THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, a bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Yibin City Commercial Bank Co., Ltd***, you should at once pass this circular and the form of proxy to the purchaser or the transferee, the bank, the stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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宜宾市商业银行
Yibin City Commercial Bank

YIBIN CITY COMMERCIAL BANK CO., LTD*
宜賓市商業銀行股份有限公司*

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2596)

(1) PROPOSED ABOLITION OF THE BOARD OF SUPERVISORS
(2) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
(3) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURE FOR THE GENERAL MEETING
(4) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURE OF THE BOARD OF DIRECTORS
AND
(5) NOTICE OF 2025 THIRD EXTRAORDINARY GENERAL MEETING

A notice convening the EGM of the Bank to be held at 4:00 p.m. on Monday, October 27, 2025 at the 3rd floor Conference Room, Kelton Hotel (凱爾頓豪庭酒店), Rongzhou Road East Section, Xuzhou District, Yibin, Sichuan Province, the PRC is set out on pages 115 to 116 of this circular.

If you intend to attend the EGM by proxy, you are required to complete and return the form of proxy in accordance with the instructions printed thereon. For H Shareholders, the form of proxy should be returned to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited (Address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong). For Domestic Shareholders, the form of proxy may be returned to the Office of the Board of Directors of the Bank (Address: No. 9 Jinshajiang Avenue, Xuzhou District, Yibin, Sichuan Province, the PRC, Postcode: 644000). In any event, the form of proxy should be returned by H Shareholders not less than 24 hours before the time designated for convening the EGM or any adjourned meeting thereof (i.e. no later than 4:00 p.m. on Sunday, October 26, 2025). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjourned meeting thereof.

* *Yibin City Commercial 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 and/or deposit-taking business in Hong Kong.*

October 10, 2025

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In this circular, unless the context otherwise requires, the following terms shall have the meanings set out below:

"Articles of Association"	the articles of association of the Bank (as amended, modified or otherwise supplemented from time to time)
"Bank"	Yibin City Commercial Bank Co., Ltd* (宜賓市商業銀行股份有限公司*), a joint stock company established on December 27, 2006 in the PRC with limited liability pursuant to the relevant PRC laws and regulations, its H Shares are listed on the Main Board of the Hong Kong Stock Exchange (stock code: 2596) on January 13, 2025
"Board" or "Board of Directors"	the board of Directors of the Bank
"Board of Supervisors"	the board of supervisors of the Bank
"Company Law"	the Company Law of the People's Republic of China, as amended, supplemented or otherwise modified from time to time
"Director(s)"	the director(s) of the Bank
"Domestic Share(s)"	ordinary shares issued by the Bank, with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in RMB
"Domestic Shareholder(s)"	the holder(s) of Domestic Shares
"EGM"	the 2025 third extraordinary general meeting of the Bank to be held on Monday, October 27, 2025
"H Share(s)"	overseas listed foreign shares with a nominal value of RMB1.00 each in the share capital of the Bank, which are listed on the Main Board of the Hong Kong Stock Exchange on January 13, 2025 and subscribed for and traded in Hong Kong dollars
"H Shareholder(s)"	the holder(s) of H Shares
"Hong Kong"	the Hong Kong Special Administrative Region of the People's Republic of China
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited

"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
"PRC" or "China"	the People's Republic of China, but for the purposes of this circular and for geographical reference only, unless the context otherwise requires, excluding Hong Kong, the Macau Special Administrative Region and Taiwan of the PRC
"RMB"	Renminbi, the lawful currency of the PRC
"Rules of Procedure for the General Meeting"	the Rules of Procedure for the General Meeting of the Bank (as amended, modified or otherwise supplemented from time to time)
"Rules of Procedure of the Board of Directors"	the Rules of Procedure of the Board of Directors of the Bank (as amended, modified or otherwise supplemented from time to time)
"Share(s)"	shares of the Bank, including Domestic Shares and/or H Shares
"Shareholder(s)"	the holder(s) of the Shares
"Supervisor(s)"	the supervisor(s) of the Bank

宜宾市商业银行
Yibin City Commercial Bank

YIBIN CITY COMMERCIAL BANK CO., LTD*
宜賓市商業銀行股份有限公司*

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2596)

Executive Directors:
Mr. XUE Feng *(Chairman)*
Mr. XU Yong

Non-executive Directors:
Ms. XIAO Yufeng
Ms. TIAN Tian
Mr. ZHAO Gen

Independent Non-executive Directors:
Mr. YAO Liming
Ms. YU Xiaoran
Mr. XING Huayu
Ms. ZHAO Jingmei

Registered address:
No. 1 Nuxue Street
Cuiping District
Yibin, Sichuan Province
the PRC

Principal Place of Business in Hong Kong:
40/F, Dah Sing Financial Centre
248 Queen's Road East
Wanchai, Hong Kong

October 10, 2025

To the Shareholders

Dear Sir or Madam,

(1) PROPOSED ABOLITION OF THE BOARD OF SUPERVISORS
(2) PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION
(3) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURE FOR THE GENERAL MEETING
(4) PROPOSED AMENDMENTS TO THE RULES OF PROCEDURE OF THE BOARD OF DIRECTORS
AND
(5) NOTICE OF 2025 THIRD EXTRAORDINARY GENERAL MEETING

I. INTRODUCTION

The Board of Directors hereby invites you to attend the EGM to be held at 4:00 p.m. on Monday, October 27, 2025 at the 3rd floor Conference Room, Kelton Hotel (凱爾頓豪庭酒店), Rongzhou Road East Section, Xuzhou District, Yibin, Sichuan Province, the PRC.

This circular aims to give you the notice of the EGM and to provide you with the information necessary to make an informed decision on whether to vote for or against or abstain from voting on the resolutions to be proposed at the EGM relating to the following matters.

II. MATTERS TO BE CONSIDERED AT THE EGM

1. Proposed Abolition of the Board of Supervisors

Reference is made to the announcement of the Bank dated September 29, 2025, in relation to, among others, the proposed abolition of the Board of Supervisors.

Pursuant to the relevant provisions of the Company Law, and the Notice on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law (《關於公司治理監管規定與公司法銜接有關事項的通知》) (Jin Gui [2024] No. 23) (the "**Notice**"), which came into effect on December 17, 2024, and taking into account the actual circumstances of the Bank, the Bank proposes to abolish the Board of Supervisors and will not have any supervisors. At the same time, the supervision committee and nomination committee under the Board of Supervisors will be abolished, and the audit committee of the Board will exercise the functions and powers of the Board of Supervisors as stipulated under laws and regulations. The current members of the Board of Supervisors will cease to serve as supervisors and hold relevant positions in the committees under the Board of Supervisors.

The abolition of the Board of Supervisors is subject to consideration and approval by the shareholders at the EGM by way of a special resolution, and shall take effect from the date on which the amended Articles of Association are considered and approved at the EGM and approved by the National Financial Regulatory Administration Sichuan Office. Prior to this, the Board of Supervisors shall continue to exercise the functions and powers of the Board of Supervisors as stipulated under laws and regulations. Upon the formal abolition of the Board of Supervisors, the corporate governance rules relating to the Board of Supervisors, such as the Rules of Procedure for the Board of Supervisors of Yibin City Commercial Bank, the Supervisor Nomination and Election Measures of Yibin City Commercial Bank, the Measures for the Administration of External Supervisors of Yibin City Commercial Bank, the Working Rules of the Supervision Committee of the Board of Supervisors of Yibin City Commercial Bank, the Working Rules of the Nomination Committee of the Board of Supervisors of Yibin City Commercial Bank, the Implementation Rules for the Performance Evaluation of Directors of Yibin City Commercial Bank, the Implementation Rules for the Performance Evaluation of Supervisors of Yibin City Commercial Bank, and the Implementation Rules for the Performance Evaluation of Senior Management of Yibin City Commercial Bank shall be abolished.

2. Proposed Amendments to the Articles of Association

Reference is made to the announcement of the Bank dated September 29, 2025, in relation to, among others, the proposed amendments to the Articles of Association.

The Bank proposes to amend the Articles of Association in accordance with the Company Law, the Notice, the Listing Rules, and other relevant laws, regulations and regulatory regimes, taking into account the actual circumstances of the Bank. Details of the proposed amendments to the Articles of Association are set out in Appendix I to this circular.

The Board proposes a resolution at the EGM for the consideration and, if thought fit, approval, to grant authorization to the Board to make adjustments and amendments to the Articles of Association (including but not limited to adjustments and amendments to the wording, chapters and articles) in accordance with the opinions and suggestions (if any) of the relevant governmental and regulatory authorities, and to handle the approval, registration or filing procedures of the aforesaid documents with the relevant governmental and regulatory authorities in accordance with the law after such amendments, and, to the extent permitted under relevant laws and regulations, to determine and deal with matters relating to the amendments to the Articles of Association; such authorization may be further delegated to the chairman of the Bank (who may in turn sub-delegate).

The amendments to the Articles of Association are subject to consideration and approval by the Shareholders at the EGM by way of a special resolution and shall take effect upon approval by the National Financial Regulatory Administration Sichuan Office. Prior to this, the existing Articles of Association shall remain in force and effect.

3. Proposed Amendments to the Rules of Procedure for the General Meeting

Reference is made to the announcement of the Bank dated September 29, 2025, in relation to, among others, the proposed amendments to the Rules of Procedure for the General Meeting.

Pursuant to the relevant provisions of the Company Law and other laws and regulations, and taking into account the actual circumstances of the Bank and the proposed amendments to the Articles of Association, the Bank proposes to amend the Rules of Procedure for the General Meeting. Upon such amendments, the name of the rules will be changed to the Rules of Procedure for the Shareholders' General Meeting of Yibin City Commercial Bank Co., Ltd (《宜賓市商業銀行股份有限公司股東會議事規則》). Details of the proposed amendments to the Rules of Procedure for the General Meeting are set out in Appendix II to this circular.

The Board proposes a resolution at the EGM for the consideration and, if thought fit, approval, to grant authorization to the Board to make adjustments and amendments to the Rules of Procedure for the General Meeting (including but not limited to adjustments and amendments to the wording, chapters and articles) in accordance with the opinions and suggestions (if any) of the relevant governmental and regulatory authorities, and, to the extent

permitted under relevant laws and regulations, to determine and deal with matters relating to the amendments to the Rules of Procedure for the General Meeting; such authorization may be further delegated to the chairman of the Bank (who may in turn sub-delegate).

The amendments to the Rules of Procedure for the General Meeting are subject to consideration and approval by the Shareholders at the EGM by way of a special resolution, and shall take effect from the date on which the amended Articles of Association are considered and approved at the EGM and approved by the National Financial Regulatory Administration Sichuan Office. Prior to this, the existing Rules of Procedure for the General Meeting shall remain in force and effect.

4. Proposed Amendments to the Rules of Procedure of the Board of Directors

Reference is made to the announcement of the Bank dated September 29, 2025, in relation to, among others, the proposed amendments to the Rules of Procedure of the Board of Directors.

Pursuant to the relevant provisions of the Company Law and other laws and regulations, and taking into account the actual circumstances of the Bank and the proposed amendments to the Articles of Association, the Bank proposes to amend the Rules of Procedure of the Board of Directors, and the revised rules of procedure will be renamed as the Rules of Procedure of the Board of Directors of Yibin City Commercial Bank Co., Ltd (《宜賓市商業銀行股份有限公司董事會議事規則》). Details of the proposed amendments to the Rules of Procedure of the Board of Directors are set out in Appendix III to this circular.

The Board proposes a resolution at the EGM for the consideration and, if thought fit, approval, to grant authorization to the Board to make adjustments and amendments to the Rules of Procedure of the Board of Directors (including but not limited to adjustments and amendments to the wording, chapters and articles) in accordance with the opinions and suggestions (if any) of the relevant governmental and regulatory authorities, and, to the extent permitted under relevant laws and regulations, to determine and deal with matters relating to the amendments to the Rules of Procedure of the Board of Directors; such authorization may be further delegated to the chairman of the Bank (who may in turn sub-delegate).

The amendments to the Rules of Procedure of the Board of Directors are subject to consideration and approval by the Shareholders at the EGM by way of a special resolution, and shall take effect from the date on which the amended Articles of Association are considered and approved at the EGM and approved by the National Financial Regulatory Administration Sichuan Office. Prior to this, the existing Rules of Procedure of the Board of Directors shall remain in force and effect.

III. EGM

The EGM of the Bank will be held at 4:00 p.m. on Monday, October 27, 2025 at the 3rd floor Conference Room, Kelton Hotel (凱爾頓豪庭酒店), Rongzhou Road East Section, Xuzhou District, Yibin, Sichuan Province, the PRC to consider and, if thought fit, pass resolutions in respect of the matters set out in the notice of the EGM. The notice of the EGM is set out on pages 115 to 116 of this circular.

Closure of Register of Members

In order to determine the list of Shareholders who are entitled to attend and vote at the EGM, the H Share register of members of the Bank will be closed from Friday, October 24, 2025 to Monday, October 27, 2025 (both days inclusive). Shareholders whose names appear on the register of members of H Shares of the Bank on Monday, October 27, 2025 are entitled to attend and vote at the EGM. Shareholders who intend to attend and vote at the EGM shall lodge all the transfer documents together with the relevant share certificates with the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited (Address: Shops 1712- 1716, 17th 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: No. 9 Jinshajiang Avenue, Xuzhou District, Yibin, Sichuan Province, the PRC; Postal code: 644000) (for Domestic Shareholders) no later than 4:30 p.m. on Thursday, October 23, 2025.

Form of Proxy

Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the form of proxy in accordance with the instructions printed thereon. For H Shareholders, the form of proxy should be returned, in person or by post, to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited (Address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong). For Domestic Shareholders, the form of proxy may be returned, in person or by post, to the Office of the Board of Directors of the Bank (Address: No. 9 Jinshajiang Avenue, Xuzhou District, Yibin, Sichuan Province, the PRC, Postcode: 644000); in any event, the form of proxy should be returned by H Shareholders, by hand or by post, not less than 24 hours before the time designated for convening the EGM (or any adjourned meeting thereof) (i.e. no later than 4:00 p.m. on Sunday, October 26, 2025).

A Shareholder may complete the form of proxy of the Bank to appoint one or more persons (regardless of whether he/she is a Shareholder) as his/her/its proxy to attend and vote at the EGM (or any adjourned meeting thereof) on his/her/its behalf. A proxy need not be a Shareholder of the Bank.

Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjourned meeting thereof, but in any such event the instrument appointing a proxy shall be deemed to be revoked.

Voting by Poll

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a general meeting must 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. Therefore, the resolutions to be proposed at the EGM will be voted by poll. On a poll, each Shareholder who attends the EGM in person or by proxy (or where the Shareholder is a corporation, by its duly authorized representative) shall have one vote for each Share registered in his/her/its name in the register of members of the Bank. A Shareholder entitled to more than one vote need not use all his/her/its votes or cast the votes he/she/it used in the same manner.

Please be advised that pursuant to the Articles of Association, where a Shareholder has overdue borrowings from the Bank or pledged 50% or more of his/her/its equity interests in the Bank, the voting rights of such Shareholder at the general meetings shall be subject to restrictions.

IV. RECOMMENDATION

The Board (including independent non-executive Directors) considers that all the aforementioned resolutions are in the best interests of the Bank and its Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favor of the relevant resolutions at the EGM.

The Board of Directors of
Yibin City Commercial Bank Co., Ltd*

* *Yibin City Commercial 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 and/or deposit-taking business in Hong Kong.*

COMPARISON TABLE OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Original No.	Original Article	Amended No.	Amended Article
Article 7	The Chairman of the Board of Directors is the legal representative of the Bank.	Article 7	~~The Chairman of the Board of Directors is the legal representative of the Bank.~~ **The Company's legal representative shall be a director who performs the affairs of the Bank on behalf of the Bank. The Chairman of the Board of Directors of the Bank shall be the director who performs the affairs of the Bank on behalf of the Bank.** **Chairman shall be deemed as the resignation of the legal representative at the same time. Where the legal representative resigns, the Bank shall appoint a new legal representative or designate a new acting representative within 30 days from the date of the resignation of the legal representative.**
Article 15	The Articles of Association shall be a document with legal binding force to standardize the organization and conduct of the Bank and the relationship of rights and obligations between the Bank and its shareholders, as well as among shareholders, from the effective date. The Bank may take legal action against the shareholders, directors, supervisors, president of the Bank and other senior management officers in accordance with the Articles of Association; and the shareholders may take legal action against the Bank, shareholders, directors, supervisors, president of the Bank and other senior management officers in accordance with the Articles of Association.	Article 15	The Articles of Association shall be a document with legal binding force to standardize the organization and conduct of the Bank and the relationship of rights and obligations between the Bank and its shareholders, as well as among shareholders, from the effective date. The Bank may take legal action against the shareholders, directors, ~~supervisors,~~ president of the Bank and other senior management officers in accordance with the Articles of Association; and the shareholders may take legal action against the Bank, shareholders, directors, ~~supervisors,~~ president of the Bank and other senior management officers in accordance with the Articles of Association.

Original No.	Original Article	Amended No.	Amended Article
Article 19	The Bank issues shares according to the principles of transparency, equality and fairness, each share of the same class shall rank pari passu with equal rights and bear equal obligations. The Bank adopts the form of share certificates for its shares, the Bank shall have ordinary shares at all time. With approval from the relevant competent authority, the Bank may create other classes of shares according to its needs. The share certificate issued by the Bank shall be evidence to prove the shares of the Bank held by the shareholder. The shareholders of H Shares and the shareholders of Domestic Unlisted Shares of the Bank are ordinary shareholders, ranking pari passu, with equal rights and bear equal obligations.	Article 19	The Bank issues shares according to the principles of transparency, equality and fairness, each share of the same class shall rank pari passu with equal rights and bear equal obligations. The Bank adopts the form of share certificates for its shares, the Bank shall have ordinary shares at all time. With approval from the relevant competent authority, the Bank may create other classes of shares according to its needs. The share certificate issued by the Bank shall be evidence to prove the shares of the Bank held by the shareholder. The shareholders of H Shares and the shareholders of Domestic Unlisted Shares of the Bank are ordinary shareholders, ranking pari passu, with equal rights and bear equal obligations.
Article 20	The shares of the Bank are subscribed in accordance with the Company Law, the Law on Banking Regulation, the Law on Commercial Banks, securities regulatory rules of the place where the Bank's securities are listed and the relevant laws and regulations and the Articles of Association. The Bank or its subsidiaries (including its affiliated enterprises) shall not provide any financial assistance to any person subscribing or intends to subscribe for the shares of the Bank in the form of, among others, gifts, advances, guarantees, compensation or loans.	Article 20	The shares of the Bank are subscribed in accordance with the Company Law, the Law on Banking Regulation, the Law on Commercial Banks, securities regulatory rules of the place where the Bank's securities are listed and the relevant laws and regulations and the Articles of Association. The Bank or its subsidiaries (including its affiliated enterprises) shall not provide any financial assistance to any person subscribing or intends to subscribe for the shares of the Bank in the form of, among others, gifts, advances, guarantees, ~~compensation or loans~~ **and borrowings**.

Original No.	Original Article	Amended No.	Amended Article
Article 21	The name list and capital contribution details of the promoters of the Bank are as follows: Contributor Amount of contribution Way of contribution Date of contribution Percentage of total contribution (%) ..... Yibin Siliya Group Co., Ltd. (宜賓絲麗雅集團有限公司) 10,000,000 Net assets Before December 27, 2006 9.36% ..... You Zhengrong (尤正榮) (entrusted by 7 small corporate shareholders) 323,578 Net assets Before December 27, 2006 0.30%	Article 21	The name list and capital contribution details of the promoters of the Bank are as follows: Contributor Amount of contribution Way of contribution Date of contribution Percentage of total contribution (%) ..... Yibin Siliya Group Co., Ltd. (宜賓絲麗雅集團有限公司) 10,000,000 Net assets ~~Before~~ December 27, 2006 9.36% ..... You Zhengrong (尤正榮) (entrusted by 7 small corporate shareholders) 323,578 Net assets ~~Before~~ December 27, 2006 0.30%
Article 23	Shares held by the Bank's shareholders may not be surrendered unless otherwise provided by laws, regulations and relevant policies. The Bank's shares may be transferred or gifted in accordance with the law, but may not be transferred under the following circumstances: (I) shares held by substantial shareholders may not be transferred within five years from the date of closing of share acquisition (except for those approved by regulatory authorities). (II) the Bank's shares held by the promoters may not be transferred within one year from the establishment of the Bank. The Bank's shares issued prior to the Bank's public offering may not be transferred within one year from the date on which the Bank's shares are listed and traded on the relevant stock exchange.	Article 23	Shares held by the Bank's shareholders may not be ~~surrendered~~ **withdrawn** unless otherwise provided by laws, regulations and relevant policies. The Bank's shares may be transferred or gifted in accordance with the law, but may not be transferred under the following circumstances: (I) shares held by substantial shareholders may not be transferred within five years from the date of closing of share acquisition (except for those approved by regulatory authorities). (II) the Bank's shares held by the promoters may not be transferred within one year from the establishment of the Bank. The Bank's shares issued prior to the Bank's public offering may not be transferred within one year from the date on which the Bank's shares are listed and traded on the relevant stock exchange.

Original No.	Original Article	Amended No.	Amended Article
	(III) directors, supervisors and senior management members of the Bank shall declare to the Bank their holdings of the Bank's shares and changes therein, and shall not transfer more than 25% of the total number of shares of the Bank held by them in each year during their tenure of office; and the Bank's shares held by them may not be transferred within one year from the date on which the shares are listed and traded on the relevant stock exchange. The aforementioned personnel shall not transfer the Bank's shares held by them within six months after leaving office. (IV) shares may not be transferred under other circumstances as stipulated by laws and regulations, relevant regulatory authorities and the requirements of the securities regulatory rules of the place where the Bank's securities are listed.		(III) directors~~, supervisors~~ and senior management members of the Bank shall declare to the Bank their holdings of the Bank's shares and changes therein, and shall not transfer more than 25% of the total number of shares of the Bank held by them in each year during their tenure of office; and the Bank's shares held by them may not be transferred within one year from the date on which the shares are listed and traded on the relevant stock exchange. The aforementioned personnel shall not transfer the Bank's shares held by them within six months after leaving office. (IV) shares may not be transferred under other circumstances as stipulated by laws and regulations, relevant regulatory authorities and the requirements of the securities regulatory rules of the place where the Bank's securities are listed.
Article 28	The Bank shall not accept its own shares as the subject of pledge. If a shareholder of the Bank uses his/her equity interest in the Bank to provide guarantee for himself/herself or others, he/she must strictly abide by the requirements of laws, regulations and regulatory authorities and inform the Bank's Board of Directors in advance; if a shareholder's loan balance from the Bank exceeds the audited net value of his/her shares held in the preceding year, he/she is forbidden to pledge his/her equity interest in the Bank.	Article 28	The Bank shall not accept its own shares as the subject of pledge. If a shareholder of the Bank uses his/her equity interest in the Bank to provide guarantee for himself/herself or others, he/she must strictly abide by the requirements of laws, regulations and regulatory authorities and inform the Bank's Board of Directors in advance; if a shareholder's loan balance from the Bank exceeds the audited net value of his/her shares held in the preceding year, he/she is forbidden to pledge his/her equity interest in the Bank.

Original No.	Original Article	Amended No.	Amended Article
Article 29	If a shareholder holding the position of director or supervisor of the Bank, or a shareholder directly, indirectly or jointly holding or controlling more than 2% of the shares or voting rights of the Bank pledges his/her shares, he/she shall firstly make an application to the Board of Directors of the Bank for filing and explain the reason for the pledge, the financial position of the pledgor, the amount of equity interest, the pledge period, the pledgee and other basic information. If the Board of Directors considers that there may be material adverse impact on, among others, the stability of shareholdings in the Bank, corporate governance, risks and control over related party transactions, filing will not be made. When the Board of Directors deliberates the relevant filing matters, the director appointed by the shareholder related to the proposed pledge shall withdraw, and the voting right of such director will not be counted as a seat with the voting right on the Board of Directors, and the filing may only be approved by more than half of the non-interested directors with voting rights on the Board of Directors.	Article 29	If a shareholder holding the position of director ~~or supervisor~~ of the Bank, or a shareholder directly, indirectly or jointly holding or controlling more than 2% of the shares or voting rights of the Bank pledges his/her shares, he/she shall firstly make an application to the Board of Directors of the Bank for filing and explain the reason for the pledge, the financial position of the pledgor, the amount of equity interest, the pledge period, the pledgee and other basic information. If the Board of Directors considers that there may be material adverse impact on, among others, the stability of shareholdings in the Bank, corporate governance, risks and control over related party transactions, filing will not be made. When the Board of Directors deliberates the relevant filing matters, the director appointed by the shareholder related to the proposed pledge shall withdraw, and the voting right of such director will not be counted as a seat with the voting right on the Board of Directors, and the filing may only be approved by more than half of the non-interested directors with voting rights on the Board of Directors.
Article 35	Ordinary shareholders of the Bank shall enjoy the following rights: (I) receiving dividends and other forms of benefit distribution in accordance with the number of shares held by them; (II) requesting, convening, presiding over, participating in or appointing proxies of shareholders for participating in the general meeting of shareholders, exercising the corresponding voting rights and the right to speak at the general meeting of shareholders; (III) supervising the operation of the Bank and making suggestions or enquiries;	Article 35	Ordinary shareholders of the Bank shall enjoy the following rights: (I) receiving dividends and other forms of benefit distribution in accordance with the number of shares held by them; (II) requesting **to hold**, convening, presiding over, participating in or appointing proxies of shareholders for participating in the general meeting of shareholders, exercising the corresponding voting rights and the right to speak at the general meeting of shareholders; (III) supervising the operation of the Bank and making suggestions or enquiries;

Original No.	Original Article	Amended No.	Amended Article
	(IV) transferring, donating or pledging the shares held by them in accordance with laws, administrative regulations and the Articles of Association; (V) examining the Articles of Association, the register of members, corporate bonds, the minutes of general meetings, the resolutions of the Board of Directors, the resolutions of the Supervisory Committee, and the financial accounting reports; (VI) when the Bank is terminated or liquidated, shareholders shall participate in the distribution of the Bank's remaining assets according to the shares they hold; (VII) shareholders who object to the resolution of the general meeting on merger or division of the Bank may request the Bank to purchase their shares; (VIII) other rights conferred by the laws, administrative regulations, departmental rule and regulations, securities regulatory rules of the place where the Bank's securities are listed or the Articles of Association.		(IV) transferring, donating or pledging the shares held by them in accordance with laws, administrative regulations and the Articles of Association; (V) examining the Articles of Association, the register of members, corporate bonds, the minutes of general meetings, the resolutions of the Board of Directors, ~~the resolutions of the Supervisory Committee,~~ and the financial accounting reports; (VI) when the Bank is terminated or liquidated, shareholders shall participate in the distribution of the Bank's remaining assets according to the shares they hold; (VII) shareholders who object to the resolution of the general meeting on merger or division of the Bank may request the Bank to purchase their shares; (VIII) other rights conferred by the laws, administrative regulations, departmental rule and regulations, securities regulatory rules of the place where the Bank's securities are listed or the Articles of Association.
Article 47	The Bank's general meeting is composed of all shareholders, and the general meeting is the highest authority of the Bank, representing the overall interests of all shareholders and exercising the following powers and functions in accordance with the laws and regulations, the securities regulatory rules of the place where the Bank's securities are listed, and the Articles of Association of the Bank: (I) to decide on the Bank's business policies and investment plans; (II) to elect and replace Directors and Supervisors who are not employee representatives; to decide on matters relating to the remuneration of directors and supervisors;	Article 47	The Bank's general meeting is composed of all shareholders, and the general meeting is the highest authority of the Bank, representing the overall interests of all shareholders and exercising the following powers and functions in accordance with the laws and regulations, the securities regulatory rules of the place where the Bank's securities are listed, and the Articles of Association of the Bank: ~~(I) to decide on the Bank's business policies and investment plans;~~ (~~II~~I) to elect and replace Directors ~~and Supervisors~~ who are not employee representatives; to decide on matters relating to the remuneration of directors ~~and supervisors~~;

Original No.	Original Article	Amended No.	Amended Article
	(III) to consider and approve the work reports of the Board of Directors and the Supervisory Committee; (IV) to consider and approve the Bank's annual financial budget plan, final accounting plan, profit distribution plan and loss recovery plan; (V) to resolve on the increase or reduction of the Bank's registered capital; (VI) to resolve on the issuance of bonds or other securities by the Bank; (VII) to listen to the report of the Supervisory Committee on the comprehensive evaluation of the performance of duties by the directors, supervisors and members of the senior management; (VIII) to resolve on the merger, division, dissolution, liquidation and change of corporate form of the Bank; (IX) to amend the Articles of Association of the Bank; (X) to consider and approve the proposals of shareholders holding more than 3% of the total number of voting shares of the Bank;		(~~III~~**II**) to consider and approve the work reports of the Board of Directors~~ and the Supervisory Committee~~; (~~IV~~**III**) to consider and approve the Bank's annual financial budget plan, final accounting plan, profit distribution plan and loss recovery plan; (~~V~~**IV**) to resolve on the increase or reduction of the Bank's registered capital; (~~VI~~**V**) to resolve on the issuance of bonds or other securities by the Bank; (~~VII~~**VI**) to listen to the report of the ~~Supervisory Committee~~ **audit committee** on the comprehensive evaluation of the performance of duties by the directors~~,~~ ~~supervisors~~ and members of the senior management; (~~VIII~~**VII**) to resolve on the merger, division, dissolution, liquidation and change of corporate form of the Bank; (~~IX~~**VIII**) to amend the Articles of Association of the Bank; (~~X~~**IX**) to consider and approve the proposals of shareholders **individually or collectively** holding more than ~~3~~**1**% of the total number of voting shares of the Bank;

Original No.	Original Article	Amended No.	Amended Article
	(XI) to consider purchase and sale of major assets with a single transaction amount exceeding 10% of the Bank's most recent audited net assets (with cumulative calculations for multiple transactions involving the same or related assets within a consecutive twelve- month period), write-off of non-performing assets (with cumulative calculations within a twelve-month period), asset collateralization business, external equity investment business, and connected/related transactions that shall be subject to approval at a general meeting. The aforementioned major asset purchases and sales refer to the investment in or disposal of fixed asset (intangible asset); and the "asset collateralization business" refers to the act of pledging the Bank's fixed assets externally; (XII) to resolve on the listing of the Bank; (XIII) to consider and approve the rules of procedure for the general meeting, the Board of Directors and the Supervisory Committee; (XIV) to consider and approve the equity incentive plan and the employee shareholding plan; (XV) to resolve on the acquisition of the Bank's shares in accordance with the provisions of the law and the securities regulatory rules of the place where the Bank's securities are listed; (XVI) to resolve on the appointment or dismissal of the accounting firm that conducts the periodic statutory audits of the Bank's financial reports, as well as the remuneration of the accounting firm;		(XI) to consider purchase and sale of major assets with a single transaction amount exceeding 10% of the Bank's most recent audited net assets (with cumulative calculations for multiple transactions involving the same or related assets within a consecutive twelve- month period), write-off of non-performing assets (with cumulative calculations within a twelve-month period), asset collateralization business, external equity investment business, and connected/related transactions that shall be subject to approval at a general meeting. The aforementioned major asset purchases and sales refer to the investment in or disposal of fixed asset (intangible asset); and the "asset collateralization business" refers to the act of pledging the Bank's fixed assets externally; (XII) to resolve on the listing of the Bank; (XIII) to consider and approve the rules of procedure for the general meeting~~,~~ **and** the Board of Directors~~ and the Supervisory Committee~~; (XI~~V~~**III**) to consider and approve the equity incentive plan and the employee shareholding plan; (X**I**V) to resolve on the acquisition of the Bank's shares in accordance with the provisions of the law and the securities regulatory rules of the place where the Bank's securities are listed; (XVI) to resolve on the appointment or dismissal of the accounting firm that conducts the periodic statutory audits of the Bank's financial reports, as well as the remuneration of the accounting firm;

Original No.	Original Article	Amended No.	Amended Article
	(XVII) to consider and approve matters relating to guarantees which are subject to the approval of the general meeting; (XVIII) to consider and approve matters relating to the change of use of proceeds; (XIX) to consider and approve other matters to be decided by the general meeting as stipulated by the laws and regulations, regulatory requirements, securities regulatory rules of the place where the Bank's securities are listed, the Articles of Association of the Bank or the Bank's internal system; According to the Company Law and relevant laws and regulations, the powers and functions of the general meeting shall not be exercised by the Board of Directors or other institutions and individuals on behalf of the general meeting through authorization, and the relevant provisions shall be complied with.		(XVII) to consider and approve matters relating to guarantees which are subject to the approval of the general meeting; (XVIII) to consider and approve matters relating to the change of use of proceeds; (XI~~X~~**VIII**) to consider and approve other matters to be decided by the general meeting as stipulated by the laws and regulations, regulatory requirements, securities regulatory rules of the place where the Bank's securities are listed, the Articles of Association of the Bank or the Bank's internal system; According to the Company Law and relevant laws and regulations, the powers and functions of the general meeting shall not be exercised by the Board of Directors or other institutions and individuals on behalf of the general meeting through authorization, and the relevant provisions shall be complied with.
Article 49	Shareholders shall nominate candidates for directors and supervisors in strict accordance with the laws, rules and regulations, the securities regulatory rules of the place where the Bank's securities are listed and the procedures set forth in the Bank's Articles of Association.	Article 49	Shareholders shall nominate candidates for directors ~~and supervisors~~ in strict accordance with the laws, rules and regulations, the securities regulatory rules of the place where the Bank's securities are listed and the procedures set forth in the Bank's Articles of Association.
Article 51	An extraordinary meeting shall be convened within two months in any of the following cases: (I) when the number of Directors is less than two-thirds of the number specified in the Articles of Association; (II) when the Bank's unrecovered losses amount to one-third of the Bank's total share capital;	Article 51	An extraordinary **general** meeting shall be convened within two months in any of the following cases: (I) when the number of Directors is less than two-thirds of the number specified in the Articles of Association; (II) when the Bank's unrecovered losses amount to one-third of the Bank's total share capital;

Original No.	Original Article	Amended No.	Amended Article
	(III) when requested in writing by shareholders who severally or jointly hold more than 10% of the total number of shares of the Bank; (IV) when more than one-half and not less than two independent directors so agree; (V) when the Board of Directors deems it necessary; (VI) when the Supervisory Committee proposes to convene the meeting; (VII) other circumstances as stipulated by laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Bank's securities are listed or the Articles of Association of the Bank. An extraordinary general meeting will only resolve on the matters set out in the notice.		(III) when requested in writing by shareholders who severally or jointly hold more than 10% of the total number of shares of the Bank; (IV) when more than one-half and not less than two independent directors ~~so agree~~ **propose to convene the meeting**; (V) when the Board of Directors deems it necessary; (VI) when the ~~Supervisory Committee~~ **audit committee** proposes to convene the meeting; (VII) other circumstances as stipulated by laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Bank's securities are listed or the Articles of Association of the Bank. An extraordinary general meeting will only resolve on the matters set out in the notice.
Article 52	The Bank's general meeting shall be held in the form of on-site meeting. The Bank may adopt online or other means that are secure, economical and convenient to facilitate shareholders' participation in the general meeting. Shareholders participating in the general meeting by such means shall be deemed to be present.	Article 52	The Bank's general meeting shall be held in the form of on-site meeting. The Bank may adopt online or other means that are secure, economical and convenient to facilitate shareholders' participation in the general meeting **and voting by electronic means**. Shareholders participating in the general meeting by such means shall be deemed to be present.

Original No.	Original Article	Amended No.	Amended Article
Article 54	Independent Directors shall be entitled to propose to the Board of Directors to convene an extraordinary general meeting. In response to a proposal from an independent Director requesting the convening of an extraordinary general meeting, the Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association of the Bank, provide written feedback on whether it agrees or disagrees with the convening of an extraordinary general meeting, within ten days upon receipt of the proposal. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the convening of the general meeting within five days after the Board of Directors' resolution is made; if the Board of Directors does not agree to convene an extraordinary general meeting, it shall state the reasons.	Article 54	**The Board of Directors shall convene a general meeting on time and within the prescribed period. With the approval of a majority of all independent directors, the independent**~~Independent~~ Directors shall be entitled to propose to the Board of Directors to convene an extraordinary general meeting. In response to a proposal from an independent Director requesting the convening of an extraordinary general meeting, the Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association of the Bank, provide written feedback on whether it agrees or disagrees with the convening of an extraordinary general meeting, within ten days upon receipt of the proposal. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the convening of the general meeting within five days after the Board of Directors' resolution is made; if the Board of Directors does not agree to convene an extraordinary general meeting, it shall state the reasons.
Article 55	The Supervisory Committee shall be entitled to propose to the Board of Directors to convene an extraordinary general meeting and shall submit its proposal in writing to the Board of Directors. The Board of Directors shall, in accordance with the laws, administrative regulations and the Articles of Association, provide written feedback on whether it agrees or disagrees with the convening of the extraordinary general meeting within ten days of receipt of the proposal. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the convening of the general meeting within five days after the Board of Directors' resolution is made, and any changes to the original proposal contained in the notice shall be subject to the consent of the Supervisory Committee.	Article 55	The ~~Supervisory Committee~~ **audit committee** shall be entitled to propose to the Board of Directors to convene an extraordinary general meeting and shall submit its proposal in writing to the Board of Directors. The Board of Directors shall, in accordance with the laws, administrative regulations and the Articles of Association, provide written feedback on whether it agrees or disagrees with the convening of the extraordinary general meeting within ten days of receipt of the proposal. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the convening of the general meeting within five days after the Board of Directors' resolution is made, and any changes to the original proposal contained in the notice shall be subject to the consent of the ~~Supervisory Committee~~ **audit committee**.

Original No.	Original Article	Amended No.	Amended Article
	If the Board of Directors does not agree to convene an extraordinary general meeting, or fails to provide feedback within ten days upon receipt of the proposal, it shall be deemed that the Board of Directors is unable to fulfill or fails to fulfill its duty to convene a general meeting, and the Supervisory Committee may convene and preside over such meeting on its own.		If the Board of Directors does not agree to convene an extraordinary general meeting, or fails to provide feedback within ten days upon receipt of the proposal, it shall be deemed that the Board of Directors is unable to fulfill or fails to fulfill its duty to convene a general meeting, and the ~~Supervisory Committee~~ **audit committee** may convene and preside over such meeting on its own.
Article 56	Shareholders who severally or jointly hold more than 10% of the Bank's shares have the right to request the Board of Directors to convene an extraordinary general meeting and shall submit their request in writing to the Board of Directors. The Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association, provide written feedback on whether it agrees or disagrees to convene an extraordinary general meeting within ten days upon receiving the request. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the convening of the general meeting within five days after the Board of Directors' resolution is made, and any changes to the original request contained in the notice shall be subject to the consent of the shareholder(s) concerned. If the Board of Directors does not agree to convene an extraordinary general meeting, or fails to provide feedback within ten days upon receipt of the request, shareholder(s) severally or jointly holding more than 10% of the Bank's shares shall be entitled to propose to the Supervisory Committee to convene an extraordinary general meeting and shall submit their request in writing to the Supervisory Committee.	Article 56	Shareholders who severally or jointly hold more than 10% of the Bank's shares have the right to request the Board of Directors to convene an extraordinary general meeting and shall submit their request in writing to the Board of Directors. The Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association, provide written feedback on whether it agrees or disagrees to convene an extraordinary general meeting within ten days upon receiving the request. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the convening of the general meeting within five days after the Board of Directors' resolution is made, and any changes to the original request contained in the notice shall be subject to the consent of the shareholder(s) concerned. If the Board of Directors does not agree to convene an extraordinary general meeting, or fails to provide feedback within ten days upon receipt of the request, shareholder(s) severally or jointly holding more than 10% of the Bank's shares shall be entitled to propose to the ~~Supervisory Committee~~ **audit committee** to convene an extraordinary general meeting and shall submit their request in writing to the ~~Supervisory Committee~~ **audit committee**.

Original No.	Original Article	Amended No.	Amended Article
	If the Supervisory Committee agrees to convene an extraordinary general meeting, it shall issue a notice of convening the general meeting within five days upon receipt of the request, and any changes to the original request contained in the notice shall be subject to the consent of the shareholders concerned. If the Supervisory Committee fails to give notice of a general meeting within the prescribed period, it shall be deemed that the Supervisory Committee will not convene and preside over the general meeting, and that shareholders who severally or jointly hold more than 10% of the Bank's shares for ninety or more consecutive days may convene and preside over the general meeting on their own.		If the ~~Supervisory Committee~~ **audit committee** agrees to convene an extraordinary general meeting, it shall issue a notice of convening the general meeting within five days upon receipt of the request, and any changes to the original request contained in the notice shall be subject to the consent of the shareholders concerned. If the ~~Supervisory Committee~~ **audit committee** fails to give notice of a general meeting within the prescribed period, it shall be deemed that the ~~Supervisory Committee~~ **audit committee** will not convene and preside over the general meeting, and that shareholders who severally or jointly hold more than 10% of the Bank's shares for ninety or more consecutive days may convene and preside over the general meeting on their own.
Article 57	If the Supervisory Committee or shareholders decide to convene a general meeting on their own, they shall notify the Board of Directors in writing and, at the same time, file a record with the banking regulatory authority in the place where the Bank is located and the stock exchange in the place where the Bank's securities are listed in accordance with the relevant regulations. Prior to the announcement of the resolution of the general meeting, the shareholding of the convening shareholders shall not be less than 10%.	Article 57	If the ~~Supervisory Committee~~ **audit committee** or shareholders decide to convene a general meeting on their own, they shall notify the Board of Directors in writing and, at the same time, file a record with the banking regulatory authority in the place where the Bank is located and the stock exchange in the place where the Bank's securities are listed in accordance with the relevant regulations. Prior to the announcement of the resolution of the general meeting, the shareholding of the convening shareholders shall not be less than 10%.
Article 58	The Board of Directors and the secretary of the Board of Directors shall provide any assistance necessary for the general meeting convened by the Supervisory Committee or shareholders. The Board of Directors shall provide the register of shareholders as of the record date.	Article 58	The Board of Directors and the secretary of the Board of Directors shall provide any assistance necessary for the general meeting convened by the ~~Supervisory Committee~~ **audit committee** or shareholders. The Board of Directors shall provide the register of shareholders as of the record date.

Original No.	Original Article	Amended No.	Amended Article
Article 59	All necessary expenses incurred for the general meeting convened by the Supervisory Committee or shareholders shall be borne by the Bank.	Article 59	All necessary expenses incurred for the general meeting convened by the ~~Supervisory Committee~~ **audit committee** or shareholders shall be borne by the Bank.
Article 61	Where the Bank convenes a general meeting, the Board of Directors, the Supervisory Committee and shareholders severally or jointly holding 3% or more of the shares of the Bank may propose resolution to the Bank. Shareholders severally or jointly holding 3% or more of the shares of the Bank may submit written interim proposals to the convener ten working days before a general meeting is convened. The convener shall serve a supplemental notice of the general meeting within two days after receipt of the proposals and announce the contents of the interim proposals. Save as specified in the preceding paragraph, the convener, after issuing the notice and announcement of the general meeting, shall neither revise the proposals stated in the notice of general meetings nor add new proposals. Interim proposals shall be within the terms of reference of the general meeting and shall contain a definite topic and specific resolution. The general meeting shall not resolve on matters not specified in the notices referred to in Articles 60 and 63.	Article 61	Where the Bank convenes a general meeting, the Board of Directors, the ~~Supervisory Committee~~ **audit committee** and shareholders severally or jointly holding ~~3~~**1**% or more of the shares of the Bank may propose resolution to the Bank. Shareholders severally or jointly holding ~~3~~**1**% or more of the shares of the Bank may submit written interim proposals to the convener ten working days before a general meeting is convened. The convener shall serve a supplemental notice of the general meeting within two days after receipt of the proposals and announce the contents of the interim proposals**, and submit such interim proposals to the general meeting for consideration, unless the interim proposals violate laws, administrative regulations, or the Articles of Association, or fall outside the scope of the general meeting's authority**. Save as specified in the preceding paragraph, the convener, after issuing the notice and announcement of the general meeting, shall neither revise the proposals stated in the notice of general meetings nor add new proposals. Interim proposals shall be within the terms of reference of the general meeting and shall contain a definite topic and specific resolution. The general meeting shall not resolve on matters not specified in the notices referred to in Articles 60 and 63.

Original No.	Original Article	Amended No.	Amended Article
Article 64	If the election of Directors or Supervisors is proposed to be discussed at a general meeting, the notice of such meeting and/or relevant circular shall adequately disclose the detailed particulars of the candidates for the roles of Directors or Supervisors, which shall at least include: (I) personal particulars, including educational background, work experience and part-time job; (II) whether he/she has connected relations with the Bank or its controlling shareholders and de facto controller; (III) his/her shareholding in the Bank; (IV) whether he/she has been disciplined by the CSRC or other relevant authorities or reprimanded by any stock exchange; (V) information on candidates for Directors and Supervisors required to be disclosed under the securities regulatory rules of the place where the Bank's securities are listed. Unless a Director or Supervisor is elected by means of cumulative voting, election of each candidate for Director or Supervisor shall be conducted by separate resolution.	Article 64	If the election of Directors ~~or Supervisors~~ is proposed to be discussed at a general meeting, the notice of such meeting and/or relevant circular shall adequately disclose the detailed particulars of the candidates for the roles of Directors ~~or Supervisors~~, which shall at least include: (I) personal particulars, including educational background, work experience and part-time job; (II) whether he/she has connected relations with the Bank or its controlling shareholders and de facto controller; (III) his/her shareholding in the Bank; (IV) whether he/she has been disciplined by the CSRC or other relevant authorities or reprimanded by any stock exchange; (V) information on candidates for Directors ~~and Supervisors~~ required to be disclosed under the securities regulatory rules of the place where the Bank's securities are listed. Unless a Director ~~or Supervisor~~ is elected by means of cumulative voting, election of each candidate for Director ~~or Supervisor~~ shall be conducted by separate resolution.

Original No.	Original Article	Amended No.	Amended Article
Article 67	Shareholders may attend the general meeting in person or appoint a proxy to attend and vote on their behalf, and such proxy need not be a shareholder of the Bank. The proxy appointed by a major shareholder of the Bank to attend the general meeting shall not be any person other than the shareholder himself/herself, his/her related parties, parties acting in concert, and the nominated directors and supervisors. The Bank's major shareholders may not accept proxies from non-related parties or persons acting in concert to participate in the general meeting. Attendance of a shareholder's proxy at a general meeting shall be deemed to be the presence of such corporate shareholder in person at the general meeting.	Article 67	Shareholders may attend the general meeting in person or appoint a proxy to attend and vote on their behalf, and such proxy need not be a shareholder of the Bank. The proxy appointed by a major shareholder of the Bank to attend the general meeting shall not be any person other than the shareholder himself/herself, his/her related parties, parties acting in concert, and the nominated directors~~ and supervisors~~. The Bank's major shareholders may not accept proxies from non-related parties or persons acting in concert to participate in the general meeting. Attendance of a shareholder's proxy at a general meeting shall be deemed to be the presence of such corporate shareholder in person at the general meeting.
Article 68	The power of attorney issued by a shareholder to appoint another person to attend the general meeting shall contain the following information: (I) name and identity card number of the proxy; (II) whether the proxy has the right to vote; (III) the instructions to vote for or against, or abstain from voting on each of the matters to be considered in the agenda of the general meeting respectively; (IV) the date on which the proxy is issued and its expiration date;	Article 68	The power of attorney issued by a shareholder to appoint another person to attend the general meeting shall contain the following information: (I) ~~name and identity card number of the proxy;~~**name of the principal, and the class and number of shares held in the Bank;** **(II) name and identity card number of the proxy;** ~~(II) whether the proxy has the right to vote;~~ (III) ~~the instructions to vote for or against, or abstain from voting on each of the matters to be considered in the agenda of the general meeting respectively;~~**specific instructions from shareholders, including instructions to vote for or against, or abstain from voting on each of the matters to be considered in the agenda of the general meeting;** (IV) the date on which the proxy is issued and its expiration date;

Original No.	Original Article	Amended No.	Amended Article
	(V) seal or signature of the principal. If the principal is a domestic legal person shareholder, the seal of the legal person shall be affixed, and if the principal is a foreign legal person shareholder, the seal of the legal entity shall be affixed or the signature shall be made by its director or duly appointed agent; (VI) other contents prescribed by laws, administrative regulations, securities regulatory rules of the place where the Bank's securities are listed and the Articles of Association of the Bank. The proxy should state whether the shareholder's agent may vote as he/she wishes if the shareholder does not give specific instructions.		(V) seal or signature of the principal. If the principal is a domestic legal person shareholder, the seal of the legal person shall be affixed, and if the principal is a foreign legal person shareholder, the seal of the legal entity shall be affixed or the signature shall be made by its director or duly appointed agent; (VI) other contents prescribed by laws, administrative regulations, securities regulatory rules of the place where the Bank's securities are listed and the Articles of Association of the Bank. The proxy should state whether the shareholder's agent may vote as he/she wishes if the shareholder does not give specific instructions.
Article 73	When the general meeting is convened, all Directors, Supervisors and secretary of the Board of Directors of the Bank shall attend the meeting, and the president and other senior management shall be present at the meeting.	Article 73	When the general meeting is convened, all Directors~~, Supervisors~~ and secretary of the Board of Directors of the Bank shall attend the meeting, and the president and other senior management shall be present at the meeting.
Article 75	The general meeting of shareholders shall be convened by the Board of Directors in accordance with the law and presided over by the chairman of the Board of Directors. If the chairman is unable to perform his/her duties due to special reasons, the vice chairman shall preside over the meeting; if the vice chairman is unable or fails to perform his/her duties, more than half of all Directors shall jointly elect one Director to preside over the meeting.	Article 75	The general meeting of shareholders shall be convened by the Board of Directors in accordance with the law and presided over by the chairman of the Board of Directors. If the chairman is unable to perform his/her duties due to special reasons, the vice chairman shall preside over the meeting; if the vice chairman is unable or fails to perform his/her duties, ~~more than half~~ **a majority** of all Directors shall jointly elect one Director to preside over the meeting.

Original No.	Original Article	Amended No.	Amended Article
Article 76	A general meeting convened by the Supervisory Committee shall be presided over by the chairman of the Supervisory Committee. If the chairman of the Supervisory Committee is unable or fails to perform his/her duties, the meeting shall be presided over by the vice chairman of the Supervisory Committee. If the vice chairman of the Supervisory Committee is unable or fails to perform his/her duties, the meeting shall be presided over by one Supervisor jointly nominated by half or more of the Supervisors.	Article 76	A general meeting convened by the ~~Supervisory Committee~~ **audit committee** shall be presided over by the ~~chairman of the Supervisory Committee~~ **convener of the audit committee**. If the ~~chairman of the Supervisory Committee~~ **convener of the audit committee** is unable or fails to perform his/her duties, ~~the meeting shall be presided over by the vice chairman of the Supervisory Committee. If the vice chairman of the Supervisory Committee is unable or fails to perform his/her duties,~~ the meeting shall be presided over by **a member of the audit committee jointly nominated by more than half of the members of the audit committee**~~one Supervisor jointly nominated by half or more of the Supervisors~~.
Article 80	Resolutions of the general meeting are divided into ordinary resolutions and special resolutions. Ordinary resolutions shall be valid only if they are passed by more than half of the valid voting shares held by shareholders (including proxies of shareholders) attending the general meeting. Special resolutions shall be valid only if they are passed by two-thirds or more of the valid voting shares held by shareholders (including proxies of shareholders) attending the general meeting.	Article 80	Resolutions of the general meeting are divided into ordinary resolutions and special resolutions. Ordinary resolutions shall be valid only if they are passed by ~~more than half~~ **a majority** of the valid voting shares held by shareholders (including proxies of shareholders) attending the general meeting. Special resolutions shall be valid only if they are passed by two-thirds or more of the valid voting shares held by shareholders (including proxies of shareholders) attending the general meeting.
Article 81	The following matters shall be passed by ordinary resolutions at the general meeting: (I) work reports of the Board of Directors and the Supervisory Committee; (II) annual report of the Bank; (III) annual budget plan and final accounts plan of the Bank;	Article 81	The following matters shall be passed by ordinary resolutions at the general meeting: (I) work reports of the Board of Directors ~~and the Supervisory Committee~~; (II) annual report of the Bank; (III) annual budget plan and final accounts plan of the Bank;

Original No.	Original Article	Amended No.	Amended Article
	(IV) remuneration and payment method for members of the Board of Directors and the Supervisory Committee; (V) removal of directors whose term of office has not expired, unless otherwise provided by laws, administrative regulations or regulatory provisions; (VI) review and approval of profit distribution plans and loss recovery plans; (VII) other matters except those that shall be passed by special resolution as provided by laws, administrative regulations, securities regulatory rules of the place where the Bank's securities are listed and the Bank's Articles of Association.		(IV) remuneration and payment method for members of the Board of Directors ~~and the Supervisory Committee~~; (V) removal of directors whose term of office has not expired, unless otherwise provided by laws, administrative regulations or regulatory provisions; (VI) review and approval of profit distribution plans and loss recovery plans; (VII) other matters except those that shall be passed by special resolution as provided by laws, administrative regulations, securities regulatory rules of the place where the Bank's securities are listed and the Bank's Articles of Association.
Article 82	The following matters shall be passed by special resolutions at the general meeting: (I) amendments to Articles of Association of the Bank; (II) rules of procedure for the general meeting and rules of procedure for the Board of Directors; (III) nomination and election methods for directors and supervisors; (IV) election and replacement of directors and supervisors who are not employee representatives; (V) removal of independent directors in accordance with laws, administrative regulations or regulatory requirements; (VI) review and approval of equity incentive plans or employee stock ownership plans;	Article 82	The following matters shall be passed by special resolutions at the general meeting: (I) amendments to Articles of Association of the Bank; (II) rules of procedure for the general meeting and rules of procedure for the Board of Directors; (III) nomination and election methods for directors ~~and supervisors~~; (IV) election and replacement of directors ~~and supervisors~~ who are not employee representatives; (V) removal of independent directors in accordance with laws, administrative regulations or regulatory requirements; (VI) review and approval of equity incentive plans or employee stock ownership plans;

Original No.	Original Article	Amended No.	Amended Article
	(VII) increase or decrease the registered capital of the Bank; (VIII) division, merger, dissolution, liquidation or change of corporate form of the Bank; (IX) issuance of corporate bonds or listing of the Bank; (X) purchase and sale of major assets with a single transaction amount exceeding 10% of the Bank's most recent audited net assets (with cumulative calculations for multiple transactions involving the same or related assets within a consecutive twelve-month period), write-off of non-performing assets (with cumulative calculations within a twelve-month period), asset collateralization business, external equity investment business, and connected/related transactions that shall be subject to approval at a general meeting. The aforementioned major asset purchases and sales refer to the investment in or disposal of fixed asset (intangible asset); and the "asset collateralization business" refers to the act of pledging the Bank's fixed assets externally; (XI) other matters stipulated by laws, regulations, regulatory provisions, securities regulatory rules of the place where the Bank's securities are listed or the Bank's Articles of Association that approval by more than two-thirds of the voting rights held by shareholders attending the meeting is required.		(VII) increase or decrease the registered capital of the Bank; (VIII) division, merger, dissolution, liquidation or change of corporate form of the Bank; (IX) issuance of corporate bonds or listing of the Bank; (X) purchase and sale of major assets with a single transaction amount exceeding 10% of the Bank's most recent audited net assets (with cumulative calculations for multiple transactions involving the same or related assets within a consecutive twelve-month period), write-off of non-performing assets (with cumulative calculations within a twelve-month period), asset collateralization business, external equity investment business, and connected/related transactions that shall be subject to approval at a general meeting. The aforementioned major asset purchases and sales refer to the investment in or disposal of fixed asset (intangible asset); and the "asset collateralization business" refers to the act of pledging the Bank's fixed assets externally; (XI) other matters stipulated by laws, regulations, regulatory provisions, securities regulatory rules of the place where the Bank's securities are listed or the Bank's Articles of Association that approval by more than two-thirds of the voting rights held by shareholders attending the meeting is required.

Original No.	Original Article	Amended No.	Amended Article
Article 85	The general meeting adopts the open ballot voting method to vote on matters considered at the meeting. Before the general meeting votes on the proposal, two shareholder representatives shall be appointed to participate in vote counting and scrutiny of votes. If the matters considered are related to shareholders, the relevant shareholders and their proxies shall not participate in vote counting and scrutiny of votes. When the general meeting votes on a proposal, the lawyers, representatives of shareholders, representatives of supervisors and qualified persons appointed in accordance with the securities regulatory rules of the place where the Bank's securities are listed shall be jointly responsible for counting and scrutinising the votes, and shall announce the voting results on the spot, and the voting results of the resolution shall be recorded in the minutes of meeting. Shareholders of the Bank or their proxies who vote through the Internet or other means shall the right to verify their voting results through the corresponding voting system. The chairman of the meeting shall announce the resolutions of the general meeting on the matters discussed according to the voting results.	Article 85	The general meeting adopts the open ballot voting method to vote on matters considered at the meeting. Before the general meeting votes on the proposal, two shareholder representatives shall be appointed to participate in vote counting and scrutiny of votes. If the matters considered are related to shareholders, the relevant shareholders and their proxies shall not participate in vote counting and scrutiny of votes. When the general meeting votes on a proposal, the lawyers, representatives of shareholders~~,~~ ~~representatives of supervisors~~ and qualified persons appointed in accordance with the securities regulatory rules of the place where the Bank's securities are listed shall be jointly responsible for counting and scrutinising the votes, and shall announce the voting results on the spot, and the voting results of the resolution shall be recorded in the minutes of meeting. Shareholders of the Bank or their proxies who vote through the Internet or other means shall the right to verify their voting results through the corresponding voting system. The chairman of the meeting shall announce the resolutions of the ~~general~~ meeting on the matters discussed according to the voting results.

Original No.	Original Article	Amended No.	Amended Article
Article 91	The commencement of the term of office of a newly appointed director as adopted by the relevant election proposal of directors at the general meeting shall be calculated from the date on which the appointment is approved by the banking regulatory authority and formally appointed by the Bank. The commencement of the term of office of a newly appointed supervisor as adopted by the relevant election proposal of supervisors at the general meeting shall be calculated from the date on which the resolution is passed at the general meeting and formally appointed by the Bank. The commencement of the term of office of employee representative supervisor shall be calculated from the date of approval by the employees' representative meeting.	Article 91	The commencement of the term of office of a newly appointed director as adopted by the relevant election proposal of directors at the general meeting **and the relevant election proposal of employee representative directors at the employees' representative meeting** shall be calculated from the date on which the **qualifications** appointment is approved by the banking regulatory authority ~~and formally appointed by the Bank~~. ~~The commencement of the term of office of a newly appointed supervisor as adopted by the relevant election proposal of supervisors at the general meeting shall be calculated from the date on which the resolution is passed at the general meeting and formally appointed by the Bank. The commencement of the term of office of employee representative supervisor shall be calculated from the date of approval by the employees' representative meeting.~~
Article 95	The list of candidates for directors and supervisors (excluding employee representative supervisors) shall be submitted as proposals to the general meeting for voting. When voting at the general meeting for the election of directors and supervisors, the cumulative voting system may be implemented according to the provisions of the Articles of Association or the resolution of the general meeting. The "cumulative voting system" as mentioned in the preceding paragraph means that when directors or supervisors are elected at the general meeting, each share shall have the same voting rights as the number of directors or supervisors to be elected, and the voting rights held by shareholders may be exercised in a centralized manner. The Board of Directors shall make an announcement inform the shareholders about the biographical and basic information of the candidates participating in the election of directors and supervisors.	Article 95	The list of candidates for directors ~~and supervisors~~ (excluding employee representative **directors** ~~supervisors~~) shall be submitted as proposals to the general meeting for voting. When voting at the general meeting for the election of directors ~~and supervisors~~, the cumulative voting system may be implemented according to the provisions of the Articles of Association or the resolution of the general meeting. The "cumulative voting system" as mentioned in the preceding paragraph means that when directors ~~or supervisors~~ are elected at the general meeting, each share shall have the same voting rights as the number of directors ~~or supervisors~~ to be elected, and the voting rights held by shareholders may be exercised in a centralized manner. The Board of Directors shall make an announcement inform the shareholders about the biographical and basic information of the candidates participating in the election of directors ~~and supervisors~~.

Original No.	Original Article	Amended No.	Amended Article
Article 96	The same shareholder and its affiliates shall not propose directors and supervisors to the general meeting at the same time; if the director (supervisor) nominated by the same shareholder or its affiliates has already served as a director (supervisor), before expiration of the term of office or the replacement of such position, the same shareholder shall not nominate any candidate for supervisor (director) candidate again.	Article 96	The same shareholder and its affiliates shall not propose directors ~~and supervisors~~ to the general meeting at the same time; if the director ~~(supervisor)~~ nominated by the same shareholder or its affiliates has already served as a director ~~(supervisor)~~, before expiration of the term of office or the replacement of such position, the same shareholder shall not nominate any candidate for ~~supervisor (~~director~~)~~ candidate again.
Article 98	The procedures for nomination and election of supervisors are as follows: (I) the Supervisory Committee shall propose a list of supervisor candidate in accordance with the number of persons to be elected and within the number of persons specified in the Articles of Association of the Bank. Unless otherwise provided for in the Articles of Association, shareholder supervisors shall be nominated by the Supervisory Committee and shareholders who individually or collectively hold more than 3% of the Bank's voting shares; external supervisors shall be nominated by the Supervisory Committee and shareholders who individually or collectively hold more than 1% of the Bank's voting shares; employee supervisors shall be nominated by the Supervisory Committee and the Bank's labor union; shareholder supervisors and external supervisors shall be elected, removed and replaced by the general meeting; employee supervisors shall be democratically elected, removed and replaced by the Bank's employees' representative meeting; (II) the qualifications and conditions of a candidate for non-employee supervisors shall be subject to a preliminary review by the nomination committee of the Supervisory Committee;	~~Article 98~~	~~The procedures for nomination and election of supervisors are as follows:~~ ~~(I) the Supervisory Committee shall propose a list of supervisor candidate in accordance with the number of persons to be elected and within the number of persons specified in the Articles of Association of the Bank. Unless otherwise provided for in the Articles of Association, shareholder supervisors shall be nominated by the Supervisory Committee and shareholders who individually or collectively hold more than 3% of the Bank's voting shares; external supervisors shall be nominated by the Supervisory Committee and shareholders who individually or collectively hold more than 1% of the Bank's voting shares; employee supervisors shall be nominated by the Supervisory Committee and the Bank's labor union; shareholder supervisors and external supervisors shall be elected, removed and replaced by the general meeting; employee supervisors shall be democratically elected, removed and replaced by the Bank's employees' representative meeting;~~ ~~(II) the qualifications and conditions of a candidate for non-employee supervisors shall be subject to a preliminary review by the nomination committee of the Supervisory Committee;~~

Original No.	Original Article	Amended No.	Amended Article
	(III) candidates for non-employee supervisors shall make a written undertaking prior to the general meeting, agreeing to accept the nomination, undertaking that the publicly disclosed information is true and complete and guaranteeing that the supervisor's obligations will be effectively performed after being elected;		~~(III) candidates for non-employee supervisors shall make a written undertaking prior to the general meeting, agreeing to accept the nomination, undertaking that the publicly disclosed information is true and complete and guaranteeing that the supervisor's obligations will be effectively performed after being elected;~~
	(IV) the non-employee Supervisory Committee shall disclose the details of the supervisor candidates to the shareholders in accordance with the laws and regulations and the Articles of Association prior to the general meeting to ensure that the shareholders have sufficient understanding of the candidates when they vote;		~~(IV) the non-employee Supervisory Committee shall disclose the details of the supervisor candidates to the shareholders in accordance with the laws and regulations and the Articles of Association prior to the general meeting to ensure that the shareholders have sufficient understanding of the candidates when they vote;~~
	(V) the general meeting shall vote for each supervisor candidate individually;		~~(V) the general meeting shall vote for each supervisor candidate individually;~~
	(VI) in the event of temporary addition or replacement of non-employee supervisors, supervisor candidates shall be proposed by the Supervisory Committee and be elected or replaced by the general meeting;		~~(VI) in the event of temporary addition or replacement of non-employee supervisors, supervisor candidates shall be proposed by the Supervisory Committee and be elected or replaced by the general meeting;~~
	(VII) in principle, the number of supervisors nominated by the same shareholder and his/her related parties shall not exceed one-third of the number of members on the Supervisory Committee; in principle, the same shareholder shall nominate only one candidate for external supervisor and shall not simultaneously nominate candidates for independent director and external supervisor. If a waiver of the above requirements is required due to a special shareholding structure, an application setting out the reasons shall be made to the relevant regulatory authority.		~~(VII) in principle, the number of supervisors nominated by the same shareholder and his/her related parties shall not exceed one-third of the number of members on the Supervisory Committee; in principle, the same shareholder shall nominate only one candidate for external supervisor and shall not simultaneously nominate candidates for independent director and external supervisor. If a waiver of the above requirements is required due to a special shareholding structure, an application setting out the reasons shall be made to the relevant regulatory authority.~~

Original No.	Original Article	Amended No.	Amended Article
Article 99	If the content of the resolution of the general meeting violates laws or administrative regulations, the shareholders shall have the right to request the People's Court to recognize it as invalid. If the procedures for calling a meeting or the manner of voting at a general meeting are in violation of laws, administrative regulations or the Articles of Association of the Bank, or if the content of a resolution is in violation of the Articles of Association of the Bank, the shareholders shall have the right to request the People's Court to revoke it within 60 days from the date on which the resolution is made.	Article 98	If the content of the resolution of the general meeting violates laws or administrative regulations, the shareholders shall have the right to request the People's Court to recognize it as invalid. If the procedures for calling a meeting or the manner of voting at a general meeting are in violation of laws, administrative regulations or the Articles of Association of the Bank, or if the content of a resolution is in violation of the Articles of Association of the Bank, the shareholders shall have the right to request the People's Court to revoke it within 60 days from the date on which the resolution is made~~.~~ **except that there are only minor defects in the procedures for convening, or the voting method used at, a general meeting or a meeting of the Board of Directors, which do not materially affect the resolution. If a resolution of the general meeting or the Board of Directors of the Bank is declared invalid, revoked or recognized by a People's Court to be invalid, the Bank shall apply to the company registration authority for revocation of the registration that has already been filed in accordance with the resolution.**

Original No.	Original Article	Amended No.	Amended Article
Article 100	In the event that the directors or senior management, in the course of performing their duties for the Bank, violate the laws, administrative regulations or the provisions of the Articles of Association and cause losses to the Bank, the shareholders who hold, individually or collectively, more than 1% of the shares of the Bank for more than one hundred and eighty consecutive days shall have the right to request the Supervisory Committee in writing to file a lawsuit with the People's Court; if the Supervisory Committee, in the course of performing its duties for the Bank, violates the laws, administrative regulations or the provisions of the Articles of Association and causes losses to the Bank, the shareholders shall have the right to request the Board of Directors in writing to file a lawsuit with the People's Court. If the Supervisory Committee or the Board of Directors refuses to file a lawsuit upon receipt of a written request from shareholders as stipulated in the preceding paragraph, or fails to file a lawsuit within thirty days from the date of receipt of the request, or if the situation is so urgent that failure to file a lawsuit immediately will result in irreparable damage to the Bank's interests, the shareholders as stipulated in the preceding paragraph shall have the right to file a lawsuit in their own name directly to the People's Court in the interests of the Bank. In the event that a third party other than a director, supervisor or senior management member infringes upon the lawful rights and interests of the Bank and causes losses to the Bank, the shareholders specified in the first paragraph of this Article shall have the right to file a lawsuit with the People's Court in accordance with the provisions of the preceding two paragraphs.	Article 99	In the event that the directors or senior management **other than members of the audit committee**, in the course of performing their duties for the Bank, violate the laws, administrative regulations or the provisions of the Articles of Association and cause losses to the Bank, the shareholders who hold, individually or collectively, more than 1% of the shares of the Bank for more than one hundred and eighty consecutive days shall have the right to request the ~~Supervisory Committee~~ **audit committee** in writing to file a lawsuit with the People's Court; if the ~~Supervisory Committee~~**audit committee**, in the course of performing its duties for the Bank, violates the laws, administrative regulations or the provisions of the Articles of Association and causes losses to the Bank, the **aforementioned** shareholders shall have the right to request the Board of Directors in writing to file a lawsuit with the People's Court. If the ~~Supervisory Committee~~ **audit committee** or the Board of Directors refuses to file a lawsuit upon receipt of a written request from shareholders as stipulated in the preceding paragraph, or fails to file a lawsuit within thirty days from the date of receipt of the request, or if the situation is so urgent that failure to file a lawsuit immediately will result in irreparable damage to the Bank's interests, the shareholders as stipulated in the preceding paragraph shall have the right to file a lawsuit in their own name directly to the People's Court in the interests of the Bank. In the event that **any party** ~~a third party other than a director, supervisor or senior management member~~ infringes upon the lawful rights and interests of the Bank and causes losses to the Bank, the shareholders specified in the first paragraph of this Article shall have the right to file a lawsuit with the People's Court in accordance with the provisions of the preceding two paragraphs.

Original No.	Original Article	Amended No.	Amended Article
Article 102	The convenor shall ensure that the contents of the minutes are true, accurate and complete. The directors, supervisors and secretary of the Board of Directors attending the meeting shall sign the minutes. The minutes of the meeting, together with the signature book of the shareholders attending the meeting on-site and the proxy form for proxy attendance, as well as valid information relating to the voting online or by other means, shall be permanently kept by the Bank; and the minutes of the meeting, together with the signature book of the shareholders attending the meeting and a copy of the resolution formed at the meeting, shall be promptly submitted to the banking regulator for record.	Article 101	The convenor shall ensure that the contents of the minutes are true, accurate and complete. The directors~~, supervisors~~ and secretary of the Board of Directors attending the meeting shall sign the minutes. The minutes of the meeting, together with the signature book of the shareholders attending the meeting on-site and the proxy form for proxy attendance, as well as valid information relating to the voting online or by other means, shall be permanently kept by the Bank; and the minutes of the meeting, together with the signature book of the shareholders attending the meeting and a copy of the resolution formed at the meeting, shall be promptly submitted to the banking regulator for record.
Article 103	Minutes of a general meeting shall be prepared by the secretary of the Board of Directors. The minutes shall record the following: (I) the date and venue of the meeting, the agenda and the name of the convener; (II) the name of the chairman of the meeting and the names of attending directors, supervisors, the president of the Bank and other member of the senior management; (III) the number of attending shareholders and proxies, the total number of voting shares represented by the shareholders and proxies, and their percentage in the total share of the Bank; (IV) the summary of each course of consideration, attendee's opinion on motions and the voting result of each matter voted on; (V) the inquiries and suggestions of shareholders and the corresponding answers and explanations;	Article 102	Minutes of a general meeting shall be prepared by the secretary of the Board of Directors. The minutes shall record the following: (I) the date and venue of the meeting, the agenda and the name of the convener; (II) the name of the chairman of the meeting and the names of attending directors, ~~supervisors,~~ the president of the Bank and other ~~member~~**members** of the senior management; (III) the number of attending shareholders and proxies, the total number of voting shares represented by the shareholders and proxies, and their percentage in the total share of the Bank; (IV) the summary of each course of consideration, attendee's opinion on motions and the voting result of each matter voted on; (V) the inquiries and suggestions of shareholders and the corresponding answers and explanations;

Original No.	Original Article	Amended No.	Amended Article
	(VI) the name of lawyers, staff responsible for counting the votes and supervisors; (VII) any other matter which in the opinion of the meeting and in accordance with the provisions of the Articles of Association should be included.		(VI) the name of lawyers, staff responsible for counting the votes and supervisors; (VII) any other matter which in the opinion of the meeting and in accordance with the provisions of the Articles of Association should be included.
Article 104	The Bank shall formulated the rules of procedure for the general meeting, stipulating in detail the procedures for convening and voting at the general meeting, including notification, registration, consideration of proposals, voting, vote counting, announcement of voting results, formation of resolutions at the meeting, minutes of the meeting and their signatures, system for abstention from voting of related shareholders, and public announcements, etc., as well as the authorization principles of the general meeting to the Board of Directors, and the content of the authorization shall be clear and specific. The rules of procedure of the general meeting shall be formulated by the Board of Directors and approved by the general meeting.	Article 103	The Bank shall formulated the rules of procedure for the general meeting, stipulating in detail the procedures for convening**,** **holding** and voting at the general meeting, including notification, registration, consideration of proposals, voting, vote counting, announcement of voting results, formation of resolutions at the meeting, minutes of the meeting and their signatures, system for abstention from voting of related shareholders, and public announcements, etc., as well as the authorization principles of the general meeting to the Board of Directors, and the content of the authorization shall be clear and specific. The rules of procedure of the general meeting shall be formulated by the Board of Directors and approved by the general meeting.
Article 105	At the annual general meeting, the Board of Directors and the Supervisory Committee shall report to the general meeting on their work over the past year. Each independent director shall also report on his/her duties.	Article 104	At the annual general meeting, the Board of Directors ~~and the Supervisory Committee~~ shall report to the general meeting on their work over the past year. Each independent director shall also report on his/her duties.
Article 106	Directors, supervisors and senior management shall provide explanations and clarifications in response to shareholders' queries and suggestions at the general meeting.	Article 105	Directors~~, supervisors~~ and senior management shall provide explanations and clarifications in response to shareholders' queries and suggestions at the general meeting.

Original No.	Original Article	Amended No.	Amended Article
Article 113	Responsibilities of the Party Committee The Party Committee of the Bank shall play a leading role, supervising the Bank's direction of development, monitoring the whole picture and ensuring successful implementation. It shall discuss and make decisions on significant matters of the Bank in accordance with the regulations. Major operation and management matters shall be studied and discussed in advance by the Party Committee of the Bank before decisions are made by the Board of Directors in accordance with its terms of reference and prescribed procedures. The main responsibilities are: (I) to enhance the political Party building of the Bank, adhere to and implement the fundamental system, basic system and important system of socialism with Chinese characteristics as well as educate and guide all the Party members to closely follow the Communist Party of China Central Committee with General Secretary Xi Jinping at its core in terms of political stance, political direction, political principles and political path; (II) to thoroughly study and implement Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era, learn and propagate the Party's theory, thoroughly implement the Party's line, principles and policies as well as supervise and guarantee the implementation of major strategy deployments of the Communist Party of China Central Committee as well as the resolutions of the Party organization at a higher level in the Bank; (III) to study and discuss the significant operation and management matters of the Bank and support the general meeting, the Board of Directors, the Supervisory Committee and the management to exercise their rights and perform their duties in accordance with the laws;	Article 112	Responsibilities of the Party Committee The Party Committee of the Bank shall play a leading role, supervising the Bank's direction of development, monitoring the whole picture and ensuring successful implementation. It shall discuss and make decisions on significant matters of the Bank in accordance with the regulations. Major operation and management matters shall be studied and discussed in advance by the Party Committee of the Bank before decisions are made by the Board of Directors in accordance with its terms of reference and prescribed procedures. The main responsibilities are: (I) to enhance the political Party building of the Bank, adhere to and implement the fundamental system, basic system and important system of socialism with Chinese characteristics as well as educate and guide all the Party members to closely follow the Communist Party of China Central Committee with General Secretary Xi Jinping at its core in terms of political stance, political direction, political principles and political path; (II) to thoroughly study and implement Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era, learn and propagate the Party's theory, thoroughly implement the Party's line, principles and policies as well as supervise and guarantee the implementation of major strategy deployments of the Communist Party of China Central Committee as well as the resolutions of the Party organization at a higher level in the Bank; (III) to study and discuss the significant operation and management matters of the Bank and support the general meeting, the Board of Directors~~, the Supervisory Committee~~ and the management to exercise their rights and perform their duties in accordance with the laws;

Original No.	Original Article	Amended No.	Amended Article
	(IV) to strengthen the leadership and oversight role in the process of selection and appointment of personnel of the Bank, and the construction of the leadership, cadre and talent team of the Bank; (V) to undertake the main responsibility in improving the Party's conduct and upholding integrity, lead and support discipline inspection institutions to fulfil their supervisory and disciplining responsibilities as well as exercise strict administrative discipline and political rules and fully and rigorously implement Bank's self- governance at the primary level; (VI) to strengthen the building of Party organizations and teams of Party members at primary level, unite and lead officials and employees to devote themselves into the reform and development of the Bank; (VII) to lead the Bank's ideological and political work, the spirit and civilization progress, the united front work and lead mass organizations such as the Labour Union, Communist Youth League and Women's Organization of the Bank.		(IV) to strengthen the leadership and oversight role in the process of selection and appointment of personnel of the Bank, and the construction of the leadership, cadre and talent team of the Bank; (V) to undertake the main responsibility in improving the Party's conduct and upholding integrity, lead and support discipline inspection institutions to fulfil their supervisory and disciplining responsibilities as well as exercise strict administrative discipline and political rules and fully and rigorously implement Bank's self- governance at the primary level; (VI) to strengthen the building of Party organizations and teams of Party members at primary level, unite and lead officials and employees to devote themselves into the reform and development of the Bank; (VII) to lead the Bank's ideological and political work, the spirit and civilization progress, the united front work and lead mass organizations such as the Labour Union, Communist Youth League and Women's Organization of the Bank.

Original No.	Original Article	Amended No.	Amended Article
Article 115	Working Body and Staff The Bank has established an operation department under the Party Committee, which, acting as the working body for the implementation of Party building work, is responsible for various work, such as Party organization and building, team building for Party members, and the selection, appointment, education, cultivation, and management and supervision of the cadre team. The Bank has established a discipline inspection department, which, acting as the working body for the performance of discipline inspection duties, is responsible for disciplinary, supervisory and accountability work. The number of full-time staff for Party affairs should not be lower than the average establishment for departments at the same level.	Article 114	Working Body and Staff The Bank has established an operation department under the Party Committee, which, acting as the working body for the implementation of Party building work, is responsible for various work, such as Party organization and building, team building for Party members, and the selection, appointment, education, cultivation, and management and supervision of the cadre team. ~~The Bank has established a discipline inspection department, which, acting as the working body for the performance of discipline inspection duties, is responsible for disciplinary, supervisory and accountability work.~~**The Bank has established a discipline inspection and supervision body in accordance with regulations to diligently fulfill its supervisory responsibilities.** The number of full-time staff for Party affairs should not be lower than the average establishment for departments at the same level.

Original No.	Original Article	Amended No.	Amended Article
Article 118	Directors shall be elected or replaced at the general meeting. The term of office of a director is calculated from the date of assumption of office to the expiration of the current term of office of the Board of Directors. If a director is not re-elected in a timely manner upon expiration of his/her term of office, or if a director resigns during his/her term of office causing disruption to the normal operation of the Bank or resulting in the Board of Directors falling below the legally required quorum, the original director shall still perform the duties of a director in accordance with laws and regulations until the re-elected director assumes his/her office. A director may be concurrently serving as a president or other senior management member, but the total number directors concurrently serving as a president or other senior management together with the directors who are employee representatives shall not exceed one-half of the total number of directors of the Bank. The members of the Board of Directors shall be appointed for a term of three years and shall be eligible for re-election; among them, the independent directors shall not serve the Bank for more than six years in aggregate. According to the requirements of the Bank, the Board of Directors may include representatives of the Bank's employees, who shall be democratically elected by the Bank's employees through the employees' representative meeting, the employee general meeting or by other forms.	Article 117	Directors **(excluding employee representative directors)** shall be elected or replaced at the general meeting. The term of office of a director is calculated from the date of assumption of office to the expiration of the current term of office of the Board of Directors. If a director is not re-elected in a timely manner upon expiration of his/her term of office, or if a director resigns during his/her term of office causing disruption to the normal operation of the Bank or resulting in the Board of Directors falling below the legally required quorum, the original director shall still perform the duties of a director in accordance with laws and regulations until the re-elected director assumes his/her office. A director **(excluding employee representative director)** may be concurrently serving as a president or other senior management member, but the total number directors concurrently serving as a president or other senior management together with the directors who are employee representatives shall not exceed one-half of the total number of directors of the Bank. The members of the Board of Directors shall be appointed for a term of three years and shall be eligible for re-election; among them, the independent directors shall not serve the Bank for more than six years in aggregate. According to the requirements of the Bank, the Board of Directors may include representatives of the Bank's employees, who shall be democratically elected by the Bank's employees through the employees' representative meeting, the employee general meeting or by other forms.

Original No.	Original Article	Amended No.	Amended Article
Article 119	Any person who is under any of the following circumstances shall not be appointed as a director, supervisor or senior management member of the Bank: (I) lack of civil capacity or has limited civil capacity; (II) has been convicted criminal offence of corruption, bribery, embezzlement, misappropriation of property or disruption of the socialist market economic order, with less than five years having elapsed since the execution of the sentence, or has been deprived of political rights due to criminal conviction, with less than five years having elapsed since the execution of the sentence; (III) has been a director or factory director or manager of a company or enterprise which was bankrupt and liquidated, and he/she was held personally liable, with less than three years having elapsed since the date of completion of the bankruptcy and liquidation of the company or enterprise; (IV) has served as the legal representative of a company or enterprise whose business license was revoked or ordered to close due to illegal activities, and he/she was personally liable, with less than three years having elapsed since the date when business license of the company or enterprise was revoked; (V) a relatively large amount of personal debts was not repaid when due; (VI) has been banned from the securities market by the China Securities Regulatory Commission and the ban has not expired;	Article 118	Any person who is under any of the following circumstances shall not be appointed as a director~~, supervisor~~ or senior management member of the Bank: (I) lack of civil capacity or has limited civil capacity; (II) has been convicted criminal offence of corruption, bribery, embezzlement, misappropriation of property or disruption of the socialist market economic order, with less than five years having elapsed since the execution of the sentence, or has been deprived of political rights due to criminal conviction, with less than five years having elapsed since the execution of the sentence**, or has been granted a suspended sentence, with less than two years having elapsed since the date of expiration of the probation period of the suspended sentence**; (III) has been a director or factory director or manager of a company or enterprise which was bankrupt and liquidated, and he/she was held personally liable, with less than three years having elapsed since the date of completion of the bankruptcy and liquidation of the company or enterprise; (IV) has served as the legal representative of a company or enterprise whose business license was revoked or ordered to close due to illegal activities, and he/she was personally liable, with less than three years having elapsed since the date when ~~business license of~~ the company or enterprise was revoked **off its business license or ordered to close**; (V) **has been listed as defaulter subject to enforcement by the People's Court since** a relatively large amount of personal debts was not repaid when due;

Original No.	Original Article	Amended No.	Amended Article
	(VII) Other circumstances stipulated by laws, administrative regulations, departmental rules and regulations or securities regulatory rules of the place where the Bank's securities are listed. Any election or appointment of directors in violation of the provisions of this Article shall be null and void. If a director falls under any of the circumstances described in this Article during his term of office, he/she shall be removed from his/her position by the Bank.		(VI) has been banned from the securities market by the China Securities Regulatory Commission and the ban has not expired; **(VII) has been publicly determined by the stock exchange to be unfit to serve as a director or senior management member of a listed company, where the period of such determination has not yet expired;** (VII**I**) Other circumstances stipulated by laws, administrative regulations, departmental rules and regulations or securities regulatory rules of the place where the Bank's securities are listed. Any election or appointment of directors in violation of the provisions of this Article shall be null and void. If a director falls under any of the circumstances described in this Article during his term of office, he/she shall be removed from his/her position by the Bank.

Original No.	Original Article	Amended No.	Amended Article
Article 123	Directors shall comply with laws, administrative regulations and the Articles of Association, and fulfill the following fiduciary obligations to the Bank: (I) Not to take bribes or other illegal income by abusing their power, and not to embezzle the assets of the Bank; (II) Not to misappropriate the funds of the Bank; (III) Not to deposit the assets or funds of the Bank in an account opened under their own names or in the name of another individual; (IV) Not to lend the funds of the Bank to others or provide guarantees for others with the assets of the Bank without the consent of the general meeting or the Board of Directors in violation of the provisions of the Articles of Association; (V) Not to enter into contracts or conduct transactions with the Bank in violation of the provisions of the Articles of Association or without the consent of the general meeting; (VI) Not to take advantage of their position to seek business opportunities that should belong to the Bank for themselves or others, or to operate or operate for others the same type of business as the Bank without consent of the general meeting; (VII) Not to take commissions from transactions with the Bank for their own use; (VIII) Not to disclose the secrets of the Bank without authorization; (IX) Not to utilize their affiliated relationships to harm the interests of the Bank; (X) Other fiduciary obligations stipulated by laws, administrative regulations, departmental rules and regulations and the Articles of Association.	Article 122	Directors shall comply with laws, administrative regulations and the Articles of Association, and **shall have fiduciary obligations to the Bank, take measures to avoid conflicts between their personal interests and those of the Company, and shall not procure undue benefit by taking advantage of his/her functions and powers. Directors shall** fulfill the following fiduciary obligations to the Bank: (I) Not to take bribes or other illegal income by abusing their power, and not to embezzle the assets of the Bank; (II) Not to misappropriate the funds of the Bank; (III) Not to deposit the assets or funds of the Bank in an account opened under their own names or in the name of another individual; (IV) Not to lend the funds of the Bank to others or provide guarantees for others with the assets of the Bank without the consent of the general meeting or the Board of Directors in violation of the provisions of the Articles of Association; (V) Not to enter into contracts or conduct transactions**, directly and indirectly,** with the Bank **without reporting to the Board of Directors or the general meeting and obtaining approval through resolutions by the general meeting**~~in violation of the provisions of the Articles of Association or without the consent of the general meeting~~; (VI) Not to take advantage of their position to seek business opportunities that ~~should~~ belong to the Bank for themselves or others, **unless such business opportunities are not available to the Bank upon reporting to the Board of Directors or the general meeting and obtaining approval through resolutions by the general meeting or as required in laws, administrative regulations and the Articles of Association;**

Original No.	Original Article	Amended No.	Amended Article
	Any income obtained by a director in violation of this Article shall belong to the Bank; if any loss is caused to the Bank, the director shall be liable for compensation.		(VII) ~~or~~ **Not** to operate or operate for others the same type of business as the Bank without **reporting to the Board of Directors or the general meeting and obtaining approval through resolutions by the general meeting** ~~consent of the general meeting~~; (~~VII~~**VIII**) Not to take commissions from transactions with the Bank for their own use; (~~VIII~~**IX**) Not to disclose the secrets of the Bank without authorization; (~~IX~~**X**) Not to utilize their affiliated relationships to harm the interests of the Bank; (X**I**) Other fiduciary obligations stipulated by laws, administrative regulations, departmental rules and regulations and the Articles of Association. Any income obtained by a director in violation of this Article shall belong to the Bank; if any loss is caused to the Bank, the director shall be liable for compensation. **The provisions of the item (V) of this Article shall apply to the conclusion of contracts or engagement in transactions with the Bank by close relatives of the directors and senior management or enterprises directly or indirectly controlled by the directors and senior management or their close relatives, as well as persons who are otherwise related to the directors and senior management.**

Original No.	Original Article	Amended No.	Amended Article
Article 124	Directors shall comply with laws, administrative regulations, securities regulatory rules of the place where the securities of the Bank are listed and the Articles of Association, and fulfill the following diligence obligations to the Bank: (I) exercise the rights conferred by the Bank prudently, conscientiously and diligently to ensure that the commercial activities of the Bank comply with the requirements of national laws, administrative regulations and various national economic policies, and its commercial activities shall not exceed the business scope stipulated in its business license; (II) treat all shareholders fairly; (III) keep abreast of the business operation and management of the Bank in a timely manner; (IV) sign written confirmations on the Bank's periodic reports, ensure the truthfulness, accuracy and completeness of the information disclosed by the Bank; (V) provide relevant information and materials to the Supervisory Committee in a truthful manner and not to impede the Supervisory Committee or the supervisors from exercising their duties and powers; (VI) other duties of diligence stipulated by laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Bank's securities are listed and the Articles of Association.	Article 123	Directors shall comply with laws, administrative regulations, securities regulatory rules of the place where the securities of the Bank are listed and the Articles of Association **and, when performing their duties, shall exercise the reasonable care normally expected of managers in the best interests of the Bank**, and fulfill the following diligence obligations to the Bank: (I) exercise the rights conferred by the Bank prudently, conscientiously and diligently to ensure that the commercial activities of the Bank comply with the requirements of national laws, administrative regulations and various national economic policies, and its commercial activities shall not exceed the business scope stipulated in its business license; (II) treat all shareholders fairly; (III) keep abreast of the business operation and management of the Bank in a timely manner; (IV) sign written confirmations on the Bank's periodic reports, ensure the truthfulness, accuracy and completeness of the information disclosed by the Bank; (V) provide relevant information and materials to the ~~Supervisory Committee~~ **audit committee** in a truthful manner and not to impede the ~~Supervisory Committee or the supervisors~~ **audit committee** from exercising their duties and powers; (VI) other duties of diligence stipulated by laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Bank's securities are listed and the Articles of Association.

Original No.	Original Article	Amended No.	Amended Article
Article 134	No director shall act on behalf of the Bank or the Board of Directors in his/her personal capacity without the authorization prescribed in the Articles of Association or legally granted by the Board of Directors. When a director acts in his/her personal name, he/she shall declare his/her position and identity in advance in case a third party would reasonably believe that he/she is acting on behalf of the Bank or the Board of Directors. A director who violates the laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Bank's securities are listed or the Articles of Association in the performance of his/her duties for the Bank shall be liable to compensate the Bank for any loss caused to the Bank.	Article 133	No director shall act on behalf of the Bank or the Board of Directors in his/her personal capacity without the authorization prescribed in the Articles of Association or legally granted by the Board of Directors. When a director acts in his/her personal name, he/she shall declare his/her position and identity in advance in case a third party would reasonably believe that he/she is acting on behalf of the Bank or the Board of Directors. **If a director causes damage to others in the course of performing the duties of the Bank, the Bank shall be liable for compensation; if the director acts with intent or gross negligence, he/she shall also bear the liability for compensation.** A director who violates the laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Bank's securities are listed or the Articles of Association in the performance of his/her duties for the Bank shall be liable to compensate the Bank for any loss caused to the Bank.
Article 137	The nomination and election procedures for independent directors shall be conducted in accordance with the following principles: (I) The nomination committee of the Board of Directors, the Supervisory Committee, and shareholders who individually or collectively hold more than 1% of the total number of voting shares issued by the Bank may propose to the Board of Directors candidates for independent directors, and shareholders who have already nominated non-independent directors and their related parties shall not nominate independent directors; (II) Nominated candidates for independent directors shall be subject to a qualification review by the nomination committee of the Board of Directors, which shall focus on independence, professional knowledge, experience and competence; (III) The selection and appointment of independent directors shall be primarily based on market principles.	Article 136	The nomination and election procedures for independent directors shall be conducted in accordance with the following principles: (I) The nomination committee of the Board of Directors, ~~the Supervisory Committee,~~ and shareholders who individually or collectively hold more than 1% of the total number of voting shares issued by the Bank may propose to the Board of Directors candidates for independent directors, and shareholders who have already nominated non-independent directors and their related parties shall not nominate independent directors; (II) Nominated candidates for independent directors shall be subject to a qualification review by the nomination committee of the Board of Directors, which shall focus on independence, professional knowledge, experience and competence; (III) The selection and appointment of independent directors shall be primarily based on market principles.

Original No.	Original Article	Amended No.	Amended Article
Article 146	The chairman and vice-chairman of the Board of Directors shall be appointed amongst the directors of the Bank, and shall be elected and replaced by more than one half of all the directors, and shall hold office upon qualification review and approval by the banking regulatory authorities. The Board of Directors shall report to the regulatory authorities within 3 days after the resolution on the election and replacement of the chairman is made. Before the proposed chairman's qualification for the post is approved, the proposed chairman of the Board of Directors shall perform his duties on behalf of the chairman for a period of not more than six months. If the regulatory authorities deems that such person does not meet the qualifications for the post, the Board of Directors shall change the person who performs the duties on behalf of the chairman in accordance with the regulatory requirements. The chairman and vice-chairman of the Board of Directors must be audited by the audit department when they leave their posts.	Article 145	The chairman and vice-chairman of the Board of Directors shall be appointed amongst the directors of the Bank, and shall be elected and replaced by more than one half of all the directors, and shall hold office upon qualification review and approval by the banking regulatory authorities. The Board of Directors shall report to the regulatory authorities within 3 days after the resolution on the election and replacement of the chairman is made. Before the proposed chairman's qualification for the post is approved, the proposed chairman of the Board of Directors shall perform his duties on behalf of the chairman for a period of not more than six months. If the regulatory authorities deems that such person does not meet the qualifications for the post, the Board of Directors shall change the person who performs the duties on behalf of the chairman in accordance with the regulatory requirements. The chairman and vice-chairman of the Board of Directors must **accept the resignation audit** ~~be audited by the audit department~~ when they leave their posts.
Article 147	The vice chairman shall assist the chairman in performing duties. In the event that the chairman fails to or is unable to perform his duties, his duties shall be performed by the vice chairman on his behalf, failing which, a director shall be elected by more than half of all the directors to perform his/her duties.	Article 146	The vice chairman shall assist the chairman in performing duties. In the event that the chairman fails to or is unable to perform his duties, his duties shall be performed by the vice chairman on his behalf, failing which, a director shall be elected by **a majority** ~~more than half~~ of all the directors to perform his/her duties.

Original No.	Original Article	Amended No.	Amended Article
Article 151	The Bank shall have a Board of Directors, which is composed of executive directors and non-executive directors (including independent directors). Executive directors are directors who, in addition to being directors, undertake senior management responsibilities in the Bank. Non-executive directors are directors who do not hold positions other than director in the Bank and do not have senior management responsibilities.	Article 150	The Bank shall have a Board of Directors, which is composed of executive directors ~~and,~~ non-executive directors (including independent directors) **and employee representative director**. Executive directors are directors who, in addition to being directors, undertake senior management responsibilities in the Bank. Non-executive directors are directors who do not hold positions other than director in the Bank and do not have senior management responsibilities. **Employee representative directors shall be elected from among employee representatives, and senior management shall not concurrently serve as employee representative directors.**
Article 152	The Board of Directors consists of 13 directors, including 3 executive directors and 10 non-executive directors (of which the number of independent directors shall not be less than one-third of the total number of members of the Board of Directors in principle). The Board of Directors shall have a chairman and may have a vice-chairman. At least one of the independent directors shall have appropriate professional qualifications or appropriate accounting or related financial management expertise as required under the Hong Kong Listing Rules, and at least one of the independent directors shall be ordinarily resident in Hong Kong.	Article 151	The Board of Directors consists of 13 directors, including ~~3~~ **2** executive directors and 10 non-executive directors (of which the number of independent directors shall not be less than one-third of the total number of members of the Board of Directors in principle) **and 1 employee representative director**. The Board of Directors shall have a chairman and may have a vice-chairman. At least one of the independent directors shall have appropriate professional qualifications or appropriate accounting or related financial management expertise as required under the Hong Kong Listing Rules, and at least one of the independent directors shall be ordinarily resident in Hong Kong.
Article 154	The Board of Directors shall establish a standardized and open procedure for the election of directors, which shall take effect upon approval by the general meeting.	Article 153	The Board of Directors shall establish a standardized and open procedure for the election of directors, which shall take effect upon approval by the general meeting **(except for employee representative directors)**.

Original No.	Original Article	Amended No.	Amended Article
Article 161	The meetings of the Board of Directors are divided into regular meetings and extraordinary meetings. Regular meetings are held at least four times a year, approximately once per quarter. A meeting of the Board of Directors shall only be held if more than half of the directors are present. The resolutions of the Board of Directors must be passed by more than half of all directors, unless otherwise provided in the Articles of Association. For matters that are required to be voted on and approved by more than two-thirds of the directors of the Board of Directors as provided in the Articles of Association, the meeting of the Board of Directors shall only be held if more than two-thirds of the directors of the Board of Directors are present.	Article 160	The meetings of the Board of Directors are divided into regular meetings and extraordinary meetings. Regular meetings are held at least four times a year, approximately once per quarter. A meeting of the Board of Directors shall only be held if more than half of the directors are present. The resolutions of the Board of Directors must be passed by more than half of all directors, unless otherwise provided in the Articles of Association. For matters that are required to be voted on and approved by more than two-thirds of the directors of the Board of Directors as provided in the Articles of Association, the meeting of the Board of Directors shall only be held if more than two-thirds of the directors of the Board of Directors are present. **Before the Board of Directors makes a resolution on the following matters, it shall be approved by more than half of all members of the audit committee:** **(I) the engagement or dismissal of the accounting firm that undertakes the Bank's audit business;** **(II) the appointment and dismissal of the person in charge of financial affairs;** **(III) the disclosure of financial and accounting reports;** **(IV) other matters as prescribed by the securities regulatory authority under the State Council.**

Original No.	Original Article	Amended No.	Amended Article
Article 162	The Board of Directors shall convene an extraordinary meeting of the Board of Directors under any of the following circumstances: (I) When the chairman of the Board of Directors deems necessary; (II) When jointly proposed by more than one-third of the directors; (III) When proposed by the Supervisory Committee; (IV) When proposed by two or more independent directors; (V) When proposed by shareholders representing more than one-tenth of the voting rights. The notification method and notice period for convening extraordinary meetings of the Board of Directors may be determined separately.	Article 161	The Board of Directors shall convene an extraordinary meeting of the Board of Directors under any of the following circumstances: (I) When the chairman of the Board of Directors deems necessary; (II) When jointly proposed by more than one-third of the directors; (III) When proposed by the ~~Supervisory Committee~~**audit committee**; (IV) When proposed by two or more independent directors; (V) When proposed by shareholders representing more than one-tenth of the voting rights. The notification method and notice period for convening extraordinary meetings of the Board of Directors may be determined separately.
Article 163	Meetings of the Board of Directors shall be convened by the Chairman of the Board of Directors. Notice of a regular meeting shall be served on the directors and supervisors at least 14 days before the meeting. The main information and materials of the meeting shall be sent to all directors and supervisors in writing or by email 10 days before the meeting. Supervisors may attend the meeting of the Board of Directors as non-voting delegates, and at the same time other leaders of the Bank at the bank level may be notified to attend the meetings as non-voting delegates. Other relevant personnel may be temporarily invited to attend the meetings as required. When a meeting of the Board of Directors is convened, the banking regulatory authorities shall be notified at least three working days in advance.	Article 162	Meetings of the Board of Directors shall be convened by the Chairman of the Board of Directors. Notice of a regular meeting shall be served on the directors ~~and supervisors~~ at least 14 days before the meeting. The main information and materials of the meeting shall be sent to all directors ~~and supervisors~~ in writing or by email 10 days before the meeting. ~~Supervisors may attend the meeting of the Board of Directors as non-voting delegates,~~ **A**~~a~~nd at the same time other leaders of the Bank at the bank level may be notified to attend the meetings as non-voting delegates. Other relevant personnel may be temporarily invited to attend the meetings as required. When a meeting of the Board of Directors is convened, the banking regulatory authorities shall be notified at least three working days in advance.

Original No.	Original Article	Amended No.	Amended Article
Article 175	In principle, the proportion of independent directors in each of the audit committee, the nomination committee, the remuneration committee, the risk management committee and the related party transactions control committee shall not be less than one-third. Among them, all members of the audit committee shall be non-executive directors, while independent directors shall account for the respective majority of the audit committee, the nomination committee and the remuneration committee. Each of the audit committee, the nomination committee, the remuneration committee and the related transaction control committee shall be chaired or headed by independent directors. Members of the audit committee shall have professional knowledge and work experience in one aspect of finance, auditing and accounting or law, and at least one independent director shall have appropriate professional qualifications as stipulated in the Hong Kong Listing Rules, or appropriate accounting or related financial management expertise. The person in charge of the risk management committee shall have experience in judging and managing various risks. The director who serves as the head of the audit committee, related party transaction control committee and risk management committee shall work in the Bank for no less than 20 working days each year.	Article 174	In principle, the proportion of independent directors in each of the audit committee, the nomination committee, the remuneration committee, the risk management committee and the related party transactions control committee shall not be less than one-third. Among them, all members of the audit committee ~~shall be non-executive directors~~ **shall be directors who do not hold any senior management position in the Bank**, while independent directors shall account for the respective majority of the audit committee, the nomination committee and the remuneration committee. Each of the audit committee, the nomination committee, the remuneration committee and the related transaction control committee shall be chaired or headed by independent directors. **The audit committee shall consist of 3 members, including 2 independent directors. The employee representative serving as a member of the Board of Directors may also serve as a member of the audit committee.** Members of the audit committee shall have professional knowledge and work experience in one aspect of finance, auditing and accounting or law, and at least one independent director shall have appropriate professional qualifications as stipulated in the Hong Kong Listing Rules, or appropriate accounting or related financial management expertise. The person in charge of the risk management committee shall have experience in judging and managing various risks. The director who serves as the head of the audit committee, related party transaction control committee and risk management committee shall work in the Bank for no less than 20 working days each year.

Original No.	Original Article	Amended No.	Amended Article
Article 179	The audit committee is responsible for examining the Bank's risk and compliance status, accounting policies, financial reporting procedures and financial status; responsible for the Bank's annual audit work, making recommendations on the appointment and replacement of external audit firms, and making judgment reports on the authenticity, accuracy, completeness and timeliness of audited financial reporting information for submission to the Board of Directors for consideration.	Article 178	~~The audit committee is responsible for examining the Bank's risk and compliance status, accounting policies, financial reporting procedures and financial status; responsible for the Bank's annual audit work, making recommendations on the appointment and replacement of external audit firms, and making judgment reports on the authenticity, accuracy, completeness and timeliness of audited financial reporting information for submission to the Board of Directors for consideration.~~ **The Bank shall not establish a Supervisory Committee or appoint supervisors. The audit committee of the Board of Directors shall exercise the duties and powers of the Supervisory Committee as stipulated under the Company Law.** **The primary duties and powers of the audit committee are as follows:** **(I) to review the Bank's financial affairs;** **(II) to supervise the performance of duties by directors and senior management, and to propose the removal of any director or senior management who violates laws, administrative regulations, the Articles of Association, or resolutions of the general meeting;** **(III) to require directors or senior management to rectify any conduct that is detrimental to the interests of the Bank;** **(IV) to propose convening extraordinary general meetings, and to convene and preside over the general meetings when the Board of Directors fails to perform its duties as stipulated by the laws to convene and preside over the general meetings;** **(V) to submit proposals to the general meetings;** **(VI) to initiate legal proceedings against directors or senior management in accordance with the law.** **In addition to the foregoing duties and powers, the audit committee shall exercise such other duties and powers as stipulated in its terms of reference.**

Original No.	Original Article	Amended No.	Amended Article
Article 187	The supervisors of the Bank are natural persons. The supervisors of the Bank shall perform the following duties or obligations: (I) may attend the meetings of the Board of Directors and make enquiries or recommendations on matters resolved by the Board of Directors; (II) attend the meetings of the Supervisory Committee as scheduled, fully review the matters resolved by the Supervisory Committee, expressing opinions independently, professionally and objectively, and voting independently on the basis of prudent judgment; (III) be responsible for the resolutions passed by the Supervisory Committee; (IV) actively participate in the trainings organized by the Bank and the regulatory authorities to understand the rights and obligations of supervisors, to be familiar with relevant laws and regulations, and to acquire continuously professional knowledge and capabilities required for the performance of their duties and responsibilities; (V) be loyal and diligent to the Bank, perform their duties with due diligence and prudence, and ensure that they have sufficient time and energy to perform their duties; (VI) supervisors shall actively participate in the supervision and inspection activities organized by the Supervisory Committee, have the right to conduct independent investigations and collect evidence in accordance with laws, and raise questions and give supervisory opinions in a truthful and practical manner; (VII) comply with laws, regulations, regulatory requirements and the Articles of Association of the Bank.	~~Article 187~~	~~The supervisors of the Bank are natural persons. The supervisors of the Bank shall perform the following duties or obligations:~~ ~~(I) may attend the meetings of the Board of Directors and make enquiries or recommendations on matters resolved by the Board of Directors;~~ ~~(II) attend the meetings of the Supervisory Committee as scheduled, fully review the matters resolved by the Supervisory Committee, expressing opinions independently, professionally and objectively, and voting independently on the basis of prudent judgment;~~ ~~(III) be responsible for the resolutions passed by the Supervisory Committee;~~ ~~(IV) actively participate in the trainings organized by the Bank and the regulatory authorities to understand the rights and obligations of supervisors, to be familiar with relevant laws and regulations, and to acquire continuously professional knowledge and capabilities required for the performance of their duties and responsibilities;~~ ~~(V) be loyal and diligent to the Bank, perform their duties with due diligence and prudence, and ensure that they have sufficient time and energy to perform their duties;~~ ~~(VI) supervisors shall actively participate in the supervision and inspection activities organized by the Supervisory Committee, have the right to conduct independent investigations and collect evidence in accordance with laws, and raise questions and give supervisory opinions in a truthful and practical manner;~~ ~~(VII) comply with laws, regulations, regulatory requirements and the Articles of Association of the Bank.~~

Original No.	Original Article	Amended No.	Amended Article
Article 188	A supervisor may resign before the expiration of his/her term of office. If a supervisor fails to be re-elected in a timely manner after expiration of the term of office or if he/she resigns during the term of office resulting in the number of members of the Supervisory Committee falling below the minimum statutory number, the former supervisor shall continue to perform his/her duties as a supervisor in accordance with laws, regulations and the Articles of Association of the Bank before the newly elected supervisor takes office.	~~Article 188~~	~~A supervisor may resign before the expiration of his/her term of office. If a supervisor fails to be re-elected in a timely manner after expiration of the term of office or if he/she resigns during the term of office resulting in the number of members of the Supervisory Committee falling below the minimum statutory number, the former supervisor shall continue to perform his/her duties as a supervisor in accordance with laws, regulations and the Articles of Association of the Bank before the newly elected supervisor takes office.~~
Article 189	In accordance with the provisions of Article 146 of the Company Law and Articles 80 and 81 of the Measures for the Implementation of Administrative License for Chinese Commercial Banks, as well as those who have been disqualified from holding office by the banking regulatory authority, shall not be allowed to serve as supervisors of the Bank. Directors and senior management of the Bank shall not concurrently serve as supervisors.	~~Article 189~~	~~In accordance with the provisions of Article 146 of the Company Law and Articles 80 and 81 of the Measures for the Implementation of Administrative License for Chinese Commercial Banks, as well as those who have been disqualified from holding office by the banking regulatory authority, shall not be allowed to serve as supervisors of the Bank.~~ ~~Directors and senior management of the Bank shall not concurrently serve as supervisors.~~
Article 190	Supervisors may attend meetings of the Board of Directors, meetings of specialized committees of the Board of Directors, and meetings of senior management, and shall have the right to raise questions or make suggestions on the matters of the meetings, but shall not have the right to vote.	~~Article 190~~	~~Supervisors may attend meetings of the Board of Directors, meetings of specialized committees of the Board of Directors, and meetings of senior management, and shall have the right to raise questions or make suggestions on the matters of the meetings, but shall not have the right to vote.~~
Article 191	Supervisors shall faithfully perform their supervisory duties in accordance with laws and regulations and the Articles of Association of the Bank. Before assuming office, external supervisors shall make an affirmation to the Supervisory Committee to ensure that they have sufficient time and energy to fulfill their duties and undertake to perform their duties diligently.	~~Article 191~~	~~Supervisors shall faithfully perform their supervisory duties in accordance with laws and regulations and the Articles of Association of the Bank. Before assuming office, external supervisors shall make an affirmation to the Supervisory Committee to ensure that they have sufficient time and energy to fulfill their duties and undertake to perform their duties diligently.~~

Original No.	Original Article	Amended No.	Amended Article
Article 192	Supervisors shall not take advantage of their connections to jeopardize the Bank's interests and shall be liable for compensation if losses are caused to the Bank. Supervisors who violate laws, administrative regulations, departmental rules or the Articles of Association of the Bank in the course of performing their duties for the Bank shall be liable for compensation if they cause losses to the Bank.	~~Article 192~~	~~Supervisors shall not take advantage of their connections to jeopardize the Bank's interests and shall be liable for compensation if losses are caused to the Bank. Supervisors who violate laws, administrative regulations, departmental rules or the Articles of Association of the Bank in the course of performing their duties for the Bank shall be liable for compensation if they cause losses to the Bank.~~
Article 193	External supervisors shall enjoy the rights of supervisors. When all the external supervisors agree unanimously, they have the right to propose in writing that the Supervisory Committee shall propose to the Board of Directors the convening of an extraordinary general meeting. The Board of Directors shall make a response to agree or disagree in writing after receiving the proposal. When all the external supervisors consider that the information on the resolutions presented at the meeting is not adequate or accurate, they may jointly make a written proposal to postpone the convening of such meeting or the consideration and approval of relevant resolutions, and the Supervisory Committee shall adopt such proposal.	~~Article 193~~	~~External supervisors shall enjoy the rights of supervisors. When all the external supervisors agree unanimously, they have the right to propose in writing that the Supervisory Committee shall propose to the Board of Directors the convening of an extraordinary general meeting. The Board of Directors shall make a response to agree or disagree in writing after receiving the proposal.~~ ~~When all the external supervisors consider that the information on the resolutions presented at the meeting is not adequate or accurate, they may jointly make a written proposal to postpone the convening of such meeting or the consideration and approval of relevant resolutions, and the Supervisory Committee shall adopt such proposal.~~
Article 194	There shall be no relationship between external supervisors and the Bank and its substantial shareholders that would affect their independent judgment. In performing their duties, external supervisors should pay particular attention to the interests of depositors and the Bank as a whole.	~~Article 194~~	~~There shall be no relationship between external supervisors and the Bank and its substantial shareholders that would affect their independent judgment. In performing their duties, external supervisors should pay particular attention to the interests of depositors and the Bank as a whole.~~
Article 195	External supervisors shall not disclose commercial secrets relating to the Bank except in accordance with the provisions of the law and the Articles of Association of the Bank.	~~Article 195~~	~~External supervisors shall not disclose commercial secrets relating to the Bank except in accordance with the provisions of the law and the Articles of Association of the Bank.~~

Original No.	Original Article	Amended No.	Amended Article
Article 196	The Bank shall establish the Supervisory Committee, which shall be the Bank's internal oversight body. The Supervisory Committee shall be accountable to the general meeting and shall report on its work to the general meeting. Article 119 of the Articles of Association, which stipulates the circumstances where one may not serve as a director of the Bank, also applies the position as to a supervisor. Directors, the president of the Bank and other senior management officers may not concurrently serve as supervisors. Supervisors shall comply with the laws, administrative regulations, the securities regulatory rules of the place where the Bank's securities are listed and the Articles of Association, and owe a duty of loyalty and diligence to the Bank, and shall not utilize their powers to accept bribes or other illegal income, or misappropriation of the Bank's property.	~~Article 196~~	~~The Bank shall establish the Supervisory Committee, which shall be the Bank's internal oversight body. The Supervisory Committee shall be accountable to the general meeting and shall report on its work to the general meeting. Article 119 of the Articles of Association, which stipulates the circumstances where one may not serve as a director of the Bank, also applies the position as to a supervisor. Directors, the president of the Bank and other senior management officers may not concurrently serve as supervisors. Supervisors shall comply with the laws, administrative regulations, the securities regulatory rules of the place where the Bank's securities are listed and the Articles of Association, and owe a duty of loyalty and diligence to the Bank, and shall not utilize their powers to accept bribes or other illegal income, or misappropriation of the Bank's property.~~
Article 197	The Supervisory Committee shall have no fewer than three members. The Supervisory Committee shall consist of shareholder supervisors, employee supervisors and external supervisors, of which no less than one-third shall be employee supervisors or external supervisors. External supervisors are those who do not hold positions other than that of a supervisor in the Bank and do not have any relationship with the Bank, its shareholders or de facto controllers, which may affect their independent and objective judgment.	~~Article 197~~	~~The Supervisory Committee shall have no fewer than three members. The Supervisory Committee shall consist of shareholder supervisors, employee supervisors and external supervisors, of which no less than one-third shall be employee supervisors or external supervisors. External supervisors are those who do not hold positions other than that of a supervisor in the Bank and do not have any relationship with the Bank, its shareholders or de facto controllers, which may affect their independent and objective judgment.~~

Original No.	Original Article	Amended No.	Amended Article
Article 198	The Supervisory Committee consists of 11 members, including 4 external supervisors, 4 employee supervisors and 3 shareholder supervisors. Supervisors are appointed for a term of three years and are eligible for re-election. The term of office of the external supervisors shall not exceed six years. External supervisors shall not serve in more than two commercial banks at the same time, and shall not concurrently serve as external supervisors in financial institutions where a conflict of interest arises.	~~Article 198~~	~~The Supervisory Committee consists of 11 members, including 4 external supervisors, 4 employee supervisors and 3 shareholder supervisors. Supervisors are appointed for a term of three years and are eligible for re-election. The term of office of the external supervisors shall not exceed six years.~~ ~~External supervisors shall not serve in more than two commercial banks at the same time, and shall not concurrently serve as external supervisors in financial institutions where a conflict of interest arises.~~
Article 199	The Supervisory Committee has an office with full-time staff responsible for the daily work of the Supervisory Committee. The staff of the office of the Supervisory Committee shall have relevant professional knowledge in order to fully ensure the fulfillment of the Supervisory Committee's supervisory duties.	~~Article 199~~	~~The Supervisory Committee has an office with full-time staff responsible for the daily work of the Supervisory Committee. The staff of the office of the Supervisory Committee shall have relevant professional knowledge in order to fully ensure the fulfillment of the Supervisory Committee's supervisory duties.~~
Article 200	The Supervisory Committee shall have one chairman and may have one vice chairman. Both shall be elected by more than half of all the supervisors. The chairman of the Supervisory Committee shall be served by a professional person who shall at least have professional knowledge and working experience in any realm such as accounting, auditing, finance or law.	~~Article 200~~	~~The Supervisory Committee shall have one chairman and may have one vice chairman. Both shall be elected by more than half of all the supervisors. The chairman of the Supervisory Committee shall be served by a professional person who shall at least have professional knowledge and working experience in any realm such as accounting, auditing, finance or law.~~

Original No.	Original Article	Amended No.	Amended Article
Article 201	The chairman of the Supervisory Committee shall exercise the following duties and power: (I) to convene and preside over meetings of the Supervisory Committee; (II) to organize and perform duties of the Supervisory Committee; (III) to sign reports of the Supervisory Committee and other important documents; (IV) to report to general meetings on behalf of the Supervisory Committee; (V) to perform other duties and power as delegated by laws and regulations, supervisory regulations, the Articles of Association and the Supervisory Committee.	~~Article 201~~	~~The chairman of the Supervisory Committee shall exercise the following duties and power:~~ ~~(I) to convene and preside over meetings of the Supervisory Committee;~~ ~~(II) to organize and perform duties of the Supervisory Committee;~~ ~~(III) to sign reports of the Supervisory Committee and other important documents;~~ ~~(IV) to report to general meetings on behalf of the Supervisory Committee;~~ ~~(V) to perform other duties and power as delegated by laws and regulations, supervisory regulations, the Articles of Association and the Supervisory Committee.~~

Original No.	Original Article	Amended No.	Amended Article
Article 202	The Supervisory Committee of the Bank is independent and professional and shall exercise the following duties and power: (I) to supervise the performance and fulfillment of duties of our Directors and senior management; (II) to conduct comprehensive evaluation on the work performance of the Directors, supervisors and members of senior management; (III) to supervise the Board of Directors and senior management in making significant financial decisions and their implementation; (IV) to supervise the establishment and optimization of the internal control governance structure and the performance of its duties; (V) to supervise the establishment and optimization of the overall risk management governance structure and the performance of its duties; (VI) to disclose the relevant materials of the Supervisory Committee in a comprehensive, timely, objective and detailed manner; (VII) to review periodic reports of the Bank prepared by the Board of Directors and to provide written review opinions; (VIII) to inspect the financial affairs of the Bank; (IX) to supervise the duty performance of the Directors and senior management personnel in serving the Bank; to propose removal of any Director or senior management personnel who violates laws, administrative regulations, the Articles of Association of the Bank or the resolutions of any general meeting;	~~Article 202~~	~~The Supervisory Committee of the Bank is independent and professional and shall exercise the following duties and power:~~ ~~(I) to supervise the performance and fulfillment of duties of our Directors and senior management;~~ ~~(II) to conduct comprehensive evaluation on the work performance of the Directors, supervisors and members of senior management;~~ ~~(III) to supervise the Board of Directors and senior management in making significant financial decisions and their implementation;~~ ~~(IV) to supervise the establishment and optimization of the internal control governance structure and the performance of its duties;~~ ~~(V) to supervise the establishment and optimization of the overall risk management governance structure and the performance of its duties;~~ ~~(VI) to disclose the relevant materials of the Supervisory Committee in a comprehensive, timely, objective and detailed manner;~~ ~~(VII) to review periodic reports of the Bank prepared by the Board of Directors and to provide written review opinions;~~ ~~(VIII) to inspect the financial affairs of the Bank;~~ ~~(IX) to supervise the duty performance of the Directors and senior management personnel in serving the Bank; to propose removal of any Director or senior management personnel who violates laws, administrative regulations, the Articles of Association of the Bank or the resolutions of any general meeting;~~

Original No.	Original Article	Amended No.	Amended Article
	(X) to instruct any Director or senior management personnel to make rectification when his/her conduct is detrimental to the interests of the Bank; (XI) to propose the convening of an extraordinary general meeting and to convene and preside over the general meeting when the Board of Directors fails to perform its duties of convening and presiding over a general meeting in accordance with the Company Law; (XII) to put forward proposals to any general meeting; (XIII) to initiate a lawsuit against any Director and senior management personnel in accordance with the relevant provisions of the Company Law; (XIV) to conduct an investigation in case of finding abnormal operation of the Bank and to hire an accounting firm, a law firm or other professional institutions, if necessary, to assist it at the expense of the Bank; (XV) to exercise other duties and power which shall be exercised by the Supervisory Committee according to laws and regulations, regulatory requirements and the Articles of Association or as delegated by a general meeting.		~~(X) to instruct any Director or senior management personnel to make rectification when his/her conduct is detrimental to the interests of the Bank;~~ ~~(XI) to propose the convening of an extraordinary general meeting and to convene and preside over the general meeting when the Board of Directors fails to perform its duties of convening and presiding over a general meeting in accordance with the Company Law;~~ ~~(XII) to put forward proposals to any general meeting;~~ ~~(XIII) to initiate a lawsuit against any Director and senior management personnel in accordance with the relevant provisions of the Company Law;~~ ~~(XIV) to conduct an investigation in case of finding abnormal operation of the Bank and to hire an accounting firm, a law firm or other professional institutions, if necessary, to assist it at the expense of the Bank;~~ ~~(XV) to exercise other duties and power which shall be exercised by the Supervisory Committee according to laws and regulations, regulatory requirements and the Articles of Association or as delegated by a general meeting.~~
Article 203	The Supervisory Committee may establish a nomination committee, an audit committee, a superintending committee, etc. as appropriate. Each of such special committees shall formulate its working rules and operate in accordance with its working rules. In principle, every special committee shall be taken charged by an external supervisor.	~~Article 203~~	~~The Supervisory Committee may establish a nomination committee, an audit committee, a superintending committee, etc. as appropriate. Each of such special committees shall formulate its working rules and operate in accordance with its working rules. In principle, every special committee shall be taken charged by an external supervisor.~~

Original No.	Original Article	Amended No.	Amended Article
Article 204	In addition to performing its duties in accordance with the Company Law and other laws and regulations and the Articles of Association of the Bank, the Supervisory Committee shall also focus on the following matters: (I) the supervision of the Board of Directors to establish a sound business philosophy, value standards, make and decide the development strategies in line with the Bank's situation; (II) the evaluation of the soundness, rationality and prudence of the development strategies of the Bank, and formation of an evaluation report; (III) the supervision and inspection of the Bank's operational decision-making, risk management and internal control, and urging rectification; (IV) the supervision of the election and appointment process of Directors; (V) the supervision of the implementation of remuneration management policy of the Bank and soundness and reasonability of remuneration plan of senior management members; (VI) other matters stipulated by laws and regulations, regulatory requirements and the Articles of Association of the Bank.	~~Article 204~~	~~In addition to performing its duties in accordance with the Company Law and other laws and regulations and the Articles of Association of the Bank, the Supervisory Committee shall also focus on the following matters:~~ ~~(I) the supervision of the Board of Directors to establish a sound business philosophy, value standards, make and decide the development strategies in line with the Bank's situation;~~ ~~(II) the evaluation of the soundness, rationality and prudence of the development strategies of the Bank, and formation of an evaluation report;~~ ~~(III) the supervision and inspection of the Bank's operational decision-making, risk management and internal control, and urging rectification;~~ ~~(IV) the supervision of the election and appointment process of Directors;~~ ~~(V) the supervision of the implementation of remuneration management policy of the Bank and soundness and reasonability of remuneration plan of senior management members;~~ ~~(VI) other matters stipulated by laws and regulations, regulatory requirements and the Articles of Association of the Bank.~~
Article 205	The Bank's important decisions shall be reported to the Supervisory Committee in advance, and the information on operation conditions, financial conditions, important contracts, important events and cases, audit issues, significant changes in personnel, etc. shall be provided according to the requirements of the Supervisory Committee;	~~Article 205~~	~~The Bank's important decisions shall be reported to the Supervisory Committee in advance, and the information on operation conditions, financial conditions, important contracts, important events and cases, audit issues, significant changes in personnel, etc. shall be provided according to the requirements of the Supervisory Committee;~~

Original No.	Original Article	Amended No.	Amended Article
Article 206	The Supervisory Committee shall consider and review the profit distribution plan of the Bank, and express its opinions on the compliance and rationality of the profit distribution plan.	~~Article 206~~	~~The Supervisory Committee shall consider and review the profit distribution plan of the Bank, and express its opinions on the compliance and rationality of the profit distribution plan.~~
Article 207	The Supervisory Committee shall have an independent budget for its expenses. The Supervisory Committee has the right to independently allocate its financial resources according to its working needs. The Bank shall bear expenses of the Supervisory Committee for exercising its duties and power.	~~Article 207~~	~~The Supervisory Committee shall have an independent budget for its expenses. The Supervisory Committee has the right to independently allocate its financial resources according to its working needs. The Bank shall bear expenses of the Supervisory Committee for exercising its duties and power.~~
Article 208	The Supervisory Committee may perform its duties by taking the following methods such as off-site monitoring, examination, attending meetings, visits and interviews, reviewing reports, investigations, questionnaires, conducting audit on resignations, and appointing a third-party professional entity to assist its work. The Supervisory Committee has the right to use all information systems in relation to the operation and management of the Bank as required for performing its duties.	~~Article 208~~	~~The Supervisory Committee may perform its duties by taking the following methods such as off-site monitoring, examination, attending meetings, visits and interviews, reviewing reports, investigations, questionnaires, conducting audit on resignations, and appointing a third-party professional entity to assist its work.~~ ~~The Supervisory Committee has the right to use all information systems in relation to the operation and management of the Bank as required for performing its duties.~~
Article 209	The Supervisory Committee shall formulate comprehensive rules of procedure for the Supervisory Committee, covering notices of meetings, the manner of convening a meeting, preparation of documents, the method of voting, the mechanism for making proposals, minutes of meetings, signatures, etc. The rules of procedure of the Supervisory Committee shall be approved by the general meeting.	~~Article 209~~	~~The Supervisory Committee shall formulate comprehensive rules of procedure for the Supervisory Committee, covering notices of meetings, the manner of convening a meeting, preparation of documents, the method of voting, the mechanism for making proposals, minutes of meetings, signatures, etc. The rules of procedure of the Supervisory Committee shall be approved by the general meeting.~~

Original No.	Original Article	Amended No.	Amended Article
Article 210	The Supervisory Committee shall meet not less than four times a year and, in principle, shall be held quarterly. A meeting of the Supervisory Committee is convened and presided over by the chairman of the Supervisory Committee. In the event that the chairman of the supervisory committee is unable or fails to perform his duties due to special reasons, a supervisor jointly nominated by more than half of the supervisors shall convene and preside over the meeting.	~~Article 210~~	~~The Supervisory Committee shall meet not less than four times a year and, in principle, shall be held quarterly. A meeting of the Supervisory Committee is convened and presided over by the chairman of the Supervisory Committee. In the event that the chairman of the supervisory committee is unable or fails to perform his duties due to special reasons, a supervisor jointly nominated by more than half of the supervisors shall convene and preside over the meeting.~~
Article 211	To hold a meeting of the Supervisory Committee, all supervisors shall be notified in writing of the matters discussed ten days before the meeting.	~~Article 211~~	~~To hold a meeting of the Supervisory Committee, all supervisors shall be notified in writing of the matters discussed ten days before the meeting.~~
Article 212	The notice of a meeting of the Supervisory Committee shall contain the following information: (I) the date and venue of the meeting; (II) the duration of the meeting; (III) the reasons and topics of submission; (IV) the date of the notice.	~~Article 212~~	~~The notice of a meeting of the Supervisory Committee shall contain the following information:~~ ~~(I) the date and venue of the meeting;~~ ~~(II) the duration of the meeting;~~ ~~(III) the reasons and topics of submission;~~ ~~(IV) the date of the notice.~~

Original No.	Original Article	Amended No.	Amended Article
Article 213	A supervisor shall attend the meeting of Supervisory Committee in person upon receipt of a written notice. When he/she is unable to attend because of a specific reason, he/she may appoint another supervisor in writing to attend on his/her behalf. However, a supervisor shall not act as a proxy for more than two supervisors in a meeting of the Supervisory Committee. The supervisor who act as a proxy shall exercise his/her rights within the scope of authorization. A supervisor who fails to attend a meeting of the Supervisory Committee or entrust another supervisor to attend shall be deemed to have abstained from voting at such meeting. Supervisors shall attend in person at least two-thirds of the meetings of the Supervisory Committee each year. Each supervisor shall engage in supervisory work for the Bank for not less than 15 working days each year. If a supervisor fails to attend meetings of the Supervisory Committee in person or appoint other supervisors to attend on his/her behalf for two consecutive times, or fails to attend in person at least two-thirds of the meetings of the Supervisory Committee in a year, the supervisor shall be deemed to be unable to perform his/her duties. In such case, the Supervisory Committee shall submit a proposal to a general meeting, an employees' representative meeting, etc. to remove such supervisor.	~~Article 213~~	~~A supervisor shall attend the meeting of Supervisory Committee in person upon receipt of a written notice. When he/she is unable to attend because of a specific reason, he/she may appoint another supervisor in writing to attend on his/her behalf. However, a supervisor shall not act as a proxy for more than two supervisors in a meeting of the Supervisory Committee. The supervisor who act as a proxy shall exercise his/her rights within the scope of authorization. A supervisor who fails to attend a meeting of the Supervisory Committee or entrust another supervisor to attend shall be deemed to have abstained from voting at such meeting.~~ ~~Supervisors shall attend in person at least two-thirds of the meetings of the Supervisory Committee each year. Each supervisor shall engage in supervisory work for the Bank for not less than 15 working days each year.~~ ~~If a supervisor fails to attend meetings of the Supervisory Committee in person or appoint other supervisors to attend on his/her behalf for two consecutive times, or fails to attend in person at least two-thirds of the meetings of the Supervisory Committee in a year, the supervisor shall be deemed to be unable to perform his/her duties. In such case, the Supervisory Committee shall submit a proposal to a general meeting, an employees' representative meeting, etc. to remove such supervisor.~~

Original No.	Original Article	Amended No.	Amended Article
Article 214	For the following serious negligence of duty by a supervisor, the Supervisory Committee shall propose shall submit a proposal to a general meeting, an employees' representative meeting, etc. to remove such supervisor: (I) leakage of the commercial secrets of the Bank with damage to the lawful benefits of the Bank; (II) acceptance of improper benefits in the course of performing his/her duties; or pursuing own personal gains by making use of his/her position as an external supervisor; (III) negligence of irregularities or act of concealing the irregularities discovered in the course of supervision and inspection, leading to significant losses to the Bank; (IV) other serious dereliction of duty as stipulated by laws and regulations, supervision regulations and the Articles of Association.	~~Article 214~~	~~For the following serious negligence of duty by a supervisor, the Supervisory Committee shall propose shall submit a proposal to a general meeting, an employees' representative meeting, etc. to remove such supervisor:~~ ~~(I) leakage of the commercial secrets of the Bank with damage to the lawful benefits of the Bank;~~ ~~(II) acceptance of improper benefits in the course of performing his/her duties; or pursuing own personal gains by making use of his/her position as an external supervisor;~~ ~~(III) negligence of irregularities or act of concealing the irregularities discovered in the course of supervision and inspection, leading to significant losses to the Bank;~~ ~~(IV) other serious dereliction of duty as stipulated by laws and regulations, supervision regulations and the Articles of Association.~~
Article 215	An extraordinary meeting of the Supervisory Committee may be convened under any of the following circumstances: (I) when the chairman of the Supervisory Committee deems necessary; (II) When one-third or more of the supervisors make a joint proposal.	~~Article 215~~	~~An extraordinary meeting of the Supervisory Committee may be convened under any of the following circumstances:~~ ~~(I) when the chairman of the Supervisory Committee deems necessary;~~ ~~(II) When one-third or more of the supervisors make a joint proposal.~~
Article 216	A resolution of the Supervisory Committee may be made in two manners, voting at the on-site meeting and voting by circulating a written ballot, and must be approved by more than half of all the supervisors. Supervisors present at the meeting shall sign the minutes and the resolutions made. Those supervisors have the right to request that certain explanatory records be recorded on the minutes for their speeches delivered at the meeting. The meeting minutes will be kept forever.	~~Article 216~~	~~A resolution of the Supervisory Committee may be made in two manners, voting at the on-site meeting and voting by circulating a written ballot, and must be approved by more than half of all the supervisors. Supervisors present at the meeting shall sign the minutes and the resolutions made. Those supervisors have the right to request that certain explanatory records be recorded on the minutes for their speeches delivered at the meeting. The meeting minutes will be kept forever.~~

Original No.	Original Article	Amended No.	Amended Article
Article 217	The decisions, resolutions and meeting minutes of the Supervisory Committee shall be reported to the competent banking regulatory authority for its record in a timely manner.	~~Article 217~~	~~The decisions, resolutions and meeting minutes of the Supervisory Committee shall be reported to the competent banking regulatory authority for its record in a timely manner.~~
Article 218	The Supervisory Committee shall supervise the Bank's internal control and compliance work, and guide relevant departments to implement comprehensive supervision and evaluation of relevant positions of internal control and various businesses.	~~Article 218~~	~~The Supervisory Committee shall supervise the Bank's internal control and compliance work, and guide relevant departments to implement comprehensive supervision and evaluation of relevant positions of internal control and various businesses.~~
Article 219	The Supervisory Committee shall improve a duty performance evaluation system for the Board of Directors, the senior management and their members, specify the contents, standards and methods of evaluation and evaluate the duty performance of the Board of Directors, the senior management and their members.	~~Article 219~~	~~The Supervisory Committee shall improve a duty performance evaluation system for the Board of Directors, the senior management and their members, specify the contents, standards and methods of evaluation and evaluate the duty performance of the Board of Directors, the senior management and their members.~~
Article 220	When the Supervisory Committee is aware of that the Board of Directors, senior management and its members have violated the provisions of relevant laws and regulations, rules, the Articles of Association of the Bank, etc., it shall require them to make rectification within a prescribed time limit, and propose that relevant responsible personnel be held accountable.	~~Article 220~~	~~When the Supervisory Committee is aware of that the Board of Directors, senior management and its members have violated the provisions of relevant laws and regulations, rules, the Articles of Association of the Bank, etc., it shall require them to make rectification within a prescribed time limit, and propose that relevant responsible personnel be held accountable.~~
Article 221	When the Supervisory Committee is aware of that there is any irregularity with the Board of Directors, senior management and its members in making and executing important financial decisions, it shall order them to take rectification. If necessary, it can be reported to the competent regulatory authority.	~~Article 221~~	~~When the Supervisory Committee is aware of that there is any irregularity with the Board of Directors, senior management and its members in making and executing important financial decisions, it shall order them to take rectification. If necessary, it can be reported to the competent regulatory authority.~~

Original No.	Original Article	Amended No.	Amended Article
Article 222	The Supervisory Committee shall review the internal control inspection report and self-assessment report of the Bank. For any irregularity identified in the internal control inspection and self-assessment, the Board of Directors and senior management shall be required to rectify in a timely manner within the prescribed time limit, and track and supervise the rectification. If the Board of Directors and senior management refuses or delays in taking disciplinary or rectification measures, the Supervisory Committee shall report to the competent banking regulatory authority and to the general meeting of shareholders.	~~Article 222~~	~~The Supervisory Committee shall review the internal control inspection report and self-assessment report of the Bank. For any irregularity identified in the internal control inspection and self-assessment, the Board of Directors and senior management shall be required to rectify in a timely manner within the prescribed time limit, and track and supervise the rectification.~~ ~~If the Board of Directors and senior management refuses or delays in taking disciplinary or rectification measures, the Supervisory Committee shall report to the competent banking regulatory authority and to the general meeting of shareholders.~~

Original No.	Original Article	Amended No.	Amended Article
Article 226	The president of the Bank is accountable to the Board of Directors, and the president of the Bank exercises the following powers: (I) to propose to the Board of Directors the appointment or dismissal of the Bank's senior management, including the vice-president of the Bank and the chief financial officer; (II) to appoint or dismiss internal management personnel of all functional departments and branch offices other than those required to be appointed or dismissed by the Board of Directors; (III) on behalf of senior management, submit business plans and investment proposals to the Board of Directors, and organize and implement them after approval by the Board of Directors; (IV) to organize the implementation of the resolutions of the Board of Directors and report to the Board of Directors; (V) to preside the operation and management of the Bank and be responsible for the day-to-day administrative, operational and financial management of the Bank and handle important external business on behalf of the Bank within the scope of authorization; (VI) to authorize senior management personnels and the management personnel of all functional departments and branch offices to conduct business activities;	Article 189	The president of the Bank is accountable to the Board of Directors, and the president of the Bank exercises the following powers: (I) to propose to the Board of Directors the appointment or dismissal of the Bank's senior management, including the vice-president of the Bank and the chief financial officer; (II) to appoint or dismiss internal management personnel of all functional departments and branch offices other than those required to be appointed or dismissed by the Board of Directors; (III) on behalf of senior management, submit business plans and investment proposals to the Board of Directors, and organize and implement them after approval by the Board of Directors; (IV) to organize the implementation of the resolutions of the Board of Directors and report to the Board of Directors; (V) to preside the operation and management of the Bank and be responsible for the day-to-day administrative, operational and financial management of the Bank and handle important external business on behalf of the Bank within the scope of authorization; (VI) to authorize senior management personnels and the management personnel of all functional departments and branch offices to conduct business activities;

Original No.	Original Article	Amended No.	Amended Article
	(VII) to decide on the employment, deployment, promotion and demotion, salary, rewards and punishments, and termination and dismissal of the Bank's employees (except for the management personnel of all internal functional departments and branch offices); (VIII) to prepare the Bank's annual financial budget, final accounts and profit distribution plan; (IX) to draft plans for the establishment of an internal management structure and basic management system of the Bank; to formulate specific regulations of the Bank. (X) to formulate a contingency plan for the Bank to take emergency measures in the event of a major contingency and to report immediately to the banking regulatory authorities, the Board of Directors and the Supervisory Committee; (XI) other powers and functions to be exercised by the president of the Bank in accordance with laws, rules, regulations, the Bank's Articles of Association and authorization by the Board of Directors. The president of the Bank shall be present at meetings of the Board of Directors.		(VII) to decide on the employment, deployment, promotion and demotion, salary, rewards and punishments, and termination and dismissal of the Bank's employees (except for the management personnel of all internal functional departments and branch offices); (VIII) to prepare the Bank's annual financial budget, final accounts and profit distribution plan; (IX) to draft plans for the establishment of an internal management structure and basic management system of the Bank; to formulate specific regulations of the Bank. (X) to formulate a contingency plan for the Bank to take emergency measures in the event of a major contingency and to report immediately to the banking regulatory authorities, the Board of Directors and the ~~Supervisory Committee~~ **audit committee**; (XI) other powers and functions to be exercised by the president of the Bank in accordance with laws, rules, regulations, the Bank's Articles of Association and authorization by the Board of Directors. The president of the Bank shall be present at meetings of the Board of Directors.

Original No.	Original Article	Amended No.	Amended Article
Article 228	The senior management carries out operational and management activities in accordance with the Bank's Articles of Association and the authorization of the Board of Directors, and actively implements the resolutions of the general meetings and the resolutions of the Board of Directors to ensure that the Bank's operations are in line with the development strategies, risk appetite and other policies formulated and approved by the Board of Directors. Senior management is responsible to the Board of Directors and is subject to the supervision of the Supervisory Committee, and shall make timely, accurate and complete reports on the Company's operation and management and provide relevant information as required by the Board of Directors and the Supervisory Committee. The senior management shall not be interfered with the operation and management activities within its terms of reference in accordance with the law. The senior management of the Bank shall abide by the laws, regulations, regulatory requirements and the Articles of Association, have good professional ethics and adhere to high standards of professional ethics, and assume his/her obligation of fidelity and diligence to the Bank, perform his/her duties in good faith, conscientiously and prudently, and ensure sufficient time and efforts are available to perform his/her duties, and shall not be slack in performing his/her duties or exceed his/her authority. The senior management shall abide by the principle of integrity and adhere to the principles of objectivity, fairness, openness and pragmatism in all business operations, and shall not seek business opportunities belonging to the Bank for himself/herself or others, nor shall they accept any benefits in connection with the Bank's transactions, nor shall he/she hold concurrent positions in other economic organizations. If any senior management fails to faithfully perform duties or violates the duty of good faith, causing damage to the interests of the Bank and the public shareholders, he/she shall bear the legal liability of compensation.	Article 191	The senior management carries out operational and management activities in accordance with the Bank's Articles of Association and the authorization of the Board of Directors, and actively implements the resolutions of the general meetings and the resolutions of the Board of Directors to ensure that the Bank's operations are in line with the development strategies, risk appetite and other policies formulated and approved by the Board of Directors. Senior management is responsible to the Board of Directors and is subject to the supervision of the ~~Supervisory Committee~~ **audit committee**, and shall make timely, accurate and complete reports on the Company's operation and management and provide relevant information as required by the Board of Directors and the ~~Supervisory Committee~~ **audit committee**. The senior management shall not be interfered with the operation and management activities within its terms of reference in accordance with the law. The senior management of the Bank shall abide by the laws, regulations, regulatory requirements and the Articles of Association, have good professional ethics and adhere to high standards of professional ethics, and assume his/her obligation of fidelity and diligence to the Bank, perform his/her duties in good faith, conscientiously and prudently, and ensure sufficient time and efforts are available to perform his/her duties, and shall not be slack in performing his/her duties or exceed his/her authority. The senior management shall abide by the principle of integrity and adhere to the principles of objectivity, fairness, openness and pragmatism in all business operations, and shall not seek business opportunities belonging to the Bank for himself/herself or others, nor shall they accept any benefits in connection with the Bank's transactions, nor shall he/she hold concurrent positions in other economic organizations. If any senior management fails to faithfully perform duties or violates the duty of good faith, causing damage to the interests of the Bank and the public shareholders, he/she shall bear the legal liability of compensation.

Original No.	Original Article	Amended No.	Amended Article
Article 230	Article 119 of the Articles of Association concerning the circumstances under which a person may not be a director shall also apply to the senior management. Requirements set out in Article 123 hereof with respect to the directors' duty of good faithfulness and the requirements set out in items (iv), (v) and (vi) of Article 124 hereof with respect to the obligations of diligence shall also be applicable to the senior management.	Article 193	~~Article 119 of~~ **Requirements set out in** the Articles of Association concerning the circumstances under which a person may not be a director **and the resignation management system** shall also apply to the senior management. Requirements set out in **the Articles of Association** ~~Article 123 hereof with respect to the directors' duty of good faithfulness and the requirements set out in items (iv), (v) and (vi) of Article 124 hereof with respect to the obligations of diligence~~ **with respect to the directors' duty of good faithfulness and the obligations of diligence** shall also be applicable to the senior management.

Original No.	Original Article	Amended No.	Amended Article
Article 232	The Bank may establish a chief audit officer. The chief audit officer is responsible for the Board of Directors and its audit committee, and reports regularly to the Board of Directors, its audit committee and the Supervisory Committee on his/her work, and informs the senior management. The chief audit officer is responsible for formulating and implementing the internal audit system, including the internal audit charter, audit workflow, standards of practice, and code of ethics, as well as organizing the implementation of medium – and long-term audit planning and annual audit plans, and is responsible for the overall quality of the internal audit. Prior to the establishment of the chief audit officer, the person in charge of the internal audit department assumed the duties of the chief audit officer. The chief audit officer and the person in charge of the audit department shall be nominated by the chairman of the Board of Directors, the nomination committee of the Board of Directors, or one-third or more of the directors, and shall be appointed or dismissed by the Board of Directors. The appointment and dismissal of the chief audit officer shall be reported to the supervisory authorities in a timely manner.	Article 195	The Bank may establish a chief audit officer. The chief audit officer is responsible for the Board of Directors and its audit committee, and reports regularly to the Board of Directors**, and** its audit committee ~~and the Supervisory Committee~~ on his/her work, and informs the senior management. The chief audit officer is responsible for formulating and implementing the internal audit system, including the internal audit charter, audit workflow, standards of practice, and code of ethics, as well as organizing the implementation of medium – and long-term audit planning and annual audit plans, and is responsible for the overall quality of the internal audit. Prior to the establishment of the chief audit officer, the person in charge of the internal audit department assumed the duties of the chief audit officer. The chief audit officer and the person in charge of the audit department shall be nominated by the chairman of the Board of Directors, the nomination committee of the Board of Directors, or one-third or more of the directors, and shall be appointed or dismissed by the Board of Directors. The appointment and dismissal of the chief audit officer shall be reported to the supervisory authorities in a timely manner.

Original No.	Original Article	Amended No.	Amended Article
Newly added		Article 198	**The Bank shall establish a chief compliance officer who is directly under the leadership of the chairman of the Board of Directors and the president of the Bank, responsible to the Board of Directors, and bears specific leadership responsibility for the compliance management of the Bank and its staff. The chief compliance officer shall be responsible for the compliance management work of the Bank, organise and promote the establishment of the compliance management system, supervise the performance of duties by the compliance management department and compliance posts, organise and promote the strict implementation and effective execution of compliance norms within the Bank, organise and promote the system building, compliance review, compliance inspection and evaluation, handling of significant compliance incidents, compliance assessment, issue rectification and team building of compliance management, etc., to ensure the orderly operation of compliance management work; and perform compliance management duties such as regular reporting to regulatory authorities as required.** **The chief compliance officer shall be nominated by the chairman of the Board of Directors or the nomination committee of the Board of Directors, or nominated by more than one-third of the directors, and shall be appointed or dismissed by the Board of Directors. The appointment and dismissal of the chief compliance officer shall be reported to the regulatory authorities in a timely manner.**

Original No.	Original Article	Amended No.	Amended Article
Article 235	The term of office of senior management personnel appointed by the Board of Directors, such as the secretary to the Board, the chief financial officer, the chief risk officer, the chief information officer, the chief audit officer and the head of the Audit Department, shall coincide with the term of office of the Board of Directors, and they shall be subject to an exit audit upon termination of their office.	Article 199	The term of office of senior management personnel appointed by the Board of Directors, such as the secretary to the Board, the chief financial officer, the chief risk officer, the chief information officer, **chief compliance officer,** the chief audit officer and the head of the Audit Department, shall coincide with the term of office of the Board of Directors, and they shall be subject to an exit audit upon termination of their office.
Article 237	The senior management should establish a system for reporting information to the Board of Directors and its specialized committees and the Supervisory Committee and its specialized committees, specifying the types, contents, time and manner of reporting information to ensure that Directors and supervisors are able to obtain all types of information in a timely and accurate manner. ◦	Article 201	The senior management should establish a system for reporting information to the Board of Directors and its specialized committees ~~and the Supervisory Committee and its specialized committees~~, specifying the types, contents, time and manner of reporting information to ensure that Directors ~~and supervisors~~ are able to obtain all types of information in a timely and accurate manner.
Article 239	The senior management personnel shall be subject to the supervision of the Supervisory Committee and shall regularly provide the Supervisory Committee with information on the Bank's operating results, material contracts, financial condition, risk conditions and operating business prospects, and shall not obstruct or impede the Supervisory Committee's inspections and supervisory activities conducted in accordance with its terms of reference.	Article 203	The senior management personnel shall be subject to the supervision of the ~~Supervisory Committee~~ **audit committee** and shall regularly provide the ~~Supervisory Committee~~ **audit committee** with information on the Bank's operating results, material contracts, financial condition, risk conditions and operating business prospects, and shall not obstruct or impede the ~~Supervisory Committee~~ **audit committee**'s inspections and supervisory activities conducted in accordance with its terms of reference.
Article 240	The operation and management activities conducted by the senior management of the Bank within its terms of reference in accordance with laws shall not be intervened. If they are intervened by the directors and the Chairman beyond their terms of reference, the senior management of the Bank shall be entitled to request the Supervisory Committee to stop the intervention and report to the banking regulatory authorities.	Article 204	The operation and management activities conducted by the senior management of the Bank within its terms of reference in accordance with laws shall not be intervened. If they are intervened by the directors and the Chairman beyond their terms of reference, the senior management of the Bank shall be entitled to request the ~~Supervisory Committee~~ **audit committee** to stop the intervention and report to the banking regulatory authorities.

Original No.	Original Article	Amended No.	Amended Article
Article 241	The members of the senior management should remain relatively stable and shall not be arbitrarily adjusted during their term of office. If adjustment is necessary, the Bank should report the adjustment to the banking regulatory authorities for archiving, and report to the banking regulatory authorities to examine the qualifications of the new members of the senior management in accordance with the relevant regulations. The members of the senior management shall have the right to request the Supervisory Committee to raise an objection to the Board of Directors's violation of the appointment and removal regulations, and shall make a report to the banking regulatory authorities.	Article 205	The members of the senior management should remain relatively stable and shall not be arbitrarily adjusted during their term of office. If adjustment is necessary, the Bank should report the adjustment to the banking regulatory authorities for archiving, and report to the banking regulatory authorities to examine the qualifications of the new members of the senior management in accordance with the relevant regulations. The members of the senior management shall have the right to request the ~~Supervisory Committee~~ **audit committee** to raise an objection to the Board of Directors's violation of the appointment and removal regulations, and shall make a report to the banking regulatory authorities.
Article 259	The provident fund of the Bank shall be used to make up for losses of the Bank, expand the operating scale or increase the Bank's capital. However, capital reserve fund shall not be used to make up for the losses of the Bank. When the shareholders' meeting resolves to convert the provident fund to capital, the Bank will distribute new shares in proportion to the shareholders' original shareholdings after submitting the resolution to the banking regulatory authorities for approval. But the remaining statutory reserve fund, after conversion into the registered capital, shall not be less than 25% of the registered capital prior to such conversion.	Article 223	The provident fund of the Bank shall be used to make up for losses of the Bank, expand the **production and** operating scale or increase the Bank's **registered** capital. **When making up losses with the provident fund, the Bank shall first use the discretionary provident fund and the statutory reserve fund; if the losses still cannot be fully covered, the capital reserve fund may be used in accordance with the relevant regulations.** ~~However, capital reserve fund shall not be used to make up for the losses of the Bank.~~ When the shareholders' meeting resolves to convert the provident fund to capital, the Bank will distribute new shares in proportion to the shareholders' original shareholdings after submitting the resolution to the banking regulatory authorities for approval. But the remaining statutory reserve fund, after conversion into the registered capital, shall not be less than 25% of the registered capital prior to such conversion.

Original No.	Original Article	Amended No.	Amended Article
Article 279	Notices of the meetings of the Board of Directors and the Supervisory Committee of the Bank are mainly delivered by announcement, post, email and personal delivery, accompanied by telephone and text messages.	Article 243	Notices of the meetings of the Board of Directors ~~and the Supervisory Committee~~ of the Bank are mainly delivered by announcement, post, email and personal delivery, accompanied by telephone and text messages.
Article 286	At the time of merger, the parties to the merger shall enter into a merger agreement. The creditors' rights and debts of the parties to the merger shall be inherited by the surviving or newly established subject after the merger; in the case of division, their properties shall be divided accordingly. For merger or division of the Bank, a balance sheet and an inventory of assets shall be prepared. The Bank shall notify its creditors within 10 days of passing the resolution on merger or division and make an announcement in newspapers within 30 days. The creditors may, within 30 days after receiving the notice, or within 45 days after the publication of the announcement for failure to receive the notice, require the Bank to settle its debts or provide corresponding guarantee. The companies after the division shall be jointly and severally liable for the debts of the Bank before the division. However, unless it is otherwise stipulated in the written agreement on settlement of debts reached between the Bank and the creditors prior to the division.	Article 250	At the time of merger, the parties to the merger shall enter into a merger agreement. The creditors' rights and debts of the parties to the merger shall be inherited by the surviving or newly established subject after the merger; in the case of division, their properties shall be divided accordingly. For merger or division of the Bank, a balance sheet and an inventory of assets shall be prepared. The Bank shall notify its creditors within 10 days of passing the resolution on merger or division and make an announcement in newspapers **or the National Enterprise Credit Information Publicity System** within 30 days. The creditors may, within 30 days after receiving the notice, or within 45 days after the publication of the announcement for failure to receive the notice, require the Bank to settle its debts or provide corresponding guarantee. The companies after the division shall be jointly and severally liable for the debts of the Bank before the division. However, unless it is otherwise stipulated in the written agreement on settlement of debts reached between the Bank and the creditors prior to the division.

Original No.	Original Article	Amended No.	Amended Article
Article 287	If the Bank needs to reduce its registered capital, it must prepare a balance sheet and an inventory of assets. The Bank shall notify its creditors within 10 days after passing the resolution to reduce its registered capital, and make an announcement in newspapers within 30 days. The creditors shall have the right to demand the Bank to settle debts or provide corresponding guarantee within 30 days after receiving the notice, or within 45 days after the publication of the announcement for the creditors who fail to receive the notice. The registered capital of the Bank after the capital reduction shall not be less than the statutory minimum amount.	Article 251	If the Bank needs to reduce its registered capital, it must prepare a balance sheet and an inventory of assets. The Bank shall notify its creditors within 10 days after passing the resolution **by the general meeting** to reduce its registered capital, and make an announcement in newspapers **or the National Enterprise Credit Information Publicity System** within 30 days. The creditors shall have the right to demand the Bank to settle debts or provide corresponding guarantee within 30 days after receiving the notice, or within 45 days after the publication of the announcement for the creditors who fail to receive the notice. **When the Bank reduces its registered capital, it shall reduce its capital contribution or shares in proportion to shares held by shareholders, unless otherwise provided by law or the Articles of Association.** The registered capital of the Bank after the capital reduction shall not be less than the statutory minimum amount.

Original No.	Original Article	Amended No.	Amended Article
Article 291	The Bank shall be dissolved and liquidated in accordance with the law, in case of any of the situations: (I) the adoption of a dissolution resolution by the shareholders' general meeting; (II) dissolution due to merger or division; (III) where it is revoked or goes bankrupt according to law upon the approval of the banking regulatory authority due to its inability to pay its due debts; (IV) if the Bank encounters serious difficulties in operation and management, and the continuation of its existence will cause significant losses to the interests of the shareholders and cannot be resolved by other means, shareholders holding 10% or more of the voting rights of the Bank may petition the people's court to dissolve the Bank; (V) it is revoke or closed down, or has its business license revoked due to violation of the laws and regulations.	Article 255	The Bank shall be dissolved and liquidated in accordance with the law, in case of any of the situations: (I) **upon the expiration of the business term as prescribed in the Articles of Association, or upon the occurrence of other dissolution events as stipulated in the Articles of Association;** **(II)** the adoption of a dissolution resolution by the shareholders' general meeting; (~~I~~**III**) dissolution due to merger or division; (~~II~~**IV**) where it is revoked or goes bankrupt according to law upon the approval of the banking regulatory authority due to its inability to pay its due debts; (~~IV~~**V**) if the Bank encounters serious difficulties in operation and management, and the continuation of its existence will cause significant losses to the interests of the shareholders and cannot be resolved by other means, shareholders holding 10% or more of the voting rights of the Bank may petition the people's court to dissolve the Bank;

Original No.	Original Article	Amended No.	Amended Article
	When the Bank is to be dissolved pursuant to the provisions of Items (1) and (4) of this Article, a liquidation team shall be established within 15 days after the approval by the banking regulatory authority, and the candidate of which shall be determined by an ordinary resolution at the general meeting of the Bank. If the Bank is to be dissolved pursuant to the provisions of subparagraph (3) of this Article, it shall be declared bankrupt by the people's court with the consent of the banking regulatory authority. Where a commercial bank is declared bankrupt, the people's court shall organize the banking regulatory institution and other relevant departments and personnel to establish a liquidation team to carry out liquidation. If the Bank is to be dissolved due to the provisions of subparagraph (5) of this Article, the banking regulatory institution shall organize the shareholders, relevant authorities and relevant professionals to establish a liquidation team for liquidation.		(~~V~~**VI**) it is revoke or closed down, or has its business license revoked due to violation of the laws and regulations. **If the Bank encounters any dissolution event as stipulated in the preceding paragraph, the dissolution event shall be disclosed through the National Enterprise Credit Information Publicity System within ten days.** **Where the Bank encounters the circumstances referred to in Items (I) or (II) of this Article, and no distribution of assets has yet been made to the shareholders, the Bank may continue its existence by amending the Articles of Association or by a resolution of the general meeting. Any amendment to the Articles of Association or a resolution of the general meeting pursuant to the preceding paragraph shall be approved by not less than two-thirds of the voting rights held by the shareholders present at the general meeting.** When the Bank is to be dissolved pursuant to the provisions of Items (~~1~~**II**) and (~~4~~**V**) of this Article, a liquidation team shall be established within 15 days after the approval by the banking regulatory authority, and the candidate of which shall be determined by an ordinary resolution at the general meeting of the Bank. If the Bank is to be dissolved pursuant to the provisions of subparagraph (~~3~~**IV**) of this Article, it shall be declared bankrupt by the people's court with the consent of the banking regulatory authority. Where a commercial bank is declared bankrupt, the people's court shall organize the banking regulatory institution and other relevant departments and personnel to establish a liquidation team to carry out liquidation. If the Bank is to be dissolved due to the provisions of subparagraph (~~5~~**VI**) of this Article, the banking regulatory institution shall organize the shareholders, relevant authorities and relevant professionals to establish a liquidation team for liquidation.

Original No.	Original Article	Amended No.	Amended Article
Article 293	The liquidation team shall notify the creditors within 10 days of its establishment, and make an announcement in the newspapers within 60 days. The creditors shall declare their creditors' rights to the liquidation team within 30 days after receiving the notice, or within 45 days after the publication of the announcement if they fail to receive the notice. When a creditor declares its claim, it shall explain the relevant matters of the claim and provide supporting materials. The liquidation team shall register the claims. During the period of claiming creditors' rights, the liquidation team shall not make repayment to creditors.	Article 257	The liquidation team shall notify the creditors within 10 days of its establishment, and make an announcement in the newspapers **or the National Enterprise Credit Information Publicity System** within 60 days. The creditors shall declare their creditors' rights to the liquidation team within 30 days after receiving the notice, or within 45 days after the publication of the announcement if they fail to receive the notice. When a creditor declares its claim, it shall explain the relevant matters of the claim and provide supporting materials. The liquidation team shall register the claims. During the period of claiming creditors' rights, the liquidation team shall not make repayment to creditors.
Article 295	Where the liquidation group deems the Bank's assets insufficient to repay the debts after computing the assets and preparing a balance sheet and an inventory of assets, then the group should apply to the people's court for a declaration of bankruptcy. After the Bank is declared bankrupt by the people's court, the liquidation team shall hand over liquidation matters to the people's court.	Article 259	Where the liquidation group deems the Bank's assets insufficient to repay the debts after computing the assets and preparing a balance sheet and an inventory of assets, then the group should apply to the people's court for a ~~declaration of~~ bankruptcy **liquidation by laws**. After the **application for bankruptcy is accepted** ~~Bank is declared bankrupt~~ by the people's court, the liquidation team shall hand over liquidation matters to **bankruptcy administrator designated by** the people's court.

Original No.	Original Article	Amended No.	Amended Article
Article 297	The liquidation team shall faithfully discharge its duties, and perform the liquidation obligations. No member of the liquidation team may take advantage of their power to accept bribes or other illegal income, or misappropriate the assets of the Bank. Any member of the liquidation team whose any intentional or gross negligence results in losses to the Bank or the creditors, shall bear the compensation liability.	Article 261	The liquidation team shall **perform its liquidation obligation and bear duties of loyalty and diligence**~~faithfully discharge its duties, and perform the liquidation obligations~~. No member of the liquidation team may take advantage of their power to accept bribes or other illegal income, or misappropriate the assets of the Bank. Any member of the liquidation team **who fails to perform his/her liquidation duties and causes losses to the Bank, shall bear the compensation liability;** whose any intentional or gross negligence results in losses to ~~the Bank or~~ the creditors, shall bear the compensation liability.

Original No.	Original Article	Amended No.	Amended Article
Article 303	Definitions (I) The term "substantial shareholders" as mentioned in the Articles of Association refers to the shareholders who hold or control more than 5% of the shares or voting rights of the Bank, or hold less than 5% of the total capital or total shares, but have significant influence on the operation and management of the Bank. (II) The term "significant influence" as mentioned in the preceding paragraph includes but is not limited to the nomination or dispatch of directors, supervisors or senior management of the Bank to influence the Bank's financial, operational and management decisions through agreements or other means, and other circumstances as determined by the regulatory authorities. (III) The term "major shareholder" as mentioned in the Articles of Association refers to the definition set out in Article 30 of the Articles of Association. (IV) The term "senior management" as mentioned in the Articles of Association refers to the president, vice presidents, assistants to the president, chief information officer, chief financial officer of the Bank and other senior management as determined by the Board of Directors of the Bank. (V) The term "senior management personnel" as mentioned in the Articles of Association refers to the personnel serving in the Head Office of the Bank within the scope of the supervisory system on the qualifications of senior management personnel of banking and insurance institutions, including the president, vice presidents, assistants to the president, secretary to the Board of Directors, chief information officer, chief financial officer and other senior management as determined by the Board of Directors.	Article 267	Definitions (I) The term "substantial shareholders" as mentioned in the Articles of Association refers to the shareholders who hold or control more than 5% of the shares or voting rights of the Bank, or hold less than 5% of the total capital or total shares, but have significant influence on the operation and management of the Bank. (II) The term "significant influence" as mentioned in the preceding paragraph includes but is not limited to the nomination or dispatch of directors~~, supervisors~~ or senior management of the Bank to influence the Bank's financial, operational and management decisions through agreements or other means, and other circumstances as determined by the regulatory authorities. (III) The term "major shareholder" as mentioned in the Articles of Association refers to the definition set out in Article 30 of the Articles of Association. (IV) The term "senior management" as mentioned in the Articles of Association refers to the president, vice presidents, assistants to the president, chief information officer, **chief compliance officer,** chief financial officer of the Bank and other senior management as determined by the Board of Directors of the Bank. (V) The term "senior management personnel" as mentioned in the Articles of Association refers to the personnel serving in the Head Office of the Bank within the scope of the supervisory system on the qualifications of senior management personnel of banking and insurance institutions, including the president, vice presidents, assistants to the president, secretary to the Board of Directors, chief information officer, **chief compliance officer,** chief financial officer and other senior management as determined by the Board of Directors.

Original No.	Original Article	Amended No.	Amended Article
	(VI) The term "controlling shareholder" as mentioned in the Articles of Association refers to the shareholders whose capital contributions account for 50% or more of the total capital of a limited liability company or whose shares hold 50% or more of the total share capital of a joint stock limited company according to the relevant provisions of the Company Law of the People's Republic of China Shareholders who are entitled to vote enough to have significant influence on the resolutions of the shareholders' general meeting based on the capital contribution or the shares although the capital contribution or the proportion of the shares are less than 50%. (VII) The term "independent director" as mentioned in the Articles refers to those who do not hold any position other than director of the bancassurance institution where he/she works, and have no relationship with the bancassurance institution and its shareholders or actual controllers that may affect their independent and objective conduct of the Bank's affairs. Judge relationships with directors. It has the same meaning as "independent non-executive directors" as defined in the Hong Kong Listing Rules.		(VI) The term "controlling shareholder" as mentioned in the Articles of Association refers to the shareholders whose capital contributions account for 50% or more of the total capital of a limited liability company or whose shares hold 50% or more of the total share capital of a joint stock limited company according to the relevant provisions of the Company Law of the People's Republic of China Shareholders who are entitled to vote enough to have significant influence on the resolutions of the shareholders' general meeting based on the capital contribution or the shares although the capital contribution or the proportion of the shares are less than 50%. (VII) The term "independent director" as mentioned in the Articles of Association refers to those who do not hold any position other than director of the bancassurance institution where he/she works, and have no relationship with the bancassurance institution and its shareholders or actual controllers that may affect their independent and objective conduct of the Bank's affairs. Judge relationships with directors. It has the same meaning as "independent non-executive directors" as defined in the Hong Kong Listing Rules.
Article 306	After the Articles of Association are considered and approved at the general meeting of the Bank and submitted to the banking regulatory authority for approval, the Articles of Association shall become effective upon the date on which the H Shares publicly issued by the Bank is listed for trading on the Hong Kong Stock Exchange.	Article 270	After the Articles of Association are considered and approved at the general meeting of the Bank and submitted to the banking regulatory authority for approval, the Articles of Association shall become effective ~~upon the date on which the H Shares publicly issued by the Bank is listed for trading on the Hong Kong Stock Exchange~~.
Article 310	Except as otherwise provided herein, for the purpose of the Articles of Association, references to "more", "within" and "less" shall include the actual figures, while references to "other than", "lower than", "less than", "exceeding", and "more than" shall exclude the actual figures.	Article 274	Except as otherwise provided herein, for the purpose of the Articles of Association, references to "more", "within" and "less" shall include the actual figures, while references to **"more than/majority",** "other than", "lower than", "less than", "exceeding", and "more than" shall exclude the actual figures.
Full text	Except as otherwise specified in this table, all references to "general meeting (股東大會)" shall be amended to "general meeting (股東會)" throughout the full text.		
Full text	Except as otherwise specified in this table, all references to "Articles of Association (章程)", "Articles of Association (本章程)", "Articles of Association (公司章程)" shall be amended to "Articles of Association (本行章程)" throughout the full text.		
Full text	Except as otherwise specified in this table, the sequence numbers of rules and the cross-references to rules throughout the full text shall be amended as necessary according to additions or deletions.		

COMPARISON TABLE OF AMENDMENTS TO THE RULES OF PROCEDURE FOR THE GENERAL MEETING

Original No.	Original Rule	Amended No.	Amended Rule
Rule 2	The Rules shall apply to both annual general meetings and extraordinary general meetings, and shall be binding on the Bank, all shareholders, proxies attending the general meetings on behalf of shareholders, the Bank's directors, supervisors, senior management members, and other relevant persons present at the meetings.	Rule 2	The Rules shall apply to both annual general meetings and extraordinary general meetings, and shall be binding on the Bank, all shareholders, proxies attending the general meetings on behalf of shareholders, the Bank's directors~~, supervisors~~, senior management members, and other relevant persons present at the meetings.
Rule 4	The general meeting is the highest authority of the Bank, representing the overall interests of all shareholders and exercising the following powers and functions in accordance with the laws and regulations, the securities regulatory rules of the place where the Bank's securities are listed, and the Articles of Association of the Bank: (I) to decide on the Bank's business policies and investment plans; (II) to elect and replace the Bank's directors and supervisors who are not employee representatives; to decide on matters relating to the remuneration of directors and supervisors;	Rule 4	The general meeting is the highest authority of the Bank, representing the overall interests of all shareholders and exercising the following powers and functions in accordance with the laws and regulations, the securities regulatory rules of the place where the Bank's securities are listed, and the Articles of Association of the Bank: ~~(I) to decide on the Bank's business policies and investment plans;~~ (~~II~~I) to elect and replace the Bank's directors **who are not employee representatives** ~~and supervisors who are not employee representatives~~; to decide on matters relating to the remuneration of directors~~ and supervisors~~;

Original No.	Original Rule	Amended No.	Amended Rule
	(III) to consider and approve the work reports of the Board of Directors and the Supervisory Committee;		(~~III~~**II**) to consider and approve the work reports of the Board of Directors ~~and the Supervisory Committee~~;
	(IV) to consider and approve the Bank's annual financial budget plan, final accounting plan, profit distribution plan and loss recovery plan;		(~~IV~~**III**) to consider and approve the Bank's annual financial budget plan, final accounting plan, profit distribution plan and loss recovery plan;
	(V) to resolve on the increase or reduction of the Bank's registered capital;		(~~V~~**IV**) to resolve on the increase or reduction of the Bank's registered capital;
	(VI) to resolve on the issuance of bonds or other securities by the Bank;		(~~VI~~**V**) to resolve on the issuance of bonds or other securities by the Bank;
	(VII) to listen to the report of the Supervisory Committee on the comprehensive evaluation of the performance of duties by the directors, supervisors and members of the senior management;		(~~VII~~**VI**) to listen to the report of the ~~Supervisory Committee~~ **audit committee** on the comprehensive evaluation of the performance of duties by the directors~~,~~ ~~supervisors~~ and members of the senior management;
	(VIII) to resolve on the merger, division, dissolution, liquidation and change of corporate form of the Bank;		(~~VIII~~**VII**) to resolve on the merger, division, dissolution, liquidation and change of corporate form of the Bank;
	(IX) to amend the Articles of Association of the Bank;		(~~IX~~**VIII**) to amend the Articles of Association of the Bank;

Original No.	Original Rule	Amended No.	Amended Rule
	(X) to consider and approve the proposals of shareholders holding more than 3% of the total number of voting shares of the Bank; (XI) to consider purchase and sale of major assets with a single transaction amount exceeding 10% of the Bank's most recent audited net assets (with cumulative calculations for multiple transactions involving the same or related assets within a consecutive twelve-month period), write-off of non-performing assets (with cumulative calculations within a twelve-month period), asset collateralization business, external equity investment business, and connected/related transactions that shall be subject to approval at a general meeting. The aforementioned major asset purchases and sales refer to the investment in or disposal of fixed asset (intangible asset); and the "asset collateralization business" refers to the act of pledging the Bank's fixed assets externally; (XII) to resolve on the listing of the Bank; (XIII) to consider and approve the rules of procedure for the general meeting, the Board of Directors and the Supervisory Committee; (XIV) to consider and approve the equity incentive plan and the employee shareholding plan; (XV) to resolve on the acquisition of the Bank's shares in accordance with the provisions of the law and the securities regulatory rules of the place where the Bank's securities are listed;		(**I**X) to consider and approve the proposals of shareholders **who individually or collectively** holding more than 3**1**% of the total number of voting shares of the Bank; (X~~I~~) to consider purchase and sale of major assets with a single transaction amount exceeding 10% of the Bank's most recent audited net assets (with cumulative calculations for multiple transactions involving the same or related assets within a consecutive twelve-month period), write-off of non-performing assets (with cumulative calculations within a twelve-month period), asset collateralization business, external equity investment business, and connected/related transactions that shall be subject to approval at a general meeting. The aforementioned major asset purchases and sales refer to the investment in or disposal of fixed asset (intangible asset); and the "asset collateralization business" refers to the act of pledging the Bank's fixed assets externally; (XI~~I~~) to resolve on the listing of the Bank; (XII~~I~~) to consider and approve the rules of procedure for the general meeting, the Board of Directors ~~and the Supervisory Committee~~; (XIII~~IV~~) to consider and approve the equity incentive plan and the employee shareholding plan; (X**I**V) to resolve on the acquisition of the Bank's shares in accordance with the provisions of the law and the securities regulatory rules of the place where the Bank's securities are listed;

Original No.	Original Rule	Amended No.	Amended Rule
	(XVI) to resolve on the appointment or dismissal of the accounting firm that conducts the periodic statutory audits of the Bank's financial reports, as well as the remuneration of the accounting firm; (XVII) to consider and approve matters relating to guarantees which are subject to the approval of the general meeting; (XVIII) to consider and approve matters relating to the change of use of proceeds; (XIX) to consider and approve other matters to be decided by the general meeting as stipulated by the laws and regulations, regulatory requirements, securities regulatory rules of the place where the Bank's securities are listed, the Articles of Association of the Bank or the Bank's internal system; According to the Company Law and relevant laws and regulations, the powers and functions of the general meeting shall not be exercised by the Board of Directors or other institutions and individuals on behalf of the general meeting through authorization, and the relevant provisions shall be complied with.		(XV~~I~~) to resolve on the appointment or dismissal of the accounting firm that conducts the periodic statutory audits of the Bank's financial reports, as well as the remuneration of the accounting firm; (XVI~~I~~) to consider and approve matters relating to guarantees which are subject to the approval of the general meeting; (XVII~~I~~) to consider and approve matters relating to the change of use of proceeds; (X**VIII**~~IX~~) to consider and approve other matters to be decided by the general meeting as stipulated by the laws and regulations, regulatory requirements, securities regulatory rules of the place where the Bank's securities are listed, the Articles of Association of the Bank or the Bank's internal system; According to the Company Law and relevant laws and regulations, the powers and functions of the general meeting shall not be exercised by the Board of Directors or other institutions and individuals on behalf of the general meeting through authorization, and the relevant provisions shall be complied with.
Rule 5	The general meeting of the Bank consists of annual meeting and extraordinary meeting. The annual general meeting is held once a year and is organized by the Board of Directors within six months after the end of each fiscal year.	Rule 5	The general meeting of the Bank consists of annual **general** meeting and extraordinary **general** meeting. The annual general meeting is held once a year and is organized by the Board of Directors within six months after the end of each fiscal year.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 6	An extraordinary general meeting shall be convened within two months in any of the following circumstances: (I) when the number of Directors is less than two-thirds of the number specified in the Articles of Association; (II) when the Bank's unrecovered losses amount to one-third of the Bank's total share capital; (III) when requested in writing by shareholders who severally or jointly hold more than 10% of the total number of shares of the Bank; (IV) when more than one-half and not less than two independent directors so agree; (V) when the Board of Directors deems it necessary; (VI) when the Supervisory Committee proposes to convene the meeting. The shareholding quantity mentioned in the preceding item (III) shall be calculated as of the date when the shareholder submits a written request. An extraordinary general meeting will only resolve on the matters set out in the notice.	Rule 6	An extraordinary general meeting shall be convened within two months in any of the following circumstances: (I) when the number of Directors is less than two-thirds of the number specified in the Articles of Association; (II) when the Bank's unrecovered losses amount to one-third of the Bank's total share capital; (III) when requested in writing by shareholders who severally or jointly hold more than 10% of the total number of shares of the Bank; (IV) when more than one-half and not less than two independent directors ~~so agree~~ **propose**; (V) when the Board of Directors deems it necessary; (VI) when the **audit committee**~~Supervisory Committee~~ proposes to convene the meeting~~.~~**;** **(VII) other circumstances as stipulated by laws, administrative regulations, departmental rules, securities regulatory rules of the place where the Bank's securities are listed or the Articles of Association of the Bank.** The shareholding quantity mentioned in the preceding item (III) shall be calculated as of the date when the shareholder submits a written request. An extraordinary general meeting will only resolve on the matters set out in the notice.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 8	The general meeting shall be witnessed by a lawyer and a legal opinion shall be issued by the lawyer. (I) whether the procedures for convening and holding the meeting are in compliance with laws, administrative regulations and the Articles of Association; (II) whether the qualifications of the persons attending the meeting and the qualifications of the convenor are legitimate and valid; (III) whether the voting procedures and results of the meeting are legal and effective; (IV) legal opinions on other relevant matters as requested by the Bank.	Rule 8	The general meeting shall be witnessed by a lawyer and a legal opinion shall be issued by the lawyer. (I) whether the procedures for convening and holding the meeting are in compliance with laws, administrative regulations and the Articles of Association; (II) whether the qualifications of the persons attending the meeting and the qualifications of the convenor are legitimate and valid; (III) whether the voting procedures and results of the meeting are legal and effective; (IV) legal opinions on other relevant matters as requested by the Bank.
Rule 10	In response to a proposal from an independent Director requesting the convening of an extraordinary general meeting, the Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association of the Bank, provide written feedback on whether it agrees or disagrees with the convening of an extraordinary general meeting, within ten days upon receipt of the proposal. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the convening of the general meeting within five days after the Board of Directors' resolution is made; if the Board of Directors does not agree to convene an extraordinary general meeting, it shall state the reasons.	Rule 10	**The Board of Directors shall convene a general meeting on time and within the prescribed period. With the approval of a majority of all independent directors, the independent directors shall be entitled to propose to the Board of Directors to convene an extraordinary general meeting.** In response to a proposal from an independent Director requesting the convening of an extraordinary general meeting, the Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association of the Bank, provide written feedback on whether it agrees or disagrees with the convening of an extraordinary general meeting, within ten days upon receipt of the proposal. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the convening of the general meeting within five days after the Board of Directors' resolution is made; if the Board of Directors does not agree to convene an extraordinary general meeting, it shall state the reasons.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 11	The Supervisory Committee shall propose to convene an extraordinary general meeting and shall submit its proposal in writing to the Board of Directors. The Board of Directors shall, in accordance with the laws, administrative regulations and the Articles of Association, provide written feedback on whether it agrees or disagrees with the convening of the extraordinary general meeting within ten days of receipt of the proposal. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the convening of the general meeting within five days after the Board of Directors' resolution is made, and any changes to the original proposal contained in the notice shall be subject to the consent of the Supervisory Committee. If the Board of Directors does not agree to convene an extraordinary general meeting, or fails to provide feedback within ten days upon receipt of the proposal, it shall be deemed that the Board of Directors is unable to fulfill or fails to fulfill its duty to convene a general meeting, and the Supervisory Committee may convene and preside over such meeting on its own.	Rule 11	The **audit committee**~~Supervisory Committee~~ shall propose to convene an extraordinary general meeting and shall submit its proposal in writing to the Board of Directors. The Board of Directors shall, in accordance with the laws, administrative regulations and the Articles of Association, provide written feedback on whether it agrees or disagrees with the convening of the extraordinary general meeting within ten days of receipt of the proposal. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the convening of the general meeting within five days after the Board of Directors' resolution is made, and any changes to the original proposal contained in the notice shall be subject to the consent of the **audit committee**~~Supervisory Committee~~. If the Board of Directors does not agree to convene an extraordinary general meeting, or fails to provide feedback within ten days upon receipt of the proposal, it shall be deemed that the Board of Directors is unable to fulfill or fails to fulfill its duty to convene a general meeting, and the **audit committee**~~Supervisory Committee~~ may convene and preside over such meeting on its own.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 12	The procedures for shareholders to request the convening of an extraordinary general meeting shall be as follows: (I) Shareholders who severally or jointly hold more than 10% of the Bank's shares have the right to request the Board of Directors to convene an extraordinary general meeting and shall submit their request in writing to the Board of Directors. The Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association, provide written feedback on whether it agrees or disagrees to convene an extraordinary general meeting within ten days upon receiving the request. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the convening of the general meeting within five days after the Board of Directors' resolution is made, and any changes to the original request contained in the notice shall be subject to the consent of the shareholder(s) concerned. (II) If the Board of Directors does not agree to convene an extraordinary general meeting, or fails to provide feedback within ten days upon receipt of the request, shareholder(s) severally or jointly holding more than 10% of the Bank's shares (such shares shall carry voting rights at the proposed meeting) shall be entitled to propose to the Supervisory Committee to convene an extraordinary general meeting and shall submit their request in writing to the Supervisory Committee. If the Supervisory Committee agrees to convene an extraordinary general meeting, it shall issue a notice of convening the general meeting within five days upon receipt of the request, and any changes to the original request contained in the notice shall be subject to the consent of the shareholders concerned.	Rule 12	The procedures for shareholders to request the convening of an extraordinary general meeting shall be as follows: (I) Shareholders who severally or jointly hold more than 10% of the Bank's shares have the right to request the Board of Directors to convene an extraordinary general meeting and shall submit their request in writing to the Board of Directors. The Board of Directors shall, in accordance with the provisions of laws, administrative regulations and the Articles of Association, provide written feedback on whether it agrees or disagrees to convene an extraordinary general meeting within ten days upon receiving the request. If the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice of the convening of the general meeting within five days after the Board of Directors' resolution is made, and any changes to the original request contained in the notice shall be subject to the consent of the shareholder(s) concerned. (II) If the Board of Directors does not agree to convene an extraordinary general meeting, or fails to provide feedback within ten days upon receipt of the request, shareholder(s) severally or jointly holding more than 10% of the Bank's shares (such shares shall carry voting rights at the proposed meeting) shall be entitled to propose to the **audit committee**~~Supervisory Committee~~ to convene an extraordinary general meeting and shall submit their request in writing to the **audit committee**~~Supervisory Committee~~. If the **audit committee**~~Supervisory Committee~~ agrees to convene an extraordinary general meeting, it shall issue a notice of convening the general meeting within five days upon receipt of the request, and any changes to the original request contained in the notice shall be subject to the consent of the shareholders concerned.

Original No.	Original Rule	Amended No.	Amended Rule
	If the Supervisory Committee fails to give notice of a general meeting within the prescribed period, it shall be deemed that the Supervisory Committee will not convene and preside over the general meeting, and that shareholders who severally or jointly hold more than 10% of the Bank's shares (such shares shall carry voting rights at the proposed meeting) for ninety or more consecutive days may convene and preside over the general meeting on their own.		If the **audit committee**~~Supervisory Committee~~ fails to give notice of a general meeting within the prescribed period, it shall be deemed that the **audit committee**~~Supervisory Committee~~ will not convene and preside over the general meeting, and that shareholders who severally or jointly hold more than 10% of the Bank's shares (such shares shall carry voting rights at the proposed meeting) for ninety or more consecutive days may convene and preside over the general meeting on their own.
Rule 13	If the Supervisory Committee or shareholders who severally or jointly hold more than 10% of the Bank's shares decide to convene a general meeting on their own, they shall notify the Board of Directors in writing and file a record with the banking regulatory authority in the place where the Bank is located. The Supervisory Committee or the convening shareholders shall submit relevant supporting documents to the banking regulatory authority in the place where the Bank is located, upon issuing the notice of the general meeting and the announcement of the resolutions of the general meeting.	Rule 13	If the ~~Supervisory Committee~~ **audit committee** or shareholders who severally or jointly hold more than 10% of the Bank's shares decide to convene a general meeting on their own, they shall notify the Board of Directors in writing and file a record with the banking regulatory authority in the place where the Bank is located **and the stock exchange of the place where the Bank' s securities are listed**. The ~~Supervisory Committee~~ **audit committee** or the convening shareholders shall submit relevant supporting documents to the banking regulatory authority in the place where the Bank is located, upon issuing the notice of the general meeting and the announcement of the resolutions of the general meeting.
Rule 14	The Board of Directors and the secretary of the Board of Directors shall provide any assistance necessary for the general meeting convened by the Supervisory Committee or shareholders. The Board of Directors shall provide the register of shareholders as of the record date. The register of shareholders obtained by the convener shall not be used for any purpose other than convening the general meeting.	Rule 14	The Board of Directors and the secretary of the Board of Directors shall provide any assistance necessary for the general meeting convened by the **audit committee**~~Supervisory Committee~~ or shareholders. The Board of Directors shall provide the register of shareholders as of the record date. The register of shareholders obtained by the convener shall not be used for any purpose other than convening the general meeting.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 15	All necessary expenses incurred for the general meeting convened by the Supervisory Committee or shareholders shall be borne by the Bank.	Rule 15	All necessary expenses incurred for the general meeting convened by the **audit committee**~~Supervisory Committee~~ or shareholders shall be borne by the Bank.
Rule 17	Where the Bank convenes a general meeting, the Board of Directors, the Supervisory Committee and shareholders severally or jointly holding 3% or more of the shares of the Bank may propose resolution to the Bank. Shareholders severally or jointly holding 3% or more of the shares of the Bank may submit written interim proposals to the convener ten working days before a general meeting is convened. Interim proposals shall be within the terms of reference of the general meeting and shall contain a definite topic and specific resolution. The convener shall serve a supplemental notice of the general meeting within two days after receipt of the proposals, announce the contents of the interim proposals and submit the interim proposals to the general meeting for consideration. Save as specified in the preceding paragraph, the convener, after issuing the notice and announcement of the general meeting, shall neither revise the proposals stated in the notice of general meetings nor add new proposals. The general meeting shall not vote upon or resolve on proposals not specified in the notice of the general meeting or those not complying with Articles 16 and 20 of the Rules.	Rule 17	Where the Bank convenes a general meeting, the Board of Directors, the **audit committee**~~Supervisory Committee~~ and shareholders severally or jointly holding **1**~~3~~% or more of the shares of the Bank may propose resolution to the Bank. Shareholders severally or jointly holding ~~3~~**1**% or more of the shares of the Bank may submit written interim proposals to the convener ten working days before a general meeting is convened. Interim proposals shall be within the terms of reference of the general meeting and shall contain a definite topic and specific resolution. The convener shall serve a supplemental notice of the general meeting within two days after receipt of the proposals, announce the contents of the interim proposals and submit the interim proposals to the general meeting for consideration**, unless the proposals violate laws, administrative regulations, or the Articles of Association, or fall outside the scope of the general meeting's authority**. Save as specified in the preceding paragraph, the convener, after issuing the notice and announcement of the general meeting, shall neither revise the proposals stated in the notice of general meetings nor add new proposals. The general meeting shall not vote upon or resolve on proposals not specified in the notice of the general meeting or those not complying with Articles 16 and 20 of the Rules.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 20	Notices of general meetings of the Bank shall be served mainly by announcement, as well as by post, email and text messages. The notice of a general meeting shall include the following: (I) the date, place and duration of the meeting; (II) the matters to be submitted for consideration at the meeting; (III) expressly stated that all ordinary shareholders are entitled to attend the meeting and shareholders unable to attend may appoint a proxy in writing to attend and vote at the meeting, and such proxy need not be a shareholder of the Bank; (IV) the record date of the shareholders entitled to attend the meeting; (V) the duration of the power of attorney; (VI) the name and telephone number of the standing contact persons for the meeting; (VII) voting time and voting procedure online or other means (if applicable); (VIII) other contents stipulated by laws, administrative regulations, securities regulatory rules of the place where the Bank's securities are listed and the Articles of Association of the Bank.	Rule 20	Notices of general meetings of the Bank shall be served mainly by announcement, as well as by post, email ~~and text messages~~. The notice of a general meeting shall include the following: (I) the ~~date~~**time**, place and duration of the meeting; (II) the matters to be submitted for consideration at the meeting; (III) expressly stated that all ordinary shareholders are entitled to attend the meeting and ~~shareholders unable to attend~~ may appoint a proxy in writing to attend and vote at the meeting, and such proxy need not be a shareholder of the Bank; (IV) the record date of the shareholders entitled to attend the meeting; (V) the duration of the power of attorney; (VI) the name and telephone number of the standing contact persons for the meeting; (VII) voting time and voting procedure online or other means (if applicable); (VIII) other contents stipulated by laws, administrative regulations, securities regulatory rules of the place where the Bank's securities are listed and the Articles of Association of the Bank.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 21	If the election of Directors or Supervisors is proposed to be discussed at a general meeting, the notice of such meeting shall adequately disclose the detailed particulars of the candidates for the roles of Directors or Supervisors, which shall at least include: (I) personal particulars, including educational background, work experience and part-time job; (II) whether he/she has connected relations with the Bank or its controlling shareholders and de facto controller; (III) his/her shareholding in the Bank; (IV) whether he/she has been disciplined by the CSRC or other relevant authorities or reprimanded by any stock exchange; (V) information on candidates for Directors and Supervisors required to be disclosed under the securities regulatory rules of the place where the Bank's securities are listed. Unless a Director or Supervisor is elected by means of cumulative voting, election of each candidate for Director or Supervisor shall be conducted by separate resolution.	Rule 21	If the election of Directors ~~or Supervisors~~ is proposed to be discussed at a general meeting, the notice of such meeting **and/or relevant circular** shall adequately disclose the detailed particulars of the candidates for the roles of Directors ~~or Supervisors~~, which shall at least include: (I) personal particulars, including educational background, work experience and part-time job; (II) whether he/she has connected relations with the Bank or its controlling shareholders and de facto controller; (III) his/her shareholding in the Bank; (IV) whether he/she has been disciplined by the CSRC or other relevant authorities or reprimanded by any stock exchange; (V) information on candidates for Directors ~~and Supervisors~~ required to be disclosed under the securities regulatory rules of the place where the Bank's securities are listed. Unless a Director ~~or Supervisor~~ is elected by means of cumulative voting, election of each candidate for Director ~~or Supervisor~~ shall be conducted by separate resolution.
Rule 23	The Bank's general meeting shall be held in the form of on-site meeting. The venue for such on-site general meetings shall generally be in the city where the Bank is located. The Bank may adopt online or other means that are secure, economical and convenient to facilitate shareholders' participation in the general meeting. Shareholders participating in the general meeting by such means shall be deemed to be present.	Rule 23	The Bank's general meeting shall be held in the form of on-site meeting. The venue for such on-site general meetings shall generally be in the city where the Bank is located. The Bank may adopt online or other means that are secure, economical and convenient to facilitate shareholders' participation in the general meeting **and voting by electronic means**. Shareholders participating in the general meeting by such means shall be deemed to be present.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 25	Shareholders may attend the general meeting in person or appoint a proxy to attend and vote on their behalf, and such proxy need not be a shareholder of the Bank. The proxy appointed by a major shareholder of the Bank to attend the general meeting shall not be any person other than the shareholder himself/herself, his/her related parties, parties acting in concert, and the nominated directors and supervisors. The Bank's major shareholders may not accept proxies from non-related parties or persons acting in concert to participate in the general meeting. The definition of a major shareholder of the Bank shall be in accordance with the provisions of the Bank's Articles of Association.	Rule 25	Shareholders may attend the general meeting in person or appoint a proxy to attend and vote on their behalf, and such proxy need not be a shareholder of the Bank. The proxy appointed by a major shareholder of the Bank to attend the general meeting shall not be any person other than the shareholder himself/herself, his/her related parties, parties acting in concert, and the nominated directors~~ and supervisors~~. The Bank's major shareholders may not accept proxies from non-related parties or persons acting in concert to participate in the general meeting. The definition of a major shareholder of the Bank shall be in accordance with the provisions of the Bank's Articles of Association.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 27	The power of attorney issued by a shareholder to appoint another person to attend the general meeting shall contain the following information: (I) name and identity card number of the proxy; (II) whether the proxy has the right to vote; (III) the instructions to vote for or against, or abstain from voting on each of the matters to be considered in the agenda of the general meeting respectively; (IV) the date on which the proxy is issued and its expiration date; (V) signature or seal of the principal. If the principal is a domestic legal person shareholder, the seal of the legal person shall be affixed, and if the principal is a foreign legal person shareholder, the seal of the legal entity shall be affixed or the signature shall be made by its director or duly appointed agent; (VI) other contents prescribed by laws, administrative regulations, securities regulatory rules of the place where the Bank's securities are listed and the Articles of Association of the Bank. The proxy should state whether the shareholder's agent may vote as he/she wishes if the shareholder does not give specific instructions.	Rule 27	The power of attorney issued by a shareholder to appoint another person to attend the general meeting shall contain the following information: (I) **name of the principal, and the class and number of shares held in the Company;** **(II)** name and identity card number of the proxy; ~~(II) whether the proxy has the right to vote;~~ (III) ~~the instructions to vote for or against, or abstain from voting on each of the matters to be considered in the agenda of the general meeting respectively;~~ **specific instructions from shareholders, including instructions to vote for or against, or abstain from voting on each of the matters to be considered in the agenda of the general meeting;** (IV) the date on which the proxy is issued and its expiration date; (V) signature or seal of the principal. If the principal is a domestic legal person shareholder, the seal of the legal person shall be affixed, and if the principal is a foreign legal person shareholder, the seal of the legal entity shall be affixed or the signature shall be made by its director or duly appointed agent; (VI) other contents prescribed by laws, administrative regulations, securities regulatory rules of the place where the Bank's securities are listed and the Articles of Association of the Bank. The proxy should state whether the shareholder's agent may vote as he/she wishes if the shareholder does not give specific instructions.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 29	The convenor and the solicitors engaged by the Bank shall jointly verify the legitimacy of the shareholders' qualifications and register the names of the shareholders (or the names of entities) and the number of shares they hold with voting rights. The registration of the meeting shall be suspended until the chairman of the meeting announces the number of shareholders and proxies attending the meeting on-site and the total number of shares held with voting rights. Shareholders shall attend the meeting punctually at the time specified in the notice. A shareholder or his/her proxy who arrives before the close of on-site registration may participate in voting. A shareholder or his/her proxy who arrives after the close of on-site registration shall not be entitled to vote but may be present at the meeting. Late-arriving shareholders or their proxies shall not raise enquiries, make proposals or request to speak on resolutions that have already been considered, nor shall they disrupt the proper conduct of the general meeting. The chairman of the meeting shall take appropriate measures to refuse entry if such disruption occurs.	Rule 29	The convenor and the solicitors engaged by the Bank shall jointly verify the legitimacy of the shareholders' qualifications and register the names of the shareholders (or the names ~~of entities~~) and the number of shares they hold with voting rights **in accordance with the register of shareholders provided by the securities registration and clearing organization**. The registration of the meeting shall be suspended until the chairman of the meeting announces the number of shareholders and proxies attending the meeting on-site and the total number of shares held with voting rights. Shareholders shall attend the meeting punctually at the time specified in the notice. A shareholder or his/her proxy who arrives before the close of on-site registration may participate in voting. A shareholder or his/her proxy who arrives after the close of on-site registration shall not be entitled to vote but may be present at the meeting. Late-arriving shareholders or their proxies shall not raise enquiries, make proposals or request to speak on resolutions that have already been considered, nor shall they disrupt the proper conduct of the general meeting. The chairman of the meeting shall take appropriate measures to refuse entry if such disruption occurs.
Rule 30	When the general meeting is convened, Directors, Supervisors and secretary of the Board of Directors of the Bank shall attend the meeting, and the president and other senior management shall be present at the meeting.	Rule 30	When the general meeting is convened, Directors~~, Supervisors~~ and secretary of the Board of Directors of the Bank shall attend the meeting, and the president and other senior management shall be present at the meeting.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 31	The general meeting of shareholders shall be convened by the Board of Directors in accordance with the law and presided over by the chairman of the Board of Directors. If the chairman is unable to perform his/her duties due to special reasons, the vice chairman shall preside over the meeting; if the vice chairman is unable or fails to perform his/her duties, more than half of all Directors shall jointly elect one Director to preside over the meeting. A general meeting convened by the Supervisory Committee shall be presided over by the chairman of the Supervisory Committee. If the chairman of the Supervisory Committee is unable or fails to perform his/her duties, the meeting shall be presided over by the vice chairman of the Supervisory Committee. If the vice chairman of the Supervisory Committee is unable or fails to perform his/her duties, the meeting shall be presided over by one Supervisor jointly nominated by half or more of the Supervisors. A general meeting convened by the shareholders who severally or jointly hold more than 10% of the Bank's shares on their own shall be presided over by a representative nominated by the convener. When the general meeting is convened, if the chairman of the meeting violates the rules of procedure which makes the general meeting impossible to proceed, with the consent of more than half of the shareholders with voting rights present at the general meeting, the general meeting may elect one person to act as the chairman of the meeting and continue the meeting.	Rule 31	The general meeting of shareholders shall be convened by the Board of Directors in accordance with the law and presided over by the chairman of the Board of Directors. If the chairman is unable to perform his/her duties due to special reasons, the vice chairman shall preside over the meeting; if the vice chairman is unable or fails to perform his/her duties, **a majority**~~more than half~~ of all Directors shall jointly elect one Director to preside over the meeting. A general meeting convened by the ~~Supervisory Committee~~**audit committee** shall be presided over by the **convener of the audit committee**~~chairman of the Supervisory Committee~~. If the **convener of the audit committee**~~chairman of the Supervisory Committee~~ is unable or fails to perform his/her duties, ~~the meeting shall be presided over by the vice chairman of the Supervisory Committee. If the vice chairman of the Supervisory Committee is unable or fails to perform his/her duties~~, the meeting shall be presided over by ~~one Supervisor jointly nominated by half or more of the Supervisors~~ **a member of the audit committee jointly nominated by more than half of the members of the audit committee**. A general meeting convened by the shareholders who severally or jointly hold more than 10% of the Bank's shares on their own shall be presided over by a representative nominated by the convener. When the general meeting is convened, if the chairman of the meeting violates the rules of procedure which makes the general meeting impossible to proceed, with the consent of more than half of the shareholders with voting rights present at the general meeting, the general meeting may elect one person to act as the chairman of the meeting and continue the meeting.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 33	At the annual general meeting, the Board of Directors and the Supervisory Committee shall report to the general meeting on their work over the past year. Each independent director shall also report on his/her duties.	Rule 33	At the annual general meeting, the Board of Directors ~~and the Supervisory Committee~~ shall report to the general meeting on ~~their~~ **its** work over the past year. Each independent director shall also report on his/her duties.
Rule 34	Except where matters involve the Bank's trade secrets which cannot be disclosed at the general meeting, directors, supervisors and senior management shall provide explanations and clarifications in response to shareholders' queries and suggestions at the general meeting.	Rule 34	Except where matters involve the Bank's trade secrets which cannot be disclosed at the general meeting, directors~~, supervisors~~ and senior management shall provide explanations and clarifications in response to shareholders' queries and suggestions at the general meeting.
Rule 38	Resolutions of the general meeting are divided into ordinary resolutions and special resolutions. Ordinary resolutions shall be valid only if they are passed by more than half of the valid voting shares held by shareholders (including proxies of shareholders) attending the general meeting. Special resolutions shall be valid only if they are passed by two-thirds or more of the valid voting shares held by shareholders (including proxies of shareholders) attending the general meeting.	Rule 38	Resolutions of the general meeting are divided into ordinary resolutions and special resolutions. Ordinary resolutions shall be valid only if they are passed by ~~more than half~~ **a majority** of the valid voting shares held by shareholders (including proxies of shareholders) attending the general meeting. Special resolutions shall be valid only if they are passed by two-thirds or more of the valid voting shares held by shareholders (including proxies of shareholders) attending the general meeting.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 39	The following matters shall be passed by ordinary resolutions at the general meeting: (I) work reports of the Board of Directors and the Supervisory Committee; (II) annual report of the Bank; (III) annual budget plan and final accounts plan of the Bank; (IV) remuneration and payment method for members of the Board of Directors and the Supervisory Committee; (V) removal of directors whose term of office has not expired, unless otherwise provided by laws, administrative regulations or regulatory provisions; (VI) review and approval of profit distribution plans and loss recovery plans; (VII) Unless otherwise provided in the Articles of Association of the Bank, the Bank shall provide guarantee to non-shareholder; (VIII) other matters except those that shall be passed by special resolution as provided by laws, administrative regulations, securities regulatory rules of the place where the Bank's securities are listed and the Bank's Articles of Association.	Rule 39	The following matters shall be passed by ordinary resolutions at the general meeting: (I) work reports of the Board of Directors ~~and the Supervisory Committee~~; (II) annual report of the Bank; (III) annual budget plan and final accounts plan of the Bank; (IV) remuneration and payment method for members of the Board of Directors ~~and the Supervisory Committee~~; (V) removal of directors whose term of office has not expired, unless otherwise provided by laws, administrative regulations or regulatory provisions; (VI) review and approval of profit distribution plans and loss recovery plans; (VII) Unless otherwise provided in the Articles of Association of the Bank, the Bank shall provide guarantee to non-shareholders; (VIII) other matters except those that shall be passed by special resolution as provided by laws, administrative regulations, securities regulatory rules of the place where the Bank's securities are listed and the Bank's Articles of Association.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 40	The following matters shall be passed by special resolutions at the general meeting: (I) amendments to the Articles of Association; (II) rules of procedure for the general meeting and rules of procedure for the Board of Directors; (III) nomination and election methods for directors and supervisors; (IV) election and replacement of directors and supervisors who are not employee representatives; (V) removal of independent directors in accordance with laws, administrative regulations or regulatory requirements; (VI) review and approval of equity incentive plans or employee stock ownership plans; (VII) increase or decrease the registered capital of the Bank; (VIII) division, merger, dissolution, liquidation or change of corporate form of the Bank; (IX) issuance of corporate bonds or listing of the Bank;	Rule 40	The following matters shall be passed by special resolutions at the general meeting: (I) amendments to the Articles of Association; (II) rules of procedure for the general meeting and rules of procedure for the Board of Directors; (III) nomination and election methods for directors ~~and supervisors~~; (IV) election and replacement of directors ~~and supervisors~~ who are not employee representatives; (V) removal of independent directors in accordance with laws, administrative regulations or regulatory requirements; (VI) review and approval of equity incentive plans or employee stock ownership plans; (VII) increase or decrease the registered capital of the Bank; (VIII) division, merger, dissolution, liquidation or change of corporate form of the Bank; (IX) issuance of corporate bonds or listing of the Bank;

Original No.	Original Rule	Amended No.	Amended Rule
	(X) purchase and sale of major assets with a single transaction amount exceeding 10% of the Bank's most recent audited net assets (with cumulative calculations for multiple transactions involving the same or related assets within a consecutive twelve-month period), write-off of non-performing assets (with cumulative calculations within a consecutive twelve-month period), asset collateralization business, external equity investment business, and connected/related transactions that shall be subject to approval at a general meeting. The aforementioned major asset purchases and sales refer to the investment in or disposal of fixed asset (intangible asset); and the "asset collateralization business" refers to the act of pledging the Bank's fixed assets externally; (XI) other matters stipulated by laws, regulations, regulatory provisions, securities regulatory rules of the place where the Bank's securities are listed or the Bank's Articles of Association that approval by more than two-thirds of the voting rights held by shareholders attending the meeting is required.		(X) purchase and sale of major assets with a single transaction amount exceeding 10% of the Bank's most recent audited net assets (with cumulative calculations for multiple transactions involving the same or related assets within a consecutive twelve-month period), write-off of non-performing assets (with cumulative calculations within a consecutive twelve-month period), asset collateralization business, external equity investment business, and connected/related transactions that shall be subject to approval at a general meeting. The aforementioned major asset purchases and sales refer to the investment in or disposal of fixed asset (intangible asset); and the "asset collateralization business" refers to the act of pledging the Bank's fixed assets externally; (XI) other matters stipulated by laws, regulations, regulatory provisions, securities regulatory rules of the place where the Bank's securities are listed or the Bank's Articles of Association that approval by more than two-thirds of the voting rights held by shareholders attending the meeting is required.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 42	The general meeting adopts the open ballot voting method to vote on matters considered at the meeting. The same voting right may only be exercised by one voting method: on-site, online or other voting method. If repeated votes are cast by the same voting right, the result of the first vote shall prevail. When the general meeting votes on a proposal, the lawyers, representatives of shareholders, representatives of supervisors and qualified persons appointed in accordance with the securities regulatory rules of the place where the Bank's securities are listed shall be jointly responsible for counting and scrutinising the votes, and shall announce the voting results on the spot, and the voting results of the resolution shall be recorded in the minutes of meeting. Where the chairman of the meeting or any attending shareholder has any objection to the result of the poll, he/she shall be entitled to request a recount of the voting results. If the matters considered are related to shareholders, the relevant shareholders and proxies shall not participate in vote counting and scrutiny of votes. The chairman of the meeting shall announce the resolutions of the general meeting on the matters discussed according to the voting results.	Rule 42	The general meeting adopts the open ballot voting method to vote on matters considered at the meeting. The same voting right may only be exercised by one voting method: on-site, online or other voting method. If repeated votes are cast by the same voting right, the result of the first vote shall prevail. ~~When~~ **Before** the general meeting votes on a proposal, **two shareholder representatives shall be appointed to participate in vote counting and scrutiny of votes. If the matters considered are related to shareholders, the relevant shareholders and their proxies shall not participate in vote counting and scrutiny of votes.** **When the general meeting votes on a proposal,** the lawyers, representatives of shareholders~~, representatives of supervisors~~ and qualified persons appointed in accordance with the securities regulatory rules of the place where the Bank's securities are listed shall be jointly responsible for counting and scrutinising the votes, and shall announce the voting results on the spot, and the voting results of the resolution shall be recorded in the minutes of meeting. Where the chairman of the meeting or any attending shareholder has any objection to the result of the poll, he/she shall be entitled to request a recount of the voting results. ~~If the matters considered are related to shareholders, the relevant shareholders and proxies shall not participate in vote counting and scrutiny of votes.~~ The chairman of the meeting shall announce the resolutions of the ~~general~~ meeting on the matters discussed according to the voting results.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 44	Minutes of a general meeting shall be prepared by the secretary of the Board of Directors. The minutes shall record the following: (I) the date and venue of the meeting, the agenda and the name of the convener; (II) the name of the chairman of the meeting and the names of attending directors, supervisors, the president of the Bank and other member of the senior management; (III) the number of attending shareholders and proxies, the total number of voting shares represented by the shareholders and proxies, and their percentage in the total shares of the Bank; (IV) the summary of each course of consideration, attendee's opinion on motions and the voting result of each matter voted on; (V) the inquiries and suggestions of shareholders and the corresponding answers and explanations; (VI) the name of lawyers, staff responsible for counting the votes and supervisors; (VII) any other matter which in the opinion of the meeting and in accordance with the provisions of the Articles of Association should be included.	Rule 44	Minutes of a general meeting shall be prepared by the secretary of the Board of Directors. The minutes shall record the following: (I) the date and venue of the meeting, the agenda and the name of the convener; (II) the name of the chairman of the meeting and the names of attending directors~~,~~ ~~supervisors~~, the president of the Bank and other member of the senior management; (III) the number of attending shareholders and proxies, the total number of voting shares represented by the shareholders and proxies, and their percentage in the total shares of the Bank; (IV) the summary of each course of consideration, attendee's opinion on motions and the voting result of each matter voted on; (V) the inquiries and suggestions of shareholders and the corresponding answers and explanations; (VI) the name of lawyers, staff responsible for counting the votes and supervisors; (VII) any other matter which in the opinion of the meeting and in accordance with the provisions of the Articles of Association should be included.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 45	The contents of the minutes shall be true, accurate and complete. The chairman of the meeting, the directors, supervisors and secretary of the Board of Directors attending the meeting shall sign the minutes. The minutes of the meeting, together with the signature book of the shareholders attending the meeting on-site and the proxy form for proxy attendance, as well as valid information relating to the voting online or by other means, shall be permanently kept. The Bank shall submit the minutes of the meeting, together with the signature book of the shareholders attending the meeting and a copy of the resolution formed at the meeting to the banking regulator for record. Resolutions of the meeting shall be disclosed in a timely manner in accordance with the requirements of applicable laws, regulations, normative documents, or the securities regulatory rules of the place on which the Company's shares are listed.	Rule 45	The contents of the minutes shall be true, accurate and complete. The chairman of the meeting, the directors~~, supervisors~~ and secretary of the Board of Directors attending the meeting shall sign the minutes. The minutes of the meeting, together with the signature book of the shareholders attending the meeting on-site and the proxy form for proxy attendance, as well as valid information relating to the voting online or by other means, shall be permanently kept. The Bank shall submit the minutes of the meeting, together with the signature book of the shareholders attending the meeting and a copy of the resolution formed at the meeting to the banking regulator for record. Resolutions of the meeting shall be disclosed in a timely manner in accordance with the requirements of applicable laws, regulations, normative documents, or the securities regulatory rules of the place on which the Company's shares are listed.
Rule 48	In the course of making decisions on matters authorised to it, the Board of Directors shall duly perform its information disclosure obligations and voluntarily submit to the supervision of the Bank's shareholders, the Supervisory Committee, and the banking regulatory authority.	Rule 48	In the course of making decisions on matters authorised to it, the Board of Directors shall duly perform its information disclosure obligations and voluntarily submit to the supervision of the Bank's shareholders, the ~~Supervisory Committee~~ **audit committee**, and the banking regulatory authority.
Rule 50	Matters resolved by the general meeting to be implemented by the Supervisory Committee shall be organised by the chairman of the Supervisory Committee. For matters implemented by the Supervisory Committee, the Supervisory Committee shall report to the general meeting, and may, where it considers necessary, first inform the Board of Directors.	Rule 50	Matters resolved by the general meeting to be implemented by the ~~Supervisory Committee~~ **audit committee** shall be organised by the ~~chairman of the Supervisory Committee~~ **convener of audit committee**. For matters implemented by the ~~Supervisory Committee~~ **audit committee**, the ~~Supervisory Committee~~ **audit committee** shall report to the general meeting, and may, where it considers necessary, first inform the Board of Directors.

Original No.	Original Rule	Amended No.	Amended Rule
Rule 53	If the procedures for calling a meeting or the manner of voting at a general meeting are in violation of laws, administrative regulations or the Articles of Association of the Bank, or if the content of a resolution is in violation of the Articles of Association of the Bank, the shareholders shall have the right to request the People's Court to revoke it within 60 days from the date on which the resolution is made.	Rule 53	If the procedures for calling a meeting or the manner of voting at a general meeting are in violation of laws, administrative regulations or the Articles of Association of the Bank, or if the content of a resolution is in violation of the Articles of Association of the Bank, the shareholders shall have the right to request the People's Court to revoke it within 60 days from the date on which the resolution is made**, except that there are only minor defects in the procedures for calling a meeting or the manner of voting at a general meeting, which do not materially affect the resolution**.
Rule 57	Unless otherwise provided in the Rules or unless the context otherwise requires, references to "more", "within" and "less" shall include the actual figures, while references to "other than", "lower than", "less than", "exceeding", and "more than" shall exclude the actual figures.	Rule 57	Unless otherwise provided in the Rules or unless the context otherwise requires, references to "more", "within" and "less" shall include the actual figures, while references to **"more than/majority",** "other than", "lower than", "less than", "exceeding", and "more than" shall exclude the actual figures.
Rule 58	The Rules have been approved by resolution of the general meeting and shall take effect from the date on which the shares of the Bank are listed on The Stock Exchange of Hong Kong Limited. The Rules of Procedure for General Meetings of Yibin City Commercial Bank (Y. S. H. D. [2021] No. 96) are hereby repealed.	Rule 58	The Rules have been approved by resolution of the general meeting and shall take effect from the date on which **the Articles of Association are approved by the banking regulatory authority**~~the shares of the Bank are listed on The Stock Exchange of Hong Kong Limited~~. The Rules of Procedure for General Meetings of Yibin City Commercial Bank (Y. S. H. D. [202~~1~~**4**] No. ~~96~~**43**) are hereby repealed.
Full text	Except as otherwise specified in this table, all references to "general meeting (股東大會)" shall be amended to "general meeting (股東會)" throughout the full text.		
Full text	Except as otherwise specified in this table, the sequence numbers of rules and the cross-references to rules throughout the full text shall be amended as necessary according to additions or deletions.		

COMPARISON TABLE OF AMENDMENTS TO THE RULES OF PROCEDURE OF THE BOARD OF DIRECTORS

Original No.	Original Rule	Amended No.	Amended
Rule 3	The Bank's Board of Directors is composed of executive directors and non-executive directors (including independent directors). The Board of Directors consists of 13 directors, including 3 executive directors and 10 non-executive directors (of which the number of independent directors shall not be less than one-third of the total number of members of the Board of Directors in principle). The Bank's Board of Directors exercises its authority in accordance with the Company Law, the securities regulatory rules of the place where the Bank's securities are listed, and the Articles of Association of the Bank.	Rule 3	The Bank's Board of Directors is composed of executive directors, ~~and~~ non-executive directors (including independent directors) **and employee director**. The Board of Directors consists of 13 directors, including ~~3~~**2** executive directors and 10 non-executive directors (of which the number of independent directors shall not be less than one-third of the total number of members of the Board of Directors in principle) **and 1 employee director**. The Bank's Board of Directors exercises its authority in accordance with the Company Law, the securities regulatory rules of the place where the Bank's securities are listed, and the Articles of Association of the Bank.
Rule 12	An extraordinary meeting of the Board of Directors shall be convened under any of the following circumstances: (I) When the chairman of the Board of Directors deems necessary; (II) When proposed by more than one-third of the directors; (III) When proposed by the Supervisory Committee; (IV) When proposed by two or more independent directors; (V) When proposed by shareholders representing more than one-tenth of the voting rights.	Rule 12	An extraordinary meeting of the Board of Directors shall be convened under any of the following circumstances: (I) When the chairman of the Board of Directors deems necessary; (II) When proposed by more than one-third of the directors; (III) When proposed by the ~~Supervisory Committee~~ **audit committee**; (IV) When proposed by two or more independent directors; (V) When proposed by shareholders representing more than one-tenth of the voting rights.

Original No.	Original Rule	Amended No.	Amended
Rule 16	The following persons or bodies may submit proposals to the Board of Directors: (I) Shareholders who severally or jointly hold more than 10% of the total number of shares of the Bank; (II) The Chairman of the Board of Directors; (III) One-third or more of the directors; (IV) One-half or more of the independent directors; (V) Special committees of the Board of Directors; (VI) The Supervisory Committee; (VII) The president of the Bank or the president's office.	Rule 16	The following persons or bodies may submit proposals to the Board of Directors: (I) Shareholders who severally or jointly hold more than 10% of the total number of shares of the Bank; (II) The Chairman of the Board of Directors; (III) One-third or more of the directors; (IV) One-half or more of the independent directors; (V) Special committees of the Board of Directors; ~~(VI) The Supervisory Committee;~~ (~~VII~~**VI**) The president of the Bank or the president's office.
Rule 19	In principle, the Board of Directors shall not consider any proposal not specified in the notice of the meeting. In exceptional circumstances where it is necessary to add a new proposal, such proposal shall be submitted in writing to all directors and the chairman of the Supervisory Committee, and may only be presented for consideration at the meeting of the Board of Directors after the consent of all directors has been obtained.	Rule 19	In principle, the Board of Directors shall not consider any proposal not specified in the notice of the meeting. In exceptional circumstances where it is necessary to add a new proposal, such proposal shall be submitted in writing to all directors ~~and the chairman of the Supervisory Committee~~, and may only be presented for consideration at the meeting of the Board of Directors after the consent of all directors has been obtained.
Rule 21	Notice of a regular meeting of the Board of Directors shall be served on the directors and supervisors at least 14 days before the meeting. The main information and materials of the meeting shall be sent to the directors and supervisors 10 days before the meeting. The notice of an extraordinary meeting of the Board of Directors, together with the main information and materials of the meeting, shall be sent to the directors and supervisors three days before the meeting.	Rule 21	Notice of a regular meeting of the Board of Directors shall be served on the directors ~~and supervisors~~ at least 14 days before the meeting. The main information and materials of the meeting shall be sent to the directors ~~and supervisors~~ 10 days before the meeting. The notice of an extraordinary meeting of the Board of Directors, together with the main information and materials of the meeting, shall be sent to the directors ~~and supervisors~~ three days before the meeting.

Original No.	Original Rule	Amended No.	Amended
Rule 25	A meeting of the Board of Directors shall be valid only if attended by a majority of the directors. Matters requiring the approval of at least two-thirds of the directors shall only be considered at a meeting of the Board of Directors attended by at least two-thirds of the directors. A director who has a material interest in a proposed resolution of the Board of Directors, including, but not limited to, matters such as personnel appointments and removals, related-party transactions, and asset disposals, shall not exercise voting rights on that resolution. Such meeting of the Board of Directors shall be held only with the presence of more than half of the directors who have no material interest.	Rule 25	A meeting of the Board of Directors shall be valid only if attended by a majority of the directors. Matters requiring the approval of at least two-thirds of the directors shall only be considered at a meeting of the Board of Directors attended by at least two-thirds of the directors. A director who has a material interest in a proposed resolution of the Board of Directors, including, but not limited to, matters such as personnel appointments and removals, related-party transactions, and asset disposals, shall not exercise voting rights on that resolution. Such meeting of the Board of Directors shall be held only with the presence of more than half of the directors who have no material interest. **Before the Board of Directors makes a resolution on the following matters, it shall be approved by more than half of all members of the audit committee:** **(I) the engagement or dismissal of the accounting firm that undertakes the Bank's audit business;** **(II) the appointment or removal of chief financial officer;** **(III) the disclosure of financial and accounting reports;** **(IV) other matters as prescribed by the securities regulatory authority under the State Council.**
Rule 26	In addition to the directors, supervisors of the Bank may attend the meeting of the Board of Directors as non-voting delegates, and at the same time other leaders of the Bank at the bank level may be notified to attend the meetings as non-voting delegates. Other relevant personnel may be temporarily invited to attend the meetings as required.	Rule 26	In addition to the directors~~, supervisors of the Bank may~~ attend**ing** the meeting of the Board of Directors~~, as non-voting delegates, and at the same time~~ other leaders of the Bank at the bank level may **also** be notified to attend the meetings as non-voting delegates. Other relevant personnel may be temporarily invited to attend the meetings as required.

Original No.	Original Rule	Amended No.	Amended
Rule 33	The resolutions of the Board of Directors must be passed by more than half of all directors. The following major matters shall not be voted through circulation and signing of written resolutions and shall be approved by more than two-thirds of the directors of the Board of Directors. (I) Proposals for amendments to the Articles of Association of the Bank; (II) Rules of Procedure for the Board of Directors and General Meetings of the Bank; the Bank's procedures for nomination and election of directors; procedures for nomination and election of senior management; (III) The election and replacement of directors of the Bank; (IV) The appointment or removal of the president, vice president, secretary of the Board of Directors, chief financial officer, chief risk officer, chief information officer, chief audit officer, and heads of the audit department, as well as other senior management of the Bank; (V) The Bank's business development strategy; (VI) The Bank's business plan and investment program; (VII) Board of Directors work report and comments; (VIII) The Bank's annual financial budget plan and final accounts plan; (IX) The Bank's profit distribution plan and loss recovery plan;	Rule 33	The resolutions of the Board of Directors must be passed by more than half of all directors. The following major matters shall not be voted through circulation and signing of written resolutions and shall be approved by more than two-thirds of the directors of the Board of Directors. (I) Proposals for amendments to the Articles of Association of the Bank; (II) Rules of Procedure for the Board of Directors and General Meetings of the Bank; the Bank's procedures for nomination and election of directors; procedures for nomination and election of senior management; (III) The election and replacement of directors of the Bank; (IV) The appointment or removal of the president, vice president, secretary of the Board of Directors, chief financial officer, chief risk officer, chief information officer, **chief compliance officer,** chief audit officer, and heads of the audit department, as well as other senior management of the Bank; (V) The Bank's business development strategy; (VI) The Bank's business plan and investment program; (VII) Board of Directors work report and comments; (VIII) The Bank's annual financial budget plan and final accounts plan; (IX) The Bank's profit distribution plan and loss recovery plan;

Original No.	Original Rule	Amended No.	Amended
	(X) The Bank's capital plans; (XI) Plans for the increase or reduction of the Bank's registered capital, the issuance of bonds or other securities, and the listing of the Bank; (XII) Major equity changes exceeding 5%; (XIII) External equity investment with a single transaction amount exceeding 5% but not exceeding 10% of the Bank's most recent audited net assets; (XIV) The authorization granted by the Board of Directors to the Chairman of the Board of Directors and the President; (XV) Fixed asset (including intangible asset) investments and disposals with a single transaction amount exceeding 5% but not exceeding 10% of the Bank's most recent audited net assets; (XVI) Write-off of non-performing assets with a single transaction amount exceeding 5% but not exceeding 10% of the Bank's most recent audited net assets; (XVII) Asset mortgage transactions with a single transaction amount exceeding 10% of the Bank's most recent audited net assets; (XVIII) The Bank's annual audit report; (XIX) The Bank's risk tolerance, risk management, and internal control policies; (XX) The Bank's information technology strategy;		(X) The Bank's capital plans; (XI) Plans for the increase or reduction of the Bank's registered capital, the issuance of bonds or other securities, and the listing of the Bank; (XII) Major equity changes exceeding 5%; (XIII) External equity investment with a single transaction amount exceeding 5% but not exceeding 10% of the Bank's most recent audited net assets; (XIV) The authorization granted by the Board of Directors to the Chairman of the Board of Directors and the President; (XV) Fixed asset (including intangible asset) investments and disposals with a single transaction amount exceeding 5% but not exceeding 10% of the Bank's most recent audited net assets; (XVI) Write-off of non-performing assets with a single transaction amount exceeding 5% but not exceeding 10% of the Bank's most recent audited net assets; (XVII) Asset mortgage transactions with a single transaction amount exceeding 10% of the Bank's most recent audited net assets; (XVIII) The Bank's annual audit report; (XIX) The Bank's risk tolerance, risk management, and internal control policies; (XX) The Bank's information technology strategy;

Original No.	Original Rule	Amended No.	Amended
	(XXI) The Bank's remuneration management system and policy design, and the compensation and performance management measures for senior management; (XXII) Matters that may have a material impact on the Bank's transformation and development; (XXIII) Matters that may result in material losses to the Bank; (XXIV) Other major matters as prescribed by laws, regulations, the securities regulatory rules of the place where the Bank's shares are listed, the Bank's Articles of Association, or as determined by the Board of Directors.		(XXI) The Bank's remuneration management system and policy design, and the compensation and performance management measures for senior management; (XXII) Matters that may have a material impact on the Bank's transformation and development; (XXIII) Matters that may result in material losses to the Bank; (XXIV) Other major matters as prescribed by laws, regulations, the securities regulatory rules of the place where the Bank's shares are listed, the Bank's Articles of Association, or as determined by the Board of Directors.
Rule 46	For matters not covered by the Rules, or in the event of any conflict between the Rules and laws, administrative regulations, regulatory documents, the Listing Rules, other relevant regulatory rules of the place where the Bank's shares are listed, or the Articles of Association as amended through legal procedures after the effective date of the Rules, the provisions of the applicable laws, administrative regulations, regulatory documents, the Listing Rules, relevant regulatory rules of the place where the Bank's shares are listed, and the Articles of Association shall prevail, and the Rules shall be revised accordingly.	Rule 46	For matters not covered by the Rules, or in the event of any conflict between the Rules and laws, administrative regulations, regulatory documents, the **Hong Kong** Listing Rules, other relevant regulatory rules of the place where the Bank's shares are listed, or the Articles of Association as amended through legal procedures after the effective date of the Rules, the provisions of the applicable laws, administrative regulations, regulatory documents, the **Hong Kong** Listing Rules, relevant regulatory rules of the place where the Bank's shares are listed, and the Articles of Association shall prevail, and the Rules shall be revised accordingly.

Original No.	Original Rule	Amended No.	Amended
Rule 47	Amendments to the Rules shall take effect from the date on which the Bank's shares are listed on The Stock Exchange of Hong Kong Limited, following approval by the Board of Directors and subsequent approval by the general meeting. The Rules of Procedure for the Board of Directors of Yibin City Commercial Bank (Y. S. H. D. [2021] No. 97) are hereby repealed.	Rule 47	Amendments to the Rules shall take effect from the date on which **the Articles of Association are approved by the banking regulatory authority**~~the Bank's shares are listed on The Stock Exchange of Hong Kong Limited~~, following approval by the Board of Directors and subsequent approval by the general meeting. The Rules of Procedure for the Board of Directors of Yibin City Commercial Bank (Y. S. H. D. [202~~1~~**4**] No. ~~97~~**44**) are hereby repealed.
Full text	Except as otherwise specified in this table, all references to "general meeting (股東大會)" shall be amended to "general meeting (股東會)" throughout the full text.		
Full text	Except as otherwise specified in this table, the sequence numbers of rules and the cross-references to rules throughout the full text shall be amended as necessary according to additions or deletions.		

宜宾市商业银行
Yibin City Commercial Bank

YIBIN CITY COMMERCIAL BANK CO., LTD*

宜賓市商業銀行股份有限公司*

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

(Stock Code: 2596)

NOTICE OF 2025 THIRD EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 third extraordinary general meeting (the "**EGM**") of Yibin City Commercial Bank Co., Ltd* (the "**Bank**") will be held at 4:00 p.m. on Monday, October 27, 2025 at the 3rd floor Conference Room, Kelton Hotel (凱爾頓豪庭酒店), Rongzhou Road East Section, Xuzhou District, Yibin, Sichuan Province, the People's Republic of China (the "**PRC**") to consider and, if thought fit, pass the following resolutions:

SPECIAL RESOLUTIONS

1. To consider and approve the abolition of the board of supervisors of the Bank;

2. To consider and approve the amendments to the Articles of Association;

3. To consider and approve the amendments to the Rules of Procedure for the General Meeting of the Bank; and

4. To consider and approve the amendments to the Rules of Procedure of the Board of Directors of the Bank.

The Board of Directors of
Yibin City Commercial Bank Co., Ltd*

Sichuan, the PRC
October 10, 2025

As at the date of this notice, the Board of Directors of the Bank comprises Mr. XUE Feng and Mr. XU Yong as executive Directors, Ms. XIAO Yufeng, Ms. TIAN Tian and Mr. ZHAO Gen as non-executive Directors, and Mr. YAO Liming, Ms. YU Xiaoran, Mr. XING Huayu and Ms. ZHAO Jingmei as independent non-executive Directors.

* *Yibin City Commercial 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, October 24, 2025 to Monday, October 27, 2025 (both days inclusive), during which period no transfer of shares of the Bank ("**Shares**") will be registered. Shareholders of the Bank (the "**Shareholder(s)**") whose names appear on the register of members of the Bank on Monday, October 27, 2025 are entitled to attend and vote at the EGM. In order to be entitled to attend and vote at the EGM, all transfer documents together with the relevant share certificates must be deposited at the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited (Address: Shops 1712-1716, 17th 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: No. 9 Jinshajiang Avenue, Xuzhou District, Yibin, Sichuan Province) (for Domestic Shareholders) for registration by no later than 4:30 p.m. on Thursday, October 23, 2025.

2. A Shareholder who is entitled to attend and vote at the EGM may appoint one or more proxies (the "**Proxy**" or "**Proxies**") to attend and, in the event of a poll, vote on his or her or its 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 board of directors, director, legal representative or other attorney duly authorized to sign the same.

4. For H Shareholders, the form of proxy should be returned to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited (Address: 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong). For Domestic Shareholders, the form of proxy may be returned to the Office of the Board of Directors of the Bank (Address: No. 9 Jinshajiang Avenue, Xuzhou District, Yibin, Sichuan Province, the PRC, Postcode: 644000); in any event, the form of proxy should be returned by H Shareholders in person or by post not less than 24 hours before the time designated for convening the EGM (or any adjourned meeting thereof) (i.e. no later than 4:00 p.m. on Sunday, October 26, 2025). 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 EGM or any adjourned meetings should they so wish.

5. Shareholders shall produce their identity documents and supporting documents in respect of the Shares held when attending the EGM. If a corporate Shareholder appoints an authorized representative to attend the EGM, 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, director, legal representative 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 EGM.

6. The EGM is expected to be held for less than half a day. Shareholders who intend to attend the EGM shall arrange and bear their own transportation and accommodation expenses.

7. 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

8. The business address of the Bank in the PRC is as follows:

   No. 9 Jinshajiang Avenue
   Xuzhou District
   Yibin
   Sichuan Province
   the PRC
   Contact person: The Office of the Board of Directors
   Tel: +0831-5103546