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**SHENGJING BANK CO., LTD.\***  
**盛京銀行股份有限公司\***

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

**(Stock Code: 02066)**

## **NOTICE OF 2022 ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2022 annual general meeting (the “**Meeting**”) of Shengjing Bank Co., Ltd. (the “**Bank**”) will be held at Room 604, 6/F, No. 109 Beizhan Road, Shenhe District, Shenyang, Liaoning Province, the PRC at 9:30 a.m. on Friday, 2 June 2023 to consider and, if thought fit, to pass the following resolutions:

### **ORDINARY RESOLUTIONS**

1. The Work Report of the Board of Directors for 2022;
2. The Work Report of the Board of Supervisors for 2022;
3. The Final Financial Accounts for 2022 and the Financial Budget Report for 2023;
4. The Profit Distribution Plan for 2022;
5. The Appointment of Auditors for 2023;
6. Proposed Amendments to the Rules of Procedure for Shareholders' General Meetings;
7. Proposed Amendments to the Rules of Procedure for Board of Directors;
8. Proposed Amendments to the Rules of Procedure for Board of Supervisors Meeting;
9. Proposed Election of Executive Director;
10. Proposed Election of Shareholder Supervisor;

## SPECIAL RESOLUTIONS

11. Proposed Amendments to the Articles of Association;
12. The General Mandate to Issue New Shares;
13. Proposed Extension of Term of Validity of Financial Bonds and Relevant Authorisation Matters;

### TO RECEIVE THE RELEVANT REPORTS

14. The Appraisal Report on the Performance of Duties by Independent Non-executive Directors for 2022;
15. The Board of Supervisors' Appraisal Report on the Performance of Duties by Directors, Supervisors and Senior Management of the Bank for 2022;
16. Related Parties Transactions in 2022 and the Related Parties Transactions Quota Control Plan for 2023.

By order of the Board  
**Shengjing Bank Co., Ltd.**  
**ZHOU Zhi**  
*Joint Company Secretary*

Shenyang, Liaoning Province, China  
19 April 2023

*As at the date of this notice, the executive directors of the Bank are Ms. LIU Xu, Mr. SHI Yang and Ms. LI Ying; the non-executive directors of the Bank are Mr. SU Qingxiang, Mr. LIANG Zhifang, Mr. WANG Jun and Mr. JIANG Aiguo; and the independent non-executive directors of the Bank are Mr. XING Tiancai, Mr. TAI Kwok Leung, Alexander, Mr. LI Jinyi, Mr. WANG Mo and Ms. LV Dan.*

*Notes:*

1. Pursuant to the Rules 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), all votes of resolutions at the Meeting will be taken by poll except where the chairperson, 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 poll results will be published on the websites of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Bank ([www.shengjingbank.com.cn](http://www.shengjingbank.com.cn)) in accordance with the Listing Rules.

## **2. CLOSURE OF REGISTER OF MEMBERS AND ELIGIBILITY FOR ATTENDING AND VOTING AT THE MEETING**

Holders of H Shares of the Bank are advised that the register of members of the Bank will be closed from Wednesday, 3 May 2023 to Friday, 2 June 2023 (both days inclusive), during which time no transfer of H Shares of the Bank will be effected or registered.

In order to qualify for attending and voting at the Meeting, instruments of transfer accompanied by 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 Tuesday, 2 May 2023.

Shareholders of the Bank whose names appear on the register of members of the Bank at the close of business on Tuesday, 2 May 2023 are entitled to attend and vote at the Meeting.

## **3. REPLY SLIP**

Holders of H Shares who intend to attend and vote at the Meeting must complete and lodge the accompanying reply slip and return it to the Bank’s H Share Registrar on or before Friday, 12 May 2023. The reply slip may be delivered by hand, by post or by fax to the Bank’s H Share Registrar at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong. Completion and return of the reply slip do not affect the right of a Shareholder to attend and vote at the Meeting.

## **4. PROXY**

Each Shareholder who has the right to attend and vote at the Meeting 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 Meeting.

A proxy must be appointed by an instrument in writing. Such instrument must be signed by the appointer or his attorney duly authorised in writing. If the appointer is a legal person, then the instrument must be signed under a legal person’s seal or signed by its director or an attorney duly authorised in writing. The instrument appointing the proxy must be deposited at the Bank’s H Share Registrar at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong for holders of H Shares not less than 24 hours before the time specified for the holding of the Meeting or any adjournment thereof (as the case may be).

If the instrument appointing the proxy is signed by a person authorised by the appointer, the power of attorney or other documents of authority under which the instrument is signed must be notarised. The notarised power of attorney or other document of authority must be deposited together and at the same time with the instrument appointing the proxy at the Bank's H Share Registrar.

## 5. OTHER BUSINESSES

(i) The Meeting is expected to last for no more than half a working day. Shareholders and their proxies attending the meeting are 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

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

\* *Shengjing Bank Co., Ltd. is not an authorised 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 authorised to carry on banking and/or deposit-taking business in Hong Kong.*