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# Bank of Jiujiang Co., Ltd.\* 九江銀行股份有限公司\*

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 6190)

## NOTICE OF THE 2023 FIRST EXTRAORDINARY GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 2023 first extraordinary general meeting (the "**EGM**") of Bank of Jiujiang Co., Ltd.\* (the "**Bank**") will be held at 10:00 a.m. on Tuesday, 7 February 2023 at the Conference Room on 4th Floor, Bank of Jiujiang Mansion, No. 619 Changhong Avenue, Lianxi District, Jiujiang, Jiangxi Province, the People's Republic of China (the "**PRC**"), for the shareholders of the Bank (the "**Shareholders**") to consider and, if thought fit, to approve the following resolutions:

## SPECIAL RESOLUTIONS

- 1. To consider and approve the following matters in the proposal in relation to the proposed non-public issuance of Domestic Shares under Specific Mandate on an itemised basis:
  - 1.1 Type and par value of Shares to be issued;
  - 1.2 Number of Shares to be issued;
  - 1.3 Target placees;
  - 1.4 Method of pricing;
  - 1.5 Method of issuance;
  - 1.6 Timing of issuance;
  - 1.7 Lock-up arrangement;
  - 1.8 Use of proceeds;
  - 1.9 Distribution of accumulated undistributed profit;
  - 1.10 Validity period of the plan;

- 2. To consider and approve the following matters in the proposal in the proposal in relation to the proposed non-public issuance of H Shares under Specific Mandate on an itemised basis:
  - 2.1 Type and par value of Shares to be issued;
  - 2.2 Number of Shares to be issued;
  - 2.3 Target placees;
  - 2.4 Method of pricing;
  - 2.5 Method of issuance;
  - 2.6 Timing of issuance;
  - 2.7 Use of proceeds;
  - 2.8 Distribution of accumulated undistributed profit;
  - 2.9 Validity period of the plan;
  - 2.10 Listing arrangement;
- 3. To consider and approve the proposal in relation to grant of authority to the Board and its authorised persons to handle matters in relation to the proposed non-public issuance of Domestic Shares and H Shares under Specific Mandate (collectively referred to as the "Issuance");
- 4. To consider and approve the proposal in relation to the proposed change of the registered capital of the Bank upon completion of the Issuance;
- 5. To consider and approve the proposal in relation to the proposed formulation of the Articles of Association which will be applicable and effective upon the completion of the Issuance;
- 6. To consider and approve the proposal in relation to the amendments to the Articles of Association of the Bank;
- 7. To consider and approve the proposal in relation to the amendments to the Rules of Procedures for the Shareholders' General Meeting of the Bank;
- 8. To consider and approve the proposal in relation to the amendments to the Rules of Procedures for the Board of Directors of the Bank;
- 9. To consider and approve the proposal in relation to the amendments to the Rules of Procedures for the Board of Supervisors of the Bank;

#### **ORDINARY RESOLUTIONS**

- 10. To consider and approve the proposal in relation to the amendments to the Equity Management Measures of the Bank;
- 11. To consider and approve the proposal in relation to the amendments to the Administrative Measures for Shareholder Evaluation of the Bank.

By Order of the Board

Bank of Jiujiang Co., Ltd.\*

Pan Ming

Vice Chairman

Jiangxi, the People's Republic of China 16 January 2023

#### Notes:

- 1. 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. The poll results will be published on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the website of the Bank (www.jjccb.com) in accordance with the Listing Rules.
- 2. Closure of register of members, eligibility for attending and voting at the EGM

The register of members of the Bank will be closed from Sunday, 8 January 2023 to Tuesday, 7 February 2023 (both days inclusive), during which period no transfer of shares will be effected. Shareholders whose names appear on the register of members of the Bank on Tuesday, 7 February 2023 are entitled to attend and vote at the EGM.

For a holder of the shares of the Bank to be eligible for attending and voting at the EGM, all completed and signed share transfer documents (together with the relevant share certificates) and other appropriate documents of the holders of the shares of the Bank shall be delivered to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for the holders of the H Shares) or the office of the Board of Directors of the Bank at Bank of Jiujiang Mansion, No. 619 Changhong Avenue, Lianxi District, Jiujiang, Jiangxi Province, the PRC (for the holders of the Domestic Shares) not later than 4:30 p.m. on Friday, 6 January 2023 for registration.

#### 3. Proxy

Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more person(s) (if the Shareholder holds two or more issued shares), whether (each of) such person is a Shareholder of the Bank or not, as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the EGM.

The proxy concerned must be appointed with a power of attorney. The power of attorney concerned must be signed by the principal or the person duly authorized in writing by the principal. If the principal is a corporation, the power of attorney shall be affixed with the common seal or signed by its director or other representative duly authorized in writing. If the power of attorney of the proxy is signed by the authorized person of the principal, such power of attorney or other authorization documents shall be notarized and served at the same time as the power of attorney. To be valid, the proxy form, together with a notarially certified copy of the power of attorney or other authority must be delivered to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for the H Shareholders) or to the office of the Board of Directors of the Bank at Bank of Jiujiang Mansion, No. 619 Changhong Avenue, Lianxi District, Jiujiang, Jiangxi Province, the PRC (for the Domestic Shareholders) no later than 24 hours before the scheduled time for the holding of the EGM (i.e. Monday, 6 February 2023 at 10:00 a.m.) or no later than 24 hours before the convening of any adjournment thereof.

After the completion and return of the proxy form and the power of attorney, you can attend and vote in person at the EGM or any adjournment thereof should you so wish. In the event that you attend the EGM and vote on the meeting, the authority of your proxy will be deemed to have been revoked.

In the case of joint holders of the shares of the Bank, any one of such holders may vote at the EGM either in person or by proxy in respect of such shares as if he/she was solely entitled thereto. However, if more than one of such joint registered holders be present at the EGM, either in person or by proxy, the vote of that one of them so present, whose name stands first on the register of members of the Bank in respect of such shares shall be accepted to the exclusion of the votes of the other joint registered holder(s).

### 4. Miscellaneous

- (i) The Shareholders or their proxies shall present their identity documents when attending the EGM (or any adjournment thereof). The legal representative of or any other persons officially authorized by a Shareholder shall present his/her identity documents and the notarially certified documents for appointment as a legal representative or valid authorization document(s) (as the case may be) when attending the EGM (or any adjournment thereof).
- (ii) The EGM is expected to last for no more than half working day. Shareholders and their proxies attending the meeting shall arrange for their own traveling and accommodation at their own expenses.
- (iii) Address of Computershare Hong Kong Investor Services Limited:

17M Floor, Hopewell Centre 183 Queen's Road East Wanchai, Hong Kong Tel: (852) 2862 8555

Fax: (852) 2865 0990

Address of the office of the Board:

Bank of Jiujiang Mansion No. 619 Changhong Avenue, Lianxi District, Jiujiang Jiangxi Province, the PRC

Tel: (86) 792 7783 000 - 1101

Fax: (86) 792 8325 019

5. The details about the aforesaid resolutions proposed for the consideration and approval at the EGM will be set out in the circular of the EGM to be despatched by the Bank when appropriate.

As at the date of this notice, the Board of the Bank comprises Mr. Pan Ming and Mr. Yuan Delei as executive Directors; Mr. Zeng Huasheng, Mr. Shi Zhishan and Mr. Li Jianbao as non-executive Directors; and Mr. Chua Alvin Cheng-Hock, Ms. Gao Yuhui, Mr. Quan Ze and Mr. Yang Tao as independent non-executive Directors.

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