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**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)**

## **CLARIFICATION ANNOUNCEMENT IN RELATION TO THE CIRCULAR OF THE ANNUAL GENERAL MEETING**

Reference is made to the circular of the annual general meeting (the “**AGM Circular**”) of Bank of Gansu Co., Ltd. (the “**Bank**”) for 2023 dated June 6, 2024, in relation to, among other things, consider and approve the resolution on the amendments to the Plan on Authorization of the Shareholders’ General Meeting to the Board. Unless the context otherwise requires, capitalized terms used in this announcement shall have the same meanings as those defined in the AGM Circular.

In order to further improve the corporate governance structure of the Bank, the Bank formulated the Plan on Authorization of the Shareholders’ General Meeting to the Board of Bank of Gansu Co., Ltd. (the “**Plan on Authorization to the Board**”) in 2019 in accordance with the relevant provisions of the Company Law, the Interim Measures for the Authorization and Credit Administration of Commercial Banks, Guidelines for the Internal Controls of Commercial Banks and the Interim Measures for the Equity Management of Commercial Banks of the PRC, the Listing Rules and the Articles of Association, etc., and has made revisions and adjustments to the Plan on Authorization to the Board based on actual needs of daily operation of the Bank in 2020 and 2023. In order to strengthen the compliance of the authorization and the reasonableness of the authorization authority, combined with daily operation and management and in accordance with the relevant provisions of the Company Law, the Commercial Bank Law of the People’s Republic of China, the Governance Standards of Banking and Insurance Institutions, the Interim Measures for the Authorization and Credit Administration of Commercial Banks, the Interim Measures for the Equity Management of Commercial Banks, the Listing Rules and the Articles of Association, etc., the Bank proposed to make further amendments to certain provisions of the Plan on Authorization to the Board. The relevant resolution is set out as item (16) of ordinary resolutions of the AGM and details of the amendments are set out in Annex 11 to the AGM Circular.

The Bank would like to clarify that omissions occurs in the Comparison Table for the Amendments to the Plan on Authorization of the Shareholders’ General Meeting to the Board as set out in Annex 11 to the AGM Circular due to inadvertent errors, and it is proposed that the amendments should be adjusted as follows:

- (1) Amendment is omitted in Article 1, of which, “with a value” shall be revised to “with a single transaction amount”;
- (2) Article 3 does not require any amendment; and
- (3) Amendments are omitted in Article 4, of which, “with a value” shall be revised to “with a single transaction amount” and “RMB100 million” shall be revised to “3% of the latest audited net capital of the Bank”.

Such full expression sentences in the comparison table as set out in Annex 11 to the AGM Circular are as follows:

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
1	<p><b>1. Approval authority for credit asset write-off</b> The write-off of credit assets (including “credit-like” assets) with a value not exceeding RMB300 million shall be approved by the Board of Directors.</p>	<p><b>1. Approval authority for credit asset write-off</b> The write-off of credit assets (including “credit-like” assets) with a <del>value</del><b>single transaction amount</b> not exceeding <b>3% of the latest audited net capital of the Bank</b><del>RMB300 million</del> shall be approved by the Board of Directors.</p>	Adjustments were made based on actual needs and conditions of business development.
2	<p><b>2. Approval authority for fixed asset and intangible asset write-off</b> The write-off of a single fixed asset or intangible asset with a net book value of not more than 100 million shall be approved by the Board of Directors. If the total assets involved in the write-off have both book value and evaluation value, the higher one is used for calculation.</p>	<p><b>2. Approval authority for fixed asset and intangible asset write-off</b> The write-off of a single fixed asset or intangible asset with a net book value of not more than <b>3% of the latest audited net capital of the Bank</b><del>100 million</del> shall be approved by the Board of Directors. If the total assets involved in the write-off have both book value and evaluation value, the higher one is used for calculation.</p>	Adjustments were made based on actual needs and conditions of business development.
3	<p><b>4. Approval authority for other non-credit asset write-off</b> The write-off of other non-credit assets with a value not exceeding RMB100 million shall be approved by the Board of Directors. If the total assets involved in the write-off have both book value and evaluation value, the higher one is used for calculation.</p>	<p><b>4. Approval authority for other non-credit asset write-off</b> The write-off of other non-credit assets with a <del>value</del><b>single transaction amount</b> not exceeding <b>3% of the latest audited net capital of the Bank</b><del>RMB100 million</del> shall be approved by the Board of Directors. If the total assets involved in the writeoff have both book value and evaluation value, the higher one is used for calculation.</p>	Adjustments were made based on actual needs and conditions of business development.

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
4	<p><b>(VII) Other powers authorized by Shareholders' general meetings to the Board of Directors</b></p> <p>According to the relevant laws and regulations and the Articles of Association of the Bank, the Shareholders' general meeting may authorize the Board of Directors to exercise other powers other than the above-mentioned authorities.</p>	deleted	Adjustments were made based on actual conditions.

*Note:* Matters authorized to be approved by the Board under the Plan on Authorization to the Board shall still be submitted to the general meeting of the Bank for approval where such matters are required by laws, regulations, governance documents such as the Articles of Association, or by regulatory bodies, to be considered by the general meeting.

Save as the above clarification, other contents stated in the AGM Circular and the AGM notice remain unchanged.

By order of the Board  
**Bank of Gansu Co., Ltd.\***  
**Liu Qing**  
*Chairman*

Lanzhou, Gansu  
June 14, 2024

*As at the date of this announcement, the Board comprises Mr. LIU Qing and Mr. WANG Xizhen as executive directors; Mr. ZHANG Junping, Ms. ZHANG Tingting, Mr. ZHANG Youda, Mr. GUO Jirong and Ms. YANG Chunmei as non-executive directors; and Mr. DONG Ximiao, Mr. WANG Tingting, Mr. LIU Guanghua, Mr. WANG Lei and Mr. HAU Pak Sun as independent non-executive directors.*

\* *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.*