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(a joint stock company incorporated in the People's Republic of China with limited liability) (Stock Code: 0416) (Stock Code of Preference Shares: 4615)

## SUPPLEMENTAL NOTICE OF 2021 FIRST EXTRAORDINARY GENERAL MEETING

**REFERENCE IS MADE TO** the notice of 2021 first extraordinary general meeting (the "**EGM**") issued on 9 August 2021 (the "**Original Notice**") by Bank of Jinzhou Co., Ltd. (the "**Bank**") which sets out the resolutions to be considered by the shareholders of the Bank (the "**Shareholders**") at the EGM to be held at the meeting room of 34th Floor, No. 68 Keji Road, Jinzhou City, Liaoning Province, the People's Republic of China (the "**PRC**") at 9:30 a.m. on Friday, 24 September 2021.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the EGM, which will be held as originally scheduled, will consider and, if thought fit, pass the following resolutions in addition to the resolution set out in the Original Notice. Apart from the amendments set out in this supplemental notice, all the information contained in the Original Notice remains valid and effective.

### **ORDINARY RESOLUTIONS**

- 2. To consider and approve the amendments to the Rules of Procedures for Shareholders' General Meetings;
- 3. To consider and approve the amendments to the Rules of Procedures for Board Meetings; and
- 4. To consider and approve the amendments to the Rules of Procedures of the Board of Supervisors Meetings.

# **SPECIAL RESOLUTION**

5. To consider and approve the amendments to the Articles of Association.

By order of the Board Bank of Jinzhou Co., Ltd.\* Wei Xuekun Chairman

Jinzhou, Liaoning, the PRC

8 September 2021

#### Notes:

- The register of members of the Bank has been closed from Wednesday, 25 August 2021 to Friday, 24 September 2021, both days inclusive, during which period no transfer of the Bank's shares (the "Shares") will be effected. In order to be qualified to attend and vote at the EGM, all transfer documents together with the relevant share certificates and other appropriate documents must be lodged with the H share registrar of the Bank (in respect of H Shares), namely Computershare Hong Kong Investor Services Limited, or to the Bank's registered office in the PRC (in respect of domestic Shares) no later than 4:30 p.m. on Tuesday, 24 August 2021.
- 2. Shareholders of the Bank (the "**Shareholders**") who are entitled to attend and vote at the EGM may appoint one or more proxies to attend and, in the event of a poll, vote on their behalves. A proxy needs not be a Shareholder.
- 3. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his/her attorney duly authorised in writing. If the Shareholder is a legal person, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorised to sign the same.
- 4. In order to be valid, the revised form of proxy must be deposited, for the holders of H Shares, to the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, or for the holders of domestic Shares, to the Bank's registered office in the PRC, not less than 24 hours before the time for holding the EGM (i.e. by Thursday, 23 September 2021 at 9:30 a.m.). If the revised form of proxy is signed by a person under a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority shall be deposited at the same time as mentioned in the form of proxy. Completion and return of the revised proxy form will not preclude Shareholders from attending and voting in person at the EGM or any adjourned meetings should you so wish.

# In order to prevent the spread of Novel Coronavirus (COVID-19) and ensure the health and safety of the Shareholders, it is suggested that Shareholders consider appointing the chairman of the EGM as his/her/its proxy to vote at the EGM instead of attending the EGM in person.

- 5. Shareholders shall produce their identity documents and supporting documents in respect of the Shares held when attending the EGM. If corporate Shareholders appoints authorised representative to attend the EGM, the authorised representative shall produce his/her identity documents and a notarially certified copy of the relevant authorisation instrument signed by the board of directors or other authorised parties of the corporate Shareholders allowed by the Bank. Proxies shall produce their identity documents and the form of proxy signed by the Shareholders or their attorney when attending the EGM.
- 6. If a Shareholder has not yet returned the original form of proxy for the EGM which was dispatched by the Bank on 9 August 2021 (the "**Original Form of Proxy**") in accordance with the instructions printed thereon, and wishes to appoint a proxy to attend the EGM on his/her behalf, he/she is required to submit the revised form of proxy. In this case, the Shareholder shall not submit the Original Form of Proxy.
- 7. If a Shareholder has already returned the Original Form of Proxy in accordance with the instructions printed thereon, he/she should note that:
  - (a) If no revised form of proxy is lodged, the Original Form of Proxy, if correctly completed, will be treated as a valid proxy form lodged by him/her. The proxy so appointed by the Shareholder will be entitled to cast the vote at his/her discretion or to abstain from voting on any resolution properly put to the EGM except for those resolutions to which the Shareholder has indicated his/her voting direction in the Original Form of Proxy;
  - (b) If the revised form of proxy is lodged before 9:30 a.m. on Thursday, 23 September 2021 (the "Closing Time"), the revised form of proxy, if correctly completed, will revoke and supersede the Original Form of Proxy previously lodged by the Shareholders. The revised form of proxy will be treated as a valid proxy form lodged by the Shareholder; and
  - (c) If the revised form of proxy is lodged after the Closing Time, or if lodged before the Closing Time but is incorrectly completed, the proxy appointment under the revised form of proxy will be invalid. The proxy so appointed by the Shareholder under the Original Form of Proxy, if correctly completed, will be entitled to vote in the manner as mentioned in (a) above as if no revised form of proxy was lodged.

- 8. Shareholders who intend to attend the EGM should complete and return the reply slip in writing by hand or by post to the Bank's H share registrar (for holders of H Shares) or the registered office of the Bank in the PRC (for holders of domestic Shares) on or before Saturday, 4 September 2021.
- 9. The EGM is expected to be held for less than half a day.
- 10. The name and address of the Bank's H share registrar is as follows:

Computershare Hong Kong Investor Services Limited

Shops 1712-1716, 17th Floor Hopewell Centre 183 Queen's Road East Wanchai Hong Kong

Tel: 852-2862 8555 Fax: 852-2865 0990

11. The registered office of the Bank in the PRC is as follows:

No. 68 Keji Road Jinzhou City Liaoning Province The PRC

Contact person: An Wei Tel: 86-416-4516081

- 12. Where there are joint registered holders of any Share(s), any one of such joint holders may attend and vote at the EGM, either in person or by proxy, in respect of such Share(s) as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the EGM or any adjourned meeting thereof (as the case may be), the most senior shall alone be entitled to vote, whether in person or by proxy. For this purpose, seniority shall be determined by the order in which the names stand in the register of members of the Bank in respect of the joint holding.
- 13. The details of the aforesaid resolutions proposed for the consideration and approval of the EGM is set out in the circulars despatched by the Bank.

As at the date of this supplemental notice, the board of directors of the Bank comprises Mr. Wei Xuekun, Mr. Guo Wenfeng, Mr. Kang Jun, Mr. Yang Weihua and Mr. Yu Jun as executive directors; Mr. Zhao Chuanxin, Ms. Ning Jie, Ms. Gu Jihong, Mr. Lyu Fei and Mr. Luo Nan as non-executive directors; Mr. Wu Jun, Mr. Xie Taifeng, Mr. Xiao Geng, Mr. Wang Xiongyuan and Mr. Su Mingzheng as independent non-executive directors.

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