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

NOTICE OF 2023 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that 2023 Annual General Meeting (the “**2023 Annual General Meeting**”) of Luzhou Bank Co., Ltd. (the “**Bank**”) will be held at 9:00 a.m. on Wednesday, May 22, 2024 at Meeting Room 1101, 11th Floor, Building 1, No.18, Section 3, Jiucheng Avenue, Jiangyang District, Luzhou City, Sichuan Province, the People’s Republic of China (the “**PRC**”) to consider and, if thought fit, to pass the following resolutions:

ORDINARY RESOLUTIONS

1. to consider and approve the 2023 annual report of the Bank;
2. to consider and approve the 2023 work report of the board of directors of the Bank;
3. to consider and approve the 2023 work report of the board of supervisors of the Bank;
4. to consider and approve the 2023 evaluation report on the performance of duties by the Directors, Supervisors and senior management of the Bank;
5. to consider and approve the final financial accounts of the Bank for 2023;
6. to consider and approve the 2023 profit distribution plan of the Bank;
7. to consider and approve the report on related party transactions of the Bank for 2023;
8. to consider and approve the 2024 financial budget plan of the Bank;
9. to consider and approve the engagement of domestic and overseas auditors of the Bank and the authorization to the Board to determine their remuneration for 2024;

SPECIAL RESOLUTIONS

10. to consider and approve the election of Mr. HAN Zirong as an Independent Non-executive Director of the eighth session of the Board of Directors and to consider and approve his remuneration;

11. to consider and approve:
- (a) to issue special financial bonds for loans to small and micro enterprises (the “**SME Bonds**”); and
 - (b) to authorize the Board to, and allow the Board to further delegate to the chairman, president and secretary to the Board of the Bank to, jointly or severally, for a period commencing from the date of approval at the 2023 Annual General Meeting and ending on the date when all the following authorized matters are completed, at its or their discretion, handle all the matters related to the issuance of the SME Bonds and the relevant management during its duration (including but not limited to the determination of size of issue, issue time, issue method, maturity of the bonds, terms of the issue, target subscribers, face value, interest rate and other detailed terms); handle bond registration and custody, apply for listing and trading of the bonds, arrange for principal return and interest payment of the bonds and all other related matters; engage underwriters, rating agencies, law firms, accounting firms and other intermediary agencies; conduct any negotiation related to the issuance of the SME Bonds, sign relevant contracts and other legal documents on behalf of the Bank; and handle the application and approval matters with the relevant regulatory authorities for the issue of the above-mentioned SME Bonds and make appropriate adjustments to the relevant specific issuance plan according to the supervision opinions of the regulatory authorities (if any).
12. to consider and approve proposals on the issuance of the capital supplementary bonds, including:
- 12.1 to consider and approve:
- (a) to issue capital bonds without a fixed term of no more than RMB1.0 billion in 2024 (the “**2024 Capital Bonds without a Fixed Term**”); and
 - (b) to authorize the Board to, and allow the Board to further delegate to the chairman, president and secretary to the Board of the Bank to, jointly and severally, for a period commencing from the date of approval at the 2023 Annual General Meeting and ending on the date when all the following authorized matters are completed, at its or their discretion, handle all the matters related to the issuance of the 2024 Capital Bonds without a Fixed Term and the relevant management during its duration (including but not limited to the determination of issue plan, size of issue, issue time, issue method, offering related expenses, maturity of the bonds, type of bonds, target subscribers, face value and interest rate, repayment method, terms of the issue, other detailed terms and other matters); handle bond registration and custody, apply for, listing and trading of the bonds, and arrange for the repayment of principal and interest of the bonds,

redemption right and write-down, and all other related matters; engage underwriters, rating agencies, law firms, accounting firms and other intermediary agencies; conduct any negotiation related to the issuance of the above-mentioned Capital Supplementary Bonds, amend, sign and execute all relevant agreements, contracts and other documents on behalf of the Bank; and handle the application and approval matters with the relevant regulatory authorities for the issue of the above-mentioned Capital Supplementary Bonds and make appropriate adjustments to the specific issuance plan according to the opinions of the relevant regulatory authorities (if any).

12.2 to consider and approve:

- (a) to issue capital bonds without a fixed term of no more than RMB1.8 billion in 2025 (the “**2025 Capital Bonds without a Fixed Term**”); and
- (b) to authorize the Board to, and allow the Board to further delegate to the chairman, president and secretary to the Board of the Bank to, jointly and severally, for a period commencing from the date of approval at the 2023 Annual General Meeting and ending on the date when all the following authorized matters are completed, at its or their discretion, handle all the matters related to the issuance of the 2025 Capital Bonds without a Fixed Term and the relevant management during its duration (including but not limited to the determination of issue plan, size of issue, issue time, issue method, offering related expenses, maturity of the bonds, type of bonds, target subscribers, face value and interest rate, repayment method, terms of the issue, other detailed terms and other matters); handle bond registration and custody, apply for, listing and trading of the bonds, and arrange for the repayment of principal and interest of the bonds, redemption right and write-down, and all other related matters; engage underwriters, rating agencies, law firms, accounting firms and other intermediary agencies; conduct any negotiation related to the issuance of the above-mentioned Capital Supplementary Bonds, amend, sign and execute all relevant agreements, contracts and other documents on behalf of the Bank; and handle the application and approval matters with the relevant regulatory authorities for the issue of the above-mentioned Capital Supplementary Bonds and make appropriate adjustments to the specific issuance plan according to the opinions of the relevant regulatory authorities (if any).

12.3 to consider and approve:

- (a) to issue tier-two capital bonds of no more than RMB1.8 billion in 2025 (the “**2025 Tier-Two Capital Bonds**”); and

- (b) to authorize the Board to, and allow the Board to further delegate to the chairman, president and secretary to the Board of the Bank to, jointly or severally, for a period commencing from the date of approval at the 2023 Annual General Meeting and ending on the date when all the following authorized matters are completed, at its or their discretion, handle all the matters related to the issuance of the 2025 Tier-Two Capital Bonds and the relevant management during its duration (including but not limited to the determination of issue plan, size of issue, issue time, issue method, offering related expenses, maturity of the bonds, type of bonds, target subscribers, face value and interest rate, repayment method, terms of the issue, other detailed terms and other matters); handle bond registration and custody, apply for, listing and trading of the bonds, and arrange for the repayment of principal and interest of the bonds, redemption right and write-down, and all other related matters; engage underwriters, rating agencies, law firms, accounting firms and other intermediary agencies; conduct any negotiation related to the issuance of the above-mentioned Capital Supplementary Bonds, amend, sign and execute all relevant agreements, contracts and other documents on behalf of the Bank; and handle the application and approval matters with the relevant regulatory authorities for the issue of the above-mentioned Capital Supplementary Bonds and make appropriate adjustments to the specific issuance plan according to the opinions of the regulatory authorities (if any).
- 13. to consider and approve the 2024 fixed assets investment plan of the Bank;
- 14. to consider and approve:
 - (a) to grant such authority as “verifying claims; applying to the people’s court to change the administrator, and reviewing the administrator’s fees and remuneration; supervising the administrator; selecting and changing the members of the creditors’ committee; deciding to continue or discontinue the debtor’s business; adopting a reorganization plan; adopting a plan for the management of the debtor’s property; passing the realization plan for the bankruptcy property; other authority that the people’s court deems should be exercised by the creditors’ meeting”, etc., which may involve the Bank’s power to vote at the creditors’ meeting during bankruptcy collection, to the Board, and allow the Board to further delegate to the chairman; and
 - (b) for “passing the realization plan for the bankruptcy property” mentioned in the grant of authority above, to set a limit on the starting price of the Asset.

15. to consider and approve the write-off of the non-performing loans for each of these following three separate loans with a principal amount of over RMB10.00 million and interest thereof by the Bank:

15.1 The write-off of a non-performing loan with a principal amount of RMB63.50 million and interest thereof for a separate loan;

15.2 The write-off of a non-performing loan with a principal amount of RMB38.1089 million and interest thereof for a separate loan; and

15.3 The write-off of a non-performing loan with a principal amount of RMB25.6693 million and interest thereof for a separate loan.

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

Luzhou, the PRC
April 30, 2024

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

Notes:

1. The register of members of the Bank will be closed from Friday, May 17, 2024 to Wednesday, May 22, 2024 (both dates inclusive), during which period no transfer of shares of the Bank (the “**Shares**”) will be registered. In order to be entitled to attend and vote at the 2023 Annual General Meeting, all transfer documents together with the relevant share certificates must be deposited to 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 (for H Shareholders) or the Bank’s office of the Board of Directors (Address: Building 1, No.18, Section 3, Jiucheng Avenue, Jiangyang District, Luzhou City, Sichuan Province, the PRC) (for Domestic Shareholders) for registration by no later than 4:30 p.m. on Thursday, May 16, 2024.
2. A shareholder of the Bank (the “**Shareholder**”) who is entitled to attend and vote at the 2023 Annual General Meeting may appoint one or more proxies (the “**Proxy**” or “**Proxies**”) to attend and, in the event of a poll, vote on his or her behalf. A Proxy need not be a Shareholder.
3. The instrument appointing a proxy must be in writing under the hand of the attorney duly authorized by a Shareholder in writing. In the case of a corporate Shareholder, that instrument must be executed either under its seal or under the hand of its director or other attorney duly authorized to sign the same.
4. In order to be valid, the form of proxy must be deposited to the Bank’s H Share Registrar, Computershare Hong Kong Investor Services Limited (Address: 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong) (for H Shareholders) or the office of the Board of Directors of the Bank (Address: Building 1, No.18, Section 3, Jiucheng Avenue, Jiangyang District, Luzhou City, Sichuan Province, the PRC, Postcode: 646000) (for Domestic Shareholders), not less than 24 hours before the time for holding the 2023 Annual General Meeting (i.e. not later than 9:00 a.m. on Tuesday, May 21, 2024). If the form of proxy is signed by a person under a power of attorney or other authority, a notarial certified copy of that power of attorney or other authority shall be deposited at the same time as mentioned in the form of proxy. Completion and return of the form of proxy will not preclude Shareholders from attending and voting in person at the 2023 Annual General Meeting or any adjourned meetings thereof should he/she so wishes.
5. Shareholders shall produce their identity documents and supporting documents in respect of the Shares held when attending the 2023 Annual General Meeting. If a corporate Shareholder appoints an authorized representative to attend the 2023 Annual General Meeting, the authorized representative shall produce his/her identity documents and a notarial certified copy of the relevant authorization instrument signed by the board of directors or other authorized parties of the corporate Shareholders or other notarial certified documents allowed by the Bank. Proxies shall produce their identity documents and the form of proxy signed by the Shareholders or their attorney when attending the 2023 Annual General Meeting.
6. Shareholders who intend to attend and vote at the 2023 Annual General Meeting should complete and return the reply slip in writing by hand, by fax or by post to the Bank’s H Share Registrar, Computershare Hong Kong Investor Services Limited (Address: 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong; fax number: +852-2865 0990) (for H Shareholders) or the office of the Board of Directors of the Bank (Address: Building 1, No.18, Section 3, Jiucheng Avenue, Jiangyang District, Luzhou City, Sichuan Province, the PRC, Postcode: 646000; fax number: +86-830-3100625) (for Domestic Shareholders) on or before Friday, May 10, 2024.
7. The 2023 Annual General Meeting is expected to be held for less than half a day. Shareholders who intend to attend the 2023 Annual General Meeting shall arrange and bear their own transportation and accommodation expenses.
8. The name and address of the Bank’s H Share Registrar are as follows:

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor, Hopewell Centre
183 Queen’s Road East
Wanchai
Hong Kong
Tel: +852-2862 8555
Fax: +852-2865 0990
9. The registered address of the Bank in the PRC is as follows:

Building 1, No.18, Section 3, Jiucheng Avenue, Jiangyang District
Luzhou City
Sichuan Province
the PRC
Contact person: office of the Board of Directors
Tel: +86-830-2362606
Fax: +86-830-3100625

As at the date of this announcement, the Board comprises Mr. YOU Jiang and Mr. LIU Shirong as executive Directors, Ms. PAN Lina, Mr. XIONG Guoming, Mr. LUO Huoming and Ms. CHEN Ping as non-executive Directors and Mr. TANG Baoqi, Mr. ZHONG Jin, Mr. GAO Jinkang and Mr. CHING Yu Lung as independent non-executive Directors.