



**BANK OF GANSU CO., LTD.\***  
**甘肅銀行股份有限公司\***

(A joint stock company incorporated in the People's Republic of China with limited liability)  
(Stock Code: 2139)

**PROXY FORM FOR 2022 ANNUAL GENERAL MEETING AND  
ANY ADJOURNED MEETING(S) THEREOF**

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
of <sup>(Note 2)</sup> \_\_\_\_\_  
being the shareholder(s) of Bank of Gansu Co., Ltd. (the "Bank") holding \_\_\_\_\_  
H shares <sup>(Note 3)</sup> in the Bank, hereby appoint the chairman of the meeting or \_\_\_\_\_  
of \_\_\_\_\_ <sup>(Note 4)</sup> as my/our proxy to attend  
on my/our behalf at the 2022 annual general meeting ("AGM") to be held at the conference room at 4/F of Bank of Gansu Tower, No. 525-1 Donggang West Road, Chengguan District, Lanzhou, Gansu Province, the PRC on Tuesday, June 27, 2023 at 9:00 a.m. and any adjourned meeting(s) thereof and vote as indicated below in respect of the resolutions set out in the notice of AGM dated June 7, 2023. If no indication is given, my/our proxy will be entitled to vote or abstain as he thinks fit.

ORDINARY RESOLUTIONS <sup>(Note 5)</sup>		For <sup>(Note 6)</sup>	Against <sup>(Note 6)</sup>	Abstain <sup>(Note 6)</sup>
(1)	To consider and approve the resolution on the work report of the Board of Directors for 2022			
(2)	To consider and approve the resolution on the work report of the Board of Supervisors for 2022			
(3)	To consider and approve the resolution on final financial accounts and financial audit report for 2022			
(4)	To consider and approve the resolution on the profit distribution plan for 2022			
(5)	To consider and approve the resolution on the financial budget plan for 2023			
(6)	To consider and approve the resolution on the annual report for 2022			
(7)	To consider and approve the resolution on the engagement of external auditing firms for 2023			
(8)	To consider and approve the resolution on the work report of Independent Non-Executive Directors for 2022			
(9)	To consider and approve the resolution on the report of the Board of Supervisors on the evaluation of duty performance by the Board of Directors, the Board of Supervisors, the senior management and their members in 2022			
(10)	To consider and approve the resolution on the remuneration distribution and settlement results for Directors and Supervisors for 2022			
(11)	To consider and approve the resolution on the report on related-party/connected transactions for 2022			
(12)	To consider and approve the resolution on the report on the assessment of the basic information of substantial Shareholders for 2022			
(13)	To consider and approve the resolution on the amendments to the plan on authorization of the shareholders' general meeting to the Board			
(14)	To consider and approve the resolutions regarding the election of certain Directors of the third session of the Board of Directors of the Bank			
	a. To consider and approve the resolution regarding the election of Mr. ZHANG Junping as a non-executive Director of the third session of the Board of Directors of the Bank			
	b. To consider and approve the resolution regarding the election of Ms. ZHANG Tingting as a non-executive Director of the third session of the Board of Directors of the Bank			
	c. To consider and approve the resolution regarding the election of Mr. HAU Pak Sun as an independent non-executive Director of the third session of the Board of Directors of the Bank			
	d. To consider and approve the resolution regarding the election of Mr. WANG Lei as an independent non-executive Director of the third session of the Board of Directors of the Bank			
SPECIAL RESOLUTIONS <sup>(Note 5)</sup>		For <sup>(Note 6)</sup>	Against <sup>(Note 6)</sup>	Abstain <sup>(Note 6)</sup>
(15)	To consider and approve the resolution on the general mandate to issue Shares			
(16)	To consider and approve the resolution on the amendments to the Articles of Association			

Date: \_\_\_\_\_, 2023

Signature <sup>(Note 7)</sup>: \_\_\_\_\_

Notes:

- Please insert your full name(s) (Chinese and English) as shown in the register of members in **BLOCK CAPITALS**.
  - Please insert address(es) as shown in the register of members in **BLOCK CAPITALS**.
  - Please insert the number of shares of the Bank registered in your name(s) and to which this proxy relates. If no number is inserted, the proxy form will be deemed to be related to all shares of the Bank registered in your name(s).
  - If a proxy other than the chairman of the meeting is preferred, please cross out the words "the chairman of the meeting or" and insert the full name(s) and address(es) of the proxy(ies) desired in the space provided. Any shareholder entitled to attend and vote is entitled to appoint one or more persons (whether such person is a shareholder of the Bank or not) as his/her proxy(ies) to attend and vote on his/her behalf. In the case of joint shareholders, any shareholder may sign the proxy form(s). The vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the share register of members in respect of the joint shareholding.
  - An ordinary resolution shall be passed by votes representing at least 1/2 of the voting rights held by the shareholders (including proxies thereof) attending the AGM. A special resolution shall be passed by votes representing at least two-thirds of the voting rights held by the shareholders (including proxies thereof) attending the AGM.
  - IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK THE BOX MARKED "AGAINST". IF YOU WISH TO VOTE ABSTAINED THE RESOLUTION, TICK THE BOX MARKED "ABSTAIN".** The votes abstained will not be counted towards the total vote count. If no indication is given, the proxy will be entitled to vote or abstain as he thinks fit. Any alteration of this proxy form must be initiated by the person who sign this proxy form.
  - The appointment of a proxy must be in writing by using this form. This form of proxy must be signed under the hand of the appointor or his/her attorney duly authorised in writing. For a corporate appointor, the proxy form must be affixed with the common seal or signed by its director or attorney duly authorised in writing. Where an instrument appointing a proxy is signed on behalf of the appointor by an attorney, the power of attorney or a notarially certified copy thereof must be lodged.
  - For H shareholder(s), this proxy form shall only be valid if it is returned to the Bank's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the AGM in person or by mail. If no indication is given, the proxy will be entitled to vote or abstain as he thinks fit. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the AGM other than those referred to in the notice of AGM. Completion and delivery of this proxy form will not preclude you from attending and voting at the AGM if you so wish.
  - An individual shareholder attending the AGM in person shall present his identification card or other document or certification of identification. A proxy attending the AGM on behalf of a shareholder shall present his identification card and the letter of attorney signed by the appointor or his representative with the issue date. A corporate shareholder shall attend the AGM by its legal representative or his nominee. A legal representative attending the AGM shall present his identification card and document which can certify his capacity as a legal representative. A nominee attending the AGM shall present his identification card and the letter of attorney signed by the legal representative.
- \* Bank of Gansu Co., Ltd. is not an authorized institution within the meaning of the Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorized to carry on banking/deposit-taking business in Hong Kong.