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BANK OF CHONGQING CO., LTD.*
重慶銀行股份有限公司*

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

(Stock Code: 1963)

(Stock Code of Preference Shares: 4616)

NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2022

NOTICE IS HEREBY GIVEN that the second extraordinary general meeting of 2022 (the “**EGM**”) of Bank of Chongqing Co., Ltd.* (the “**Bank**”) will be held at 9:30 a.m. on Tuesday, 15 November 2022 at Multi-Function Hall, 3/F of the Building of the Head Office of Bank of Chongqing, No. 6 Yongpingmen Street, Jiangbei District, Chongqing, the People’s Republic of China (the “**PRC**”) to consider and, if thought fit, to pass the following resolutions:

Ordinary Resolutions

1. Proposal on the Election of Ms. WANG Fengyan as a Non-executive Director of the Bank of Chongqing;
2. Proposal on Amending the Administrative Measures for Connected Transactions of Bank of Chongqing Co., Ltd.

For details of the ordinary resolutions mentioned above, please refer to the appendices to this notice.

For and on behalf of the Board
Bank of Chongqing Co., Ltd.*

LIN Jun
Chairman

Chongqing, the PRC, 14 October 2022

Notes:

1. Voting by poll

Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), all votes of resolutions at the EGM will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. An announcement on the voting results will be published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Bank (www.cqcbank.com) in accordance with the Listing Rules.

2. Closure of register of members and eligibility for attending and voting at the EGM

Holders of H shares of the Bank are advised that the H share register of members of the Bank will close from Monday, 7 November 2022 to Tuesday, 15 November 2022 (both days inclusive), during which time no transfer of H shares of the Bank will be effected and registered. In order to qualify for attending and voting at the EGM, instruments of transfer accompanied by relevant share certificates and other appropriate documents must be lodged with the Bank’s H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, by 4:30 p.m. on Friday, 4 November 2022.

Shareholders of the Bank whose names appear on the register of members of the Bank on Monday, 7 November 2022 are entitled to attend and vote at the EGM.

3. Proxy

Every shareholder who has the right to attend and vote at the EGM is entitled to appoint one or more proxies, whether or not they are members of the Bank, to attend and vote on his/her behalf at the EGM. A proxy shall be appointed by an instrument in writing. Such instrument shall be signed by the appointer or his/her attorney duly authorized in writing. If the appointer is a legal person, then the instrument shall be signed under a legal person’s seal or signed by its director or an attorney duly authorized in writing. The instrument appointing the proxy shall be deposited at the Bank’s H share registrar for holders of H shares not less than 24 hours before the time specified for holding the EGM. If the instrument appointing the proxy is signed by a person authorized by the appointer, the power of attorney or other documents of authority under which the instrument is signed shall be notarized. The notarized power of attorney or other documents of authority shall be deposited together and at the same time with the instrument appointing the proxy at the Bank’s H share registrar.

4. Other businesses

- (i) The EGM is expected to last for no more than half a working day. Shareholders and their proxies attending the meeting shall be responsible for their own traveling and accommodation expenses.
- (ii) The address of Computershare Hong Kong Investor Services Limited is:

17M Floor
Hopewell Centre
183 Queen’s Road East
Wanchai
Hong Kong
Tel No.: (852) 2862 8628
Fax No.: (852) 2865 0990

As at the date of this notice, the executive directors of the Bank are Ms. LIN Jun, Mr. RAN Hailing, Mr. LIU Jianhua and Mr. WONG Wah Sing; the non-executive directors of the Bank are Mr. WONG Hon Hing, Mr. YANG Yusong, Mr. WU Heng and Ms. ZHONG Xian; the independent non-executive directors of the Bank are Dr. LIU Xing, Mr. WANG Rong, Dr. ZOU Hong, Dr. FUNG Don Hau and Mr. YUAN Xiaobin.

* *The Bank holds a financial licence number B0206H250000001 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 91500000202869177Y. The Bank is not an authorised institution within the meaning of 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 and/or deposit-taking business in Hong Kong.*

On 28 September 2022, the board of directors (the “**Board**”) of the Bank has considered and approved the proposed appointment of Ms. WANG Fengyan (“**Ms. WANG**”) as a non-executive director of the Bank. The above proposed appointment is subject to the approval by the shareholders at the EGM. Subject to the approval of the above proposed appointment by the shareholders, Ms. WANG’s qualification of the directorship shall be subject to the approval by the Chongqing Bureau of China Banking and Insurance Regulatory Commission (the “**Chongqing CBIRC**”) and her term shall be effective from the date of approval by the Chongqing CBIRC to the expiry of the term of office of the sixth session of the Board of the Bank.

Upon approval of the appointment of Ms. WANG at the EGM and approval by the Chongqing CBIRC, the Bank will formally appoint Ms. WANG as a non-executive director of the Bank. The annual remuneration of Ms. WANG will include a fixed remuneration of RMB37,500 (fixed remuneration will increase by RMB10,000 if serving as the chairman of special committee of the Board) and a variable remuneration based on the number of on-site meetings and events organized by the Board attended in person (RMB3,000 each meeting/event) and the number of off-site meetings and meetings attended by way of conference call (RMB1,500 each meeting). Ms. WANG’s remuneration is determined in accordance with applicable laws, regulations and regulatory requirements and the relevant remuneration policies of the Bank. In accordance with the request of Chongqing Water Conservancy Investment Group Co., Ltd. which nominated Ms. WANG, Ms. WANG will not, on her own, receive her remuneration as the Bank’s non-executive director from the Bank during her tenure, and relevant remuneration will be transferred to the account of company nominating her by the Bank.

Ms. WANG’s biographical details are set out as follows:

Ms. WANG Fengyan, aged 45, is a member of the Communist Party Committee, a director, a deputy general manager and the chief legal counsel of Chongqing Water Conservancy Investment Group Co., Ltd. Before joining Chongqing Water Conservancy Investment Group Co., Ltd. in February 2021, Ms. WANG served as a civil servant in the General Office of Chongqing Planning Committee from July 1999 to July 2000. She served as a division personnel and deputy division director of the Capital Balance Division of Chongqing Development and Planning Committee from July 2000 to November 2003. She served as the deputy division director, division director and deputy division chief of the Capital Division of the Chongqing Development and Reform Commission from November 2003 to October 2013. She served as the director and general manager of Chongqing Chemical & Pharmaceutical Holdings Group Finance Co., Ltd. (重慶化醫控股集團財務有限公司) from October 2013 to February 2021.

Ms. WANG graduated from Zhongnan University of Economics and Law in July 1999 with bachelor’s degrees in economics and law, majoring in finance and economic law. Ms. WANG is a senior economist and has obtained the qualification of secretary of the board of directors of listed companies.

Ms. WANG has confirmed that, save as disclosed above, as at the date of this notice, she (1) has not held any other position in the Bank or any of its subsidiaries or any directorship in any other listed companies in the past three years; (2) does not have any relationship with any other directors, members of senior management, substantial shareholders or controlling shareholders of the Bank; and (3) does not have and is not deemed to have any interest in any shares, underlying shares or debentures of the Bank or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, the Board is not aware of any other matters in respect of the proposed appointment of Ms. WANG required to be disclosed under Rules 13.51(2)(h) to (v) of the Listing Rules, or any other matters that need to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders of the Bank.

In order to further strengthen the management of connected transactions of the Bank, regulate connected transactions, control the risks in connected transactions and safeguard the lawful interests of the Bank, its shareholders and relevant stakeholders, the Bank intends to revise the Administrative Measures for Connected Transactions of Bank of Chongqing Co., Ltd. in view of the practical situation of the Bank according to the relevant laws and regulations, such as Measures for the Administration of Connected Transactions of Banking and Insurance Institutions (Order No. 1 [2022] of the China Banking and Insurance Regulatory Commission), regulatory requirements and the Articles of Association of Bank. The above amendments have been reviewed and approved by the Connected Transactions Control Committee of the Bank and the Board, and will be subject to the approval by the Bank's shareholders at the EGM.

Details of relevant amendments are as follows:

No.	Before the amendment	After the amendment
1	<p>Article 1 In order to strengthen the management of connected transactions of Bank of Chongqing Co., Ltd. (the “Bank”), control the risks in connected transactions, safeguard the lawful interests of the Bank, its shareholders and relevant stakeholders, and promote the safe and sound operation of the Bank, the Administrative Measures for Connected Transactions of Bank of Chongqing Co., Ltd. (the “Measures”) are formulated in accordance with laws, regulations, rules and regulatory documents including the Company Law of the People’s Republic of China, the Law of the People’s Republic of China on Commercial Banks, the Administrative Measures for Connected Transactions between Commercial Banks and Insiders and Shareholders and the Interim Measures for the Equity Management of Commercial Banks issued by the China Banking and Insurance Regulatory Commission (“CBIRC”), the Administrative Measures for the Disclosure of Information of Listed Companies and the Preparation Rules for Information Disclosure by Companies Offering Securities to the Public No. 26 – Special Provisions on Information Disclosure by Commercial Banks issued by the China Securities Regulatory Commission (“CSRC”), the Rules Governing the Listing of Securities on the Shanghai Stock Exchange, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Accounting Standards for Business Enterprises and the International Financial Reporting Standards, and the Articles of Association of Bank of Chongqing Co., Ltd. (the “Articles of Association”) and in view of the practical situation of the Bank.</p>	<p>Article 1 In order to strengthen the management of connected transactions of Bank of Chongqing Co., Ltd. (the “Bank”), regulate connected transactions, control the risks in connected transactions, safeguard the lawful interests of the Bank, its shareholders and relevant stakeholders, and promote the safe and sound operation, the Administrative Measures for Connected Transactions of Bank of Chongqing Co., Ltd. (the “Measures”) are formulated in accordance with laws, regulations and regulatory requirements including the Company Law of the People’s Republic of China, the Law of the People’s Republic of China on Commercial Banks, the Measures for the Administration of Connected Transactions of Banking and Insurance Institutions and the Interim Measures for the Equity Management of Commercial Banks issued by the China Banking and Insurance Regulatory Commission (“CBIRC”), the Administrative Measures for the Disclosure of Information of Listed Companies and the Preparation Rules for Information Disclosure by Companies Offering Securities to the Public No. 26 – Special Provisions on Information Disclosure by Commercial Banks issued by the China Securities Regulatory Commission (“CSRC”), the Rules Governing the Listing of Securities on the Shanghai Stock Exchange, the Self-Regulatory Supervision Guidelines for Company Listed on the Shanghai Stock Exchange No.1 – Standardized Operation, the Self-Regulatory Supervision Guidelines for Company Listed on the Shanghai Stock Exchange No.5 – Transactions and Connected Transactions, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Accounting Standards for Business Enterprises and the International Financial Reporting Standards, and the Articles of Association of Bank of Chongqing Co., Ltd. (the “Articles of Association”) and in view of the practical situation of the Bank.</p>

No.	Before the amendment	After the amendment
2	<p>Article 2 The Bank’s connected transaction management includes two parts: connected party management and connected transaction management. Connected party management includes the management of connected natural persons, legal persons or other organizations, and the connected transaction management includes the management of credit extension connected transactions [which are explained in the Administrative Measures for Connected Transactions between Commercial Banks and Insiders and Shareholders and the Interim Measures for the Equity Management of Commercial Banks issued by the CBIRC as set out in the Scope of Connected Transaction within the Meaning of the Relevant Regulatory Requirements (Appendix III) to the Measures, and no separate excerpts will be made here], non-credit extension connected transactions and connected transaction limits.</p>	<p>Article 2 In conducting the connected transactions, the Bank shall comply with relevant laws, regulations, regulatory requirements and accounting systems, enhance its corporate governance structure, improve its internal control and risk management, and follow the principles of honesty and credibility, openness and fairness, thorough identification, and clear structure.</p>
3	<p>Article 3 The connected transactions of the Bank shall comply with the principles of good faith and fairness and shall be conducted on business principles and terms no favourable than those offered to non-connected parties for similar transactions.</p>	<p>Article 3 The Bank shall not transfer interests or conduct regulatory arbitrage through connected transactions, and shall take effective measures to prevent connected parties from taking advantage of their special position to infringe the interests of the Bank through connected transactions.</p>
4	<p>Article 4 The connected transactions of the Bank shall comply with the relevant laws, regulations, rules, regulatory documents and regulatory requirements of regulatory authorities and the national unified accounting system.</p>	<p>Article 4 The Bank shall maintain its operational independence, improve its market competitiveness, control the number and scale of connected transactions, avoid the multi-layered nesting and other complex arrangements, and focus on preventing the risk of interest transmission to shareholders and their connected parties.</p>

No.	Before the amendment	After the amendment
5	Article 5 The Measures are applicable to all connected transactions between the Bank or its subsidiaries and their connected parties and binding on the Bank and all of its connected parties.	Article 5 The connected transaction management of the Bank includes the connected party management and the connected transaction management.
6	Article 6 The Bank implements a system of hierarchical management of connected transactions by the shareholders' general meeting, the Board of Directors, the Connected Transactions Control Committee and the senior management, with each functional department in charge of its own work and the Board of Supervisors supervising according to law.	Article 6 The Measures are applicable to all connected transactions between the Bank and its connected parties. The connected transactions between the Bank's subsidiaries and their connected parties shall be governed by the Measures on the premise of complying with laws, regulations and regulatory requirements.
7	Article 7 The shareholders' general meeting, the Board of Directors, the Board of Supervisors and the senior management are the decision-making body, the supervisory body and the executive body of the connected transaction management of the Bank, and their duties shall be performed in accordance with the Articles of Association of the Bank and the relevant authorization of the shareholders' general meeting and the Board of Directors.	Article 7 The connected parties of the Bank include connected natural persons, connected legal persons or unincorporated organizations.

No.	Before the amendment	After the amendment
8	<p>Article 8 The Connected Transactions Control Committee is an organization under the Board of Directors responsible for the administration of connected transactions, whose responsibilities include:</p> <p>(1) formulating the connected transaction management system of the Bank and monitoring the implementation of the connected transaction management system of the Bank;</p> <p>(2) controlling the total number of connected transactions, regulating connected transactions to ensure they meet regulatory requirements;</p> <p>(3) accepting the filing of general connected transactions;</p> <p>(4) conducting a preliminary review of the resolutions on connected transactions requiring consideration and approval by the Board of Directors, issuing professional review opinions and submitting the resolutions to the Board of Directors for consideration or approval;</p> <p>(5) reviewing and confirming information on connected parties of the Bank;</p> <p>(6) other matters required by laws, regulations, rules and regulatory documents and authorized by the Board of Directors of the Bank.</p>	<p>Article 8 The Bank is a domestic and overseas listed bank, and the Bank maintains a list of connected parties, and identifies and manages the connected parties by class, which are divided into the following:</p> <p>(1) connected parties within the meaning of the Measures for the Administration of Connected Transactions of Banking and Insurance Institutions and the Interim Measures for the Equity Management of Commercial Banks issued by CBIRC (the “Connected Parties under the CBIRC criteria”).</p> <p>(2) connected parties within the meaning of the Administrative Measures for the Disclosure of Information of Listed Companies issued by CSRC and the Rules Governing the Listing of Securities on the Shanghai Stock Exchange (the “Connected Parties under Domestic Securities Regulatory Administration Authority criteria”).</p> <p>(3) connected persons within the meaning of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Connected Parties under SEHK criteria”).</p> <p>(4) connected parties within the meaning of the Accounting Standards for Business Enterprises and the International Financial Reporting Standards (the “Connected Parties under Accounting System criteria”).</p> <p>For the definitions of aforesaid connected parties, please see Appendix II to the Measures.</p>

No.	Before the amendment	After the amendment
9	<p>Article 9 The office of the Board of Directors is the daily affairs management department of the Connected Transactions Control Committee, the primary duties of which include:</p> <p>(1) taking the lead in formulating the connected transaction management system;</p> <p>(2) taking the lead in collecting, summarizing and dynamically maintaining the connected party information;</p> <p>(3) taking the lead in making statistics, summarizing, tracking and analyzing the connected transaction data of the Bank, and reporting to the Connected Transactions Control Committee, the Board of Directors, the Board of Supervisors and the regulatory authorities;</p> <p>(4) taking the lead in implementing the supervision, inspection and risk warning of connected transactions made by the Connected Transactions Control Committee, the Board of Directors and the shareholders' general meeting to relevant departments;</p> <p>(5) assisting the competent department of the connected transaction business in performing the approval and public announcement procedures of the Connected Transactions Control Committee, the Board of Directors and the shareholders' general meeting;</p> <p>(6) promoting the construction of the connected transaction information management system of the Bank together with the science and technology department;</p> <p>(7) other daily affairs of the Connected Transactions Control Committee.</p>	<p>Article 9 Other management personnel, credit personnel and their close relatives who are not included in the management scope of the connected parties of the Bank but are "related persons" as stipulated in the Articles of Association, as well as companies, enterprises and other economic organizations in which the above personnel invested or served as senior management, shall comply with Article 40 of the Commercial Bank Law of the People's Republic of China and the relevant requirements of the Articles of Association. The head office departments, branches or subsidiaries initiating the business shall preliminarily identify and judge the related person transactions and provide supporting materials. If necessary, relevant legal opinions issued by external law firms can be provided for supporting.</p>

No.	Before the amendment	After the amendment
10	<p data-bbox="325 246 823 395">Article 10 The Risk Management Department is the management department of the connected transaction limits of the Bank, whose responsibilities include:</p> <p data-bbox="325 444 823 593">(1) measuring the connected transaction concentration indicators according to the regulatory requirements, and monitoring the connected transaction concentration;</p> <p data-bbox="325 642 823 834">(2) establishing a monitoring and early warning mechanism for connected transaction indicators to prevent the connected transactions from exceeding the regulatory limits;</p> <p data-bbox="325 883 823 989">(3) submitting relevant data and statements of connected transactions to the regulatory authorities;</p> <p data-bbox="325 1038 823 1144">(4) reporting the management of connected transaction limits to the Board of Directors;</p> <p data-bbox="325 1193 823 1268">(5) other work related to the management of connected transaction limits.</p>	<p data-bbox="855 246 1353 438">Article 10 The connected transactions referred to in the Measures refer to the interest transfer between the Bank, its subsidiaries, other entities controlled by the Bank and the connected parties.</p>

No.	Before the amendment	After the amendment
11	<p>Article 11 The head office departments, branches or subsidiaries (hereinafter referred to as the “connected transaction initiators”) initiating the connected transactions shall bear the main responsibilities for the implementation of the connected transaction management system, whose primary responsibilities include:</p> <p>(1) embedding the requirements of the connected transaction management system into the business processes and operation specifications, and making preliminary identification and judgement on connected transactions according to the principle of thoroughness against the list of connected parties;</p> <p>(2) submitting the initiated connected transactions for approval according to the types of connected transactions and their approval permissions and processes;</p> <p>(3) executing connected transactions according to the approval results of connected transactions;</p> <p>(4) strengthening the follow-up management of connected transactions and preventing the transaction risks;</p> <p>(5) being in charge of the monitoring, statistics and reporting of connected transactions of the department;</p> <p>(6) other work related to connected transactions.</p>	<p>Article 11 The Bank identifies and manages connected transactions by class, which are specifically divided into the following:</p> <p>(1) connected transactions with the Connected Parties under the CBIRC criteria.</p> <p>(2) connected transactions with the Connected Parties under Domestic Securities Regulatory Administration Authority criteria.</p> <p>(3) connected transactions with the Connected Parties under SEHK criteria.</p> <p>(4) connected transactions with the Connected Parties under Accounting System criteria.</p> <p>For the definitions of aforesaid connected transactions, please see Appendix III to the Measures.</p>

No.	Before the amendment	After the amendment
12	<p>Article 12 The head office departments, branches or subsidiaries (hereinafter referred to as “Connected Transactions Approval Authority”) that accept the application for consideration and approval of connected transactions and review or approve connected transactions shall be subject to the consideration or approval for connected transactions in accordance with the management duties and authorities of connected transactions. The main duties include the following:</p> <p>(1) embedding the requirements for connected transactions management system into business processes and operating standards, examining and reviewing the connected transactions identified and judged by the organization initiating the connected transactions according to the principle of thoroughness against the list of connected parties;</p> <p>(2) approving and controlling the connected transactions under the scope of authorization, preliminarily reviewing the connected transactions beyond the scope of authorization and submitting to the competent authorities for approval in accordance with the relevant requirements of the connected transaction management system;</p> <p>(3) guiding the organization initiating the connected transactions to implement the various requirements for the approval of connected transactions;</p> <p>(4) being responsible for the monitoring, statistics and reporting of connected transactions of the department;</p> <p>(5) other daily management related to the connected transactions.</p>	<p>Article 12 The review, disclosure and reporting requirements of connected transactions between the Bank and the Connected Parties under the CBIRC criteria, the Connected Parties under Domestic Securities Regulatory Administration Authority criteria and the Connected Parties under SEHK criteria shall be implemented with reference to relevant regulatory provisions and relevant sections of the Measures, respectively. If a transaction constitutes a connected transaction under multiple criteria simultaneously that provide different provisions pertaining to its review, disclosure and report under different criteria, it shall satisfy the requirements under different criteria at the same time.</p> <p>The connected transactions between the Bank and the connected parties of the accounting system are connected transactions subject to disclosure in financial report, and the Bank shall implement in accordance with relevant requirements.</p>

No.	Before the amendment	After the amendment
13	Article 13 The Finance Department takes the lead in the disclosure of connected parties and connected transactions in the notes to the Bank's statutory financial statements and is responsible for coordinating with the external auditors to confirm that the disclosure of connected parties and connected transactions in the notes to the statutory financial statements complies with the requirements of the China Accounting Standards for Business Enterprises and the International Financial Reporting Standards.	Article 13 For specific connected transactions, the departments initiating and approving of the connected transactions shall judge the connected transactions in accordance with the relevant regulations of the CBIRC, the domestic securities regulatory authorities and the Stock Exchange respectively, and perform the connected transaction approval procedures in accordance with the principle of strict compliance.
14	Article 14 The Internal Audit Department is the audit and supervision department for the management of connected transactions of the Bank, and is responsible for conducting special audits on the establishment of the connected parties and connected transactions management system, as well as the implementation of the connected transaction management system by the respective connected transaction business organizers and acceptance and approval authorities.	Article 14 The shareholders' general meeting, the Board of Directors, the Board of Supervisors and senior management are the decision-making, supervisory and executive bodies for the management of connected transactions of the Bank respectively, and their duties shall be carried out in accordance with the Articles of Association and the relevant authorizations of the shareholders' general meetings and the Board of Directors. The Board of Directors of the Bank shall bear the ultimate responsibility for the management of connected transaction.

No.	Before the amendment	After the amendment
15	<p>Article 15 The connected parties of the Bank include connected natural persons, connected legal persons or other organizations.</p>	<p>Article 15 The Connected Transactions Control Committee of the Board of Directors is a connected transaction management organization established by the Board of Directors of the Bank, which reports to the Board of Directors and is responsible to the Board of Directors. The Connected Transactions Control Committee of the Board of Directors shall consist of at least three members and the chairman shall be an independent director.</p> <p>The Connected Transactions Control Committee focuses on the compliance, fairness and necessity of connected transactions and is responsible for the management, review and risk control of connected transactions. Specific responsibilities include:</p> <ol style="list-style-type: none"> (1) considering and approving connected transactions within the scope of authorization of the Board of Directors; (2) auditing connected transactions that require submission to the Board of Directors and shareholders' general meeting for consideration and approval; (3) confirming the list and information of the Bank's connected parties; (4) checking and supervising the control over connected transactions of the Bank and the implementation by the director, senior management and connected parties of the Bank of the control system on connected transactions of the Bank; (5) Other duties as conferred by the Board of Directors of the Bank.

No.	Before the amendment	After the amendment
16	<p>Article 16 The Bank maintains a list of connected parties, and identifies and manages the connected parties by class, which are divided into the following in accordance with the relevant regulatory requirements:</p> <p>(1) connected parties within the meaning of the Administrative Measures for Connected Transactions between Commercial Banks and Insiders and Shareholders and the Interim Measures for the Equity Management of Commercial Banks issued by CBIRC.</p> <p>(2) connected parties within the meaning of the Administrative Measures for the Disclosure of Information of Listed Companies issued by CSRC and the Rules Governing the Listing of Securities on the Shanghai Stock Exchange.</p> <p>(3) connected persons within the meaning of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.</p> <p>(4) connected parties within the meaning of the Accounting Standards for Business Enterprises and the International Financial Reporting Standards.</p> <p>For the aforesaid definitions of connected parties, please see Appendix II to the Measures.</p>	<p>Article 16 The Bank shall establish a cross-departmental connected transaction management office at the management level to be responsible for the maintenance and the identification of connected parties and the management of connected transactions. The leading department shall be the Office of the Board of Directors, with permanent members including department personnel from the Office of the Board of Directors, the Internal Control and Compliance Department, the Risk Management Department, the Accreditation Department, the Finance Department and other relevant departments, and other members include the head office department related to the connected work responsibilities, of which the Technology Department and the Digital Banking Department are responsible for system construction and other work. The member departments of the connected transaction management office shall designate the responsible personnel for the management of connected transactions and report to the cross-departmental connected transaction office for the record. The specific member departments and working rules shall be separately specified by the Bank.</p> <p>The connected transaction management office sets up a special post to be responsible for the identification and maintenance of connected parties, cross-departmental connected transaction management office management and other daily affairs.</p>

No.	Before the amendment	After the amendment
17	<p>Article 17 The insiders of the Bank including directors and supervisors, senior management of the head office, branches and sub-branches as well as other persons who have the power to decide on or participate in the Bank's credit extension and transfer of assets, shall, within 10 working days from the day when they take up their position, (and natural persons shall within 10 working days from the day when they become the substantial natural person shareholders of the Bank) conduct a full assessment of factors such as the importance of connected relationship, the likelihood of connected transactions and the availability of information on connected parties and report to the Connected Transactions Control Committee on the following information of connected parties:</p> <p>(1) their close relatives, including but not limited to their parents, spouses, brothers and sisters and their spouses, their adult sons and daughters and their spouses, parents of spouses of such adult sons and daughters, their spouses' parents, brothers and sisters and their spouses, brothers and sisters of their parents and their spouses, their parents' brothers and sisters' adult sons and daughters and their spouses.</p> <p>(2) legal persons or other organizations directly or indirectly or jointly controlled by or subject to significant influence of insiders and substantial natural person shareholders of the Bank and their close relatives [no separate excerpts are provided here as the "significant influence" has been explained in Article 9 of the Administrative Measures for Connected Transactions between Commercial Banks and Insiders and Shareholders for the Scope of Connected Parties within the Meaning of the Relevant Regulatory Requirements (Appendix II) to the Measures].</p> <p>If any of the reported matters is changed, it shall be reported within 10 working days after such change.</p>	<p>Article 17 The persons in charge of the Connected Transactions Control Committee of the Board of Directors, the business departments involved in connected transactions, and the departments responsible for risk approval and compliance examination shall bear corresponding responsibility for the compliance of connected transactions. Each department shall be ultimately responsible for the timeliness, completeness and accuracy of the data and materials on connected transactions reported to the Connected Transactions Control Committee of the Board of Directors.</p>

No.	Before the amendment	After the amendment
18	<p>Article 18 Other persons who have the right to decide on or participate in the Bank’s credit granting and asset transfer refer to the permanent members of individuals or organizations with the final approval authority in the process of credit approval, asset purchase or disposal of the Bank, including but not limited to the permanent members of the credit approval committee, the risk management and internal control committee, the centralized procurement management committee and other approval organizations with independent approval power, as well as the person in charge of the credit card department.</p> <p>Where the relevant examination and approval organization has non-permanent members or temporary members, it may not be included in the management of connected parties, but when participating in the deliberation of relevant transactions, a written statement should be made that there is no related relationship between the person and the relevant transaction.</p>	<p>Article 18 The Bank shall establish a management process for connected transactions with reasonable division of labor and clear rights and responsibilities, and build three lines of defense for the risk prevention and control of connected transactions:</p> <p>(1) The first line of defense (connected transaction management in business processes)</p> <p>Subject: front and middle office institutions and departments, including business initiating units, business approval units [business approval units here refer to departments responsible for online approval, credit card business approval departments, business approval departments of branches and other similar business approval bodies.] and the business competent authorities of the Bank’s head office, branches and subsidiaries;</p> <p>Responsibilities: mainly responsible for connected party identification, connected transaction pricing, connected transaction review, connected transaction report and so on.</p> <p>(2) The second line of defense (connected transaction management in the internal control process)</p> <p>Subject: back-office management departments, including the Board of Directors’ Office, Supervisory Board’s Office, Human Resources Department, Internal Control and Compliance Department, Risk Management Department, Accreditation Department, Finance Department and other Head Office departments involved in connected transactions.</p> <p>Responsibilities: mainly responsible for connected party list collection, connected transaction compliance review, credit business and non-credit business connected transaction centralized management, connected transaction information disclosure and so on.</p> <p>(3) The third line of defense (connected transaction management in internal audit)</p> <p>Subject: the internal audit department</p> <p>Responsibilities: responsible for conducting audits on connected transactions in accordance with laws, regulations and regulatory requirements.</p>

No.	Before the amendment	After the amendment
19	<p>Article 19 Other management personnel and credit personnel who are not included in the scope of management of the Bank’s connected parties but are “related persons” as stipulated in the Bank’s Articles of Association shall comply with Article 40 of the PRC Law on Commercial Banks and the relevant provisions of the Bank’s Articles of Association.</p>	<p>Article 19 The first line of defense involves specific responsibilities of the departments:</p> <p>(1) Each branch and subsidiary and other initiating institutions of connected transactions shall clarify the management departments or personnel of connected transactions and implement their duties:</p> <ol style="list-style-type: none"> 1. Embedding the requirements of the connected transaction management system into the business process and operational specifications, conducting preliminary identification and judgement of connected transactions against the list of connected parties and in accordance with the principle of penetration; 2. Submitting the initiated connected transactions for approval in accordance with the type of connected transaction and its approval authority and process; 3. Executing connected transactions according to the approval results of connected transactions; 4. Being responsible for the monitoring, statistics and reporting of connected transactions in the department; 5. Other work related to connected transactions.

No.	Before the amendment	After the amendment
		<p>(2) Each business management department, including but not limited to the Corporate Banking Department, Personal Banking Department, Inclusive Finance Department, Credit Card Department, Trade Finance Department, Financial Markets Department, Asset Management Department and Investment Banking Department, shall be responsible for the centralized management of connected transactions of the line and formulate the management process of the line. It is mainly responsible for the following matters:</p> <ol style="list-style-type: none"> 1. Being responsible for the management of connected transactions of the department and the branches involved in this line. The data collection, collation, summary and submission of each branch of connected transactions are uniformly managed by the centralized business department of the head office. Filing and reporting to the Cross-departmental Connected Transactions Management Office or the Connected Transactions Control Committee of the Board of Directors in accordance with the provisions of the Measures; 2. Strengthening the whole process management of connected transactions, front-loading the control links of connected transactions, and embedding connected transaction management regulations in product design, business process, operation specifications, business negotiations and other links; 3. Being responsible for the necessity, compliance and fairness analysis of the overall and single connected transactions of this line; 4. Being responsible for the identification of connected transactions, statistics, compliance self-inspection, risk monitoring, data and information reporting and other specific tasks of this line.

No.	Before the amendment	After the amendment
20	<p>Article 20 Legal persons or other organizations shall, within 10 working days from the day when they become substantial non-natural person shareholders of the Bank, report the following information related to their connected parties to the Connected Transactions Control Committee:</p> <p>(1) controlling natural person shareholders, directors and key management personnel;</p> <p>(2) controlling non-natural person shareholders;</p> <p>(3) legal persons or other organizations directly, indirectly or jointly controlled by them, as well as their directors and key management personnel;</p> <p>(4) de facto controllers, connected parties, parties acting in concert and ultimate beneficiaries;</p> <p>(5) legal persons or other organizations meeting the definition of “substantial shareholder” (with over 10% shareholding) under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited shall report the companies held directly or indirectly as to 30% by their controlling non-natural person shareholders [“30%-controlled company” refers to a company that can exercise 30% or more of the voting power at general meetings, or to control the composition of a majority of the board of directors.] and the subsidiaries thereof [a “subsidiary” is a company owned or controlled by a subsidiary of another company.].</p> <p>If any of the reported matters is changed, it shall be reported within 10 working days after such change.</p>	<p>Article 20 The second line of defense involves specific responsibilities of the departments:</p> <p>(1) The Assessment Department is responsible for the judgment, identification and examination and approval of credit connected transactions within the scope of authority, as well as the statistical collection of relevant data on credit connected transactions within the scope of authority.</p> <p>(2) The Risk Management Department leads the management of the Bank’s connected transaction limits, mainly including monitoring and supervising the concentration indicators of connected transactions, implementing of penetrating statistics and early warning and reporting on the monitoring results; managing the concentration of credit connected transactions, and collecting, summarizing and reporting data related to connected transactions.</p> <p>(3) The Internal Control and Compliance Department is responsible for matters related to legal compliance, mainly responsible for issuing legal compliance opinions on major decision-making matters involving connected transactions, and conducting legal compliance reviews of relevant systems and contract texts in accordance with the Measures on the Administration of Rules and Regulations of Bank of Chongqing and Measures for the Administration of Labor Contracts of Bank of Chongqing.</p> <p>(4) The Office of the Board of Directors is responsible for organizing the joint meeting of the cross-departmental connected transaction office and supervising the permanent department of the cross-departmental connected transaction office to perform its duties; responsible for the collection of the list of connected parties of shareholders and directors, the disclosure of information on connected transactions, and the collection and summary of data related to non-credit connected transactions.</p>

No.	Before the amendment	After the amendment
		<p>(5) The Office of the Supervisory Board is responsible for the collection of lists of connected parties and connected companies of the Supervisory Board.</p> <p>(6) The Human Resources Department is responsible for assisting in the verification of relevant information on the related natural person of the Bank.</p> <p>(7) The Technology Department and the Digital Banking Department are responsible for the development and technical support of information systems related to the management of connected transactions in accordance with the needs of connected transactions, so as to enhance the informatization and intelligence of the Bank's connected transactions management.</p> <p>(8) The Finance Department leads the audit of connected parties and connected transactions in the notes to the Bank's statutory financial reports, and is responsible for coordinating the external auditors to collate, summarize and confirm that the disclosure of connected parties and connected transactions in the notes to statutory financial reports complies with the requirements of the China Accounting Standards for Business Enterprises and the International Financial Reporting Standards and related regulations.</p> <p>(9) Other relevant departments of the head office shall, in accordance with the division of duties, implement the work of pricing, identification of connected transactions, and collection and submission of connected transaction data and so on.</p>

No.	Before the amendment	After the amendment
21	<p>Article 21 The subsidiary shall report to the Connected Transactions Control Committee the status of its directors, chief executives, supervisors, substantial shareholders and associates of the above persons and the persons deemed as connected persons. Any change in the reporting matters should be reported within 10 working days after the change. The preceding paragraph may be waived in the case of non-significant subsidiaries [Rule 14A.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited explains the definition of “non-significant subsidiaries” in the Scope of Connected Parties as Defined in the Relevant Regulatory Requirements (Appendix II). No separate extract will be made here.] that meet the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.</p>	<p>Article 21 The third line of defense involves specific responsibilities of the department: The internal audit department is the internal audit and supervision department for the management of the Bank’s connected transactions and is responsible for conducting special audits on the connected transactions and reporting the audit results to the Board of Directors and the Supervisory Committee of the Bank.</p>
22	<p>Article 22 Where above-mentioned natural person, legal person or any other organization is obliged to report, it shall submit a written statement to the Bank together with the report so as to guarantee the authenticity, accuracy and completeness of the reported information and undertake the liability for making the corresponding compensations if any false information in or serious omission from the report results in any loss to the Bank.</p>	<p>Article 22 Other daily management tasks related to connected transactions shall be performed by the departments and branches involved in accordance with their responsibilities and division of labour.</p>

No.	Before the amendment	After the amendment
23	<p>Article 23 The office of the Board of Directors shall collect information on, revise and determine the list of connected parties on a regular basis, which, after consideration and confirmation by the Connected Transactions Control Committee, shall be reported to the Board of Directors and the Board of Supervisors. After consideration and approval by the Connected Transactions Control Committee, the confirmed list of connected parties shall be announced to the relevant staff of the Bank.</p>	<p>Article 23 The directors and supervisors, senior management of the head office, branches and sub-branches as well as persons who have the authority to approve or make decisions on core businesses such as large-amount credit granting and asset transfer shall, within 15 working days from the date of taking office, and natural persons shall, within 15 working days from the date of becoming the major natural person shareholders of the Bank, report their connected parties to the Connected Transaction Control Committee in accordance with laws and regulations. Any change in the reporting matters should be reported within 15 working days after the change.</p> <p>A legal person or unincorporated organization shall, within 15 working days from the date it becomes a major non-natural person shareholder of the Bank, report its connected parties to the Connected Transaction Control Committee in accordance with laws and regulations. Any change in the reporting matters should be reported within 15 working days after the change.</p>

No.	Before the amendment	After the amendment
24	<p>Article 24 If the management departments, branches, sub-branches and subsidiaries of the Bank, during the ordinary course of business, discover that any natural persons, legal persons or other organizations meet the conditions of a connected party but have not yet been confirmed as a connected party or that the confirmed connected party no longer meets the conditions of a connected party, they shall report to Connected Transactions Control Committee in a timely manner.</p>	<p>Article 24 The subsidiary shall report to the Connected Transactions Control Committee the status of its directors, chief executives, supervisors, substantial shareholders and associates of the above persons and the persons deemed as connected persons. Any change in the reporting matters should be reported within 10 working days after the change. The preceding paragraph may be waived in the case of non-significant subsidiaries [Rule 14A.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited explains the definition of “non-significant subsidiaries” in the Scope of Connected Parties as Defined in the Relevant Regulatory Requirements (Appendix II). No separate extract will be made here.] that meet the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.</p>
25	<p>Article 25 The institution related to the connected party transaction management shall keep the information of the connected party concerned confidential, and shall not use the connected party information for activities other than the connected party transaction management in violation of the regulations.</p>	<p>Article 25 Where above-mentioned natural person, legal person or unincorporated organization is obliged to report, it shall submit a written statement to the Bank together with the report so as to guarantee the authenticity, accuracy of the reported information and shall not conceal or omit.</p>
26	<p>Article 26 Connected transactions of the Bank refer to transactions between the Bank or its subsidiaries with their connected parties.</p>	<p>Article 26 The office of the Board of Directors shall collect information on, revise and determine the list of connected parties on a regular basis, which, after consideration and confirmation by the Connected Transactions Control Committee, shall be reported to the Board of Directors and the Board of Supervisors. After consideration and approval by the Connected Transactions Control Committee, the confirmed list of connected parties shall be announced to the relevant staff of the Bank.</p>

No.	Before the amendment	After the amendment
27	<p>Article 27 The Bank maintains a list of connected transactions, and identifies and manages connected transactions by class, which are divided into the following in accordance with the relevant regulatory requirements:</p> <p>(1) connected transactions within the meaning of the Administrative Measures for Connected Transactions between Commercial Banks and Insiders and Shareholders issued by CBIRC.</p> <p>(2) connected transactions within the meaning of the Administrative Measures for the Disclosure of Information of Listed Companies and the Preparation Rules for Information Disclosure by Companies Offering Securities to the Public No. 26 – Special Provisions on Information Disclosure by Commercial Banks issued by CSRC and the Rules Governing the Listing of Securities on the Shanghai Stock Exchange.</p> <p>(3) connected transactions within the meaning of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.</p> <p>(4) connected transactions within the meaning of the Accounting Standards for Business Enterprises and the International Financial Reporting Standards.</p> <p>For the aforesaid definitions of connected transactions, please see Appendix III to the Measures.</p>	<p>Article 27 Departments and offices of the head office, branches and subsidiaries which, during the ordinary course of business, discover that any natural persons, legal persons or other organizations which meet the conditions of a connected party but not yet determined as a connected party, or that a recognized connected party no longer meets the conditions of a connected party, shall report to the Connected Transactions Control Committee of the Bank in a timely manner.</p>

No.	Before the amendment	After the amendment
28	<p>Article 28 The connected transactions within the meaning of the Administrative Measures for Connected Transactions between Commercial Banks and Insiders and Shareholders shall be divided into general connected transactions and material connected transactions.</p> <p>General connected transactions [“General connected transaction” refers to any single transaction entered into between Commercial Banks and a connected party with an amount no more than 1% of Commercial Banks’ net equity, and upon completion of which the balance of the transaction between Commercial Banks and such connected party is no more than 5% of Commercial Banks.] shall be considered and approved in accordance with the internal authorization procedures of the Bank, and shall be submitted to the Connected Transactions Control Committee for filing.</p> <p>Material connected transactions [“Material connected transaction” refers to any single transaction entered into between Commercial Banks and a connected party with an amount more than 1% of Commercial Banks’ net equity; or the balance of the transaction between Commercial Banks and the connected party after the completion of the transaction is more than 5% of Commercial Banks’ net equity.] shall be submitted to the Board of Directors for approval after being considered and approved by the Connected Transactions Control Committee. The independent directors shall express written opinions on the fairness of material connected transactions and the execution of internal approval procedures.</p> <p>When calculating the Bank’s transaction balance with a connected natural person, transactions between the Bank and close relatives of such connected natural person shall be aggregated. When calculating the Bank’s transaction balance with a connected legal person or other organization, transactions between the Bank and any legal persons or other organizations that constitute group of customers of the Bank shall be aggregated.</p>	<p>Article 28 The Bank’s institution related to the connected transaction management shall keep the information of the connected party concerned confidential, and shall not use the connected party information for activities other than the connected transaction management in violation of the regulations.</p>

No.	Before the amendment	After the amendment
29	<p data-bbox="327 246 823 459">Article 29 In accordance with the Administrative Measures for Connected Transactions between Commercial Banks and Insiders and Shareholders, the connected transactions of the Bank shall comply with the following requirements:</p> <p data-bbox="327 506 823 570">(1) The Bank shall not provide connected parties with unsecured loans;</p> <p data-bbox="327 617 823 723">(2) The Bank shall not accept equity interests in the Bank as the collaterals for loans;</p> <p data-bbox="327 770 823 910">(3) The Bank shall not provide connected parties with credit extension on terms more favourable than those provided to other customers;</p> <p data-bbox="327 957 823 1170">(4) The Bank shall not provide guarantee for financing activities of connected parties, except in the case where connected parties provide full counter-guarantee with certificates of deposit or government bonds;</p> <p data-bbox="327 1217 823 1366">(5) The Bank shall not engage any accounting firm under the control of a connected party to provide audit services to the Bank;</p> <p data-bbox="327 1412 823 1732">(6) If the provision of credit extension by the Bank to connected parties results in any loss, the Bank shall not provide such connected party with any further credit extension within two years, except for credit extension as approved by the Board of Directors for the purpose of reducing any losses which have arisen from the earlier credit extension;</p> <p data-bbox="327 1779 823 1949">(7) After a connected transaction with a connected party of the Bank has been voted down, no deliberation shall be given to any connected transaction with the same content within six months thereafter;</p>	<p data-bbox="855 246 1351 502">Article 29 The Bank's connected party shall not evade the internal review and external supervision of connected party transactions and the obligation to report and disclose connected party transactions by concealing the connected party relationship and other improper means.</p>

No.	Before the amendment	After the amendment
	<p>(8) The balance of credit extension granted to a connected party shall not exceed 10% of net equity of the Bank; the total balance of credit extension granted to a group customer that includes a connected legal person or other organizations shall not exceed 15% of net equity of the Bank; the balance of credit extension granted to all connected parties shall not exceed 50% of net equity of the Bank. When calculating the balance of credit extension, the amount of cash deposits and pledged bank certificates of deposit and government bonds provided by the connected party when the credit extension is granted may be deducted.</p>	
30	<p>Article 30 The connected transactions within the meaning of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited are classified as fully-exempt [no separate excerpts are provided here as the relevant transactions and exemptions have been explained in the Rules 14A.24, 14A.73 to 14A.105 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited for the Scope of Connected Transaction within the Meaning of the Relevant Regulatory Requirements of the Measures (Appendix III) in the Measures] connected transactions, partially-exempt connected transactions, non-exempt connected transactions, fully-exempt continuing connected transactions, partially-exempt continuing connected transactions and non-exempt continuing connected transactions. Fully-exempt connected transactions and fully-exempt continuing connected transactions shall be considered and approved in accordance with the internal authorization procedures of the Bank, and shall be submitted to the Connected Transactions Control Committee for filing.</p>	<p>Article 30 The connected transactions defined in the Measures for the Administration of Connected Transactions of Banking and Insurance Institutions shall be divided into general connected transactions and material connected transactions.</p> <p>Material connected transaction refers to any single transaction entered into between the Bank and a connected party with an amount more than 1% of the Bank's net equity at the end of the preceding quarter; or more than 5% of the Bank's net equity at the end of the preceding quarter on an aggregate basis. After the cumulative amount of transactions between the Bank and a single connected party reaches the standards prescribed in the preceding paragraph, the subsequent connected transactions shall be redetermined as material connected transactions once the cumulative amount thereof reaches more than 1% of the net capital of the Bank at the end of the previous quarter.</p>

No.	Before the amendment	After the amendment
	<p>Partially-exempt connected transactions and partially-exempt continuing connected transactions shall be submitted to the Connected Transactions Control Committee for consideration and reported to the Board for approval. They shall be proceeded in accordance with the review procedures for material connected transactions as set out in Article 28 of the Measures and are subject to reporting, annual review (if applicable) and announcement procedures according to the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.</p>	<p>Material connected transactions shall be submitted to the Board of Directors for approval after being considered and approved by the Connected Transactions Control Committee. The independent directors shall express written opinions on the fairness and compliance of material connected transactions and the execution of internal approval procedures.</p> <p>General connected transactions refer to connected transactions other than material connected transactions. A general connected transaction shall be reviewed in accordance with the internal management system and authorization procedures of the Bank, and reported to the Connected Transactions Control Committee of the Board for record. The general credit connected transactions initiated through the credit system are considered to be filed with the contents registered in the credit system, while other connected transactions are reported in the general connected transactions report form.</p>

No.	Before the amendment	After the amendment
	<p>Non-exempt connected transactions and non-exempt continuing connected transactions shall be submitted to the Connected Transactions Control Committee and the Board for consideration and reported to the shareholders' general meeting for approval. Before submitting to the shareholders' general meeting for approval, the independent directors shall advise the shareholders as to whether the terms of such transactions or arrangements are fair and reasonable, whether such transactions or arrangements are on normal commercial terms or better in the ordinary course of business of the Bank and whether such transactions or arrangements are in the interests of the Bank and its shareholders as a whole, and advise the shareholders on how to vote for such transactions or arrangements. The Bank is subject to reporting and announcement, shareholders' circular, independent shareholders' approval and other relevant procedures according to the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.</p>	<p>When calculating the balance of the connected transactions between a connected party natural person and the Bank, the connected transactions between his/her spouse, parents, adult children, brothers and sisters and the Bank shall be calculated on a consolidated basis. When calculating the balance of the connected transactions between a connected party legal person or unincorporated organization and the Bank, the connected transactions between a legal person or an unincorporated organization that has a controlling relationship with such connected party and the Bank shall be calculated on a consolidated basis.</p>

No.	Before the amendment	After the amendment
31	<p>Article 31 The connected transaction defined by the “Administrative Measures for the Disclosure of Information of Listed Companies”, “Preparation Rules for Information Disclosure by Companies Offering Securities to the Public No. 26 – Special Provisions on Information Disclosure by Commercial Banks” and “Rules Governing the Listing of Stocks on Shanghai Stock Exchange* (《上海證券交易所股票上市規則》)” includes the connected transaction required to be disclosed promptly, connected transaction required to be submitted to the Board for review and approval and disclosed promptly, and connected transaction required to be submitted to the shareholders’ general meeting for review and approval and disclosed promptly as well as other types of connected transactions.</p> <p>Any connected transaction timely disclosure shall be approved in accordance with the Bank’s internal authorization procedures after obtaining the written documents approved by the independent directors in advance, and submitted to the Connected Transactions Control Committee for filing.</p> <p>Any connected transaction subject to consideration by the Board shall be obtained the written documents approved by the independent directors in advance, which should be approved by the Connected Transactions Control Committee and submitted to the Board for approval.</p> <p>Any connected transaction subject to consideration by the shareholders’ general meeting, in addition to fulfilling the procedures stipulated in the previous paragraph, audit or evaluation reports issued by securities service institutions on the subject matter of transactions shall also be provided. It belongs to connected transactions related to daily operations, and the transaction targets involved may not be audited or evaluated.</p> <p>This Article shall be implemented after domestic listing.</p>	<p>Article 31 The Bank shall identify, determine, manage connected transaction and calculate the amount of connected transaction in accordance with the principle of substance over form and penetration. The methods for calculating the amount of connected transaction are as follows:</p> <p>(1) In principle, the amount of a connected transaction of credit type shall be calculated based on the amount specified in the signed agreement;</p> <p>(2) The amount of a connected transaction of asset transfer type shall be calculated based on the transaction price or fair value;</p> <p>(3) The amount of a connected transaction of service type shall be calculated based on the amount of business income or expenditure;</p> <p>(4) Other calculation standards determined by the CBIRC.</p>

No.	Before the amendment	After the amendment
32	<p>Article 32 The connected transaction defined by the Accounting Standards for Business Enterprises and the International Financial Reporting Standards shall be disclosed in the financial statements of the Bank.</p>	<p>Article 32 The Bank shall report separately to the CBIRC or its dispatched agencies through the connected transaction management and supervision system within 15 working days after signing the following agreement:</p> <p>(1) Material connected transactions;</p> <p>(2) The signing, renewal or substantial change of a unified transaction agreement;</p> <p>(3) Other transactions required to be reported by the CBIRC.</p>
33	<p>Article 33 The contracts, transactions or business concluded by the Bank with any shareholder or connected parties should be made on the basis of normal transaction relations and should comply with one of the following conditions:</p> <p>(1) The contracts, transactions or business should be made under normal business procedures by the Bank, and the nature, amount, period, risk assessment and yield of these contracts, transactions or business should comply with the requirements of the laws of the PRC.</p> <p>(2) After taking into consideration all the aspects of the contracts, transactions or business, even though the counterparty of the contracts, transactions or business is not a shareholder or its connected parties, the Bank shall still conclude the contracts, transactions or business on the same terms and conditions.</p>	<p>Article 33 The Bank shall disclose the information of connected transactions on its website and disclose the overall situation of connected transactions for the year in the annual report. The connected transactions that need to be reported separately in accordance with the provisions of these Measures shall be disclosed separately within 15 working days after the signing of the transaction agreement, and the general connected transactions shall be disclosed on a consolidated basis by types of transactions within 30 days after the end of each quarter.</p> <p>The contents disclosed separately include:</p> <p>(1) Overview of connected transactions and information about the subject matter of transactions.</p> <p>(2) Counterparty information. Including the basic information regarding any connected natural person, the name, economic nature or type, principal business or business scope, legal representative, place of registration, registered capital and any changes thereto of any connected legal person or unincorporated organization, and the connected relationship with the banking and insurance institutions.</p>

No.	Before the amendment	After the amendment
		<p>(3) Pricing policy.</p> <p>(4) Amounts and corresponding proportions of connected transactions.</p> <p>(5) Resolutions of the shareholders' general meeting (if any), resolutions of the Board, opinions or resolutions of the Connected Transactions Control Committee.</p> <p>(6) Opinions of independent directors.</p> <p>(7) Other disclosures that CBIRC considers necessary.</p> <p>The content of consolidated disclosure shall include the type of connected transactions, the amount of transactions and the implementation of the corresponding regulatory proportions.</p>
34	<p>Article 34 With respect to specific connected transactions, each of the initiating department and the examination and approval department of the connected transactions should make judgments on the connected transactions pursuant to the requirements of the CBIRC and the CSRC and the relevant requirements of HKSE, and perform the approval procedures of connected transactions according to the principle of severity.</p>	<p>Article 34 In accordance with the Measures for the Administration of Connected Transactions of Banking and Insurance Institutions, the connected transactions of the Bank shall comply with the following requirements:</p> <p>(1) The Bank shall not directly provide funds to connected parties through interbank, wealth management, off balance sheet and other businesses, breaking the proportion limit or violating regulations;</p> <p>(2) The Bank shall not accept shares in the Bank as the collaterals for loans;</p> <p>(3) The Bank shall not provide guarantee for financing activities of connected parties (including contingencies equivalent to guarantees), except in the case where connected parties provide full counter-guarantee with certificates of deposit or government bonds;</p> <p>(4) The Bank shall not engage any accounting firm, professional evaluation institution or law firm under the control of a connected party to provide audit, evaluation and other services to the Bank;</p>

No.	Before the amendment	After the amendment
		<p>(5) If the provision of credit extension by the Bank to connected parties results in any loss, the Bank shall not provide such connected party with any further credit extension within two years from the date of discovery of the loss, except for credit extension as approved by the Board of the Bank for the purpose of reducing any losses which have arisen from the earlier credit extension;</p> <p>(6) The balance of credit extension granted to a single connected party shall not exceed 10% of net equity of the Bank at the end of the previous quarter; the total balance of credit extension granted to a group customer that includes a single connected legal person or unincorporated organizations shall not exceed 15% of net equity of the Bank at the end of the previous quarter; the balance of credit extension granted to all connected parties shall not exceed 50% of net equity of the Bank at the end of the previous quarter. When calculating the balance of credit extension, the amount of cash deposits and pledged bank certificates of deposit and government bonds provided by the connected party when the credit extension is granted may be deducted.</p> <p>(7) Other matters prohibited by CBIRC, CSRC and other relevant regulatory authorities.</p>

No.	Before the amendment	After the amendment
35	<p>Article 35 For the connected transactions defined by the CBIRC, the amount of non-interbank related party group customer or single customer transaction that accounts for more than 5% of the Bank's net capital and is approved by the Board of Directors or the shareholders' general meeting of the Bank, shall be approved in accordance with the management regulations for general connected transactions if the single transaction occurs under the approved amount and does not reach more than 1% of the net capital; if it reaches above 1% of the net capital, it shall be approved in accordance with the management regulations for material connected transactions. If the amount of inter-bank related party transactions approved by the Bank reaches more than 1% of the net capital, it shall be approved in accordance with the management regulations for material connected transactions, and the single transaction under the approved amount shall be approved in accordance with the local regulatory guidance.</p> <p>For the connected transactions defined by the CSRC, if the recurring connected transactions are reasonably estimated and the corresponding Board of Directors or shareholders' general meeting approval and disclosure procedures have been performed, the Board of Directors or shareholders' general meeting approval and disclosure procedures need not to be performed repeatedly within the estimate scope.</p>	<p>Article 35 The Bank shall collect the amount and proportion of all connected transactions on a quarterly basis, and within 30 days after the end of each quarter, submit the information on connected transactions to the CBIRC and its local offices through the connected transaction regulatory information system.</p>

No.	Before the amendment	After the amendment
36	<p>Article 36 The resolution on connected transaction submitted for consideration shall elaborate the details of the connected transaction and explain the fairness of the connected transaction.</p> <p>The details of the connected transactions include, but are not limited to, connected parties, types of transactions, amounts and subjects of transactions, prices and pricing of transactions, gains and losses of transactions, natures and proportions of the interests of the connected parties in the transactions, and internal approval procedures and results.</p> <p>The fairness of the connected transactions includes, but is not limited to, the description of pricing standards, market prices, and comparison of transaction conditions with those of similar customers.</p>	<p>Article 36 The following connected transactions conducted by the Bank may be exempted from consideration and disclosure in the manner of a connected transaction:</p> <p>(1) a connected transaction with a connected natural person of less than RMB500,000 or with a connected legal person of less than RMB5,000,000 for a single transaction, and the cumulative amount after such transaction does not reach the conditions of material connected transactions;</p> <p>(2) subscription in cash by one party for stocks, corporate bonds or enterprise bonds, convertible bonds or other derivatives publicly issued by the other party;</p> <p>(3) demand deposit transactions;</p> <p>(4) where the same natural person serves as an independent director of both the Bank and other legal person(s) and there are no other circumstances that constitute a connected party, transactions between the legal person and the Bank;</p> <p>(5) transactions with the pricing stipulated by the state;</p> <p>(6) other circumstances approved by the CBIRC. If the Bank's connected transaction information involves state secrets, trade secrets or other circumstances approved by the CBIRC, it may apply to the CBIRC for exemption from disclosure or performance of relevant obligations in accordance with the Measures.</p>

No.	Before the amendment	After the amendment
37	<p>Article 37 When the Board of Directors, the Connected Transactions Control Committee or an independent director considers or expresses opinions on a connected transaction, any director related to the connected transaction (the “Connected Director”) shall report to the Board of Directors or the Connected Transactions Control Committee on the nature and extent of the connected relationship timely and shall abstain from voting on the relevant resolution. The Connected Director shall also not exercise voting rights on behalf of other directors. When there are less than three non-connected directors present at the meeting of the Board of Directors, the Bank shall submit the connected transaction to the shareholders’ general meeting for consideration.</p> <p>Connected Directors include the following directors or directors which fall under one of the following:</p> <p>(1) a counterparty to the transaction;</p> <p>(2) a person who has direct or indirect control over the counterparty to the transaction;</p> <p>(3) a person who is employed by a counterparty to the transaction or by a legal entity with direct or indirect control over the counterparty to the transaction;</p> <p>(4) a close relative of a counterparty to the transaction or of a person who has direct or indirect control over the counterparty to the transaction;</p> <p>(5) a close relative of any director, supervisor or senior management of a counterparty to the transaction or of a person who has direct or indirect control over the counterparty to the transaction;</p> <p>(6) a director whose independent business judgment may be affected as determined by the CSRC, the HKSE or the Bank based on other reasons.</p>	<p>Article 37 The consideration and disclosure standards of connected transaction with the connected party as defined by domestic securities regulatory authorities:</p> <p>(1) the connected transaction with the transaction amount of more than RMB0.3 million entered into between the Bank and the connected natural person, or connected transaction with the transaction amount of more than RMB3 million entered with the connected legal person (or unincorporated organizations) that accounts for over 0.5% of the absolute value of the latest audited net assets of the Bank shall be disclosed in a timely manner.</p> <p>(2) the connected transaction with the transaction amount of more than RMB30 million and accounts for over 1% of the absolute value of the latest audited net assets of the Bank shall be submitted to the Board of Directors for consideration and disclosed timely.</p> <p>(3) the connected transaction with the transaction amount of more than RMB30 million and accounts for over 5% of the absolute value of the latest audited net assets of the Bank shall be submitted to the shareholders’ general meeting for consideration and disclosed timely.</p>

No.	Before the amendment	After the amendment
38	<p>Article 38 Connected Directors can provide the meeting with explanations and answers in respect of the fairness, legitimacy and causes of the connected transactions in which they are involved.</p> <p>If, before the Bank first considers entering into the relevant contract, transaction or arrangement, directors of the Bank give written notice to the Board of Directors or the Connected Transactions Control Committee stating that by reason of the facts contained in the notice, they are interested in such contract, transaction or arrangement to be entered into by the Bank subsequently, such directors shall be deemed to have made such disclosure as stipulated in the Measures to the extent as stated in the notice.</p>	<p>Article 38 The following connected transactions between the Bank and connected persons during twelve consecutive months shall be subject to the provisions under Article 34 of the Measures accordingly in accordance with the principle of cumulative calculation:</p> <p>(1) transactions with the same connected person;</p> <p>(2) transactions with different connected persons in respect of same type of transaction target.</p> <p>The aforesaid same connected person shall include other connected person controlled by the same entity or having a mutual equity control relationship with the connected person.</p> <p>The connected transactions, which meet the standard of timely disclosure after cumulative calculation of twelve consecutive months according to this article, shall no longer be included in the corresponding cumulative calculation scope. Connected transactions which have been disclosed but have not been approved by the shareholders' general meeting shall be included in corresponding cumulative calculation to determine the applicable approval procedures.</p>
39	<p>Article 39 Resolutions on connected transactions as determined by the Board of Directors and requiring submission to the shareholders' general meeting for consideration shall be specified in the notice of the shareholders' general meeting.</p>	<p>Article 39 Consideration and disclosure requirements for connected transactions may be waived for the following connected transactions entered into between the Bank and its connected persons:</p> <p>(1) transaction in which the Bank unilaterally obtains benefits without any consideration or obligation, including receiving cash assets as gifts, obtaining debt relief, accepting guarantees and financial assistance without consideration;</p> <p>(2) provision of unsecured funds by a connected person to the Bank at an interest rate not exceeding the loan interest rate prevailing in the market;</p>

No.	Before the amendment	After the amendment
		<p>(3) transaction in which either party subscribes for the publicly issued shares, company bonds or corporate bonds, convertible company bonds or other types of derivatives of the other party in cash;</p> <p>(4) transaction in which either party, as a member of the underwriters, underwrites the publicly issued shares, company bonds or corporate bonds, convertible company bonds or other types of derivatives of the other party;</p> <p>(5) transaction in which either party receives dividend, bonus or reward in accordance with the resolutions passed at the shareholders' general meeting of the other party;</p> <p>(6) transaction in which either party participates in the public tender or auction of the other party, except where the tender or auction is unlikely to establish a fair price;</p> <p>(7) transaction in which the Bank provides products and services to the director, supervisor and senior management of the Bank, the director, supervisor and senior management of any legal persons (or other organizations) that directly or indirectly control the Bank, and family members having a close relationship with any such persons on the same trading conditions as non-connected persons;</p> <p>(8) connected transaction in which the price is fixed by the state;</p> <p>(9) other transactions as identified by Shanghai Stock Exchange.</p>

No.	Before the amendment	After the amendment
40	<p>Article 40 For connected transactions requiring consideration at the shareholders' general meeting, any shareholder related to the connected transactions (the "Connected Shareholder") shall at the time of consideration actively explain the situation at the shareholders' general meeting and shall abstain from voting on the relevant resolution. The voting shares held by the Connected Shareholder shall not be counted as a valid in the aggregate number of valid voting shares. Connected shareholders include the following shareholders or those shareholders fulfilling any of the following circumstances:</p> <p>(1) a counterparty to the transaction;</p> <p>(2) a person who has direct or indirect control over the counterparty to the transaction;</p> <p>(3) a person who is under direct or indirect control of a counterparty to the transaction;</p> <p>(4) a person who is under direct or indirect common control of the same legal person, other organizations or natural person as a counterparty to the transaction;</p> <p>(5) a shareholder whose voting rights are restricted or affected due to any outstanding share transfer agreement or any other agreement entered into with a counterparty to the transaction or its connected persons;</p> <p>(6) a shareholder with potential tilting of the benefits of the Bank in favour of them as determined by the CBIRC, CSRC or HKSE.</p>	<p>Article 40 The connected transactions within the meaning of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited are classified as fully-exempt [no separate excerpts are provided here as the relevant transactions and exemptions have been explained in the Rules 14A.24, 14A.73 to 14A.105 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited for the Scope of Connected Transaction within the Meaning of the Relevant Regulatory Requirements of the Measures (Appendix III) in the Measures] connected transactions, partially-exempt connected transactions, non-exempt connected transactions, fully-exempt continuing connected transactions, partially-exempt continuing connected transactions and non-exempt continuing connected transactions.</p> <p>(1) Fully-exempt connected transactions and fully-exempt continuing connected transactions shall be considered and approved in accordance with the internal authorization procedures of the Bank, and shall be submitted to the Connected Transactions Control Committee for filing.</p> <p>(2) Partially-exempt connected transactions and partially-exempt continuing connected transactions shall be submitted to the Connected Transactions Control Committee for consideration and reported to the Board for approval. They shall be proceeded in accordance with the review procedures for material connected transactions as set out in Article 30 of the Measures and are subject to reporting, annual review (if applicable) and announcement procedures according to the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.</p>

No.	Before the amendment	After the amendment
		<p>(3) Non-exempt connected transactions and non-exempt continuing connected transactions shall be submitted to the Connected Transactions Control Committee and the Board for consideration and reported to the shareholders' general meeting for approval. Before submitting to the shareholders' general meeting for approval, the independent directors shall advise the shareholders as to whether the terms of such transactions or arrangements are fair and reasonable, whether such transactions or arrangements are on normal commercial terms or better in the ordinary course of business of the Bank and whether such transactions or arrangements are in the interests of the Bank and its shareholders as a whole, and advise the shareholders on how to vote for such transactions or arrangements. The Bank is subject to reporting and announcement, shareholders' circular, independent shareholders' approval and other relevant procedures according to the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.</p>
41	<p>Article 41 Providing guarantees by the Bank in favour of shareholders or de facto controllers or their connected parties shall be considered and approved by the shareholders' general meeting. The shareholders or shareholders controlled by the de facto controllers shall abstain from voting on items regarding guarantees stipulated in this Article, and any such voting shall only be passed by more than half of the voting rights held by other shareholders attending the meeting.</p>	<p>Article 41 The connected transactions shall be based on market prices in principle and under the principle that they are not favourable than similar transactions involving non-connected parties, and shall be priced according to the pricing regulations set out in the relevant measures for business management of the Bank.</p>

No.	Before the amendment	After the amendment
42	<p>Article 42 In the case where a shareholder fails to actively state the connection and abstain from voting, or the Board of Directors has not specified the connected transaction in the announcement, other shareholders are entitled to request such shareholder to state the situation and abstain from voting.</p>	<p>Article 42 The connected transactions initiating institution shall enter into a written agreement with counterparty within the scope of authorization in accordance with the approval conditions. A connected transaction agreement shall have principal terms, including transaction price and settlement method, pricing principle and basis, total transaction amount or specific determination method, time and method of payment, conditions and time of effectiveness of the agreement and period for performance.</p> <p>For long-term and continuous transactions between the Bank and the same connected party that require repeated signing of transaction agreements for the provision of services and other connected transactions recognized by the CBIRC, a unified transaction agreement may be signed for a term generally not exceeding three years.</p>
43	<p>Article 43 If shareholders disagree to the review of the Board of Directors or such shareholder insists to participate in the voting, all other shareholders attending the shareholders' general meeting shall vote to determine whether such a transaction constitutes connected transaction and whether such shareholder shall abstain from voting. Prior to voting, other shareholders are entitled to request such shareholder to state the relevant situation. When voting on the above matter, shareholders can vote by a show of hands and the resolution can be passed by more than half of the voting rights held by shareholders with voting rights.</p>	<p>Article 43 In case of any substantial changes to the principal terms of a connected transaction agreement in performance thereof or any renewal upon expiry thereof, the connected transactions initiating institution shall submit the amended new plan, supplemental agreement or renewed connected transaction agreement to the competent authorities for approval.</p>

No.	Before the amendment	After the amendment
44	Article 44 If shareholders disagree to the review results of the Board of Directors and the voting at general meeting, they may report to the relevant regulatory authorities in banking and competent authorities in securities and may request that a people's court make an award as to whether they are entitled to vote.	Article 44 All guarantees provided by the Bank for connected parties, shall be submitted to the general meeting for consideration and approval after being discussed and passed by the Board of Directors. Where the Bank provides guarantees to its controlling shareholders, de facto controllers and their related persons, the controlling shareholders, de facto controllers and their related persons shall provide counter-guarantee.
45	Article 45 The connected transactions initiating institution shall enter into a written agreement with counterparty in relation to a connected transaction to the extent authorized in accordance with the approval conditions. A connected transaction agreement shall have principal terms, including transaction price and settlement method, pricing principle and basis, total transaction amount or specific determination method, time and method of payment, conditions and time for effectiveness of the agreement and period for performance.	Article 45 The connected transactions initiating institution shall collect and verify any information relating to the management of connected transactions including information of shareholders and the ultimate controller of the counterparty and their equity investments.
46	Article 46 In case of any substantial changes to the principal terms of a connected transaction agreement in performance thereof or any renewal upon expiry thereof, the connected transactions initiating institution shall submit the amended or renewed connected transaction agreement to the competent authorities for approval.	Article 46 After providing its connected parties with credit extension, the Bank shall conduct post credit extension management and monitor and control risks in accordance with the post credit extension management rules of the Bank.

No.	Before the amendment	After the amendment
47	<p>Article 47 The connected transactions shall be priced according to the market price and under the principle that they are not favourable than similar transactions involving non-connected parties and shall be priced in accordance with the pricing method in the Bank's relevant business management measures.</p>	<p>Article 47 When the Connected Transaction Control Committee of the Board of Directors of the Bank votes regarding a connected transaction, the procedures for abstention of voting and voting of the members who have interest in the connected transactions are as follows:</p> <p>(1) the members interested in the connected transactions shall make an application for abstention on their own initiative, otherwise, other members shall have the right to request them to abstain;</p> <p>(2) the members interested in the connected transactions shall not participate in the discussions or voting of connected transactions that have a significant interest in them, and shall leave the meeting place temporarily and any vote cast by him shall not be counted into valid votes;</p> <p>(3) when the Connected Transactions Control Committee of the Board of Directors votes on matters concerning connected transactions, any resolution shall require the affirmative vote of a simple majority of its members;</p> <p>(4) if the Connected Transactions Control Committee of the Board of Directors fails to pass a resolution on a contemplated matter due to the withdrawal from voting of the members who have an interest in connected transactions, the Connected Transactions Control Committee of the Board of Directors shall adopt a resolution that such proposal be submitted to the Board of Directors and shall submit such proposal to the Board of Directors for approval in a timely manner. The Connected Transactions Control Committee of the Board of Directors shall, in the resolution to be submitted to the Board of Directors, explain the contemplation of the proposal by the Committee and state the opinions of members who do not have an interest in connected transactions on the proposal.</p>

No.	Before the amendment	After the amendment
48	<p>Article 48 After providing its connected parties with credit extension, the Bank shall conduct post credit extension management and monitor and control risks in accordance with the post credit extension management rules of the Bank.</p>	<p>Article 48 When the Board of Directors of the Bank votes regarding a connected transaction, the procedures for abstention of voting and voting of directors who have interest in the connected transactions are as follows:</p> <p>(1) the directors interested in the connected transactions shall make an application for abstention on their own initiative, otherwise, other directors shall have the right to request them to abstain;</p> <p>(2) the directors interested in the connected transactions shall not participate in the deliberation of connected transactions that have a significant interest in them, and shall leave the meeting place temporarily;</p> <p>(3) when the matters related to connected transactions, the resolution of the Board of Directors approving such transactions must be passed by more than 2/3 of the unrelated directors. Where less than three non-connected directors are present at the Board of Directors, the transaction in question shall be submitted to the shareholders' general meeting for consideration.</p> <p>(4) If the Board of Directors is unable to render a resolution on a proposed matter due to the withdrawal from voting of the directors who have an interest in the connected transactions, such Board meeting shall render a resolution to submit such matter to the shareholders' general meeting for review and approval and then timely submit the same to the shareholders' general meeting. The resolution of the Board of Directors regarding the submission of the proposed matter to shareholders' general meeting for approval shall specify the review of the Board of Directors on such matter and the opinions of the directors who have no interest in connected transactions.</p>

No.	Before the amendment	After the amendment
49	<p>Article 49 The connected transactions initiating institution shall collect and verify the information relating to the management of connected transactions such as shareholders of the counterparties of transactions, actual controllers, equity investments etc.</p>	<p>Article 49 When voting on any connected transactions at a shareholders' general meeting of the Bank, the procedures for abstention of voting and voting of Connected Shareholders are as follows:</p> <p>(1) the Connected Shareholders shall make an application for abstention on their own initiative, otherwise, other directors shall have the right to make an application for abstention of the Connected Shareholders;</p> <p>(2) when voting on the matters related to connected transactions, the unrelated shareholders present at the general meeting shall vote in a manner as required by the Articles of Association of the Bank after deducting the number of shares with voting rights of the Connected Shareholders.</p>
50	<p>Article 50 In accordance with the requirements of the Administrative Measures for Connected Transactions between Commercial Banks and Insiders and Shareholders, connected transactions related to the Bank's directors or senior management shall be reported by the organization initiating the connected transactions to the office of the Board of Directors within 10 working days from the day the transactions are approved, which shall report the connected transactions to the Board of Supervisors. Material connected transactions shall be reported by the office of the Board of Directors to the Board of Supervisors and local branch of the CBIRC within 10 working days from the day they are approved.</p>	<p>Article 50 If the transaction amount has not reached the amount of connected transactions that need to be approved by the Board of Directors or the shareholders' general meeting, the Bank's internal authorized personnel should also avoid the connected transactions involving themselves when considering the approval, and submit them to the higher level of the Bank's internal authorized connected transaction approval personnel or the Connected Transactions Control Committee of the Board of Directors for approval as the case may be.</p>

No.	Before the amendment	After the amendment
51	<p>Article 51 The Board of Directors shall submit special reports on the implementation of the system for administration of connected transactions, the operation of the Connected Transactions Control Committee and the matters concerning connected transactions conducted for the year to the shareholders' general meeting on an annual basis. Matters concerning connected transactions shall include: connected parties, types of transactions, amounts and subjects of transactions, prices and pricing of transactions, gains and losses of transactions, natures and proportions of the interests of the connected parties in the transactions, etc.</p>	<p>Article 51 The Bank shall continuously improve the informalization and intelligence level of the management of connected parties and connected transactions, strengthen its ability to manage big data, establish an effective risk control mechanism for connected transactions, and timely adjust its business behavior in order to comply with the relevant provisions relating to connected transactions of the regulatory authorities and the Bank.</p>
52	<p>Article 52 The Bank shall disclose the following information on connected parties and connected transactions in the notes to financial statements:</p> <p>(1) nature of the relationship between any connected party and the Bank;</p> <p>(2) basic information regarding the identification of any connected natural person;</p> <p>(3) name, economic nature or type, principal business, legal representative, place of registration, registered capital and any changes thereto of any connected legal person or other organization;</p> <p>(4) shares or interests held by any connected party in the Bank and changes thereto;</p> <p>(5) for contracts signed or arrangements made by the Bank or its connected parties which meet the CBIRC's definition of connected party after the contracts or arrangements have become effective, the principal terms of the contracts signed shall be disclosed;</p>	<p>Article 52 Other than daily connected transactions within the estimated limit, other material connected transactions shall be reviewed by the Connected Transactions Control Committee of the Board of Directors and then submitted to the Board of Directors for approval. The resolution made by the meeting of the Board of Directors must be approved by more than 2/3 of non-connected directors.</p>

No.	Before the amendment	After the amendment
	<p>(6) types of connected transactions;</p> <p>(7) amounts and corresponding proportions of connected transactions;</p> <p>(8) amounts and corresponding proportions of unsettled connected transactions;</p> <p>(9) pricing policy for connected transactions;</p> <p>(10) other disclosures that CBIRC considers necessary.</p>	
53	<p>Article 53 The Bank shall disclose material connected transactions on a case-by-case basis in the notes to its financial statements. General connected transactions may be disclosed on a consolidated basis. The Bank need not disclose connected natural persons and connected legal persons or other organizations which have not conducted connected transactions with the Bank.</p>	<p>Article 53 Independent directors shall express written opinions on the fairness and compliance of material connected transactions and the execution of internal approval procedures on a case-by-case basis.</p> <p>Independent directors may engage an independent third party such as an intermediary agency to provide opinions if they deem it necessary, and the expenses shall be borne by the Bank.</p>

No.	Before the amendment	After the amendment
54	<p>Article 54 The Bank shall disclose information on connected transactions in accordance with the relevant requirements of CBIRC, CSRC and HKSE.</p>	<p>Article 54 For a large number of daily connected transactions, it is necessary to frequently conclude new connected transaction agreements. If it is difficult to submit each agreement to the Board of Directors or the shareholders' general meeting for review pursuant to the relevant provisions, it is possible to reasonably estimate the total amount of daily connected transactions to be concluded in the current year of the Bank by category before the Bank discloses the report of the last year, and submit the estimated amount to the Board of Directors or the shareholders' general meeting for approval. If the total amount of daily connected transactions in the current year does not exceed the estimated amount, there is no need to reperform the review and disclosure procedures within the estimated range; if the total amount of daily connected transactions in the current year may exceed the estimated amount after a new daily connected transaction occurs, the estimated amount of the current year shall be modified and resubmitted to the Board of Directors or the shareholders' general meeting for approval before the transaction can be carried out.</p> <p>Except for the daily connected transactions that are managed by the estimated amount as specified in the preceding paragraph, other connected transactions shall be reviewed and approved in accordance with the relevant provisions.</p>
55	<p>Article 55 The internal audit department shall carry out a special audit on the connected transactions of the Bank at least once a year, and shall submit the audit findings to the Board of Directors and the Board of Supervisors of the Bank.</p>	<p>Article 55 The Board of Directors of the Bank shall make an annual special report and disclose the overall situation of connected transactions to the shareholders' general meeting, and submit it to CBIRC.</p>

No.	Before the amendment	After the amendment
56	Article 56 The Bank shall report its connected transactions to CBIRC on a quarterly basis.	Article 56 In case of any violation of the Measures, the Board of Directors and senior management personnel shall order them to make corrections within a prescribed time limit, and hold them accountable in accordance with the relevant provisions of the regulatory authorities and the relevant requirements of the Bank's accountability management, and the accountability shall be reported to the Connected Transaction Control Committee; if it fails to make corrections within the prescribed time limit or the circumstances are serious, it shall be reported to the regulatory authority.
57	Article 57 Where the Bank's connected natural persons, connected legal persons and other organizations violate the provisions of the Measures, the Board of Directors shall order them to make corrections within a prescribed time limit; if it fails to make corrections within a prescribed time limit or the circumstances are serious, it shall be reported to the regulatory authority.	Article 57 In the Measures, "net equity" refers to the net equity calculated on the basis of legal personas at the end of the previous quarter.
58	Article 58 Where other employees and institutions of the Bank violate the provisions of the Measures, the Board of Directors and senior management personnel shall order them to make corrections within a prescribed time limit, and shall be held accountable according to the seriousness of the circumstances.	Article 58 In the Measures, "more than" includes the number specified and "less than" excludes the number specified.

No.	Before the amendment	After the amendment
59	<p>Article 59 In the Measures, “net equity” refers to the net equity as at the end of the previous quarter. In the Measures, “more than” excludes the number specified and “less than” includes the number specified.</p>	<p>Article 59 Any matters not specified in the Measures shall be handled in accordance with the relevant laws, regulations, regulatory requirements and the Articles of Association.</p> <p>In case of any discrepancy between the Measures and the prevailing laws, regulations, regulatory requirements or the Articles of Association, the prevailing laws, regulations, regulatory requirements and the Articles of Association shall prevail. The Bank will amend the Measures in a timely manner and submit it to the Board of Directors for consideration and approval.</p> <p>In case of any discrepancy between any requirements of any relevant system relating to connected parties and connected transactions which was formulated before the Measures have become effective and the Measures, the Measures shall prevail.</p>

No.	Before the amendment	After the amendment
60	<p>Article 60 Any matters not specified in the Measures shall be handled in accordance with the relevant laws, regulations, rules and regulatory documents in the PRC, the requirements of the securities regulatory administration authorities and stock exchanges where the securities of the Bank are listed and the Articles of Association of the Bank. In case of any discrepancy between the Measures and any law, regulation, rule, regulatory document to be issued in the PRC or by the securities regulatory administration authorities and stock exchanges where the securities of the Bank are listed in the future or the Articles of Association of the Bank amended through lawful procedures, the requirements of the relevant laws, regulations, rules, regulatory documents to be issued in the PRC or by the securities regulatory administration authorities and stock exchanges where the securities of the Bank are listed or the Articles of Association of the Bank shall prevail, and the Measures shall be amended in a timely manner and submitted to the shareholders' general meeting for consideration and approval. In case of any discrepancy between any requirements of any relevant system which was formulated before the Measures have become effective, other than the Articles of Association of the Bank, relating to connected parties and connected transactions and the Measures, the Measures shall prevail.</p>	<p>Article 60 The Measures shall be formulated, interpreted and amended by the Board of Directors of the Bank. The specific work is carried out by the inter-departmental connected transactions office.</p>

No.	Before the amendment	After the amendment
61	Article 61 The Measures shall be interpreted and amended by the Board of Directors of the Bank.	Article 61 The Measures are fundamental rules and regulations and shall be implemented from the date of consideration and approval by the Board of Directors, since which the former Administrative Measures for Connected Transactions of Bank of Chongqing Co., Ltd. (Chong Qing Yin Dong Fa [2021] No. 8) and the Provisions of the Board of Directors of Bank of Chongqing Co., Ltd. on Further Strengthening the Management of Connected Transactions (Chong Qing Yin Dong Fa [2017] No. 20) shall be abolished.
62	Article 62 The Measures will be implemented from the date of approval by the shareholders' general meeting of the Bank.	