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泸州银行股份有限公司*
LUZHOU BANK CO., LTD.

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1983)

**PROPOSAL FOR RE-ELECTION AND ELECTION OF
DIRECTORS AND SUPERVISORS
AND
RE-ELECTION OF EMPLOYEE REPRESENTATIVE DIRECTOR AND
EMPLOYEE REPRESENTATIVE SUPERVISORS**

I. PROPOSAL FOR RE-ELECTION AND ELECTION OF DIRECTORS

According to Article 146 of the Articles of Association (the “**Articles of Association**”) of Luzhou Bank Co., Ltd. (the “**Bank**”), each term of office of the directors of the Bank (the “**Directors**”) is three years. Directors may be re-elected upon expiry of the said term. The term of office of the seventh session of the Board of the Directors of the Bank (the “**Board**”) has expired on May 27, 2022, the former Directors of the Board shall continue fulfilling the duties as Director pursuant to the laws, administrative regulations, other rules and the Articles of Associations until being re-elected or new replacing Directors are elected. The eighth session of the Board is proposed to consist of 11 Directors, including 2 executive Directors (among them there shall be 1 employee representative Director who is elected by the employee representative meeting), 4 non-executive Directors and 5 independent non-executive Directors. Each of the following incumbent Directors will retire and is eligible for re-election at the forthcoming extraordinary general meeting of the Bank to be held on Tuesday, September 20, 2022 (“**EGM**”):

- (i) Candidate for executive Director: Mr. YOU Jiang;
- (ii) Candidates for non-executive Directors: Ms. PAN Lina and Mr. XIONG Guoming;
- (iii) Candidates for independent non-executive Directors: Mr. HUANG Yongqing, Mr. TANG Baoqi and Mr. ZHONG Jin.

The Board also proposed the following candidates be newly elected by the shareholders of the Bank (“**Shareholders**”) at the EGM as follows:

- (i) Candidates for non-executive Directors: Mr. LUO Huoming and Ms. CHEN Ping;
- (ii) Candidates for independent non-executive Directors: Mr. GAO Jinkang and Mr. CHING Yu Lung.

In addition, Mr. LIU Shirong has been re-elected as the employee representative Director of the Bank by the employee representative meeting of the Bank on Wednesday, August 3, 2022, with a term of office commencing from the date of appointment and ending on the expiry of the term of office of the eighth session of the Board.

Each of Mr. LIU Qi, Mr. DAI Zhiwei, Mr. GU Mingan and Mr. YE Changqing will not offer himself for re-election as non-executive Director or independent non-executive Director of the Bank respectively, and will retire after the conclusion of the EGM.

The Board of Directors hereby extends its sincere gratitude to Mr. LIU Qi, Mr. DAI Zhiwei, Mr. GU Mingan and Mr. YE Changqing for their contributions to the Bank. Mr. LIU Qi, Mr. DAI Zhiwei, Mr. GU Mingan and Mr. YE Changqing have confirmed that there is no disagreement with the Board or the Bank and there are no other matters relating to their retirement that need to be brought to the attention of the Shareholders.

The biographical details of the above Directors candidates are set out as follows:

Executive Director

Mr. YOU Jiang (游江), aged 48, has been a Director since August 2014 and the chairman of the Board of Directors since December 2014. Mr. You is also a member of each of the development and strategy committee, the nomination and remuneration committee and the risk management committee of the Bank.

Prior to joining the Bank, Mr. You served as the division director (處長) of the First Division of Supervision and Regulation of Small and Medium Rural Financial Institutions of CBRC Sichuan Office (四川銀監局農村中小金融機構監管一處) from September 2013 to July 2014. He worked as the director-general (局長) of CBRC Nanchong Branch (中國銀監會南充監管分局) from May 2011 to September 2013. Mr. You worked as a deputy director-general (副局長) of CBRC Ziyang Branch (中國銀監會資陽監管分局) from December 2007 to April 2009 and then its director-general (局長) from April 2009 to May 2011. Mr. You served as a deputy division director (副處長) of the Division of Supervision and Regulation of Cooperative Financial Institutions of CBRC Sichuan Office (四川銀監局合作金融機構監管處) from January 2007 to December 2007, during which period he also worked on secondment as a vice general manager of the risk management department of the Sichuan Provincial Branch of Industrial and Commercial Bank of China Limited (“ICBC”) (中國工商銀行股份有限公司四川省分行) and a vice president of the Chunxi sub-branch of ICBC (中國工商銀行股份有限公司春熙支行) from May 2007 to December 2007. Mr. You worked at CBRC Sichuan Office as a vice office director (辦公室副主任) from January 2005 to January 2007. He worked as a member of the planning group of CBRC Ya’an Branch (中國銀監會雅安監管分局) from November 2003 to February 2004 and then a deputy director general (副局長) of the CBRC Ya’an Branch from February 2004 to January 2005. Mr. You worked at PBoC Ziyang Central sub-branch (中國人民銀行資陽市中心支行) as the assistant to president from July 2002 to November 2003. Prior to that, Mr. You worked at the secretarial division of the CPC committee office of PBoC Chengdu Branch (中國人民銀行成都分行) as a staff member from December 1998 to January 2000 and then the section chief (科長) from January 2000 to July 2002. He worked at PBoC Sichuan Branch (中國人民銀行四川省分行) as a cadre of the business department from July 1995 to July 1996 and a staff member of the secretarial division of the general office from July 1996 to December 1998.

Mr. You obtained a bachelor's degree in economics, a master's degree in economics and a doctoral degree in economics from Southwestern University of Finance and Economics (西南財經大學) in Sichuan Province, the PRC, in July 1995, December 2002 and July 2010, respectively. Mr. You is an economist.

The Bank will enter into a service contract with each executive Director (including Mr. LIU Shirong, the employee representative Director). The remuneration of each executive Director shall be determined in accordance with the remuneration standard for relevant senior management of the Bank. According to the requirements of Luzhou Bank Co., Ltd. Remuneration Assessment Measures for the Management (《瀘州銀行股份有限公司經營層薪酬考核辦法》) considered and approved by the Board of Directors, the remuneration of executive Directors mainly consists of basic remuneration and performance-based remuneration, and the assessment results are determined annually based on the completion of each target task and the remuneration coefficient, and will be distributed after approval in accordance with the procedures stipulated in the Remuneration Assessment Measures for the Management. Except that, each executive Director will not receive additional Director remuneration and subsidy from the Bank for attending meeting for his position as the executive Director of the Bank.

Non-executive Directors

Ms. PAN Lina (潘麗娜), aged 38, has been a Director since December 2019. She is mainly responsible for providing strategic advice on the corporate developments and making recommendations on major operational and managerial decisions of the Bank. Ms. Pan is also the chairperson of the development and strategy committee and a member of the audit committee of the Bank.

Ms. Pan has been the chairman and general manager of Sichuan Yuanjingda Food Company Limited* (四川元景達食品有限公司) since October 2021. Ms. Pan has been working at Luzhou Laojiao Group Co., Ltd. since November 2015. She served as the deputy group leader and CEO office director of Luzhou East Wing project promotion group of Luzhou Laojiao Group (瀘州老窖集團瀘州東翼項目推進組), head of “One Corridor, One Belt” working group of Luzhou Laojiao Group since August 2021, the executive director and general manager of Zizi Sichuan Food Co., Ltd. (滋滋川味食品有限公司), being the wholly-owned subsidiary of Luzhou Laojiao Group Co., Ltd., since April 2021, the CEO of Luzhou Laojiao Group's food industry promotion project group (瀘州老窖集團食品產業推進項目組) from April 2020 to October 2021, and the CEO of the group party of Luzhou Laojiao Group's COSCO strategic cooperation project group (瀘州老窖集團中遠戰略合作項目組) from January to April 2020, and served as general manager of the party and government management center, general manager of the human resources center, assistant to president, director of the group office, and general manager of the planning and publicity center of Luzhou Laojiao Group Co., Ltd. from November 2015 to January 2020. Prior to this, Ms. Pan worked at Luzhou Liquor Concentrated Development Zone Co., Ltd.* (瀘州酒業集中發展區有限公司) (renamed Luzhou Laojiao Industrial Investment Management Co., Ltd.* (瀘州老窖實業投資管理有限公司) since January 2016) from August 2010 to January 2016, and her last position was the general manager. In addition, Ms. Pan served as the full-time deputy secretary (temporary) of the Hejiang County Party Committee for Poverty Alleviation from April 2016 to August 2018. Ms. Pan was the deputy director of the Group Office of Luzhou

Laojiao Group Co., Ltd. and the deputy director of the party committee office and general manager office of Luzhou Laojiao Co., Ltd. from August 2009 to August 2010, and served as the secretary of the president of Guangzhou Textile Industry and Trade Enterprise Group from July 2006 to August 2009.

Ms. Pan received a bachelor's degree of arts from the Department of Chinese Language and Literature of Peking University in July 2006, a bachelor's degree of economics from the China Economic Research Center (National Institute of Economic Development) of Peking University in July 2006, and in June 2017, she obtained a master's degree in business administration from the School of Economics and Management of the University of Electronic Science and Technology of China, majoring in senior business administration. Ms. Pan was certified as Intermediate Economist (Business Administration) by the Ministry of Human Resources and Social Security of Sichuan Province in November 2016.

Mr. XIONG Guoming (熊國銘), aged 59, has been a Director since February 2010. He is primarily responsible for providing strategic advice on corporate developments and making recommendations on major operational and managerial decisions of the Bank. Mr. Xiong is also the chairperson of the risk management committee and a member of each of the development and strategy committee and the nomination and remuneration committee of the Bank.

Mr. Xiong has been the chairman of the board of directors of Sichuan Jiale Enterprise Group Limited (四川省佳樂企業集團有限公司) and held positions at several subsidiaries of Sichuan Jiale Enterprise Group Limited since September 1998, including chairman of the board of directors of Sichuan Jiale Yijia Industry Co., Ltd. (四川佳樂益佳實業有限公司) since August 2018, a director of Luzhou Jiayi Industrial Co., Ltd. (瀘州佳希實業有限公司) since October 2017, the chairman of the board of directors of Luzhou Jiale Assets Management Co., Ltd. (瀘州市佳樂資產管理股份有限公司) since September 2017, the chairman of the board of directors of Hainan Wanjia Culture and Tourism Development Co., Ltd. (海南萬佳文旅發展有限公司) since May 2017, a director of Luzhou Jiarun Industrial Development Co., Ltd. (瀘州佳潤實業發展有限公司) (formerly known as Luzhou Jiarun Real Estate Development Co., Ltd. (瀘州佳潤房地產開發有限公司)) since March 2014, the chairman of the board of directors of Luzhou Yijia Investment Co., Ltd. (瀘州益佳投資有限公司) since July 2012, the chairman of the board of directors and general manager of Luzhou Yijia Real Estate Development Co., Ltd. (瀘州益佳房地產開發有限公司) since January 2011, a director of Chongqing Centennial Jiale Properties Co., Ltd. (重慶百年佳樂置業有限公司) since November 2004, a director of Luzhou Nanyuan Taxi Co., Ltd. (瀘州南苑出租汽車有限公司) since January 2003 and a director of Luzhou Nanyuan Hotel Co., Ltd. (瀘州南苑賓館有限公司) since December 2002. In addition, Mr. Xiong also served as a director of Luzhou Rural Commercial Bank Co., Ltd. (瀘州農村商業銀行股份有限公司) since July 2017. Before that, Mr. Xiong served as a director of Luzhou Longmatan Rural Commercial Bank Co., Ltd. (瀘州龍馬潭農村商業銀行股份有限公司) (one of the predecessors of Luzhou Rural Commercial Bank Co., Ltd.) from October 2013 to July 2017. Mr. Xiong was the general manager of Sichuan Luzhou Jiale Real Estate Co., Ltd. (四川省瀘州市佳樂房地產有限責任公司) from September 1994 to September 1998 and the branch manager and deputy general manager of Sichuan Luxian Second Construction Company* (四川省瀘縣二建司) from September 1984 to September 1994.

Mr. Xiong obtained an executive master's degree in business administration from Tsinghua University (清華大學) in Beijing, the PRC, in July 2010 and another executive master's degree in business administration from Tsinghua University in Beijing, the PRC, in January 2015. Mr. Xiong was approved as a senior engineer by Sichuan Title Reform Leading Group (四川省職改領導小組) in June 1999.

Mr. Xiong holds 334,118,400 domestic shares of the Bank through interest in controlled corporations, representing approximately 12.29% interest in the Bank and approximately 17.01% of the relevant class of shares of the Bank.

Mr. LUO Huoming (羅火明), aged 45, has been the general manager of Luzhou Industrial Development Investment Group Co., Ltd.* (瀘州產業發展投資集團有限公司) since December 2021. Prior to that and from May 2019 to December 2021, Mr. Luo served as the general manager of Luzhou High-tech Investment Group Co., Ltd.; from March 2016 to May 2019, the chairman of Luzhou Xinglu Sewage Treatment Co., Ltd.* (瀘州市興瀘污水處理有限公司); from April 2015 to March 2016, he served as the deputy director of Luzhou Economic and Information Technology Committee* (瀘州市經濟和信息化委員會); from October 2012 to April 2015, he served as the deputy general manager of Sichuan New Torch Chemical Co., Ltd.* (四川新火炬化工有限責任公司); from July 2001 to October 2012, he successively served as a clerk of the government of Xinle Town, Naxi District, Luzhou, an assistant to the town mayor and the director of the party and government office of Mianhuapo Town, Naxi District, Luzhou, deputy director of the Economic and Commercial Bureau of Naxi District, Luzhou* (瀘州市納溪區經商局), deputy director of the party committee office and director of the supervision office of Naxi District, Luzhou, town mayor of Huguo Town, Naxi District, Luzhou, and director of the Economic and Commercial Bureau of Naxi District, Luzhou.

Mr. Luo obtained a bachelor's degree in Food Science and Engineering from Sichuan Technological University in July 2001 and a master's degree in Economics from the Party School of Sichuan Provincial Committee of the Communist Party of China in June 2007.

Ms. CHEN Ping (陳萍), aged 49, has been the chief financial officer of Luzhou Xinglu Investment Group Co., Ltd. since January 2019. Prior to that, Ms. Chen served as the deputy manager and manager of the finance department of Luzhou Xinglu Investment Group Co., Ltd. from July 2003 to January 2019, during which she served as the chief financial officer of Luzhou Xinglu Investment Group Co., Ltd. from March 2018 to January 2019, and the chief financial officer of Luzhou Jiangyang Xinglu Hongyang Small Loan Co., Ltd.* (瀘州市江陽區興瀘鴻陽小額貸款有限公司) from April 2014 to July 2016. Ms. Chen served as a deputy manager of the finance department of Luzhou Fundamental Infrastructure Construction Investment Co., Ltd.* (瀘州市基礎建設投資有限公司) from July 2001 to July 2003, a staff of Sichuan Luzhou Investment Co., Ltd.* (四川省瀘州投資公司) from April 1995 to July 2001, a staff of Luzhou Mineral Resources Development Corporation* (瀘州市礦產資源開發總公司) from May 1994 to April 1995, and a staff of Luzhou Economic Accounting Firm* (瀘州市經濟會計事務所) from October 1993 to May 1994.

Ms. Chen graduated from Southwestern University of Finance And Economics majoring in Accounting in October 1993 and obtained a bachelor's degree in Economic Management from the Correspondence College of the Party School of Sichuan Provincial Committee* (四川省委黨校函授學院) in December 1998. Ms. Chen is a senior accountant and an economist.

The Bank will enter into a service contract with each non-executive Director. During his/her tenure as a non-executive Director, he/she will receive non-executive Director remuneration of RMB20,000 per year and a subsidy of RMB1,000 for each meeting attended. These remuneration and subsidy are determined in accordance with applicable laws, regulations and relevant remuneration policy of the Bank. Apart from the aforesaid remuneration and subsidy, each non-executive Director will not receive any other remuneration from the Bank.

Independent Non-executive Directors

Mr. HUANG Yongqing (黃永慶), aged 60, has been an independent non-executive Director since November 2017. He is primarily responsible for supervising and providing independent advice on the operation and management of the Bank. Mr. Huang is also the chairperson of the consumer rights protection committee and a member of the related party (connected) transactions control committee of the Bank.

Mr. Huang has been the head of Beijing Long'an (Chengdu) Law Firm (北京隆安(成都)律師事務所) since July 2016 and a senior partner of Beijing Long'an Law Firm (北京隆安律師事務所) since September 1999. Mr. Huang has been a part-time external director of Sichuan Development Holding Co., Ltd. (四川發展(控股)有限責任公司) since December 2021, and an independent director of Luzhou Laojiao Group Co., Ltd. since January 2022. Mr. Huang has been a member of the legal advisory board for the overseas Chinese (為僑服務法律顧問團) of the Overseas Chinese Affairs Office of the State Council (國務院僑務辦公室) since December 2017, a vice president of China Trademark Association (中華商標協會) since October 2016, an external lecturer of Tianjin Prosecutors College (天津市檢察官學院) since October 2015, an executive council member of the investment association of the CCTV-Securities News Channel (CCTV 證券資訊頻道) of Central Xinying Digital Media Co., Ltd. (中央新影數字傳媒有限公司) since June 2014, a council member of the Sichuan Enterprise Confederation (四川省企業聯合會) and the Sichuan Enterprise Directors Association (四川省企業家協會) since January 2014, a council member of the council of Jurist magazine of Law School of Renmin University of China (中國人民大學法學院《法學家》雜誌) since May 2009, and the director (所長) of the Futures Law Research Institute of China University of Political Science and Law (中國政法大學期貨法律研究所) since December 1995.

Mr. Huang obtained a bachelor of laws from Renmin University of China (中國人民大學) in Beijing, the PRC, in July 1983 and a master of laws degree from China University of Political Science and Law (中國政法大學) in Beijing, the PRC, in July 1986. Mr. Huang obtained the lawyer's qualification certificate of the PRC in January 1999.

Mr. TANG Baoqi (唐保祺), aged 62, has been an independent non-executive Director since December 2018. He is primarily responsible for supervising and providing independent advice on the operation and management of the Bank. Mr. Tang is also the chairperson of the nomination and remuneration committee and a member of the audit committee of the Bank.

Mr. Tang once worked at China CINDA (HK) Holdings Company Limited as a senior manager, the general manager of risk management department and the chief risk officer since February 2000 and was a director when he left China CINDA (HK) Holdings Company Limited in March 2018. He was an independent non-executive director of Newlink Technology Inc. (a company listed on the Stock Exchange, stock code: 9600) since December 2020. Mr. Tang was a non-executive director of China Fortune Financial Group Limited (中國富強金融集團有限公司) (a company listed on the Stock Exchange, stock code: 290) from March 2016 to April 2018, a non-executive director of China National Materials Company Limited (中國中材股份有限公司) from July 2011 to July 2016, and an executive director of Silver Grant International Industries Limited (銀建國際實業有限公司) (a company listed on the Stock Exchange, stock code: 00171) from March 2008 to July 2011. Mr. Tang worked at the creditors' rights department (債權部) of China CINDA Asset Management Co., Ltd. (中國信達資產管理股份有限公司) (a company listed on the Stock Exchange, stock code: 01359; preference share stock code: 04607) from June 1999 to February 2000.

Mr. Tang obtained a bachelor's degree in economics from Hubei Institute of Finance and Economics (湖北財經學院) (currently known as Zhongnan University of Economics and Law (中南財經政法大學)) in Hubei Province, the PRC, in July 1983. Mr. Tang was certified as a senior economist by China People's Construction Bank (中國人民建設銀行) (currently known as China Construction Bank Corporation (中國建設銀行股份有限公司)) in December 1995.

Mr. ZHONG Jin (鍾錦), aged 61, has been an independent non-executive Director since November 2020. He is primarily responsible for supervising and providing independent advice on the operation and management of the Bank. Mr. Zhong is also a member of the nomination and remuneration committee, the related party (connected) transactions control committee and the risk management committee of the Bank.

Mr. Zhong has been approved by China CINDA Asset Management Co., Ltd. (中國信達資產管理股份有限公司) (formerly known as China CINDA Asset Management Corporation (中國信達資產管理公司)) (a company listed on the Stock Exchange, stock code: 01359; preference share stock code: 04607) to resign his position since July 2020. Prior to this, Mr. Zhong served as a counsel (巡視員) of China CINDA Asset Management Co., Ltd. since June 2019 and the chairman of China CINDA (Hong Kong) Holdings Company Limited (中國信達(香港)控股有限公司) from October 2014 to June 2019, and served as the managing director of Well Kent International Investment Company Limited (華建國際投資有限公司) (now known as China CINDA (Hong Kong) Holdings Company Limited) from March 2011 to October 2014. From February 2005 to March 2011, he served as the director of the Chengdu Office of China CINDA Asset Management Co., Ltd., and from February 2002 to February 2005, he served as the deputy director (副主任) of the Guiyang Office of China CINDA Asset Management Co., Ltd. From February 1985 to February 2002, he successively served as a loan officer (信貸員) of the Sichuan Branch of China Construction Bank Co., Ltd. (CCB), deputy division head and vice president (副科長及副行長) of the Directly-affiliated Branch (直屬支行) of the Sichuan Branch of CCB, vice president and president (副行長及行長) of the Railway Sub-branch (鐵道支行) of the Sichuan Branch of CCB, president and the general manager of International Business Department (行長兼國際業務部總經理) of the Minjiang Sub-branch (岷江支行) of Sichuan Branch of CCB, and director (處長) of Information Statistics Division (信息統計處) of the Sichuan Branch of CCB, and he also served as a teacher at East China Jiaotong University (華東交通大學) from February 1982 to February 1985.

Mr. Zhong obtained a doctoral degree in finance from Southwestern University of Finance and Economics (西南財經大學) in Chengdu, the PRC in June 2006. Mr. Zhong was certified as a senior economist by the Sichuan Branch of CCB in March 1994.

Mr. GAO Jinkang (高晉康), aged 59, has successively served as a teaching assistant, lecturer, deputy director, director and dean of the School of Law of Southwestern University of Finance and Economics since July 1985, during which he served as the assistant to the general manager (temporary training) of Shimian County Mining and Metallurgy Company* (石棉縣礦冶公司) from August 1990 to August 1991; from November 1995 to November 2000, he was promoted to associated professor of the School of Law, Southwestern University of Finance and Economics; he has been a professor of the School of Law, Southwestern University of Finance and Economics since November 2000. Since April 2011, he has been the director (non-executive) of the China Financial Law Research Center of Sichuan Philosophy and Social Science Key Research Base of Southwestern University of Finance and Economics. Mr. Gao has been an independent director of Suzhou Fresh Drinks Co., Ltd.* (蘇州鮮活飲品股份有限公司) since March 2022, an independent director of Pangang Group Vanadium & Titanium Resources Co., Ltd. (a company listed on the Shenzhen Stock Exchange, stock code: 000629) and an independent director of Mianyang Rural Commercial Bank Co., Ltd.* (綿陽農村商業銀行股份有限公司) since July 2021, an independent director of Houpu Clean Energy Group Co., Ltd. (a company listed on the Shenzhen Stock Exchange, stock code: 300471) since May 2021. Mr. Gao was a part-time external director of Shudao Investment Group Co., Ltd. from May 2021 to July 2022, an independent director of Chengdu Huge Construction Material Co., Ltd. from September 2020 to December 2021, and an independent director of Sichuan Expressway Company Limited (a company listed on the Shanghai Stock Exchange, stock code: 601107; and listed on the Stock Exchange, stock code: 00107) from September 2019 to March 2021; independent director of GSN Corporations Limited (a company listed on the Stock Exchange, stock code: 08242) from May 2019 to March 2021, independent director of Leshan Commercial Bank Co., Ltd. from April 2019 to April 2022.

Mr. Gao obtained a master's degree in Political Economics from Southwestern University of Finance and Economics in June 1995 and a doctoral degree in Political Economics from Southwestern University of Finance and Economics in September 2002.

Mr. CHING Yu Lung (程如龍), aged 52, is currently the chief financial officer of Hong Kong Shanghai Alliance Holdings Limited (a company listed on the Stock Exchange, stock code: 01001) since November 2018, an independent non-executive director of Shenzhen Investment Holdings Bay Area Development Company Limited (a company listed on the Stock Exchange, stock code: 00737) since April 2018, an independent non-executive director of Termbray Industries International (Holdings) Limited (a company listed on the Stock Exchange, stock code: 00093) since November 2016, an independent non-executive director of Hopson Development Holdings Limited (a company listed on the Stock Exchange, stock code: 00754) since July 2015, and an independent non-executive director of Ngai Hing Hong Company Limited (a company listed on the Stock Exchange, stock code: 01047) since February 2009. Prior to that, Mr. Ching served as an independent non-executive director of AMVIG Holdings Limited (澳科控股有限公司) (a company previously listed on the Stock Exchange, stock code: 02300 and currently delisted) from March 2020 to April 2021, an assistant to the chairman of Rongying Capital Management Limited* (熔盈資本管理有限公司) from May 2011 to July 2016, the chief financial officer and company secretary of Glorious Property Holdings Limited (a company listed on the Stock Exchange, stock code: 00845) from February 2008 to May 2011, the deputy chief financial officer of Hong Kong & China Gas Investment Limited from June 2007 to February 2008, the chief financial officer of Evergrande Real Estate Group Limited from December 2006 to June 2007, an executive director, the finance director and company secretary of Ngai Hing Hong Company Limited from August 2000 to December 2006, the chief financial officer of Liaoning Panpan Group from September 1999 to August 2000, and the manager of the audit department of Arthur Andersen from September 1992 to September 1999.

Mr. Ching obtained a bachelor's degree in Business Administration from The Chinese University of Hong Kong in September 1992 and an executive master's degree in Business Administration from the School of Economics and Management, Tsinghua University in June 2006. Mr. Ching is a fellow member of the Hong Kong Institute of Certified Public Accountants and the Association of Chartered Certified Accountants and a member of the American Institute of Certified Public Accountants.

The Bank will enter into a service contract with each independent non-executive Director. During his tenure as an independent non-executive Director of the Bank, he will receive independent non-executive Director remuneration of HK\$350,000 per year and a subsidy of RMB1,000 from the Bank for each meeting attended. These remuneration and subsidy are determined in accordance with applicable laws, regulations and relevant remuneration policy of the Bank. Apart from the aforesaid remuneration and subsidy, each independent non-executive Director will not receive any other remuneration from the Bank.

The election of the aforementioned Director candidates will be proposed at the EGM for Shareholders' approval. The term of office of the eighth session of the Board will be three years. The term of office of the Directors to be re-elected will commence upon the approval of their appointment at the EGM until the expiration of the term of office of the eighth session of the Board. The term of office of the proposed new Directors will commence upon the approval by the CBIRC Sichuan Office for their qualifications until expiration of the term of office of the eighth session of the Board.

Save as disclosed above, as at the date of this announcement, the aforesaid Director candidates did not hold any directorship in any other listed companies or take up any post in any group members of the Bank in the past three years, nor have any relationship with any other director, supervisor, senior management, substantial shareholder or controlling shareholder of the Bank.

Furthermore, save as disclosed above, as at the date of this announcement, the aforesaid Director candidates did not have any equity interest in the Bank within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong (the “SFO”). Save as disclosed herein, there is no other information relating to the appointment of the aforementioned candidates for Directors that shall be disclosed pursuant to Rule 13.51 (2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) nor any matters which need to be brought to the attention of the Shareholders.

II. PROPOSED RE-ELECTION AND ELECTION OF SUPERVISORS

According to Article 210 of the Articles of Association, each supervisor of the Bank (“Supervisor”) shall serve a term of three years and may seek re-election upon expiry of the said term. The term of office of the seventh session of the Board of Supervisors of the Bank (the “Board of Supervisors”) has expired on May 27, 2022. Before a new Supervisor is re-elected or elected, the Supervisor shall continue to perform his duties in accordance with the laws, regulations and the Articles of Association. The eighth session of the Board of Supervisors is proposed to comprise 5 supervisors, including 1 Shareholder Supervisor, 2 external Supervisors and 2 employee Supervisors. Employee Supervisors shall be democratically elected by the employees of the Bank through the employee representative meeting. Each of the following incumbent Supervisors will retire and be eligible for re-election at the EGM:

- (i) Candidate for external Supervisor: Mr. GUO Bing.

The Board of Supervisors also recommends the Shareholders to elect the following candidates at the EGM:

- (i) Candidate for Shareholder Supervisor: Mr. WU Wei;
- (ii) Candidate for external Supervisor: Mr. LYU Hong.

Mr. DUAN Xuebin will not offer himself for re-election as a Supervisor and will retire upon the conclusion of the EGM.

The Board of Supervisors would like to take this opportunity to express its sincere gratitude to Mr. DUAN Xuebin for his contributions to the Bank. Mr. DUAN Xuebin has confirmed that he has no disagreement with the Board, the Board of Supervisors and the Bank, and there is no other matter relating to his retirement that needs to be brought to the attention of the Shareholders.

The biographical details of the above Supervisor candidates are set out below:

Shareholder Supervisor

Mr. WU Wei (吳偉), aged 52, has been the deputy minister (副部長) of the Organization Department of the CPC Luzhou Municipal Committee (中共瀘州市委組織部) and the director (主任) of the Commission Office of Public Sectors Reform of the CPC Luzhou Municipal Committee (市委編辦) since August 2017, and served as a first-class researcher since September 2020. Prior to that, Mr. Wu served as the deputy secretary (副書記) of the CPC Luzhou Municipal Commission for Discipline Inspection (中共瀘州市紀委) from April 2016 to August 2017, the deputy secretary of the CPC Luzhou Municipal Commission for Political and Legal Affairs (中共瀘州市政法委) and the director of the Luzhou Public Security Comprehensive Management Office (市綜治辦) from August 2014 to April 2016, and the member of the Standing Committee of Luzhou Longmatan District of the CPC (中共瀘州市龍馬潭區委常委) and the secretary (書記) of the Political and Legal Affairs Committee of Luzhou Longmatan District of the CPC (中共瀘州市龍馬潭區委政法委) from October 2009 to August 2014. During this period, Mr. Wu served on a temporary basis as the deputy secretary of the Xiangcheng County Party Committee (鄉城縣委) from May 2010 to June 2012; he served as the member of the Standing Committee of Luzhou Longmatan District of the CPC, the head of the District Party Committee Office (區委辦公室), and the chairman of the District Federation of Trade Unions (區總工會) from October 2006 to October 2009; he served as the deputy district head (副區長) of the Luzhou Longmatan District Government (瀘州市龍馬潭區政府) from July 2003 to October 2006; he served as the deputy secretary of the Political and Legal Affairs Committee of Luzhou Longmatan District of the CPC from February 2003 to July 2003; and he served as the deputy secretary of the Party Committee of Anning Town, Longmatan District, Luzhou (瀘州市龍馬潭區安寧鎮黨委) and the town mayor (鎮長) of Anning Town, Longmatan District, Luzhou from February 2001 to February 2003. During that time, he worked in the Luzhou Municipal Committee Office of the CPC (中共瀘州市委辦公室) from June 2002 to December 2002; he worked in the Luzhou Procuratorate (瀘州市檢察院) from March 2002 to June 2002; he served as the deputy secretary of the Party Committee and the secretary of the Discipline Inspection Commission of Anning Town, Longmatan District, Luzhou of the CPC (中共瀘州市龍馬潭區安寧鎮紀委) from June 2000 to February 2001; he successively served as the clerk (書記員), assistant procurator (助理檢察員), deputy section chief (副科長) and section chief (科長) of the Political Engineering Department (政工科), and member of the Party Leadership Group (黨組) of the People's Procuratorate of Luzhou Longmatan District (瀘州市龍馬潭區人民檢察院) from January 1997 to June 2000; he served as the deputy director (副主任) and the Party branch secretary (黨支部書記) of the 95th grade office of the Second Department of Medicine (醫學二系九五級辦公室) of Luzhou Medical College (瀘州醫學院) from June 1995 to January 1997; and he served as a teacher in the anesthesiology office (麻醉辦公室) of Luzhou Medical College from July 1992 to June 1995.

Mr. Wu obtained a bachelor's degree in clinical medicine from Luzhou Medical College (瀘州醫學院) in July 1992 and a master's degree in public administration from Southwestern University of Finance and Economics (西南財經大學) in January 2009.

The Bank will enter into a service contract with the Shareholder Supervisor Mr. WU Wei. The remuneration of the Shareholder Supervisor Mr. Wu Wei shall be determined in accordance with the relevant provisions of the Management Measures on the Remuneration of Person-in-charge of Municipal State-owned Enterprises in Luzhou (《瀘州市市屬國有企業負責人薪酬管理辦法》) and the Management Measures on the Remuneration for Full-time External Directors and Supervisors of Municipal State-owned Enterprises in Luzhou (《瀘州市市屬國有企業專職外部董事、監事薪酬管理辦法》). The remuneration of Mr. Wu is mainly composed of basic annual salary, performance-based annual salary and tenure incentive income. The assessment results will be determined annually based on the completion of each indicator task, and the remuneration will be distributed after approval in accordance with the procedures stipulated in the Remuneration Assessment Measures. Except that, Mr. Wu will not receive any Supervisor allowance and subsidy for his position as Shareholder Supervisor.

External Supervisors

Mr. GUO Bing (郭兵), aged 53, has been an external Supervisor and the chairman of the audit and supervision committee under the Board of Supervisors since May 2019. He is primarily responsible for supervising the performance of duties by the Directors and the senior management of the Bank, convening and presiding over the meetings of the audit and supervision committee of the Board of Supervisors, organizing the performance of duties of the audit and supervision committee of the Board of Supervisors and organizing audit work within the work scope of the Board of Supervisors.

Mr. Guo is a head of Sichuan Liguang Law Firm (四川理光律師事務所) and joined the firm in August 1996. Mr. Guo worked at the Sichuan Petroleum Administration Logging Company (四川石油管理局測井公司) as an engineer from July 1991 to May 2000. Mr. Guo worked at Luzhou Foreign-related Law Firm (瀘州涉外律師事務所) as a part-time job from August 1996 to May 2000 and as a full-time lawyer from May 2000 to May 2005. Mr. Guo worked at Sichuan Liguang Law Firm (四川理光律師事務所) as a deputy head from May 2005 to January 2009 and as a head since January 2009.

Mr. Guo obtained his undergraduate degree in field geophysics specialization from Southwest Petroleum University (西南石油學院) in June 1991, the lawyer's qualification certificate in the PRC in August 1996, and a lawyer's license in the PRC in 1997.

Mr. LYU Hong (呂紅), aged 61, worked in the risk management department of Luzhou Branch of Agricultural Bank of China (中國農業銀行瀘州分行) (retired from the bank to enjoy the treatment of general manager) from November 2011 to November 2020; he served as the division director (處長) of credit division and the general manager of the risk management department of Luzhou Branch of Agricultural Bank of China from August 2002 to October 2011; he served as the Party committee secretary and president (行長) of Xuyong Sub-branch of Luzhou Branch of Agricultural Bank of China (中國農業銀行瀘州分行敘永支行) from August 2000 to July 2002; he served as the deputy secretary of Party committee and vice president of Xuyong Sub-branch of Luzhou Branch of Agricultural Bank of China from March 1999 to July 2000; he was the head (負責人) of Luzhou Branch Railway Station Office of Agricultural Bank of China (中國農業銀行瀘州分行火車站分理處) from March 1998 to February 1999; he served as the cadre (幹部) of Jiangyang Sub-branch of Luzhou Branch of Agricultural Bank of China (中國農業銀行瀘州分行江陽支行) from March 1995 to February 1997; and he served as the cadre in the credit cooperation department of Luzhou Branch of Agricultural Bank of China from April 1986 to February 1995, during which time he served as the deputy section level auditor (副科級稽核員) of Luzhou Branch of Agricultural Bank of China in 1989. Mr. Lyu served as the cadre of credit cooperation department of Gulin Sub-branch of Agricultural Bank of China (中國農業銀行古藺支行) from September 1981 to March 1986.

Mr. Lyu graduated from Luzhou School of Finance and Trade (瀘州財貿學校) in July 1981, and graduated from Chongqing Normal University (重慶師範大學) with a major in financial securities in July 1996. Mr. Lyu is an intermediate economist.

The Bank will also enter into service contracts with the external Supervisors Mr. GUO Bing and Mr. LYU Hong. During their tenure as an External Supervisor, they will receive External Supervisor allowance of RMB80,000 per year and a subsidy of RMB1,000 for each meeting attended. These allowance and subsidy are determined in accordance with relevant remuneration policy of the Bank. Apart from the aforesaid allowance and subsidy, Mr. GUO Bing and Mr. LYU Hong will not receive any other remuneration from the Bank.

The election of the aforementioned Supervisor candidates will be proposed at the EGM for Shareholders' approval. The term of office of the Supervisors of the eighth session of the Board of Supervisors is three years, commencing from the date of approval of their appointments by the Shareholders.

Save as disclosed above, as at the date of this announcement, the aforesaid Supervisor candidates did not hold any directorship in any other listed companies or take up any post in any group members of the Bank in the past three years, nor have any relationship with any other director, supervisor, senior management, substantial shareholder or controlling shareholder of the Bank.

Furthermore, as at the date of this announcement, the aforesaid Supervisor candidates did not have any equity interest in the Bank within the meaning of Part XV of the SFO. Save as disclosed in this announcement, there is no other information relating to the appointment of the aforesaid Supervisor candidates that shall be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any matters which need to be brought to the attention of the Shareholders.

III. ELECTION OF EMPLOYEE REPRESENTATIVE DIRECTORS AND EMPLOYEE REPRESENTATIVE SUPERVISORS

The Board announces that the Bank has received the “Letter from the Labor Union of Luzhou Bank Co., Ltd. in relation to the Election Results of Employee Representative Director and Employee Representative Supervisors for the Eighth Session of the Board of Directors and Board of Supervisors” from the labor union committee of the Bank today. The re-election of Mr. LIU Shirong as the employee representative Director of the Bank and the re-election of Ms. LIU Yongli and Mr. CHEN Yong as the employee representative Supervisors of the Bank were approved by the representatives of employees at the meeting in accordance with the relevant requirements of the Company Law of the People’s Republic of China and the Articles of Association, the terms of which will commence from their respective date of appointment to the respective expiry date of the term of office of the eighth session of the Board and the Board of Supervisors respectively. According to the Articles of Association, employee representative Director and employee representative Supervisors shall be elected by the employee representative meeting and are not subject to the approval of the general meeting of the Bank.

The biographies of Mr. LIU Shirong, Ms. LIU Yongli and Mr. CHEN Yong are set out as below:

Mr. LIU Shirong (劉仕榮), aged 56, has been a Director since February 2010 and the president of the Bank since June 2022. Mr. Liu is also a member of each of the related party (connected) transactions control committee, the risk management committee and the consumer rights protection committee of the Bank.

Mr. Liu joined the Bank in October 1997 and served as the vice president of the Bank from May 2016 to September 2021 (responsible for the executive work of the Bank since September 2019 and performing the duties on behalf of the president of the Bank since June 2021), the secretary to the Board from December 2012 to January 2022 and the joint company secretary of the Bank from December 2018 to January 2022. Prior to that, he served as the director of the office of the Board of Directors from March 2012 to October 2014, and the head of the accounting and finance department of the Bank from November 2011 to March 2012. Mr. Liu worked as the head of the administration office (行政辦公室主任) of the Bank from February 2008 to November 2011. He served as the office head (辦公室主任) of the Bank from October 2005 to February 2008. Mr. Liu worked as the head of the credit management department of the Bank from January 2005 to October 2005. He worked as the president of Binjiang sub-branch (濱江支行) of the Bank from November 2002 to December 2003 and the president of Jiangyangzhonglu sub-branch (江陽中路支行) of the Bank from January 2004 to January 2005. Mr. Liu served as an acting vice president of Tongda sub-branch (通達支行) of the Bank from October 1997 to February 1998 and then its vice president from February 1998 to November 2002. Prior to joining the Bank, Mr. Liu worked at Haikou City Bo'ai Urban Credit Cooperative (海口市博愛城市信用社) and served as a deputy office head (辦公室副主任) and the manager of the credit department from February 1993 to June 1993 and also as a vice head (副主任), the manager of its treasury department and the manager of the credit department from June 1993 to October 1997.

Mr. Liu graduated from Luzhou Finance and Trade School (瀘州財貿學校) in the PRC in July 1985, majoring in finance and accounting. He passed the self-taught higher education exams of accounting at junior college level (會計專業專科自學考試) and was approved for graduation by Southwestern University of Finance and Economics (西南財經大學) in Sichuan Province, the PRC, in June 1989. Mr. Liu graduated from the Correspondence Institute of the Central Communist Party School of the CPC (中共中央黨校函授學院) in the PRC in December 2001, majoring in economic management (through correspondence study).

Mr. Liu obtained the intermediate level certificate in financial economics conferred by Ministry of Personnel of the PRC (中華人民共和國人事部) (currently known as Ministry of Human Resources and Social Security of the PRC (中華人民共和國人力資源和社會保障部)) in November 2000. He was certified as a senior international finance manager jointly by China Association of Chief Financial Officers (中國總會計師協會), International Financial Management Association (國際財務管理協會), Ministry of Human Resources and Social Security of the PRC (中華人民共和國人力資源和社會保障部) and Research Center of State-owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會研究中心) in February 2013.

Ms. LIU Yongli (劉永麗), aged 52, has been an employee representative Supervisor of the Bank since January 2016, and the independent approver of the credit approval department of the Bank since May 2020. She is primarily responsible for supervising the performance of duties by the Directors and senior management of the Bank.

Ms. Liu served as a supervisor of Luzhou Industrial Development Investment Group Co., Ltd.* (瀘州產業發展投資集團有限公司) (formerly Luzhou Industrial Investment Group) from March 2015 to February 2022. Ms. Liu joined the Bank in July 2002 and served as the principal accountant (主辦會計) of Zhongshan sub-branch (忠山支行) of the Bank from July 2002 to December 2003, the head (科長) of the financial accounting and technology department (財會科技部) from January 2004 to December 2004. She served as the head (科長) of the operation management department (運行管理部) from January 2005 to February 2008, a vice president of Xiaoshi sub-branch (小市支行) from February 2008 to November 2010, the head of the risk management department from November 2010 to November 2011, the general manager of the internal control and compliance department and the head of the internal audit department from November 2011 to June 2012, the general manager of the risk management department from June 2012 to February 2013, the general manager of the credit business department from February 2013 to October 2015 and the general manager of the internal control and compliance department (security department) of the Bank from October 2015 to June 2018 and the general manager of the risk management department of the Bank from June 2018 to May 2020. Prior to joining the Bank, Ms. Liu held several positions in human resources, labor and capital, planning, credit, statistics and accounting at Hejiang sub-branch of China Construction Bank Corporation (中國建設銀行股份有限公司合江支行) from August 1991 to July 2002. She held positions in savings and post-savings supervision at Gulin sub-branch of China Construction Bank Corporation (中國建設銀行股份有限公司古蔺支行) from September 1988 to July 1991.

Ms. Liu passed the self-taught higher education exams of accounting at undergraduate level (會計專業本科高等教育自學考試) and was approved for graduation by Southwestern University of Finance and Economics (西南財經大學) in Sichuan Province, the PRC in June 2007. Ms. Liu was certified as a senior international finance manager jointly by China Association of Chief Financial Officers (中國總會計師協會), International Financial Management Association (國際財務管理協會), Ministry of Human Resources and Social Security of the PRC (中華人民共和國人力資源和社會保障部) and Research Center of State owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會研究中心) in August 2013. Ms. Liu also obtained the certificate in banking fundamentals (公共基礎證書) granted by the China Banking Association (中國銀行業協會) in October 2007, and the certificate of intermediate level of accounting granted by MOF in May 2002.

Mr. CHEN Yong (陳勇), aged 49, has been an employee representative Supervisor of the Bank since January 2016, and the general manager of the administration department (綜合管理部) of the Bank since December 2019. He is primarily responsible for supervising the performance of duties by the Directors and senior management of the Bank.

Mr. Chen joined the Bank in July 2002 and successively served as a bank teller from July 2002 to December 2005, the president of Jiale sub-branch (佳樂支行) from January 2006 to December 2007, a business manager at the operation management department (運行管理部) from January 2008 to September 2010, the president of Lianhuachi sub-branch (蓮花池支行) from September 2010 to February 2012, the president of Jiangbei sub-branch (江北支行) from March 2012 to February 2014, an assistant to president of Xiaoshi sub-branch (小市支行) from February 2014 to May 2015, the vice general manager of the administration department from November 2015 to December 2018, and the vice head of the office of the Board of Directors from May 2015 to December 2018, and the vice general manager (presiding over work) of the administration department from December 2018 to December 2019.

Mr. Chen graduated from Chongqing University Internet Education College (重慶大學網絡教育學院) in the PRC in January 2010, majoring in economics and business administration through long distance learning. Mr. Chen graduated from The Open University of China (國家開放大學) in the PRC in January 2021 with a bachelor's degree in finance.

The Bank will enter into a service contract with each of Mr. LIU Shirong, Ms. LIU Yongli and Mr. CHEN Yong. The remuneration of the employee representative Director (executive Director) Mr. LIU Shirong shall be determined in accordance with the remuneration standard for senior management of the Bank. According to the requirements of Luzhou Bank Co., Ltd. Remuneration Assessment Measures for the Management 《泸州银行股份有限公司經營層薪酬考核辦法》 considered and approved by the Board of Directors, the remuneration of executive Directors mainly consists of basic remuneration and performance-based remuneration, and the assessment results are determined annually based on the completion of each target task and the remuneration coefficient, and will be distributed after approval in accordance with the procedures stipulated in the Remuneration Assessment Measures for the Management. Except that, the employee representative Director will not receive additional Director remuneration and subsidy for attending meeting for his position as the employee representative Director of the Bank. The remuneration of the employee representative Supervisors Ms. LIU Yongli and Mr. CHEN Yong shall be determined in accordance with the remuneration standards for relevant personnel formulated by the Bank, which will be determined in accordance with Luzhou Bank Co., Ltd. Remuneration Management Measures as approved by the nomination and remuneration committee of the Board of the Bank. The remuneration shall mainly consist of post salary, seniority salary and performance salary. The assessment results will be determined annually based on the completion of each indicator task, and the remuneration will be distributed after approval in accordance with the procedures stipulated in the Remuneration Assessment Measures. Except that, each employee representative Supervisor will not receive additional Supervisor allowance and subsidy for attending meeting for his/her position as the employee representative Supervisor of the Bank.

Save as disclosed above, as of the date of this announcement, none of Mr. LIU Shirong, Ms. LIU Yongli and Mr. CHEN Yong held any directorship in any other listed companies or took up any post in any group members of the Bank in the past three years, nor had any relationship with any other Director, Supervisor, senior management, substantial Shareholder or controlling Shareholder of the Bank.

In addition, as at the date of this announcement, Mr. LIU Shirong is interested in 13,018 domestic shares of the Bank as beneficial owner, and Mr. CHEN Yong is deemed to be interested in 19,527 domestic shares of the Bank held by his spouse. Save as disclosed in this announcement, Mr. LIU Shirong, Ms. LIU Yongli and Mr. CHEN Yong do not have any equity interest in the Bank within the meaning of Part XV of the SFO. Save as disclosed herein, there is no other information relating to the appointment of Mr. LIU Shirong, Ms. LIU Yongli and Mr. CHEN Yong that shall be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any matters which need to be brought to the attention of the Shareholders.

EGM

The proposed re-election or election of Directors and Supervisors (excluding employee representative Director and employee representative Supervisors) are subject to the approval by the Shareholders at the EGM.

A circular containing, among other things, details of the proposed re-election or election of Directors and Supervisors and the notice of the EGM will be dispatched to the Shareholders on August 5, 2022.

By order of the Board
Luzhou Bank Co., Ltd.*
YOU Jiang
Chairman

Luzhou, the PRC, August 3, 2022

As at the date of this announcement, the Board comprises Mr. YOU Jiang and Mr. LIU Shirong as executive Directors, Ms. PAN Lina, Mr. XIONG Guoming, Mr. LIU Qi and Mr. DAI Zhiwei as non-executive Directors and Mr. GU Mingan, Mr. HUANG Yongqing, Mr. YE Changqing, Mr. TANG Baoqi and Mr. ZHONG Jin as independent non-executive Directors.

* *Luzhou Bank 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/deposit-taking business in Hong Kong.*