</p>	<p>Independent directors shall not serve as the directors of the Bank under the following circumstances, apart from the conditions stated under Article 275 of the Articles of Association:</p> <p>(a) he and his close relatives holding aggregate more than 1% of the shares or equity interest in the Bank;</p> <p>(b) he has acquired an interest in any securities of the Bank as a gift, or by means of other financial assistance, from the Bank or a core connected person. However, with prejudice to item (a) above, satisfying the regulatory authority of the place of listing, prior to such appointment, that the candidate is independent, independence will not be affected if such director receives shares or interests in securities from the Bank or its subsidiaries (but not from core connected persons) as part of his director's fee and pursuant to share option schemes established in accordance with Chapter 17 of the Listing Rules of Hong Kong;</p>	Amendments are made in accordance with Rule 3.13 of the Listing Rules.

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
		<p>(c) he or his close relatives working for one shareholder institution holding more than 1% of the shares or equity interest in the Bank;</p> <p>(d) he or his close relatives working for the Bank or one institution controlled or actually controlled by the Bank;</p> <p>(e) he or his close relatives working for one institution unable to repay the loans of the Bank;</p> <p>(f) he or his close relatives working for one institution having business relation or credit and debt interest with the Bank in such aspects as law, accounting, auditing, management, consulting and guarantee cooperation, thus resulting in interference of their independence in the performance of their duties;</p> <p>(g) such independent director is a director, partner or principal of a professional adviser which currently provides or has within one year immediately prior to the date of his proposed appointment provided services, or is an employee of such professional adviser who is or has been involved in providing such services during the same period, to:</p> <p>(A) the Bank, its holding company or any of their respective subsidiaries or core connected persons; or</p> <p>(B) any person who was a controlling shareholder or any person who was a senior manager or a director (other than an independent director), of the Bank within one year immediately prior to the date of the proposed appointment, or any of their close associates;</p> <p>(h) he or his close relatives may be controlled or impacted by the Bank's substantial shareholder and senior managers, thus resulting in interference of their independence in the performance of their duties;</p>	<p>(c) he or his close relatives working for one shareholder institution holding more than 1% of the shares or equity interest in the Bank;</p> <p>(d) he or his close relatives working for the Bank or one institution controlled or actually controlled by the Bank;</p> <p>(e) he or his close relatives working for one institution unable to repay the loans of the Bank;</p> <p>(f) he or his close relatives working for one institution having business relation or credit and debt interest with the Bank in such aspects as law, accounting, auditing, management, consulting and guarantee cooperation, thus resulting in interference of their independence in the performance of their duties;</p> <p>(g) such independent director is <u>or was</u> a director, partner or principal of a professional adviser which currently provides or has within one year <u>two years</u> immediately prior to the date of his proposed appointment provided services, or is <u>or was</u> an employee of such professional adviser who is or has been involved in providing such services during the same period, to:</p> <p>(A) the Bank, its holding company or any of their respective subsidiaries or core connected persons; or</p> <p>(B) any person who was a controlling shareholder or any person who was a senior manager <u>the governor</u> or a director (other than an independent director), of the Bank within one year <u>two years</u> immediately prior to the date of the proposed appointment, or any of their close associates;</p> <p>(h) he or his close relatives may be controlled or impacted by the Bank's substantial shareholder and senior managers, thus resulting in interference of their independence in the performance of their duties;</p>	

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
		<p>(i) such independent director has a material interest in any principal business activity of or is involved in any material business dealings with the Bank, its holding company or their respective subsidiaries or with any core connected persons of the Bank;</p> <p>(j) such independent director is on the board specifically to protect the interests of an entity whose interests are not the same as those of the shareholders as a whole;</p> <p>(k) such independent director is or was connected with a director, a senior management or a substantial shareholder of the Bank within two years immediately prior to the date of his proposed appointment;</p> <p>(l) such independent director is, or has at any time during the two years immediately prior to the date of his proposed appointment been, an executive or director (other than an independent director) of the Bank, of its holding company or of any of their respective subsidiaries or of any core connected persons of the Bank. An “executive” includes any person who has any management function in the company and any person who acts as a company secretary of the company;</p> <p>(m) such independent director is financially dependent on the Bank, its holding company or any of their respective subsidiaries or core connected persons of the Bank;</p> <p>(n) the regulatory authority based on the substance over form principle, determines that the minimum regulatory requirements are not met for an independent director in terms of independence.</p> <p>Close relatives mentioned in this Articles of Association, are spouses, parents, children, grandparents, maternal grandparents, and brothers and sisters and grandchildren.</p> <p>Core connected persons, close associates mentioned in this Articles of Association are those defined in the Hong Kong Listing Rules.</p>	<p>(i) such independent director has <u>or had</u> a material interest in any principal business activity of or is <u>or was</u> involved in any material business dealings with the Bank, its holding company or their respective subsidiaries or with any core connected persons of the Bank, <u>within one year immediately prior to the date of the proposed appointment</u>;</p> <p>(j) such independent director is on the board specifically to protect the interests of an entity whose interests are not the same as those of the shareholders as a whole;</p> <p>(k) such independent director is or was connected with a director, a senior management <u>the governor</u> or a substantial shareholder of the Bank within two years immediately prior to the date of his proposed appointment;</p> <p>(l) such independent director is, or has at any time during the two years immediately prior to the date of his proposed appointment been, an executive or director (other than an independent director) of the Bank, of its holding company or of any of their respective subsidiaries or of any core connected persons of the Bank. An “executive” includes any person who has any management function in the company and any person who acts as a company secretary of the company;</p> <p>(m) such independent director is financially dependent on the Bank, its holding company or any of their respective subsidiaries or core connected persons of the Bank;</p> <p>(n) the regulatory authority based on the substance over form principle, determines that the minimum regulatory requirements are not met for an independent director in terms of independence.</p> <p>Close relatives mentioned in this Articles of Association, are spouses, parents, children, grandparents, maternal grandparents, and brothers and sisters and grandchildren.</p> <p>Core connected persons, close associates mentioned in this Articles of Association are those defined in the Hong Kong Listing Rules.</p>	

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
12.	Article 161	<p>Independent directors should make independent opinion to the board of directors or the shareholders' general meeting in the Bank on the following important matters:</p> <p>(a) nomination, appointment and removal of directors;</p> <p>(b) appointment or dismissal of directors or senior managers;</p> <p>(c) remuneration of directors and senior managers;</p> <p>(d) profit allocation program;</p> <p>(e) significant connected party transactions;</p> <p>(f) specific measures and implementation situations of the Bank's support for "Three Rural";</p> <p>(g) appointment of external auditor;</p> <p>(h) matters which may damage legal interests of depositors, minority shareholders and other stakeholders;</p> <p>(i) other matters prescribed by the laws and regulations.</p>	<p>Independent directors should make independent opinion to the board of directors or the shareholders' general meeting in the Bank on the following important matters:</p> <p>(a) nomination, appointment and removal of directors;</p> <p>(b) appointment or dismissal of directors or senior managers;</p> <p>(c) remuneration of directors and senior managers;</p> <p>(d) profit allocation program;</p> <p>(e) significant connected party transactions;</p> <p>(f) specific measures and implementation situations of the Bank's support for "Three Rural";</p> <p>(g) appointment of external auditor;</p> <p>(h) matters which may damage legal interests of depositors, minority shareholders and other stakeholders;</p> <p><u>(i) matters that may cause significant losses to the Bank;</u></p> <p><u>(j) other matters prescribed by the laws and regulations and the Article of Association.</u></p>	<p>Amendments are made in accordance with Article 21 of the Guidelines on Independent Directors and External Supervisors System of Joint Stock Commercial Banks (《股份制商業銀行獨立董事和外部監事制度指引》).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
13.	Article 169	<p>The Board shall be responsible for the general meeting of shareholders, and shall exercise the following powers:</p> <p>(a) to assume responsibility for convening the general meeting of shareholders and make a report on work to the meeting;</p> <p>(b) to implement the resolutions adopted by the shareholders' general meeting;</p> <p>(c) to determine the Bank's business plan, development strategy, and oversee and implement them;</p> <p>(d) to formulate the Bank's annual financial budget and final accounts;</p> <p>(e) to formulate the Bank's profit distribution program and loss recovery program;</p> <p>(f) to formulate the Bank's programs for increasing or decreasing its registered capital;</p> <p>(g) to formulate the bond issuance or other securities listing plans;</p> <p>(h) to formulate the Bank's programs for the Bank's merger, division, dissolution or a change in its corporate form;</p> <p>(i) to formulate the Bank's stock repurchase plan;</p> <p>(j) to determine such matters as the Bank's significant external investment, significant merger & acquisitions, significant acquisition of assets, assets disposal, significant assets cancellation after verification and significant external guarantee within the authorization limits of the general meeting of shareholders;</p> <p>(k) to decide the establishment and planning of the Bank's internal management departments and branches, as well as that of holding subsidiary;</p>	<p>The Board shall be responsible for the general meeting of shareholders, and shall exercise the following powers:</p> <p>(a) to assume responsibility for convening the general meeting of shareholders and make a report on work to the meeting;</p> <p>(b) to implement the resolutions adopted by the shareholders' general meeting;</p> <p>(c) to determine the Bank's business plan, development strategy, and oversee and implement them;</p> <p>(d) to formulate the Bank's annual financial budget and final accounts;</p> <p>(e) to formulate the Bank's profit distribution program and loss recovery program;</p> <p>(f) to formulate the Bank's programs for increasing or decreasing its registered capital;</p> <p>(g) to formulate the bond issuance or other securities listing plans;</p> <p>(h) to formulate the Bank's programs for the Bank's merger, division, dissolution or a change in its corporate form;</p> <p>(i) to formulate the Bank's stock repurchase plan;</p> <p>(j) to determine such matters as the Bank's significant external investment, significant merger & acquisitions, significant acquisition of assets, assets disposal, significant assets cancellation after verification and significant external guarantee within the authorization limits of the general meeting of shareholders;</p> <p>(k) to decide the establishment and planning of the Bank's internal management departments and branches, as well as that of holding subsidiary;</p>	<p>Amendments are made in accordance with Article 216 of the Company Law and Article 39 of the Corporate Governance Guidelines issued by the CBIRC.</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
		<p>(l) to appoint or dismiss the Bank's governor, and the board secretary; to appoint or dismiss the Bank's deputy governors and other senior managers according to the nomination by the governor (except for the heads of business department, branch and sub-branch presidents); to determine each chairman of each special committee of the Board of directors and its members;</p> <p>(m) to determine the remuneration as well as rewards and punishment matters of the Bank's senior management;</p> <p>(n) to determine the risk-tolerance, risk management and internal controlling policies and basic management system of the Bank;</p> <p>(o) to formulate the proposal program for amending the Bank's Articles of Association, the Rules and Procedures of the General Meetings and the Rules and Procedures of the Meetings of the Board;</p> <p>(p) to determine and modify the working rules of the special committees of the Board and relevant corporation governance system;</p> <p>(q) to consider and approve entrust financing, donation, related party transaction and other relevant matters of the Bank;</p> <p>(r) to be responsible for the matters involving the Bank's information disclosure, and assume ultimate responsibility for the completeness and accuracy of the Bank's accounting and financial report;</p> <p>(s) to submit for the shareholders' general meeting's appointment or replacement of an accounting firm to audit the Bank's financial position;</p> <p>(t) to review the work report by the Bank's governor to ensure directors to obtain enough information timely on fulfilling their duties, supervise and ensure that senior management can effectively fulfill their management responsibilities;</p>	<p>(l) to appoint or dismiss the Bank's governor, and the board secretary; to appoint or dismiss the Bank's deputy governors and other senior managers according to the nomination by the governor (except for the heads of business department, branch and sub-branch presidents); to determine each chairman of each special committee of the Board of directors and its members;</p> <p>(m) to determine the remuneration as well as rewards and punishment matters of the Bank's senior management;</p> <p>(n) to determine the risk-tolerance, risk management and internal controlling policies and basic management system of the Bank;</p> <p>(o) to formulate the proposal program for amending the Bank's Articles of Association, the Rules and Procedures of the General Meetings and the Rules and Procedures of the Meetings of the Board;</p> <p>(p) to determine and modify the working rules of the special committees of the Board and relevant corporation governance system;</p> <p>(q) to consider and approve entrust financing, donation, related party transaction and other relevant matters of the Bank;</p> <p>(r) to be responsible for the matters involving the Bank's information disclosure, and assume ultimate responsibility for the completeness and accuracy of the Bank's accounting and financial report;</p> <p>(s) to submit for the shareholders' general meeting's appointment or replacement of an accounting firm to audit the Bank's financial position;</p> <p>(t) to review the work report by the Bank's governor to ensure directors to obtain enough information timely on fulfilling their duties, supervise and ensure that senior management can effectively fulfill their management responsibilities;</p>	

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
		<p>(u) to examine and approve the proposals by each special committee of the Board of Directors;</p> <p>(v) to assess and enhance the Bank's corporation governance regularly;</p> <p>(w) to protect legal interests of depositors and other stakeholders;</p> <p>(x) to establish identification, examination and management mechanism for conflict of interest between the Bank and shareholders, in particular substantial shareholders;</p> <p>(y) to determine green credit development strategies, examine and approve the green credit objectives determined and the green credit reports submitted by senior management, and supervise and appraise the Bank's implementation of green credit development strategies;</p> <p>(z) in charge of cultivating the Bank's staff behavior management culture, examine and approve relevant systems of conduct rules of the Bank, supervise the implementation of staff behavior management of the Bank by senior management, and undertake the ultimate responsibilities of the Bank's staff behavior management;</p> <p>(aa) in charge of formulating the Bank's data strategy, examine and approve or authorize to examine and approve significant matters relating to data governance, supervise senior management to enhance effectiveness of data governance, and undertake the ultimate responsibilities of data governance;</p> <p>(bb) other powers granted by laws, regulations or the Articles of Association of the Bank; and the general meeting of shareholders.</p>	<p>(u) to examine and approve the proposals by each special committee of the Board of Directors;</p> <p>(v) to assess and enhance the Bank's corporation governance regularly;</p> <p>(w) to protect legal interests of depositors and other stakeholders;</p> <p>(x) to establish identification, examination and management mechanism for conflict of interest between the Bank and shareholders, in particular substantial shareholders;</p> <p>(y) to determine green credit development strategies, examine and approve the green credit objectives determined and the green credit reports submitted by senior management, and supervise and appraise the Bank's implementation of green credit development strategies;</p> <p>(z) in charge of cultivating the Bank's staff behavior management culture, examine and approve relevant systems of conduct rules of the Bank, supervise the implementation of staff behavior management of the Bank by senior management, and undertake the ultimate responsibilities of the Bank's staff behavior management;</p> <p>(aa) in charge of formulating the Bank's data strategy, examine and approve or authorize to examine and approve significant matters relating to data governance, supervise senior management to enhance effectiveness of data governance, and undertake the ultimate responsibilities of data governance;</p> <p>(bb) other powers granted by laws, regulations or the Articles of Association of the Bank; and the general meeting of shareholders.</p>	

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
14.	Article 185	<p>The Board shall convene an interim meeting within ten (10) days, where any of the following situations occurs:</p> <p>(a) when the chairman deems the convening necessary;</p> <p>(b) when more than 1/3 of the directors make a joint proposal for the convening;</p> <p>(c) when the supervisory board makes a proposal for the convening;</p> <p>(d) when the governor proposes the convening;</p> <p>(e) when the shareholders representing more than 1/10 of the voting rights propose the convening;</p> <p>(f) when more than 1/2 of the independent directors propose the convening;</p> <p>(g) when required by the regulatory department;</p> <p>(h) other situations stipulated by laws, administrative regulations, departmental rules or the Articles of Association.</p>	<p>The Board shall convene an interim meeting within ten (10) days, where any of the following situations occurs:</p> <p>(a) <u>when the Party committee proposes the convening;</u></p> <p>(b) when the chairman deems the convening necessary;</p> <p>(b)(c) when more than 1/3 of the directors make a joint proposal for the convening;</p> <p>(c)(d) when the supervisory board makes a proposal for the convening;</p> <p>(d)(e) when the governor proposes the convening;</p> <p>(e)(f) when the shareholders representing more than 1/10 of the voting rights propose the convening;</p> <p>(f)(g) when more than 1/2 of the independent directors propose the convening;</p> <p>(g)(h) when required by the regulatory department;</p> <p><u>(i) when Chongqing Municipal SASAC proposes the convening;</u></p> <p>(h)(j) other situations stipulated by laws, administrative regulations, departmental rules or the Articles of Association.</p>	<p>Amendments are made in accordance with Article 35 of the Guidelines on the Articles of Association of Chongqing Municipal State-owned Enterprises (Yu Guo Zi Dang Fa [2019] No. 11) (《重慶市市屬國有企業章程指引》(渝國資黨發[2019]11 號)).</p>
15.	Article 186	<p>The Board may inform relevant persons of the holding of an interim meeting in the form of a written notice including direct delivery, e-mails or faxes and other methods; such notice shall be delivered five (5) days before the holding of such meeting.</p>	<p>The Board may inform relevant persons of the holding of an interim meeting in the form of a written notice including direct delivery, e-mails or faxes and other methods; such notice shall be delivered five (5) days before the holding of such meeting.</p> <p><u>In case of an emergency for which convening an extraordinary meeting of the Board is required, a notice of the meeting may be issued at any time by telephone or by facsimile or in oral form.</u></p>	<p>Amendments are made in accordance with Article 36 of the Guidelines on the Articles of Association of Chongqing Municipal State-owned Enterprises (Yu Guo Zi Dang Fa [2019] No. 11) (《重慶市市屬國有企業章程指引》(渝國資黨發[2019]11 號)).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
16.	Article 195	<p>The board meeting should have meeting minutes, directors present should sign their names on the minutes of the meeting. Any director present at the meeting shall be entitled to request a recorder to make a descriptive record on his speech at the meeting. The minutes of the board meeting shall be kept in accordance with the file management system of the Bank, with the retention period of not less than 10 years. The Board shall make decisions for the above-mentioned matters. For those within the scope of major issues involving decision-making of the Party committee of the Bank, the Board shall take advice and suggestions from the Party committee of the Bank in advance. For those to be submitted to SASAC for approval or filing in accordance with relevant requirements, the Board shall deliver the same in accordance with relevant requirements.</p>	<p>The board meeting should have meeting minutes, directors present should sign their names on the minutes of the meeting. Any director present at the meeting shall be entitled to request a recorder to make a descriptive record on his speech at the meeting. The minutes of the board meeting shall be kept in accordance with the file management system of the Bank, with the retention period of not less than 10 years. The Board shall make decisions for the above-mentioned matters. For those within the scope of major issues involving decision making of the Party committee of the Bank, the Board shall take advice and suggestions from the Party committee of the Bank in advance. <u>Those requiring pre-study and discussion of the Party committee of the Bank shall be studied and discussed by the Party committee.</u> For those to be submitted to SASAC for approval or filing in accordance with relevant requirements, the Board shall deliver the same in accordance with relevant requirements.</p>	<p>Amendments are made in accordance with Article 39 of the Guidelines on the Articles of Association of Chongqing Municipal State-owned Enterprises (Yu Guo Zi Dang Fa [2019] No. 11) (《重慶市市屬國有企業章程指引》(渝國資黨發[2019]11號)).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
17.	Article 201	<p>The board of directors establishes strategic development committee, audit committee, risk management committee, nomination committee, remuneration committee, related party transaction supervision committee, sannong financial service committee and consumer rights and interests protection committee. The Board may also set up other special committees or adjust the existing committees based on its work needs. All special committees of the Board shall be responsible to the Board.</p> <p>The members of each special committee consist of directors. The work rules and procedures of all special committees shall be developed by the Board.</p> <p>The special committees provide professional opinions to the Board or make decisions on professional matters as per the authorization of the Board. Each special committee should communicate regularly with the senior management and principals of functional departments on the issues of operation and risk status of the Bank, and put forward their opinions and suggestions. Any relevant resolution of the Board should be first submitted to an appropriate special committee for consideration. Such special committee is responsible to present opinions. Unless otherwise authorized by the Board under law, any special committee's review opinions shall not replace the voting results of the Board.</p>	<p>The board of directors establishes strategic development committee, audit committee, risk management committee, nomination committee, remuneration committee, related party transaction supervision committee, sannong financial service committee and consumer rights and interests protection committee. The Board may also set up other special committees or adjust the existing committees based on its work needs. All special committees of the Board shall be responsible to the Board, <u>and perform their duties in accordance with the Articles of Association and the authorization of the Board, and their proposals shall be submitted to the Board for consideration and decision.</u></p> <p>The members of each special committee <u>all</u> consist of directors. The work rules and procedures of all special committees shall be developed by the Board. Among which, the independent directors are the majority and act as conveners of the audit committee, nomination committee and remuneration committee, and the convener of the audit committee are accounting professionals. <u>The Board is responsible for the formulation of the working rules and procedures of each special committee to regulate the operation of the special committees.</u></p> <p>The special committees provide professional opinions to the Board or make decisions on professional matters as per the authorization of the Board. Each special committee should communicate regularly with the senior management and principals of functional departments on the issues of operation and risk status of the Bank, and put forward their opinions and suggestions. Any relevant resolution of the Board should be first submitted to an appropriate special committee for consideration. Such special committee is responsible to present opinions. Unless otherwise authorized by the Board under law, any special committee's review opinions shall not replace the voting results of the Board.</p>	Amendments are made in accordance with Article 107 of the Guidance for the Articles of Association of Listed Companies (2019).

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
18.	Article 216	<p>The governor responsibility system under the leadership of the Board is carried out in the Bank. The Bank sets up one governor and several deputy governors, and if necessary other senior managers to help the governor with work.</p> <p>The governor, deputy governors and other senior managers (excluding the heads of business department, sub-branch and branch governors) shall be appointed or dismissed by the Board, and their qualifications shall be approved by the banking regulatory agency.</p>	<p>The governor responsibility system under the leadership of the Board is carried out in the Bank. The Bank sets up one governor and several deputy governors, and if necessary other senior managers to help the governor with work.</p> <p>The governor, deputy governors and other senior managers (excluding the heads of business department, sub branch and branch governors) shall be appointed or dismissed by the Board, and their qualifications shall be approved by the banking regulatory agency.</p>	Amendments are made in accordance with Article 216 of the Company Law and Article 39 of the Corporate Governance Guidelines issued by the CBIRC.
19.	Article 217	Any person who holds any position other than directorship in the Bank's controlling shareholders or actual controller's organization, shall not act as a senior manager of the Bank.	Any person who holds any <u>administrative</u> position other than directorship <u>or as a supervisor</u> in the Bank's controlling shareholders or actual controller's organization , shall not act as a senior manager of the Bank.	Amendments are made in accordance with Article 126 of the Guidance for the Articles of Association of Listed Companies (2019).
20.	Article 220	<p>The governor shall be responsible to the Board and exercise the following powers:</p> <p>(a) to deal with the Bank's day-to-day administration, business and financial management work and report work to the Board;</p> <p>(b) to organize and implement the resolutions of the Board, the Bank's annual plan and investment program;</p> <p>(c) to develop the Bank's establishment program for internal management organs;</p> <p>(d) to draw up the basic management system of the Bank;</p> <p>(e) to formulate the specific rules and regulations of the Bank;</p> <p>(f) to nominate individuals for appointment or dismissal of deputy governors and other senior management who shall be appointed or dismissed by the Board (other than the heads of business department, sub-branch and branch governors) and appoint or dismiss responsible persons for various functional departments and branch offices excluding those persons appointed or dismissed by the Board;</p>	<p>The governor shall be responsible to the Board and exercise the following powers:</p> <p>(a) to deal with the Bank's day-to-day administration, business and financial management work and report work to the Board;</p> <p>(b) to organize and implement the resolutions of the Board, the Bank's annual plan and investment program;</p> <p>(c) to develop the Bank's establishment program for internal management organs;</p> <p>(d) to draw up the basic management system of the Bank;</p> <p>(e) to formulate the specific rules and regulations of the Bank;</p> <p>(f) to nominate individuals for appointment or dismissal of deputy governors and other senior management who shall be appointed or dismissed by the Board (other than the heads of business department, sub-branch and branch governors) and appoint or dismiss responsible persons for various functional departments and branch offices excluding those persons appointed or dismissed by the Board;</p>	Amendments are made in accordance with Article 216 of the Company Law, Article 39 of the Corporate Governance Guidelines issued by the CBIRC and Article 39 of the Guidelines on the Articles of Association of Chongqing Municipal State-owned Enterprises (Yu Guo Zi Dang Fa [2019] No. 11) (《重慶市市屬國有企業章程指引》(渝國資黨發[2019]11號)).

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
		<p>(g) to establish the governor accountability system, and evaluate the persons in charge of business departments, functional departments and branch offices;</p> <p>(h) to authorize the members of the senior management, and the responsible persons for internal functional departments and branch offices, to become engaged in business activities;</p> <p>(i) to propose to convene an interim meeting;</p> <p>(j) to determine the cancellation or merger of the Bank's branch offices, to authorize or entrust presidents of branch banks (branches) to carry out normal business and management activities;</p> <p>(k) to take urgent measures, and make an immediate report to the banking regulatory institution, the board of directors, and the board of supervisors, in case of a run on the Bank, and other major emergencies;</p> <p>(l) in charge of implementing staff behavior management, formulating relevant systems of conduct rules of the Bank, and implementing resolutions of the Board;</p> <p>(m) in charge of establishing data governance system, ensuring resource allocation for data governance, developing and implementing accountability and incentive mechanisms, establishing data quality control mechanisms, evaluating effectiveness and implementation of data governance, and regularly report to the Board;</p> <p>(n) other powers granted by the Articles of Association or the board of directors.</p> <p>The deputy governors shall assist the governor in handling work. Where the governor is unable to fulfill its powers, then the deputy governors shall exercise such powers on half of the governor in their position arrangement order.</p> <p>In exercising the above-mentioned powers, the governor shall take advice from the Party committee of the Bank in advance for those matters within the scope of major issues involving decision-making of the Party committee of the Bank.</p>	<p>(g) to establish the governor accountability system, and evaluate the persons in charge of business departments, functional departments and branch offices;</p> <p>(h) to authorize the members of the senior management, and the responsible persons for internal functional departments and branch offices, to become engaged in business activities;</p> <p>(i) to propose to convene an interim meeting;</p> <p>(j) to determine the cancellation or merger of the Bank's branch offices, to authorize or entrust presidents of branch banks (branches) to carry out normal business and management activities;</p> <p>(k) to take urgent measures, and make an immediate report to the banking regulatory institution, the board of directors, and the board of supervisors, in case of a run on the Bank, and other major emergencies;</p> <p>(l) in charge of implementing staff behavior management, formulating relevant systems of conduct rules of the Bank, and implementing resolutions of the Board;</p> <p>(m) in charge of establishing data governance system, ensuring resource allocation for data governance, developing and implementing accountability and incentive mechanisms, establishing data quality control mechanisms, evaluating effectiveness and implementation of data governance, and regularly report to the Board;</p> <p>(n) other powers granted by the Articles of Association or the board of directors.</p> <p>The deputy governors shall assist the governor in handling work. Where the governor is unable to fulfill its powers, then the deputy governors shall exercise such powers on half of the governor in their position arrangement order.</p> <p>In exercising the above-mentioned powers, the governor shall take advice from the Party committee of the Bank in advance for those matters within the scope of major issues involving decision-making <u>requiring pre-study and discussion</u> of the Party committee of the Bank.</p>	

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
21.	Article 228	The Bank adopts a general counsel system and has one general counsel.	The Bank adopts a general counsel system and has one general counsel. <u>The general counsel is a senior manager of the Bank, who shall be nominated by the chairman or the governor and appointed by the Board.</u>	Amendments are made in accordance with Article 5 of the Opinions of Chongqing State-owned Assets Supervision and Administration Commission on Strengthening the Construction of the General Counsel System of Municipal State-owned Enterprises (Yu Guo Zi [2019] No. 221) (《重慶市國有資產監督管理委員會關於加強市屬國有企業總法律顧問制度建設的意見》(渝國資[2019]221號)).
22.	Article 229	<p>The specific duties of the general counsel include:</p> <p>(a) to participate in operation management activities and play the role of legal review;</p> <p>(b) to participate in major business decisions and lead legal agencies to carry out related work;</p> <p>(c) to lead the legal management and unify and coordinate the legal matters in operation management;</p> <p>(d) to sign for review of legal opinions;</p> <p>(e) to attend meetings and provide legal opinions where matters considered by the Board involve legal issues;</p> <p>(f) to be responsible for the establishment of compliance management work system;</p> <p>(g) to play a role in formulation, implementation and supervision of the Articles of Association.</p>	<p>The specific duties of the general counsel include:</p> <p>(a) to participate in operation management activities and play the role of legal review;</p> <p>(b) to participate in major business decisions and lead legal agencies to carry out related work;</p> <p>(c) to lead the legal management and unify and coordinate the legal matters in operation management;</p> <p>(d) to sign for review of legal opinions;</p> <p>(e) to attend meetings and provide legal opinions where matters considered by the Board involve legal issues <u>to attend the Party committee meeting and the Board meeting and provide legal opinions on matters involving legal issues;</u></p> <p>(f) to be responsible for the establishment of compliance management work system;</p> <p>(g) to play a role in formulation, implementation and supervision of the Articles of Association.</p>	Amendments are made in accordance with Article 5 of the Opinions of Chongqing State-owned Assets Supervision and Administration Commission on Strengthening the Construction of the General Counsel System of Municipal State-owned Enterprises (Yu Guo Zi [2019] No. 221) (《重慶市國有資產監督管理委員會關於加強市屬國有企業總法律顧問制度建設的意見》(渝國資[2019]221號)).

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
23.	Article 267	<p>The chief supervisors should be served by a full-time person. The chief supervisor shall at least meet the qualification requirements in one certain expertise such as accounting, audit, finance and law, as well as working experience, satisfying qualification as chief supervisor that are stipulated by the laws and regulations, and shall start to perform its duties after being approved by banking regulatory authorities in China.</p> <p>The chief supervisor may be re-elected, with each term of three (3) years. An outgoing audit shall be conducted for the chief supervisor when leaving its position.</p>	<p>The chief supervisors should be served by a full-time person. The chief supervisor shall at least meet the qualification requirements in one certain expertise such as accounting, audit, finance and law, as well as working experience, satisfying qualification as chief supervisor that are stipulated by the laws and regulations, and shall start to perform its duties after being approved by banking regulatory authorities in China.</p> <p>The chief supervisor may be re-elected, with each term of three (3) years. An outgoing audit shall be conducted for the chief supervisor when leaving its position.</p>	Amendments are made in accordance with regulatory requirements and the actual situation of the Bank.
24.	Article 296	<p>The establishment and term of office of the Party committee and discipline inspection committee of the Bank shall be implemented in accordance with relevant requirements of the Party. The organizational structure of the Party organization and its staffing shall be incorporated into the administrative organs and the establishment of the Bank. The Bank shall provide necessary conditions for the activities of the Party organization and provide working funds for it, which will be credited to the Bank's management fee.</p>	<p>The establishment and term of office of the Party committee and discipline inspection committee of the Bank shall be implemented in accordance with relevant requirements of the Party. The Party committee and discipline inspection committee of the Bank shall perform their duties in accordance with the Constitution of the Communist Party of China and the relevant regulations of the Party and shall each serve a term of five years, which shall be re-elected on time upon expiry of its term of office. The organizational structure of the Party organization and its staffing shall be incorporated into the administrative organs and the establishment of the Bank. The Bank shall provide necessary conditions for the activities of the Party organization and provide working funds for it, which will be credited to the Bank's management fee. <u>The working funds for the Party organization that are included in management fee are generally allocated at 1% of total staff salaries of the Bank for the previous year, for which the Party committee of Bank shall prepare a using plan based on the principle of economy at the beginning of each year and the amount shall be incorporated into the annual budget of the Bank.</u></p> <p><u>The Bank implements the leadership system of "Dual Entry and Cross Appointment". Eligible members of the Party committee of the head office may be appointed to the Board of Directors, the Board of Supervisors and the senior management through legal procedures, and eligible Party members in the Board of Directors, the Board of Supervisors and the senior management may be appointed to the leading group of the Party organization in accordance with the relevant regulations and procedures. Generally, the chairman shall also act as the secretary of the Party organization, and the general manager who is a Party member concurrently serves as deputy secretary of the Party organization.</u></p>	Amendments are made in accordance with Articles 5, 9, 20 and 21 of the Guidelines on the Articles of Association of Chongqing Municipal State-owned Enterprises (Yu Guo Zi Dang Fa [2019] No. 11) (《重慶市市屬國有企業章程指引》(渝國資黨發[2019]11號)).

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
25.	Article 297	<p>The Party committee of the Bank shall play a leading role and carry out the works with focus on direction control, overall management and ensuring implementation. The root organization of the Party of the Bank shall work around the production and operation of enterprises. It shall ensure and supervise the implementation of the directional policies of the Party and the PRC throughout the Bank; support the Board of Directors, Board of Supervisors and senior management in exercising their power in accordance with the laws; faithfully believe in the public and the staff and support the meetings of employee representatives in performing their function; participate in the decision making process of material matters of the Bank; strengthen the self-construction of the CPC organization, play a leading role in the ideological and political work and the spiritual civilization construction of the Bank and lead the mass organizations such as the labor union and the Communist Youth League.</p>	<p>The Party committee of the Bank shall play a leading role and carry out the works with focus on direction control, overall management and ensuring implementation. The root organization of the Party of the Bank shall work around the production and operation of enterprises. It shall ensure and supervise the implementation of the directional policies of the Party and the PRC throughout the Bank; support the Board of Directors, Board of Supervisors and senior management in exercising their power in accordance with the laws; faithfully believe in the public and the staff and support the meetings of employee representatives in performing their function; participate in the decision making process of material matters of the Bank; strengthen the self-construction of the CPC organization, play a leading role in the ideological and political work and the spiritual civilization construction of the Bank and lead the mass organizations such as the labor union and the Communist Youth League. <u>and shall make discussion and decision on significant events of the Bank in accordance with regulations, the main duties of which are:</u></p> <p><u>(a) to ensure and supervise the implementation throughout the Bank of the directional policies of the Party and the PRC as well as the decisions and deployments of the municipal Party committee and municipal government of Chongqing; and implement the work requirements of the Party committee of Chongqing Municipal SASAC;</u></p> <p><u>(b) to discuss and decide the significant events of the Bank in accordance with regulations, and to respect and support the Board of Directors, the Board of Supervisors and the senior management to exercise their rights and perform their duties in accordance with laws;</u></p> <p><u>(c) to conscientiously implement the Party's organizational line in the new era, adhere to the standards for good cadres in the new era, implement the principle of placing cadres and talents under the Party's supervision, and strengthen the Bank's leadership and talent team building;</u></p>	<p>Amendments are made in accordance with Article 22 of the Guidelines on the Articles of Association of Chongqing Municipal State-owned Enterprises (Yu Guo Zi Dang Fa [2019] No. 11) (《重慶市市屬國有企業章程指引》(渝國資黨發[2019]11號)).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
			<p><u>(d) to perform as the responsible body the duties on the establishment of the Party's ethics and an incorrupt administration of the Bank, establish and improve the discipline inspection and supervision organizations, lead and support the performance of duties by the discipline inspection and supervision organizations, and strengthen the supervision of the performance of the duties by the leaders of the Bank at all levels;</u></p> <p><u>(e) to improve grassroots Party organizations, optimize organization structure, streamline affiliation, innovate methods of activities, and expand organizational coverage and work coverage of the Party at the grassroots level. To strengthen the construction of grassroots Party organizations and the development of Party members of the Bank, focus on enhancing the organization, highlight political functions, and build the Bank's grassroots Party organizations into strongholds advocating the Party's ideas, implementing the Party's decisions, leading grassroots governance, uniting and mobilizing the masses and promoting reform and development;</u></p> <p><u>(f) to lead the political work, the ideological work, the spiritual civilization construction, the united front work, the corporate culture construction and the mass work of the Bank.</u></p>	
26.	Add an article as Article 298		<p><u>The Party committee meeting of the Bank shall be convened and chaired by the secretary of the Party committee. If the secretary cannot attend the meeting, he/she may commission the deputy secretary to convene and preside the meeting. The Party committee meeting of the Bank is generally convened twice a month, and may be convened at any time in material circumstances. The agenda of the meeting proposed by the secretary of the Party committee or the proposal made by other members of the Party committee shall be determined by the secretary after taking comprehensive consideration. The Party committee meeting of the Bank can only be held when more than half of the members of the Party committee are present, and any decision shall be made with the consent of more than half of the members of the Party committee who should be present. More than two-thirds of members of the Party committee shall be present at the meeting to discuss personnel appointment and removal, reward and punishment.</u></p>	<p>Amendments are made in accordance with Article 23 of the Guidelines on the Articles of Association of Chongqing Municipal State-owned Enterprises (Yu Guo Zi Dang Fa [2019] No. 11) (《重慶市市屬國有企業章程指引》(渝國資黨發[2019]11號)).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
27.	Original Article 298	<p>The Party committee shall consider and make decisions for the followings:</p> <p>a) major measures in carrying out the directions and policies of the Party by the Bank and important decisions made by the higher Party organization;</p> <p>b) ideological construction, organization construction, work style construction, anti-corruption construction, system construction, rule of law of and other aspect of Party of the Bank;</p> <p>c) during the recruitment of senior management personnel, the Party committee shall vet and raise opinions on the candidates nominated by the Board or the President. The Party committee may recommend nominees to the Board or the President. The Party committee shall inspect the proposed personnel and raise opinions collectively;</p> <p>d) important matters in relation to united front work and mass organization;</p> <p>e) important matters to be referred and reported to the higher Party organization;</p> <p>f) other matters to be considered and decided by the Party committee.</p>	<p>The Party committee shall consider and make decisions for the followings:</p> <p>a) major measures in carrying out the directions and policies of the Party by the Bank and important decisions made by the higher Party organization;</p> <p>b) <u>political construction</u>, ideological construction, organization construction, work style construction, anti-corruption construction, discipline construction, system construction, rule of law of <u>anti-corruption work</u> and other aspect of Party of the Bank;</p> <p>c) during the recruitment of senior management personnel, the Party committee shall vet and raise opinions on the candidates nominated by the Board or the President. The Party committee may recommend nominees to the Board or the President. The Party committee shall inspect the proposed personnel and raise opinions collectively; <u>confirming personnel appointment and removal, reward and punishment of the Bank within the administrative authority, or recommending candidates to the Board or senior management according to certain procedures, inspecting the candidates nominated by the Board or the governor and providing opinions and advice thereon;</u></p> <p>d) <u>important matters in relation to supervision and rectification, inspection and audit;</u></p> <p>e) <u>important matters in relation to the Party management of talents</u>, united front work and mass organization;</p> <p>e)f) important matters to be referred and reported to the higher Party organization;</p> <p>f)g) other matters to be considered and decided by the Party committee.</p>	<p>Amendments are made in accordance with Article 24 of the Guidelines on the Articles of Association of Chongqing Municipal State-owned Enterprises (Yu Guo Zi Dang Fa [2019] No. 11) (《重慶市市屬國有企業章程指引》(渝國資黨發[2019]11號)).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
28.	Original Article 299	<p>The Party committee shall participate in the decision-making process regarding the following material matters:</p> <p>a) important measures of the Bank regarding the implementation of national laws and regulations and important decisions of the higher level;</p> <p>b) the development strategies and mid to long term development plans of the Bank;</p> <p>c) the production and operation policies of the Bank;</p> <p>d) principle and directional matters in respect of the asset restructuring, asset transfer, capital operation and significant investment of the Bank;</p> <p>e) the formulation and modification of the Bank's important reform proposals and important rules and regulations;</p> <p>f) the merger, division, change and dissolution of the Bank, establishment and adjustment of internal management institutions and establishment and dissolution of subordinated branches;</p> <p>g) the assessment, remuneration, management and supervision of the Bank's mid to high level operation management personnel;</p> <p>h) material matters related to the interest of our staff which are required to be submitted to the meeting of employee representatives for discussion;</p> <p>i) important measures adopted by the Bank regarding the political and social responsibilities of the Bank such as particularly significant safe production and maintenance of stability;</p> <p>j) material matters required to be approved by and reported to the higher level;</p> <p>k) other matters required to be decided by the Party committee.</p>	<p>The Party committee shall participate in the decision making process regarding <u>conduct pre-study and discussion on</u> the following material matters:</p> <p>a) important measures of the Bank regarding the implementation of national laws and regulations and important decisions of the higher level;</p> <p>b) the development strategies and mid to long term development plans of the Bank;</p> <p>c) the production and operation policies of the Bank;</p> <p>d) principle and directional matters in respect of the asset restructuring, asset transfer, capital operation, <u>significant project arrangement</u>, and significant amount of fund operation investment of the Bank, <u>etc.</u>;</p> <p>e) the formulation and modification of the Bank's important reform proposals and important rules and regulations;</p> <p>f) the merger, division, change and dissolution of the Bank, establishment and adjustment of internal management institutions and establishment and dissolution of subordinated enterprises <u>branches</u>;</p> <p>g) the assessment, remuneration, management and supervision of the Bank's mid to high level operation management personnel;</p> <p>h) material matters related to the interest of our <u>employees</u> staff which are required to be submitted to the meeting of employee representatives for discussion;</p> <p>i) important measures adopted by the Bank regarding the political and social responsibilities of the Bank such as particularly significant safe production, <u>environmental protection</u> and maintenance of stability;</p> <p>j) material matters required to be approved by and reported to the higher level;</p> <p>k) other matters required to be decided by <u>requiring pre-study and discussion of</u> the Party committee.</p>	<p>Amendments are made in accordance with Article 25 of the Guidelines on the Articles of Association of Chongqing Municipal State-owned Enterprises (Yu Guo Zi Dang Fa [2019] No. 11) (《重慶市市屬國有企業章程指引》(渝國資黨發[2019]11號)).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
29.	Original Article 300	<p>Major procedures for the Party committee's participation in decision making process:</p> <p>a) prior consideration by the Party committee. The Party committee shall hold meetings of Party committee to conduct discussion and research on material matters proposed to be decided by the Board of Directors and senior management, and provide advices and recommendations in this regard. If the Party committee considers that other material matters are required to be decided by the Board of Directors and senior management, such material matters may be proposed to the Board of Directors and senior management;</p> <p>b) communication before the meeting. Members of the Party committee who also serve as members of the Board of Directors and senior management (especially the Chairman of the Board of Directors or the President) shall communicate with other members of the Board of Directors and senior management regarding the relevant advices and recommendations of the Party committee before submitting the proposals to the Board of Directors or President office;</p> <p>c) expression during the meeting. Members of the Party committee who also serve as members of the Board of Directors and senior management shall fully express the advices and recommendations of the Party committee during the decision-making process of the Board of Directors and senior management;</p> <p>d) report after the meeting. Members of the Party committee who also serve as members of the Board of Directors and senior management shall report to the Party organization in respect of the decisions of the Board of Directors and senior management in a timely manner.</p>	<p>Major procedures for the Party committee's participation in decision making process <u>to conduct pre-study and discussion</u>:</p> <p>a) prior consideration by the Party committee. <u>The Party committee shall convene meetings of Party committee to provide opinions and advice on the matters requiring pre-study and discussion. In the event that the Party committee finds the matters proposed to be considered and decided by the Board of Directors and senior management are not in conformity with the policies of the Party and the State's laws and regulations, or which may undermine the interests of the State and the public or the legitimate benefits of the Bank and its employees, it shall suggest to withdraw or suspend the proposed matters. The Party committee shall hold meetings of Party committee to conduct discussion and research on material matters proposed to be decided by the Board of Directors and senior management, and provide advices and recommendations in this regard.</u> If the Party committee considers that other material matters are required to be decided by the Board of Directors and senior management, such material matters may be proposed to the Board of Directors and senior management;</p> <p>b) communication before the meeting. Members of the Party committee who also serve as members of the Board of Directors and senior management (especially the Chairman of the Board of Directors or the President) shall communicate with other members of the Board of Directors and senior management regarding the relevant advices and recommendations of the Party committee before submitting the proposals to the Board of Directors or President office;</p> <p>c) expression during the meeting. Members of the Party committee who also serve as members of the Board of Directors and senior management shall fully express the advices and recommendations of the Party committee during the decision-making process of the Board of Directors and senior management;</p> <p>d) report after the meeting. Members of the Party committee who also serve as members of the Board of Directors and senior management shall report to the Party organization in respect of the decisions of the Board of Directors and senior management in a timely manner.</p>	<p>Amendments are made in accordance with Article 26 of the Guidelines on the Articles of Association of Chongqing Municipal State-owned Enterprises (Yu Guo Zi Dang Fa [2019] No. 11) (《重慶市市屬國有企業章程指引》(渝國資黨發[2019]11號)).</p>

No.	No. of the Articles	Original Provision	Amended Provision	Explanation on the Amendments
30.	Original Article 355	Unless otherwise provided herein, the “above”, “within”, “below”, “at least” and “before” referred to herein all include that number, while the “under”, “less than”, “not more than”, “lower than”, “beyond”, “preceding”, “exceeding” and “over” all exclude that number.	Unless otherwise provided herein, the “above”, “within”, “below”, “at least” and “before” referred to herein all include that number, while the “under”, “less than”, “not more than”, “lower than”, “beyond”, “preceding”, “exceeding” and “over” all exclude that number; <u>and the "business day" means the day on which the Hong Kong Stock Exchange opens for securities trading.</u>	Amendments are made in accordance with Rule 1.01 of the Listing Rules.
31.	Clause number and reference		In light of adding or deleting clauses, the clause number of the Articles of Association and involving the terms of reference should be changed correspondingly.	Clause number and reference