THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in 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, bank manager, solicitor, professional accountant or other professional adviser.

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

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重庆银行
BANK OF CHONGQING

BANK OF CHONGQING CO., LTD.*

重慶銀行股份有限公司*

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

(Stock Code: 1963)

THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025

The EGM of the Bank is proposed to be held at 9:30 a.m. on Friday, November 28, 2025.

The notice of the EGM is set out in this circular, and is also published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) together with the relevant form of proxy.

Whether or not you are able to attend the EGM, you are requested to complete the relevant form of proxy in accordance with the instructions printed thereon and return the same to the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time specified for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish.

* *The Bank holds a financial licence number B0206H250000001 approved by the regulatory authority of the banking industry of the PRC and was authorised by the Administration for Market Regulation of Chongqing to obtain a corporate legal person business licence with a unified social credit code 91500000202869177Y. The Bank is not an authorised institution within the meaning of the Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorised to carry on banking and/or deposit-taking business in Hong Kong.*

November 7, 2025

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NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025 . . . . . EGM-1

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

"Articles of Association"	the articles of association of the Bank as amended, modified or otherwise supplemented from time to time
"A Share(s)"	ordinary share(s) in the share capital of the Bank with a nominal value of RMB1.00 each, which are listed on the Main Board of the Shanghai Stock Exchange and traded in RMB
"A Shareholder(s)"	holder(s) of A Shares
"Bank" or "Bank of Chongqing"	Bank of Chongqing Co., Ltd. (重慶銀行股份有限公司), a joint stock company incorporated in the PRC, whose H Shares are listed on the Main Board of the Hong Kong Stock Exchange (Stock Code: 01963) and whose A Shares are listed on the Main Board of the Shanghai Stock Exchange (Stock Code: 601963)
"Board"	the board of Directors of the Bank
"Board of Supervisors"	the board of Supervisors of the Bank
"Convertible Bonds"	convertible corporate bonds which can be converted into new A Shares publicly issued by the Bank on the Shanghai Stock Exchange in March 2022 with an aggregate amount of RMB13 billion
"Director(s)"	the director(s) of the Bank
"EGM"	the first extraordinary general meeting of 2025 of the Bank to be held at Multi-Function Conference Hall, 3/F of the Building of the Head Office of Bank of Chongqing, No. 6 Yongpingmen Street, Jiangbei District, Chongqing, the PRC at 9:30 a.m. on Friday, November 28, 2025
"H Share(s)"	overseas-listed foreign shares in the share capital of the Bank with a nominal value of RMB1.00 each, which are listed on the Main Board of the Hong Kong Stock Exchange and traded in Hong Kong dollars
"H Shareholder(s)"	holder(s) of H Shares
"H Share Registrar"	Computershare Hong Kong Investor Services Limited
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC

"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Latest Practicable Date"	November 5, 2025, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining information for inclusion herein
"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"	the People's Republic of China, and for the purpose of this circular only, excluding Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
"RMB"	Renminbi, the lawful currency of the PRC
"Shareholder(s)"	holder(s) of Share(s) of the Bank
"Share(s)"	A Share(s) and H Share(s) of the Bank
"Supervisor(s)"	the supervisor(s) of the Bank

重庆银行
BANK OF CHONGQING

BANK OF CHONGQING CO., LTD.*
重慶銀行股份有限公司*

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

(Stock Code: 1963)

Executive Directors:
Mr. YANG Xiuming
Mr. GAO Song
Ms. HOU Ximeng

Non-executive Directors:
Mr. WONG Hon Hing
Mr. GUO Xile
Mr. WU Heng
Mr. FU Wei
Mr. ZHOU Zongcheng
Mr. YU Hua

Independent non-executive Directors:
Mr. ZHU Yanjian
Ms. LIU Ruihan
Ms. WANG Qinlin
Mr. ZENG Hong
Mr. CHAN Fung Cheung

Registered address:
No. 6 Yongpingmen Street
Jiangbei District
Chongqing
PRC

Principal place of business in Hong Kong:
Room 1918, 19/F, Lee Garden One
33 Hysan Avenue, Causeway Bay
Hong Kong

November 7, 2025

To the Shareholders

Dear Sir or Madam,

THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025

I. INTRODUCTION

The EGM of the Bank is proposed to be held at 9:30 a.m. on Friday, November 28, 2025.

Ordinary resolution to be proposed at the EGM for the Shareholders to approve includes: (1) proposal on the profit pre-distribution plan for the first three quarters of 2025; special resolutions to be proposed at the EGM for the Shareholders to approve include: (1) proposal on amending the Articles of Association of Bank of Chongqing Co., Ltd.; (2) proposal on amending the Procedural Rules for General Meetings of Bank of Chongqing Co., Ltd.; (3) proposal on amending the Procedural Rules for the Board of Directors of Bank of Chongqing Co., Ltd.; and (4) proposal on the dissolution of the Board of Supervisors.

The purpose of this circular is to provide you with all information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions set out in the notice of the EGM.

II. MATTERS TO BE CONSIDERED AT THE EGM

(I) Proposal on the Profit Pre-distribution Plan for the First Three Quarters of 2025

On October 24, 2025, the Board considered and approved the Proposal on the Profit Pre-distribution Plan for the First Three Quarters of 2025. According to the financial report issued by Ernst & Young Hua Ming LLP (Special General Partnership) after performing the agreed procedures for the three quarters of 2025, the net profit attributable to ordinary Shareholders of the Bank on a consolidated basis for the first three quarters of 2025 was RMB4.879 billion. The Profit Pre-distribution Plan for the First Three Quarters of 2025 is as follows:

The Bank intends to distribute a cash dividend of RMB1.684 (tax inclusive) per 10 Shares to all ordinary Shareholders whose names appeared on the register of members based on the total share capital of ordinary Shares on the record date for implementing profit distribution. The dividend is denominated and declared in RMB and paid in RMB or HKD equivalent, and the holders of H Shares are provided with the option of dividend distribution in RMB. The holders of H Shares have the right to choose to receive the dividend of H Shares in RMB or HKD in whole (HKSCC Nominees Limited may choose to receive the dividend in whole or in part).

If calculated based on the total share capital of ordinary Shares of 3,474,585,802 Shares as of September 30, 2025, the Bank will pay a cash dividend of RMB585,120,249.06 (tax inclusive) in total, representing 11.99% of net profit attributable to the ordinary Shareholders of the Bank in the consolidated statements for the first three quarters of 2025. Since the convertible bonds issued by the Bank are in the conversion period, where the total ordinary Share capital of the Bank changes before the record date for implementing profit distribution, then the above total distribution amount shall remain unchanged, while the distribution per Share shall be adjusted accordingly.

The profit pre-distribution plan will become effective upon approval by the Shareholders at the EGM.

If the Profit Pre-distribution Plan of the Bank for the First Three Quarters of 2025 is approved by the Shareholders, H Shareholders whose names appear on the H Share register of members of the Bank on Tuesday, December 9, 2025 will be entitled to receive the aforesaid cash dividends. In order to determine the list of H Shareholders who are entitled to the aforesaid cash dividends, the register of members of H Shares of the Bank will be closed from Thursday, December 4, 2025 to Tuesday, December 9, 2025 (both days inclusive), during such period no transfer of the Bank's H Shares will be effected and registered. In order to be entitled to the first three quarters dividend, holders of H Shares who have not registered the related transfer documents are required to lodge the transfer documents, together with the relevant Share certificates, with the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Wednesday, December 3, 2025. The dividend is expected to be distributed to holders of A Shares and holders of H Shares who are entitled to the aforesaid cash dividends on Friday, January 16, 2026.

(II) Proposal on Amending the Articles of Association of Bank of Chongqing Co., Ltd.

In order to further strengthen the Party's leadership in corporate governance, improve the modern financial enterprise system, enhance internal management, promote the Bank's stable and sustainable development, and improve the quality and effectiveness of corporate governance, the Board of Directors of the Bank considered and approved certain proposed amendments to the Bank's existing Articles of Association in accordance with the Company Law of the People's Republic of China (as revised in 2023) (the "**Company Law**"), the Corporate Governance Code for Banks and Insurance Institutions, the Guidance for the Articles of Association of Listed Companies (as revised in 2025), the Measures for the Administration of Independent Directors of Listed Companies, the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange and other laws, regulations, rules and Listing Rules, as well as taking into account the amendments to the articles of association of peers and the Bank's actual operations and management. The main amendments involve streamlining and refining the Party building related provisions, optimizing contents relating to shareholders' rights and obligations, the powers of general meeting and their procedural protocols, as well as optimizing and amending provisions concerning the duties and appointment and removal procedures of directors, the qualifications and duties of independent directors, the powers of the chairman of the Board, the composition of the Board, the powers and procedural rules of the Board, and the duties and appointment and removal procedures of senior management. Other amendments include new addition of a dedicated section on special committee of the Board, amendments corresponding to the dissolution of the board of supervisors, and other supplementary revisions. The proposed amendments to the Articles of Association are subject to the approval of Shareholders at the shareholders' general meeting, and shall take effect on the date of approval by Chongqing Bureau of National Financial Regulatory Administration (重慶金融監管局) (the "**Chongqing NFRA**"). Prior to the approval of the Shareholders and Chongqing NFRA, the existing Articles of Association shall remain effective.

For details of the proposed amendments to the Articles of Association, please refer to Appendix I to this circular.

(III) Proposal on Amending the Procedural Rules for General Meetings of Bank of Chongqing Co., Ltd.

In accordance with the Company Law, the Corporate Governance Code for Banks and Insurance Institutions, the Guidance for the Articles of Association of Listed Companies and other laws, regulations, rules and listing rules, the Board considered and approved to make corresponding amendments to its existing Procedural Rules for General Meetings of Bank of Chongqing Co., Ltd. (the "**Procedural Rules for General Meetings**") to further improve the decision-making procedures of the general meetings and enhance the operational efficiency of corporate governance. The proposed amendments to the Procedural Rules for General Meetings are subject to the approval of the Shareholders at a shareholders' general meeting, and shall take effect upon the Chongqing NFRA approving the relevant proposed amendments to the Articles of Association. Prior to the approval of the relevant amendments to the Articles of Association at the shareholders' general meeting and by the Chongqing NFRA, the existing Procedural Rules for General Meetings shall remain effective.

For details of the proposed amendments to the Procedural Rules for General Meetings, please refer to Appendix II to this circular.

(IV) Proposal on Amending the Procedural Rules for the Board of Directors of Bank of Chongqing Co., Ltd.

In accordance with the Company Law, the Corporate Governance Code for Banks and Insurance Institutions, the Guidance for the Articles of Association of Listed Companies, the Measures for the Administration of Independent Directors of Listed Companies and other laws, regulations, rules and listing rules, and taking into account of the actual situation of the Bank, the Board considered and approved to make corresponding amendments to its existing Procedural Rules for the Board of Directors of Bank of Chongqing Co., Ltd. (the "**Procedural Rules for the Board of Directors**") to further regulate the deliberation methods and decision-making procedures of the Board, procure directors and the Board to effectively perform their duties and improve the standardized operation and scientific decision-making levels of the Board. The proposed amendments to the Procedural Rules for the Board of Directors are subject to the approval of the Shareholders at a shareholders' general meeting, and shall take effect upon the Chongqing NFRA approving the relevant proposed amendments to the Articles of Association. Prior to the approval of the relevant amendments to the Articles of Association at the shareholders' general meeting and by the Chongqing NFRA, the existing Procedural Rules for the Board of Directors shall remain effective.

For details of the proposed amendments to the Procedural Rules for the Board of Directors, please refer to Appendix III to this circular.

(V) Proposal on the Dissolution of the Board of Supervisors

In accordance with the Company Law, the Notice on Matters Related to the Alignment between Corporate Governance Supervisory Rules and 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》) issued by the National Financial Regulatory

Administration, the Transitional Arrangements for the Implementation of Supporting Rules under the New Company Law (《關於新〈公司法〉配套制度規則實施相關過渡期安排》) issued by the China Securities Regulatory Commission, and other laws, regulations and regulatory requirements, as well as relevant requirements for the reform of the board of supervisors of state-owned enterprises, the Bank intends to dissolve the Board of Supervisors and its subordinate Supervision and Nomination Committee, and the functions and powers of the Board of Supervisors as stipulated in the Company Law and regulatory requirements shall be exercised by the Audit Committee of the Board. The current members of the Board of Supervisors of the Bank shall no longer serve as Supervisors or perform related duties of the Board of Supervisors. The Rules of Procedure of the Board of Supervisors of Bank of Chongqing Co., Ltd. and other corporate governance systems related to the Board of Supervisors of the Bank shall be abolished accordingly.

The Bank intends to amend the Articles of Association accordingly, and please refer to the Proposal on Amending the Articles of Association of Bank of Chongqing Co., Ltd. for details. The aforesaid dissolution of the Board of Supervisors shall take effect from the date of approval of the amended Articles of Association of the Bank by the Chongqing NFRA. Prior to that, the Board of Supervisors of the Bank will continue to exercise the functions and powers of the Board of Supervisors as stipulated in the Company Law and other laws and regulations.

III. EGM

The EGM will be held at 9:30 a.m. on Friday, November 28, 2025 at the Multi-Function Conference Hall, 3/F of the Building of the Head Office of Bank of Chongqing, No. 6 Yongpingmen Street, Jiangbei District, Chongqing, the PRC to consider and, if thought fit, to pass resolutions in respect of the matters set out in the notice of the EGM. The notice of EGM is set out in this circular.

The register of members of H Shares of the Bank will be closed from Tuesday, November 25, 2025 to Friday, November 28, 2025 (both days inclusive), during which time no transfer of H Shares of the Bank will be effected and registered. Holders of H Shares who have been registered as Shareholders on the H Share register of members of the Bank on Tuesday, November 25, 2025 are entitled to attend and vote in respect of all resolutions to be proposed at the EGM. In order to attend the EGM, holders of H Shares should ensure that all transfer documents, accompanied by the relevant H Share certificates, are lodged with the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by 4:30 p.m. on Monday, November 24, 2025 (being the last registration date).

The form of proxy for the EGM has been published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk).

To be valid, for holders of H Shares, the form of proxy and notarized power of attorney or other document of authorization must be delivered to the Bank's H Share Registrar not less than 24 hours before the time appointed for the EGM. Completion and return of the proxy form will not preclude you from attending and voting at the EGM in person if you so wish.

IV. LISTING RULES REQUIREMENTS

According to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a shareholders' general meeting must be taken by poll. Therefore, all resolutions at the EGM will be taken by way of a poll.

V. RECOMMENDATIONS

The Board (including the independent non-executive Directors) considers that the proposed resolutions set out in the notice of the EGM are in the best interests of the Bank and the Shareholders as a whole. Accordingly, the Board recommends that the Shareholders vote in favour of the relevant resolutions at the EGM.

VI. ADDITIONAL INFORMATION

Your attention is also drawn to the additional information set forth in Appendices.

For and on behalf of the Board
Bank of Chongqing Co., Ltd.*
Chairman
YANG Xiuming

Chongqing, the PRC

* *The Bank holds a financial licence number B0206H250000001 approved by the regulatory authority of the banking industry of the PRC and was authorised by the Administration for Market Regulation of Chongqing to obtain a corporate legal person business licence with a unified social credit code 91500000202869177Y. The Bank is not an authorised institution within the meaning of the Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorised to carry on banking and/or deposit-taking business in Hong Kong.*

No.	Before amendments	After amendments
1.	**Article 1** The Articles of Association are formulated in accordance with the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law"), the Securities Law of the People's Republic of China, the Banking Supervision and Regulatory Law of the People's Republic of China (hereinafter referred to as the "Banking Supervision and Regulatory Law"), the Commercial Banking Law of the People's Republic of China (hereinafter referred to as the "Commercial Banking Law"), the Guidelines for Corporate Governance of Banking and Insurance Institutions, the Measures for Performance Evaluation of Directors and Supervisors of Banking and Insurance Institutions (Trial), the Measures for the Supervision and Administration of Investment of State-owned Enterprises in Chongqing, the Special Regulations of the State Council on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies, the Mandatory Provisions for the Articles of Association of the Companies Listed Overseas (hereinafter referred to as the "Mandatory Provisions"), the Guidance for the Articles of Association of Listed Companies (《上市公司章程指引》), the Rules for General Meetings of Listed Companies, the Letter of Opinion on the Supplements and Amendments to the Articles of Association of the Companies Listed in Hong Kong, the Official Reply of the State Council regarding Adjusting the Application of Provisions to the Notice Period for Convention of Shareholders' Meetings and other Matters of Overseas Listed Companies, relevant requirements of the Communist Party of China, as well as other relevant laws, regulations, rules and the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited and the Rules Governing the Listing of Stocks on Shanghai Stock Exchange (hereinafter collectively referred to as the "Listing Rules"), with an aim to protect the legitimate rights and interests of Bank of Chongqing Co., Ltd. (hereinafter referred to as the "Bank"), and its shareholders and creditors, and to standardize the organization and activities of the Bank.	**Article 1** The Articles of Association are formulated in accordance with the relevant requirements of the Communist Party of China, the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law"), the Securities Law of the People's Republic of China, the Banking Supervision and Regulatory Law of the People's Republic of China (hereinafter referred to as the "Banking Supervision and Regulatory Law"), the Commercial Banking Law of the People's Republic of China (hereinafter referred to as the "Commercial Banking Law"), the Guidelines for Corporate Governance of Banking and Insurance Institutions, the Guidance for the Articles of Association of Listed Companies (《上市公司章程指引》), the Rules for General Meetings of Listed Companies, the Official Reply of the State Council regarding Adjusting the Application of Provisions to the Notice Period for Convention of Shareholders' Meetings and other Matters of Overseas Listed Companies, the Measures for the Administration of Independent Directors of Listed Companies, as well as other relevant laws, regulations, rules, regulatory requirements and the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited and the Rules Governing the Listing of Stocks on Shanghai Stock Exchange (hereinafter collectively referred to as the "Listing Rules"), with an aim to standardize the organization and activities of Bank of Chongqing Co., Ltd. (hereinafter referred to as the "Bank"), fully implement the important requirement of "Two Unswervingly", uphold and strengthen the Party's comprehensive leadership, improve the corporate governance structure, establish a modern enterprise system with Chinese characteristics, and protect the legitimate rights and interests of the Bank, its shareholders, employees and creditors.

No.	Before amendments	After amendments
2.	**Article 5** The Bank is a joint stock limited company of indefinite term.	**Article 5** The Bank is a joint stock limited company of indefinite term. The Bank adheres to lawful corporate governance, strives to build itself into a lawfully governed enterprise with sound governance, compliance in operation, standard management, legal compliance and integrity.
3.	**Article 6** The Chairman of the Bank shall be the legal representative of the Bank.	**Article 6** The legal representative of the Bank shall be the Chairman who represents the Bank in conducting its affairs. If the Chairman resigns, he/she shall be deemed to have resigned as the legal representative at the same time. If the legal representative resigns, the Bank shall identify a new legal representative within thirty days from the date of the legal representative's resignation.
4.	**Newly added**	**Article 7** The legal consequences of civil activities conducted by the legal representative in the name of the Bank shall be borne by the Bank. Restrictions on the authority of the legal representative as stipulated in the Articles of Association or by the shareholders' general meeting shall not be asserted against a bona fide counterparty. If the legal representative causes harm to others in the course of performing his/her duties, the Bank shall assume civil liability for such harm. After the Bank has assumed civil liability, it may, in accordance with the laws or the provisions of the Articles of Association, seek recourse against the legal representative at fault.

No.	Before amendments	After amendments
5.	**Article 7** The shareholders shall bear liability of the Bank to the extent of the share capital held by them and the Bank shall bear liability of its debts to the extent of its total capital.	**Article 8** The shareholders shall bear liability of the Bank to the extent of the share capital held by them and the Bank shall bear liability of its debts to the extent of its total property.
6.	**Article 8** The Articles of Association shall take effect after having already been approved by a shareholders' general meeting and reviewed by China Banking and Insurance Regulatory Commission Chongqing Bureau. From the effective date, the original Articles of the Bank will automatically be lapsed. From the effective date, the Articles of Association shall become a legally binding document which regulates the organization and acts of the Bank, and defines the rights and obligations between the Bank and its shareholders, and among the shareholders.	**Article 9** The Articles of Association shall take effect after having already been approved by a shareholders' general meeting and reviewed by banking regulatory authority of the State Council and/or its local offices (hereinafter collectively referred to as the "Relevant Banking Regulatory Authority"). From the effective date, the original Articles of the Bank will automatically be lapsed. From the effective date, the Articles of Association shall become a legally binding document which regulates the organization and acts of the Bank, and defines the rights and obligations between the Bank and its shareholders, and among the shareholders.

No.	Before amendments	After amendments
7.	**Article 9** Pursuant to the Company Law, the Constitution of Communist Party of China ("CPC"), the Regulations on the Work of Basic Organizations of the State-owned Enterprises of the Communist Party of China (Trial) (《中國共產黨國有企業基層組織工作條例(試行)》) and other provisions, the Bank shall set up a committee for the Communist Party of China (the "Party Committee") and an organization for discipline inspection and supervision to implement Party activities. The Party Committee functions as integrated parts of the Bank's corporate governance and plays a leading role. The Bank shall demonstrate a consistent adherence to the integration of the Party's leadership enhancement and corporate governance improvement, the synchronization between Party construction and enterprise reform, the synchronization between Party organization setting and operation branch structuring, between appointment of Party organization leaders and deployment of Party workforce, and shall ensure simultaneous implementation of Party building activities. Powers and responsibilities, work patterns of Party organizations in the course of corporate decision making, implementation of corporate decisions and supervision shall be clearly defined. Party organizations shall align their work and activities with the Bank's institutional framework, mechanisms, systems and operations, and shall perform its duties as leadership in an organized, institutionalized and concrete way.	**Article 10** Pursuant to the Constitution of Communist Party of China ("CPC"), the Regulations on the Work of Basic Organizations of the State-owned Enterprises of the Communist Party of China (Trial) (《中國共產黨國有企業基層組織工作條例(試行)》), the Company Law and other provisions, the Bank shall set up a committee for the Communist Party of China (the "Party Committee") and an organization for discipline inspection and supervision to implement Party activities. The Party Committee functions as integrated parts of the Bank's corporate governance and plays a leading role. The Bank shall actively practice and promote the financial culture with Chinese characteristics, and demonstrate a consistent adherence to the integration of the Party's leadership enhancement and corporate governance improvement, the synchronization between Party construction and enterprise reform, the synchronization between Party organization setting and operation branch structuring, between appointment of Party organization leaders and deployment of Party workforce, and shall ensure simultaneous implementation of Party building activities. Powers and responsibilities, work patterns of Party organizations in the course of corporate decision making, implementation of corporate decisions and supervision shall be clearly defined. Party organizations shall align their work and activities with the Bank's institutional framework, mechanisms, systems and operations, and shall perform its duties as leadership in an organized, institutionalized and concrete way.

No.	Before amendments	After amendments
8.	**Article 10** The Bank adopts "bidirectional access and cross appointment" leadership system. The eligible members of the Party organizations of the Bank may be appointed as members of the Board of Directors, the Board of Supervisors and the senior management through legal procedures; the eligible Party members of the Board of Directors, the Board of Supervisors and the senior management may be appointed as members of the Party organizations of the Bank in accordance with relevant regulations and procedures.	**Article 11** The Bank adopts "bidirectional access and cross appointment" leadership system. The eligible members of the Party Committee of the Bank may be appointed as members of the Board of Directors and the senior management through legal procedures; the eligible Party members of the Board of Directors and the senior management may be appointed as members of the Party Committee of the Bank in accordance with relevant regulations and procedures.
9.	**Article 11** The Articles of Association shall be binding on the Bank, its shareholders, directors, supervisors and other senior management. All personnel mentioned above may claim their rights in respect of matters relating to the Bank pursuant to the Articles of Association. The Bank may institute lawsuits against its shareholders, directors, supervisors and senior management pursuant to the Articles of Association; the shareholders may institute lawsuits against the Bank and other shareholders, directors, supervisors and senior management of the Bank pursuant to the Articles of Association. The lawsuits referred to in the preceding paragraph shall include lawsuits instituted in a court or arbitration applied to an arbitration institution.	**Article 12** The Articles of Association shall be binding on the Bank, its shareholders, members of the Party Committee, directors and other senior management. All personnel mentioned above may claim their rights in respect of matters relating to the Bank pursuant to the Articles of Association. The Bank may institute lawsuits against its shareholders, directors and senior management pursuant to the Articles of Association; the shareholders may institute lawsuits against the Bank and other shareholders, directors and senior management of the Bank pursuant to the Articles of Association. The lawsuits referred to in the preceding paragraph shall include lawsuits instituted in a court or arbitration applied to an arbitration institution.

No.	Before amendments	After amendments
10.	**Article 12** The "senior management" referred to in the Articles of Association shall mean the Bank's president, vice presidents, chief financial officer, secretary to the Board of Directors, chief officer, general counsel and other management personnel designated by the Bank based on actual circumstances. The Bank's directors, senior management and other personnel whose qualifications are required to be reviewed by China Banking and Insurance Regulatory Commission and/or its local offices (hereinafter collectively referred to as the "Relevant Banking Regulatory Authority") shall have qualifications required by such authority and be subject to its review.	**Article 13** The "senior management" referred to in the Articles of Association shall mean the Bank's president, vice presidents, chief financial officer, secretary to the Board of Directors, chief officer, general counsel and other management personnel determined and appointed by the Bank's Board of Directors. The Bank's directors, senior management and other personnel whose qualifications are required to be reviewed by the Relevant Banking Regulatory Authority shall have qualifications required by such authority and be subject to its review.
11.	**Article 13** The Bank's investment shall conform to the national development plan and industrial policies, the layout of state-owned economy and structural adjustment direction, the development strategy and plan of the Bank, as well as the investment decision-making procedures and management system of the Bank. The Bank shall adhere to making investment in accordance with the principle of "focusing on the main business and enhancing core competitiveness". The scale of investment shall be compatible with the Bank's capital strength, asset management scale, debt to assets ratio, actual fund-raising capacity, management level, industry experience and risk-resistance capability. The Bank may invest in other companies with limited liabilities and joint stock limited companies subject to the relevant laws and regulations, and shall assume liability to the extent of its investment in such companies. Except for otherwise stipulated by law, the Bank shall not become a contributor who is jointly and severally liable for the debts of the invested company. Based on its business development needs and with the approval of the relevant banking regulatory authority, the Bank may establish branches.	**Article 14** The Bank's investment shall conform to the national development plan and industrial policies, the layout of state-owned economy and structural adjustment direction, the development strategy and plan of the Bank, as well as the investment decision-making procedures and management system of the Bank. The Bank shall adhere to making investment in accordance with the principle of "focusing on the main business and enhancing core competitiveness". The scale of investment shall be compatible with the Bank's capital strength, asset management scale, debt to assets ratio, actual fund-raising capacity, management level, industry experience and risk-resistance capability. The Bank may invest in other companies subject to the relevant laws and regulations, and shall assume liability to the extent of its investment in such companies. Where laws stipulate that the Bank shall not become a contributor who is jointly and severally liable for the debts of the invested company, such provisions shall prevail. Based on its business development needs and with the approval of the relevant banking regulatory authority, the Bank may establish branches.

No.	Before amendments	After amendments
12.	**Article 17** Upon the registration according to law, the business scope of the Bank is: Receiving deposits of the public; granting short-term, medium-term and long-term loans; handling domestic settlement; handling bills acceptance and discounting; issuing financial bonds; acting as agents in issuance and payment and underwriting government bonds; buying and selling government bonds; inter-bank borrowings; providing letters of credit services and guarantees; acting as agent in the collection and payment of monies and insurance business; providing safe deposit box services; credit asset transfer; handling entrusted loans for local financial revolving funds; foreign exchange deposits; foreign exchange loans; foreign currency conversion; international settlement; exchange settlement and selling; foreign exchange inter-bank borrowings; self-operating and acting as agent in buying and selling of foreign exchanges; ordinary derivative products transactions; buying and selling of foreign currency quoted securities other than shares; credit checking, advisory and witnessing businesses; launching credit cards; sales of securities investment funds; handling online banking businesses, such as account information enquiry, online transfer, agent service, loan transaction, group customer management, wealth management service, e-commerce, customer service and public information; other businesses as approved by the relevant banking regulatory authorities in China.	**Article 18** Upon the registration according to law, the business scope of the Bank is: Receiving deposits of the public; granting short-term, medium-term and long-term loans; handling domestic settlement; handling bills acceptance and discounting; issuing financial bonds; acting as agents in issuance and payment and underwriting government bonds; buying and selling government bonds; inter-bank borrowings; providing letters of credit services and guarantees; acting as agent in the collection and payment of monies and insurance business; providing safe deposit box services; credit asset transfer; handling entrusted loans for local financial revolving funds; foreign exchange deposits; foreign exchange loans; foreign currency conversion; international settlement; exchange settlement and selling; foreign exchange inter-bank borrowings; self-operating and acting as agent in buying and selling of foreign exchanges; ordinary derivative products transactions; buying and selling of foreign currency quoted securities other than shares; credit checking, advisory and witnessing businesses; launching credit cards; sales of securities investment funds; handling online banking businesses, such as account information enquiry, online transfer, agent service, loan transaction, group customer management, wealth management service, e-commerce, customer service and public information; other businesses as approved by the Relevant Banking Regulatory Authority and other supervisory agencies.

No.	Before amendments	After amendments
13.	**Article 18** The Bank shall have ordinary shares at all times; according to its needs and upon the approval by the vetting authority authorized by the State Council, the Bank may create other classes of shares such as preference shares. Preference shares herein refer to other classes of shares separately governed under the Company Law as compared to the ordinary shares. Holders of preference shares shall participate in the distribution of profit and residual assets of the Bank in priority to holders of ordinary shares, however their rights in respect of participating in the Bank's decision-marking and management (such as voting rights) are subject to restriction. Unless otherwise specified, share(s) and share certificate(s) referred to herein shall indicate ordinary share(s) and ordinary share certificate(s). The special matters regarding preference shares are set out separately in Chapter 20 of the Articles of Association.	**Article 19** The Bank shall have ordinary shares at all times; according to its needs and upon the approval by the vetting authority authorized by the State Council, the Bank may create other classes of shares such as preference shares. Preference shares herein refer to other classes of shares separately governed under the Company Law as compared to the ordinary shares. Holders of preference shares shall participate in the distribution of profit and residual assets of the Bank in priority to holders of ordinary shares, however their rights in respect of participating in the Bank's decision-marking and management (such as voting rights) are subject to restriction. Unless otherwise specified, share(s) and share certificate(s) referred to herein shall indicate ordinary share(s) and ordinary share certificate(s). The special matters regarding preference shares are set out separately in Chapter 17 of the Articles of Association.

No.	Before amendments	After amendments
14.	**Article 29** The Bank may, based on its requirements for operation and development and in accordance with applicable laws and administrative regulations, increase its capital in the following ways, upon approval of a shareholders' general meeting by a special resolution, relevant banking regulatory authority, and other regulatory authority: (1) offering new shares to unspecified investors for subscription; (2) placing new shares to its existing shareholders; (3) distributing new shares to its existing shareholders; (4) converting capital reserve into capital; (5) using any other ways permitted by the applicable laws, administrative regulations, and relevant regulatory authority. Any increase of capital by issuing new shares shall, after being approved in accordance with the provisions of the Articles of Association, be conducted in accordance with the procedures stipulated by the applicable laws and administrative regulations.	**Article 28** The Bank may, based on its requirements for operation and development and in accordance with applicable laws and administrative regulations, increase its capital in the following ways, upon approval of a shareholders' general meeting by a special resolution, relevant banking regulatory authority, and other regulatory authority: (1) offering shares to unspecified targets; (2) offering shares to specified targets; (3) distributing bonus shares to its existing shareholders; (4) converting capital reserve into capital; (5) using any other ways permitted by the applicable laws, administrative regulations, and relevant regulatory authority. Any increase of capital by issuing new shares shall, after being approved in accordance with the provisions of the Articles of Association, be conducted in accordance with the procedures stipulated by the applicable laws and administrative regulations.
15.	**Article 31** Unless otherwise stipulated in the relevant laws, administrative regulations, relevant provisions of the securities regulatory authorities, or stock exchanges of the place in which the shares of the Bank are listed or the Articles of Association, shares of the Bank shall be freely transferable without any liens.	**Article 30** Unless otherwise stipulated in the relevant laws, administrative regulations, relevant provisions of the securities regulatory authorities, or stock exchanges of the place in which the shares of the Bank are listed or the Articles of Association, shares of the Bank shall be freely transferable without any liens. The Bank shall not accept its own shares as the subject of pledge.

No.	Before amendments	After amendments
16.	**Article 32** Shares of the Bank possessed by the promoters shall not be transferrable within one year from the establishment of the Bank. Any domestic shares already in issue before the public offering of the Bank's shares shall not be transferrable within one year from the date on which the A shares of the Bank are listed on stock exchanges in China. Directors, supervisors and senior management personnel of the Bank shall declare to the Bank their ownership of the shares of the Bank and any changes thereof. The number of shares transferred by any director, supervisor or senior management personnel of the Bank in a given year during his/her tenure shall not exceed 25% of the total number of the same type of shares of the Bank held by him/her. The shares of the Bank held by any director, supervisor or senior management personnel of the Bank shall not be transferrable within one year from the date on which the A shares of the Bank are listed on domestic stock exchanges. Any of the aforesaid persons shall not transfer his/her shares of the Bank within six months from the date of his/her resignation.	**Article 31** Shares of the Bank possessed by the promoters shall not be transferrable within one year from the establishment of the Bank. Any domestic shares already in issue before the public offering of the Bank's shares shall not be transferrable within one year from the date on which the A shares of the Bank are listed on stock exchanges in China. Directors and senior management personnel of the Bank shall declare to the Bank their ownership of the shares of the Bank and any changes thereof. The number of shares transferred by any director or senior management personnel of the Bank in a given year during his/her tenure shall not exceed 25% of the total number of the same type of shares of the Bank held by him/her. The shares of the Bank held by any director or senior management personnel of the Bank shall not be transferrable within one year from the date on which the A shares of the Bank are listed on domestic stock exchanges. Any of the aforesaid persons shall not transfer his/her shares of the Bank within six months from the date of his/her resignation.

No.	Before amendments	After amendments
17.	**Article 33** Where any director, supervisor, senior management personnel of the Bank or any shareholder that holds 5% or more of the Bank's domestic shares may sell his/her shares within six months following his/her purchase of these shares, or they have purchased the shares within 6 months after selling their shares, the gains so earned shall belong to the Bank and the board of directors of the Bank shall confiscate any such gains; provided that securities companies which hold 5% or more of the Bank's shares as a result of the performance of their underwriting obligations in relation to the shares unsubscribed shall not be subject to the restriction of such six-month period when disposing of such shares. If the board of directors of the Bank fails to comply with the provisions of the preceding paragraph, any shareholder may require the board of directors to implement relevant provisions within 30 days. If the board of directors of the Bank fails to implement the provisions within such specified time, the shareholders shall, in the interests of the Bank, have the right to file a lawsuit directly with the People's Court in his/her own name. If the board of directors of the Bank fails to comply with the provisions of the first paragraph, the responsible directors shall take joint and several liabilities in accordance with laws.	**Article 32** Where any director, senior management personnel of the Bank or any shareholder that holds 5% or more of the Bank's shares may sell his/her shares within six months following his/her purchase of these shares, or they have purchased the shares within 6 months after selling their shares, the gains so earned shall belong to the Bank and the board of directors of the Bank shall confiscate any such gains; except for securities companies which hold 5% or more of the Bank's shares as a result of the purchase of the remaining shares under an underwriting scheme and other circumstances as prescribed by the CSRC. The shares or other securities of equity nature held by directors, senior management and natural person shareholders referred to in the preceding paragraph include the shares or other securities of equity nature held by their spouses, parents and children and held through others' accounts. If the board of directors of the Bank fails to comply with the provisions of the preceding paragraph, any shareholder may require the board of directors to implement relevant provisions within 30 days. If the board of directors of the Bank fails to implement the provisions within such specified time, the shareholders shall, in the interests of the Bank, have the right to file a lawsuit directly with the People's Court in his/her own name. If the board of directors of the Bank fails to comply with the provisions of the first paragraph under this article, the responsible directors shall take joint and several liabilities in accordance with laws.
18.	**Article 34** According to the provisions of these Articles, the Bank may reduce its registered capital.	**Article 33** The Bank may reduce its registered capital. Any reduction of the Bank's registered capital shall be carried out in accordance with the procedures stipulated in the Company Law, other relevant regulations and the Articles of Association.

No.	Before amendments	After amendments
19.	**Article 35** The Bank shall prepare a balance sheet and a list of inventory of assets on reduction of its registered capital. The Bank shall notify its creditors within ten days from the date of the Bank's resolution on reduction of registered capital and shall publish an announcement in newspapers at least three times within thirty days. A creditor shall have the right within thirty days of receipt of the notice from the Bank, or within 90 days from the date of the first announcement where the creditor did not receive such notice, to demand the Bank to repay its debts or provide an appropriate guarantee for such debts. The Bank's registered capital must not, upon the reduction of capital, be less than the minimum amount required by the law.	**Article 34** The Bank shall prepare a balance sheet and a list of inventory of assets on reduction of its registered capital. The Bank shall notify its creditors within ten days from the date of the Bank's resolution on reduction of registered capital and shall publish an announcement in newspapers or the National Enterprise Credit Information Publicity System within thirty days. A creditor shall have the right within thirty days of receipt of the notice from the Bank, or within 45 days from the date of the announcement where the creditor did not receive such notice, to demand the Bank to repay its debts or provide an appropriate guarantee for such debts. Where the Company proposes to reduce its registered capital, it shall reduce the capital contribution amount or shares correspondingly in accordance with the shareholding percentage of the shareholders, unless otherwise stipulated by the laws, regulations, regulatory requirements and the Articles of Association. The Bank's registered capital must not, upon the reduction of capital, be less than the minimum amount required by the law.

No.	Before amendments	After amendments
20.	**Article 36** The Bank may, in accordance with laws, administrative regulations, the Listing Rules, and the Articles of Association and subject to necessary approvals of the relevant banking regulatory authority and other regulatory authority, repurchase its issued shares under the following circumstances: (1) for the reduction of its registered capital; (2) when merging with another company that holds shares in the Bank; (3) when the shares are used for employee stock ownership plans or equity incentives; (4) when the shareholder disagrees with the resolution of a shareholders' general meeting on the merger or separation of the Bank and requires the Bank to repurchase its shares; (5) when the shares are used for converting corporate bonds issued by the Bank which are convertible into shares; (6) when it is necessary for the Bank to safeguard its corporate value and shareholders' rights and interests; (7) under other circumstances permitted by the applicable laws or administrative regulations. Except the above circumstances, the Bank shall not purchase the shares of the Bank. Any acquisition of the Bank's shares as a result of (1) to (2) referred to above shall be resolved at a shareholders' general meeting. The acquisition by the Bank of the Bank's shares due to the circumstances specified in (3), (5) and (6) above shall be subject to a resolution of the meeting of the Board of Directors which is attended by over two-thirds of the directors, pursuant to the Articles of Association or the authorization of the general meeting.	**Article 35** The Bank may, in accordance with laws, regulations, the Listing Rules, upon being reviewed and approved by the shareholders' general meeting and subject to necessary approvals of the relevant banking regulatory authority and other regulatory authority, repurchase its issued shares under the following circumstances: (1) for the reduction of its registered capital; (2) when merging with another company that holds shares in the Bank; (3) when the shares are used for employee stock ownership plans or equity incentives; (4) when the shareholder disagrees with the resolution of a shareholders' general meeting on the merger or separation of the company and requires the Bank to repurchase its shares; (5) when the shares are used for converting corporate bonds issued by the Bank which are convertible into shares; (6) when it is necessary for the Bank to safeguard its corporate value and shareholders' rights and interests; (7) under other circumstances permitted by the applicable laws, administrative regulations and regulatory requirements. Except the above circumstances, the Bank shall not purchase the shares of the Bank. Any acquisition of the Bank's shares as a result of (1), (2) referred to above shall be resolved at a shareholders' general meeting. The acquisition by the Bank of the Bank's shares due to the circumstances specified in (3), (5) and (6) above in accordance with the provisions of the Company Law, shall be subject to a resolution of the meeting of the Board of Directors which is attended by over two-thirds of the directors, pursuant to the Articles of Association.

No.	Before amendments	After amendments
	The Bank's shares acquired by the Bank pursuant to paragraph I of this article shall be cancelled within ten days following the date of the acquisition, in the event of (1) above, or transferred or cancelled within six months in the event of (2) or (4) above, or transferred or cancelled within three years with the total number of shares of the Bank held by it less than 10% of its total issued shares, in the event of (3), (5) or (6) above. In case of acquisition by the Bank of its shares, it shall perform the information disclosure obligation in accordance with relevant regulatory provisions. The acquisition by the Bank due to circumstances specified in (3), (5) or (6) above of paragraph I of this article shall be conducted through public and centralized trading. If relevant rules of the securities regulatory organization in the place where the shares of the Bank are listed provide otherwise, such provisions shall be complied with. The Bank shall not accept those shares issued by itself as pledges.	The Bank's shares acquired by the Bank pursuant to paragraph I of this article shall be cancelled within ten days following the date of the acquisition, in the event of (1) above, or transferred or cancelled within six months in the event of (2) or (4) above, or transferred or cancelled within three years with the total number of shares of the Bank held by it less than 10% of its total issued shares, in the event of (3), (5) or (6) above. In case of acquisition by the Bank of its shares, it shall perform the information disclosure obligation in accordance with relevant laws, regulations and regulatory provisions. The acquisition by the Bank due to circumstances specified in (3), (5) or (6) above of paragraph I of this article shall be conducted through public and centralized trading. If relevant rules of the securities regulatory organization in the place where the shares of the Bank are listed provide otherwise, such provisions shall be complied with.
21.	**Article 37** The Bank may, with the approval of the relevant regulatory authority, conduct the repurchase in any one of the following ways: (1) making a pro rata offer of repurchase to all of its shareholders; (2) repurchasing shares through public trading on a stock exchange; (3) repurchasing by a privately negotiated agreement; or (4) by other means as stipulated by the applicable laws and administrative regulations or as approved by the relevant regulatory authority.	**Deleted**

No.	Before amendments	After amendments
22.	**Article 38** The Bank shall obtain prior approval from the shareholders at a shareholders' general meeting (in the manner defined in the Articles) prior to its repurchase of shares by an off-market agreement. The Bank may, by obtaining the prior approval of the shareholders at a shareholders' general meeting (in the same manner as set forth above), discharge or amend the above contracts or waive any of its rights thereunder. Contracts for the repurchase of shares referred to in the preceding paragraph shall include (but not limited to) an agreement to undertake the obligation to repurchase shares and acquire the right of repurchasing shares. The Bank shall not transfer a contract on the repurchase of its shares or any rights thereunder.	**Deleted**
23.	**Article 40** Unless the Bank is undergoing liquidation process, it shall comply with the following requirements with respect to a repurchase of its issued shares: (1) for repurchases of shares by the Bank at their par value, payment shall be made from the book balance of its distributable profits or from the proceeds of a new issue for that purpose; (2) for repurchases of shares by the Bank at a premium to its par value, payment up to the par value shall be made from the book balance of its distributable profits or from the proceeds of a new issue for that purpose. Payment of the portion which is in excess of the par value shall be effected as follows:	**Deleted**

No.	Before amendments	After amendments
	i. if the shares being repurchased were issued at par value, payment shall be made from the surplus of its distributable profits; and ii. if the shares being repurchased were issued at a premium to its par value, payment shall be made from the book balance of its distributable profits or from the proceeds of a new issue for that purpose. However, the amount deducted from the proceeds of such new issue shall not exceed the aggregate amount of the premiums received by the Bank on issuance of the shares so repurchased, nor shall it exceed the amount in the Bank's capital reserve account (including the premiums on the new issue) at the time of such repurchase; (3) The Bank shall make the following payment from the Bank's distributable profits: i. payment for acquisitions of rights to repurchase its own shares; ii. payment for the variation of any contract for the repurchase of its shares; and iii. payment for release from its obligations under any repurchase contract. (4) After the aggregate par value of the cancelled shares is deducted from the Bank's registered capital according to relevant provisions, the amount deducted from the distributable profits for payment of said aggregate par value of the shares shall be credited to the Bank's capital reserve account.	
24.	**Chapter 5 Financial Assistance for Repurchase of Shares of the Bank**	**Deleted the entire chapter**
25.	**Article 44** The Share certificates of the Bank shall be in registered form.	**Article 37** The shares of the Bank shall be in form of Share certificates. The Share certificates issued by the Bank are the evidence of the shareholdings of such shareholders in the Bank. The Share certificates issued by the Bank are registered share certificates.
26.	**Newly added**	**Article 38** The par value shares issued by the Bank shall be denominated in RMB.

No.	Before amendments	After amendments
27.	**Article 44.**..... Share certificates of the Bank shall, other than the matters specified by the Company Law, also contain other items required to be contained therein by the stock exchange where the shares of the Bank are listed.	**Article 39** Share certificates shall be in paper form or other forms prescribed by the securities regulatory authority of the State Council and the securities regulatory authorities in the place where the shares of the Bank are listed. The following particulars shall be stated on the Share certificates which are in paper form: (1) name of the Bank; (2) date of the Bank's establishment or the date of issuance of the Share certificate; (3) the class of the Share certificate, the par value and the number of Shares represented by each Share certificate, in the case of Shares without par value, the number of Shares represented by the certificate; (4) serial number of the Share certificate signed by the legal representative and affixed with the seal of the Bank; (5) other matters that must be specified according to the Company Law and relevant rules of the securities regulatory organization in the place where the shares of the Bank are listed.
28.	**Newly added**	**Article 40** The Bank shall establish a register of shareholders in accordance with the certificates issued by the securities registration and clearing institution. The register of shareholders shall constitute sufficient evidence of shareholdings in the Bank. A shareholder shall enjoy rights and assume obligations according to the class of shares held. Shareholders who hold shares of the same class will have the same rights and obligations.

No.	Before amendments	After amendments
29.	**Article 45** Share certificates shall be signed by the chairman. Where the signatures of other senior management of the Bank are required by the stocks exchange where the Bank's shares are listed, the share certificates shall also be signed by such other senior management. The share certificates of the Bank shall become effective after the Bank seal is affixed thereto or printed thereon. Affixing the seal of the Bank on the share certificates shall be authorized by the Board of Directors. The signature of the chairman or other senior management on the share certificates may also be in printed form. Stipulations of the securities regulatory authorities in the place where the shares of the Bank are listed shall apply in case the shares of the Bank are issued and transacted in scripless form.	**Deleted**
30.	**Article 46** The Bank shall establish a shareholders' register in accordance with the certificate provided by securities registrars and record the following, or complete the register of shareholders in accordance with applicable laws, regulations, rules and the Listing Rules: (1) name, address or domicile, occupation or nature of each shareholder; (2) class and number of shares held by each shareholder; (3) amount already paid or payable for the shares held by each shareholder; (4) serial number of shares held by each shareholder; (5) date on which each shareholder is registered as a shareholder; and (6) date on which each shareholder ceases to be a shareholder. Unless proved to the contrary, the shareholders' register is sufficient proof that the shareholder holds share(s) of the Bank.	**Article 41** The register of shareholders of the Bank shall record the following particulars: (1) name and domicile of shareholders; (2) class and number of shares subscribed by each shareholder; (3) number of Share certificate issued in paper form; (4) date of shares obtained by each shareholder.

No.	Before amendments	After amendments
31.	**Article 47** The Bank may keep the shareholders' register of the overseas listed foreign shares in a place outside the PRC and entrust a foreign agency to manage the same in accordance with the understanding and agreement reached between the securities regulatory authority of the State Council and the foreign securities regulatory authority. The original register of shareholders of Hong Kong listed foreign shares (including ordinary shares only) shall be kept in Hong Kong. The Bank shall keep a copy of the shareholders' register of the overseas listed foreign shares at its registered office. The entrusted foreign agency shall ensure that the original and copy of the shareholders' register of overseas listed foreign shares are consistent at all time. In case the original and copy of the shareholders' register of overseas listed foreign shares are inconsistent, the original register shall prevail.	**Deleted**
32.	**Article 48** The Bank shall keep a complete shareholders' register. The shareholders' register shall include the following: (1) a shareholders' register kept at the registered office of the Bank other than those stipulated in (2), (3) and (4) of this Article; (2) the shareholders' register of overseas listed foreign shares (including ordinary shares only) of the Bank kept at the place of the stock exchange for listing of the overseas listed foreign shares; (3) the shareholders' register stored at other places as determined by the Board of Directors for the purpose of the listing of the Bank's shares; (4) the register of holders of preference shares to be kept at other places as determined by the Board of Directors for the purpose of the listing of the Bank's preference shares.	**Deleted**

No.	Before amendments	After amendments
33.	**Article 49** Each part of the shareholders' register should not overlap with another. The transfer of shares registered in a one part of that register, shall not be registered in other parts of the shareholders register during the registration period. Any change or correction in the register of shareholders, shall be in compliance with the relevant laws at each place of the relevant register.	**Deleted**
34.	**Article 51** No change in the register of shareholders shall be effected due to transfer of shares within thirty (30) days before the convening of the general meeting or within five (5) days prior to the date set for allocation of share dividends. However, if laws, relevant laws and the Listing Rules in the place where the shares of the Bank are listed provide otherwise in relation to the registration of the change in the register of shareholders of a listed company, such provisions shall be complied with.	**Deleted**
35.	**Article 52** When the Bank convenes a general meeting of shareholders, allocates share dividends, goes into liquidation or conducts other actions where shareholdings are required to be identified, the Board or the convener of the shareholders' general meeting shall set one day as the record date for the purpose of determining the shareholdings, and a shareholder whose name is in the register of shareholders after the trading hours on the record date may enjoy the relevant rights.	**Deleted**
36.	**Article 53** Where any shareholder requires the registration of its name (or title) on the shareholders' register or the cancellation of its name (or title) from the shareholders' register due to its objection to what is contained in the shareholders' register, such shareholder may apply to the court which has jurisdiction for an amendment to the shareholders' register.	**Deleted**

No.	Before amendments	After amendments
37.	**Article 54** Any person who is a registered shareholder or who requests his name be entered in the register of shareholders may, if his share certificate (the "original certificate") relating to the shares is lost, apply to the Bank for a replacement share certificate in respect of such shares (the "Relevant Shares"). Application by a holder of domestically listed shares, who has lost his share certificate, for a replacement share certificate shall be dealt with in accordance with the relevant requirements of the Company Law. Application by a holder of overseas listed foreign shares, who has lost his share certificate, for a replacement share certificate may be dealt with in accordance with the law of the place where the original register of holders of overseas listed foreign shares is maintained, the rules of the stock exchange or other relevant regulations. Applications for re-issue of share certificates by overseas listed foreign shareholders shall satisfy the following requirements: (1) The applicant shall submit an application in the prescribed form by the Bank accompanied by a notarial certificate or a statutory declaration stating the grounds upon which the application is made and the circumstances and evidence of the loss of share certificate; and declaring that no other person is entitled to have his name entered in the register of shareholders in respect of the Relevant Shares. (2) The Bank has not received any declaration made by any person other than the applicant declaring that his name shall be entered into the register of shareholders in respect of such shares before it decides to issue a replacement share certificate to the applicant. (3) The Bank shall, if it intends to issue a replacement share certificate to the applicant, publish a notice of its intention to do so at least once every thirty days within a period of ninety days in such newspapers as may be prescribed by the Board of Directors.	**Deleted**

No.	Before amendments	After amendments
	(4) The Bank shall, prior to publication of the notice of issuing a replacement share certificate, deliver to the stock exchange on which its shares are listed, a copy of the notice to be published and may publish the notice upon receipt of reply from such stock exchange confirming that the notice has been exhibited in the premises of the stock exchange. Such notice shall be displayed in the premises of the stock exchange for a period of ninety days. In the case of an application of reissuing share certificate which is made without the consent of the registered holder of the Relevant Shares, the Bank shall deliver by mail to such registered shareholder a hard copy of the notice to be published. (5) If, by the expiration of the 90-day period referred to in paragraphs (3) and (4) of this Article, the Bank has not received any objections from any person in respect of the issuance of the replacement share certificate, it may issue a replacement share certificate to the applicant pursuant to his application. (6) Where the Bank issues a replacement share certificate pursuant to this Article, it shall forthwith cancel the original share certificate and document the cancellation of the original share certificate and issuance of a replacement share certificate in the register of shareholders accordingly. (7) All expenses relating to the cancellation of an original share certificate and the issuance of a replacement share certificate shall be borne by the applicant and the Bank is entitled to refuse to take any action until reasonable security is provided by the applicant for such expenses.	

No.	Before amendments	After amendments
38.	**Article 55** Where the Bank issues a replacement share certificate pursuant to the Articles of Association, the name of a bona fide purchaser who acquires the aforementioned new share certificate or a shareholder who is thereafter registered as the owner of the relevant shares (in the case that he is a bona fide purchaser) shall not be removed from the register of shareholders.	**Deleted**
39.	**Article 56** The Bank shall have no obligation to compensate any person for any loss arising from deregistration of the original certificate or reissue of new shares, unless the said person can prove that the Bank has committed any fraud.	**Deleted**
40.	**Chapter 7 Shareholders and General Meeting** **Section 1 Shareholders** **Article 57** Shareholders of the Bank shall be parties legally holding shares of the Bank with their names registered in the register of shareholders. Shareholders shall enjoy rights and assume obligations according to the class and number of their shares. Holders of the same class of shares shall enjoy the same rights and assume the same obligations. If two or more individuals registered as joint shareholders of any share, they are treated as co-owners of any related shares, subject to the following restrictions: (1) the Bank is not required to register as joint shareholders more than four individuals; (2) all joint shareholders of any share shall bear the joint and several liabilities for all amount of money due to the related share; (3) if one of the joint shareholders pass away, only other living joint shareholders should be regarded by the Bank as the holders the ownership of the related share. However, the Board retains the right to ask for proper death certificate in order to change the register of shareholders;	**Chapter 6 Shareholders and General Meeting** **Section 1 Shareholders** **Article 43** Shareholders of the Bank shall be parties legally holding shares of the Bank with their names registered in the register of shareholders. Shareholders shall enjoy rights and assume obligations according to the class and number of their shares. Holders of the same class of shares shall enjoy the same rights and assume the same obligations. If two or more individuals registered as joint shareholders of any share, they are treated as co-owners of any related shares, subject to the following restrictions: (1) the Bank is not required to register as joint shareholders more than four individuals; (2) all joint shareholders of any share shall bear the joint and several liabilities for all amount of money due to the related share; (3) if one of the joint shareholders pass away, only other living joint shareholders should be regarded by the Bank as the holders the ownership of the related share. However, the Board retains the right to ask for proper death certificate in order to change the register of shareholders;

No.	Before amendments	After amendments
	(4) in the regard of joint shareholders of any share, only the first ranked shareholder in the register of shareholders has the right to collect related share from the Bank, receive notifications from the Bank, attend the shareholders' general meeting of the Bank, or exercise all voting rights of related shares. All notifications sent to this individual are treated as delivered to all joint shareholders of such related shares.	(4) in the regard of joint shareholders of any share, only the first ranked shareholder in the register of shareholders has the right to collect related share from the Bank, receive notifications from the Bank, attend the shareholders' general meeting of the Bank, or exercise all voting rights of related shares. All notifications sent to this individual are treated as delivered to all joint shareholders of such related shares.
41.	**Newly added**	**Article 44** When the Bank convenes a shareholders' general meeting, distributes dividends, undergoes liquidation, or engages in other activities requiring confirmation of shareholder identity, the Board of Directors or the convener of the shareholders' general meeting shall determine the record date. Shareholders registered in the register of shareholders after the close of business on the record date shall be entitled to the relevant rights and interests.
42.	**Article 58** Shareholders of the Bank shall enjoy the following rights, and in the case that the Articles of Association provide for otherwise in terms of the rights of the holders of preference shares, such relevant provisions thereof shall apply: (1) collecting dividends and other forms of benefits distributed on the basis of the number of shares held by them; (2) requesting, convening, presiding over, attending or entrusting proxy to attend meetings of shareholders according to laws with the right to speak at the shareholders' general meeting and exercise the voting rights on the basis of the number of shares held by them; (3) supervising business operation of the Bank and putting forward suggestions or inquiries accordingly; (4) transferring, giving or pledging shares held by them in accordance with laws, administrative regulations and the Articles of Association;	**Article 45** Shareholders of the Bank shall enjoy the following rights, and in the case that the Articles of Association provide for otherwise in terms of the rights of the holders of preference shares, such relevant provisions thereof shall apply: (1) collecting dividends and other forms of benefits distributed on the basis of the number of shares held by them; (2) requesting to call, convening, presiding over, attending or entrusting proxy to attend meetings of shareholders according to laws with the right to speak at the shareholders' general meeting and exercise the voting rights on the basis of the number of shares held by them; (3) supervising the operation of the Bank and putting forward suggestions or inquiries accordingly; (4) transferring, giving or pledging shares held by them in accordance with laws, administrative regulations and the Articles of Association;

No.	Before amendments	After amendments
	(5) obtaining relevant information in accordance with laws, administrative regulations and the Articles of Association, including: i. obtaining the Articles of Association after paying relevant cost; ii. reviewing and making copies of the following documents after paying reasonable costs: 1) all parts of the register of shareholders; 2) personal information of the director, supervisor, president and other senior management personnel of the Bank, including current and previous name and alias, principal Address (domicile), nationality, full-time and all other part time positions and duties, identity documentation and its number; 3) status of share capital of the Bank, counterfoils of the Bank's bonds; 4) report on the aggregate par value, quantity, highest price and lowest price of each class of shares repurchased by the Bank since the last fiscal year, as well as all the expenses paid by the Bank therefore; 5) the financial and accounting reports, interim reports and annual reports announced by the Bank; 6) minutes of general meeting of shareholders, resolutions of meetings of the board of directors and resolutions of meetings of the board of supervisors; 7) the financial and accounting reports; (6) participating in the distribution of the Bank's remaining property in proportion to the number of shares held by the shareholders when the Bank is terminated or liquidated; (7) other rights conferred by laws, administrative regulations and the Articles of Association. The Bank shall not exercise any powers to freeze or otherwise impair any of the rights attaching to any share of the Bank by reason only that the person or persons who are interested directly or indirectly therein have failed to disclose their interests to the Bank.	(5) participating in the distribution of the Bank's remaining property in proportion to the number of shares held by the shareholders when the Bank is terminated or liquidated; (6) in respect of shareholders who have objection to the resolutions of the shareholders' general meeting on the merger and demerger of the company, requesting the Bank to acquire their shares; (7) other rights conferred by laws, administrative regulations and the Articles of Association.

No.	Before amendments	After amendments
43.	**Newly added**	**Article 46** Shareholders have the right to review and make copies of the Articles of Association, the shareholder register, the minutes of Shareholders' general meetings, the resolutions of meetings of the Board of Directors, and the financial and accounting reports, and make suggestions or enquiries to the operation of the Bank. Shareholders individually or jointly holding more than three percent shares of the Bank for 180 consecutive days or more may request for review of the accounting books and accounting vouchers of the Bank. If Shareholders request for review of the accounting books and accounting vouchers, they shall submit a written request to the Bank stating the purpose. If the Bank, has reasonable grounds to believe that the Shareholder's requests to review the accounting books and accounting vouchers have improper purposes and may impair the legitimate interests of the Bank, it may reject the request of the Shareholder to review the books and shall, within 15 days from the Shareholder's written request, respond to the Shareholder in writing, which shall include an explanation. If the Bank rejects the request of any Shareholder to review the accounting books, the Shareholder may initiate proceedings in the People's Court. A Shareholder may appoint an accounting firm, a law firm, or other intermediaries to review the materials specified in the preceding paragraph. A Shareholder and the accounting firm, law firm, or other intermediaries appointed by him/her shall comply with the provisions of laws and regulations and regulatory requirements on the protection of state secrets, trade secrets, personal privacy, personal information etc., when reviewing and copying relevant materials. Shareholders shall comply with the Company Law, the Securities Law and other laws and regulations and regulatory requirements when reviewing or copying relevant materials.

No.	Before amendments	After amendments
		If a shareholder requests to inspect relevant materials referred to in the preceding Article or to obtain information, he/she shall provide the Bank with written documents proving the type and number of shares held by him/her, and the Bank shall provide such documents to the shareholder upon verification of the identity of the shareholder. If a shareholder requests to inspect or copy relevant materials of the Bank's wholly-owned subsidiaries, the relevant provisions of the above paragraphs of this Article shall apply.
44.	**Article 59** In the event that any resolution of the shareholders' general meetings or Board meetings of the Bank violates any laws or administrative regulations, shareholders are entitled to file a petition to the competent People's Court to have such resolution rescinded. In the event that the convening of a shareholders' general meeting or Board meeting or any voting procedure in such meetings violates the laws, administrative regulations or the Articles of Association, or the contents of any resolution violates the provisions of the Articles of Association, shareholders shall have the right to file a petition to the competent People's Court to have such resolution revoked within 60 days from the date of the resolution.	**Article 47** In the event that any resolution of the shareholders' general meetings or Board meetings of the Bank violates any laws or administrative regulations, shareholders are entitled to file a petition to the competent People's Court to have such resolution rescinded. In the event that the convening of a shareholders' general meeting or Board meeting or any voting procedure in such meetings violates the laws, administrative regulations or the Articles of Association, or the contents of any resolution violates the provisions of the Articles of Association, shareholders shall have the right to file a petition to the competent People's Court to have such resolution revoked within 60 days from the date of the resolution. However, this does not apply if the convening procedures or voting methods of the shareholders' general meeting or meeting of the Board of Directors have only minor flaws that do not have a substantial impact on the resolution. A shareholder who has not been notified to attend a shareholders' general meeting may petition the People's Court to rescind a resolution of the shareholders' general meeting within 60 days from the date when he/she knows or ought to know that the resolution is passed. If the right of revocation is not exercised within one year from the date of passing the resolution, the right of revocation shall be extinguished.

No.	Before amendments	After amendments
		If there is a dispute among the Board of Directors, shareholders and other relevant parties regarding the validity of a resolution of a shareholders' general meeting, a lawsuit shall be promptly filed with the People's Court. Pending a judgment or ruling from the People's Court to nullify a resolution, the relevant parties shall implement the resolution of the shareholders' meeting. The Bank, its directors and senior management shall duly perform their duties to ensure the normal operation of the Bank. If the People's Court makes a judgment or ruling on relevant matters, the Bank shall perform its information disclosure obligations in accordance with the laws, regulations and regulatory provisions, fully explain the impact, and actively cooperate with the execution after the judgment or ruling becomes effective. Where the correction of prior period matters is involved, such matters shall be handled in a timely manner and the corresponding information disclosure obligations shall be fulfilled.
45.	**Article 60** Where any Director, senior management of the Bank violates the laws, administrative regulations or the provisions of the Articles of Association when performing his/her duty and causes losses to the Bank, shareholders, individually or jointly, holding more than 1% of the shares of the Bank individually or jointly for 180 consecutive days or above are entitled to submit a written demand to the Board of Supervisory for initiating a proceeding at the People's Court. If the Bank suffers any loss due to any violations of the laws, administrative regulations or the provisions of the Articles of Association by the Board of Supervisory, shareholders have the right to submit a written demand to the Board of Directors for initiating a proceeding at the People's Court.	**Article 48** Where any Director, senior management of the Bank (other than members of the Audit Committee) violates the laws, administrative regulations or the provisions of the Articles of Association when performing his/her duty and causes losses to the Bank, shareholders, individually or jointly, holding more than 1% of the shares of the Bank individually or jointly for 180 consecutive days or above are entitled to submit a written demand to the Audit Committee for initiating a proceeding at the People's Court. If the Bank suffers any loss due to any violations of the laws, administrative regulations or the provisions of the Articles of Association by a member of the Audit Committee, such aforementioned shareholders have the right to submit a written demand to the Board of Directors for initiating a proceeding at the People's Court.

No.	Before amendments	After amendments
	In the event that the Board of Supervisory or Board of Directors rejects the initiation of a proceeding after receiving the written demand of the shareholders abovementioned, or fails to initiate a proceeding within 30 days after receiving such demand, or in case of urgency where the Bank will suffer irrecoverable losses if no legal action is taken immediately, shareholders mentioned above shall have the right to file a lawsuit at the People's Court in their own names for the benefit of the Bank. If the Bank suffers any losses due to any violations of its legitimate interests by any other parties, shareholders mentioned in the first clause of this article have the right to initiate a proceeding at the People's Court in accordance with the two provisions abovementioned.	In the event that the Audit Committee or Board of Directors rejects the initiation of a proceeding after receiving the written demand of the shareholders abovementioned, or fails to initiate a proceeding within 30 days after receiving such demand, or in case of urgency where the Bank will suffer irrecoverable losses if no legal action is taken immediately, shareholders mentioned above shall have the right to file a lawsuit at the People's Court in their own names for the benefit of the Bank. If the Bank suffers any losses due to any violations of its legitimate interests by any other parties, shareholders mentioned in the first clause of this article have the right to initiate a proceeding at the People's Court in accordance with the two provisions abovementioned. If a director or senior management of a wholly-owned subsidiary of the Bank violates any laws, administrative regulations or the provisions of the Articles of Association in performing his/her duties, and incur a loss to the Bank, or in the event the legal interests of a wholly-owned subsidiary of the Bank are violated by other parties and a loss is incurred, shareholders, either individually or jointly holding more than one percent of the Bank's shares for more than 180 consecutive days may, in accordance with the provisions of the preceding three paragraphs of Article 189 of the Company Law, may submit a written request to the Board of Directors of the wholly-owned subsidiary for commencing legal proceedings in the People's Court, or directly file a lawsuit with the People's Court in their own names.

No.	Before amendments	After amendments
46.	**Article 62** The Bank's shareholders bear the following obligations, and in the case that the Articles of Association provide for otherwise in terms of the obligations of the holders of preference shares, such relevant provisions thereof shall apply: (1) comply with the laws, regulations and regulatory requirements as well as the Articles of Association; fulfill the fiduciary duty to the Bank in accordance with laws so as to ensure that the information submitted in relation to them is true, complete and valid; (2) pay for shares according to the number of their subscribed shares and the type of their subscription, using their own funds obtained from legitimate sources to acquire equity of the Bank, rather than using entrusted funds, debt funds and other funds not owned by themselves, unless otherwise prescribed by laws and regulations or regulatory system; (3) comply with the regulatory requirements on the shareholding and the number of shareholding institutions, and not to entrust others to hold shares of the Bank or hold on behalf of others the shares of the Bank; not to refund shares, except in the cases regulated by the laws and regulations; (4) shareholders of the Bank and their controlling shareholders and de facto controllers shall not abuse the shareholders' rights or use related party relations to jeopardize the legitimate interests of the Bank, other shareholders and stakeholders, seek improper benefits or interfere with the decision-making rights and management rights entrusted to the Board of Directors and senior management officers pursuant to the Articles of Association, and not to bypass the Board of Directors and senior management and directly intervene in the Bank's operations and management; not to abuse the rights of shareholders to damage the interests of the Bank or other shareholders; where the Bank's shareholders abuse the rights of shareholders to damage the interests of the Bank or other shareholders, they shall assume liability for compensation in accordance with laws;	**Article 50** The Bank's shareholders bear the following obligations, and in the case that the Articles of Association provide for otherwise in terms of the obligations of the holders of preference shares, such relevant provisions thereof shall apply: (1) comply with the laws, regulations and regulatory requirements as well as the Articles of Association; fulfill the fiduciary duty to the Bank in accordance with laws so as to ensure that the information submitted in relation to them is true, complete and valid; (2) pay for shares according to the number of their subscribed shares and the type of their subscription, using their own funds obtained from legitimate sources to acquire equity of the Bank, rather than using entrusted funds, debt funds and other funds not owned by themselves, unless otherwise prescribed by laws and regulations or regulatory system; (3) comply with the regulatory requirements on the shareholding and the number of shareholding institutions, and not to entrust others to hold shares of the Bank or hold on behalf of others the shares of the Bank; (4) not to withdraw their share capital, except in the cases regulated by the laws and regulations; (5) shareholders of the Bank and their controlling shareholders and de facto controllers shall not abuse the shareholders' rights or use related party relations to jeopardize the legitimate interests of the Bank, other shareholders and stakeholders, seek improper benefits or interfere with the decision-making rights and management rights entrusted to the Board of Directors and senior management officers pursuant to the Articles of Association, and not to bypass the Board of Directors and senior management and directly intervene in the Bank's operations and management; not to abuse the rights of shareholders to damage the interests of the Bank or other shareholders; where the Bank's shareholders abuse the rights of shareholders to damage the interests of the Bank or other shareholders, they shall assume liability for compensation in accordance with laws;

No.	Before amendments	After amendments
	(5) not to abuse the independent status of the Bank juridical person or limited liability of shareholders to damage the interests of the Bank's creditors; where the Bank's shareholders abuse the independent status of the Bank juridical person or limited liability of shareholders to avoid debts, or cause a serious damage to the interests of the Bank's creditors, they shall be jointly and severally liable for the Bank's debts; (6) shareholders, especially the substantial shareholders (being shareholders holding or controlling, over 5% shares or voting rights of the Bank or whose total capital or shareholding is less than 5% but have a significant influence on the operations and management of the Bank. The aforesaid "significant influence" includes but not limited to dispatching directors, supervisors or senior management to the Bank, affecting the financial and operations and management decision-making of the Bank via agreements or by other means, and other circumstances identified by the banking regulatory authorities), shall support the reasonable capital plans formulated by the Board of Directors to enable the Bank to meet regulatory capital requirements constantly. Shareholders shall support the reasonable measures suggested by the Board of Directors to raise the capital adequacy ratio of the Bank when the ratio is lower than the statutory standard, where the capital adequacy ratio can meet regulatory requirements within prescribed period through replenishing capital by way of increasing core capital or taking other measures. Substantial shareholders shall not hinder the replenishment of capital by other shareholders or the introduction of new qualified shareholders. Substantial shareholders shall also make written long-term undertakings to the Bank in respect of capital replenishment, which will form a part of the capital plans of the Bank. When purchasing shares of the Bank, the substantial shareholders shall undertake in writing to comply with the laws, regulations and regulatory requirements as well as the Articles of Association and make a statement on the purpose of purchasing shares of the Bank;	(6) not to abuse the independent status of the Bank juridical person or limited liability of shareholders to damage the interests of the Bank's creditors; where the Bank's shareholders abuse the independent status of the Bank juridical person or limited liability of shareholders to avoid debts, or cause a serious damage to the interests of the Bank's creditors, they shall be jointly and severally liable for the Bank's debts; (7) shareholders, especially the substantial shareholders (being shareholders holding or controlling, over 5% shares or voting rights of the Bank or whose total capital or shareholding is less than 5% but have a significant influence on the operations and management of the Bank. The aforesaid "significant influence" includes but not limited to dispatching directors or senior management to the Bank, affecting the financial and operations and management decision-making of the Bank via agreements or by other means, and other circumstances identified by the Relevant Banking Regulatory Authority), shall support the reasonable capital plans formulated by the Board of Directors to enable the Bank to meet regulatory capital requirements constantly. Shareholders shall support the reasonable measures suggested by the Board of Directors to raise the capital adequacy ratio of the Bank when the ratio is lower than the statutory standard, where the capital adequacy ratio can meet regulatory requirements within prescribed period. Substantial shareholders shall not hinder the replenishment of capital by other shareholders or the introduction of new qualified shareholders. Substantial shareholders shall replenish capital to the Bank when necessary. Substantial shareholders shall also make written long-term undertakings to the Bank in respect of capital replenishment, which will form a part of the capital plans of the Bank. When purchasing shares of the Bank, the substantial shareholders shall undertake in writing to comply with the laws, regulations and regulatory requirements as well as the Articles of Association and make a statement on the purpose of purchasing shares of the Bank;

No.	Before amendments	After amendments
	(7) the substantial shareholders of the Bank shall establish an effective risk isolation mechanism to prevent risk contagion and transfer among shareholders, the Bank and other affiliates; (8) the substantial shareholders of the Bank shall effectively manage their concurrent holding of positions as any of the members of the Board of Directors, members of the Board of Supervisors and the senior management member in the Bank or in any other affiliates to prevent conflicts of interest; (9) the shareholders of the Bank shall report in writing the following information to the Bank in a timely, accurate and complete manner: (1) business conditions, financial information and shareholding structure; (2) source of capital invested in the Bank; (3) the controlling shareholder, de facto controller, related parties, parties acting in concert and ultimate beneficiary and their changes; (4) investment in other financial institutions; (5) shares of the Bank held involving in litigation, arbitration, legal enforcement measures by judicial authorities or other authorities; (6) shares of the Bank held being pledged or released; (7) changes in their legal representatives, company names, places of operation, operation scope, and other significant matters; (8) mergers and divisions; (9) subject to regulatory measures such as being ordered to stop doing business for internal rectification, appointed trusteeship, takeover or cancellation, or entering into dissolution, bankruptcy, liquidation; (10) other circumstances that may affect the qualification and condition of shareholders or lead to changes in the shareholding in the Bank; (10) shareholders who transfer or pledge their shares of the Bank, or enter into related transactions with the Bank are subject to the laws, regulations and regulatory requirements, and shall not jeopardize the interests of other shareholders of the Bank and the Bank; (11) shareholders shall cooperate with the regulatory authorities in investigation and risk disposal in case of a risk event or a major violation on part of the Bank;	(8) the substantial shareholders of the Bank shall establish an effective risk isolation mechanism to prevent risk contagion and transfer among shareholders, the Bank and other affiliates; (9) the substantial shareholders of the Bank shall effectively manage their concurrent holding of positions as any of the members of the Board of Directors, members of the Board of Supervisors and the senior management member in the Bank or in any other affiliates to prevent conflicts of interest; (10) the shareholders of the Bank shall report in writing the following information to the Bank in a timely, accurate and complete manner: (1) business conditions, financial information and shareholding structure; (2) source of capital invested in the Bank; (3) the controlling shareholder, de facto controller, related parties, parties acting in concert and ultimate beneficiary and their changes; (4) investment in other financial institutions; (5) shares of the Bank held involving in litigation, arbitration, legal enforcement measures by judicial authorities or other authorities; (6) shares of the Bank held being pledged or released; (7) changes in their legal representatives, company names, places of operation, operation scope, and other significant matters; (8) mergers and divisions; (9) subject to regulatory measures such as being ordered to stop doing business for internal rectification, appointed trusteeship, takeover or cancellation, or entering into dissolution, bankruptcy, liquidation; (10) other circumstances that may affect the qualification and condition of shareholders or lead to changes in the shareholding in the Bank; (11) shareholders who transfer or pledge their shares of the Bank, or enter into related transactions with the Bank are subject to the laws, regulations and regulatory requirements, and shall not jeopardize the interests of other shareholders of the Bank and the Bank;

No.	Before amendments	After amendments
	(12) other obligations stipulated by laws, administrative regulations and the Articles of Association. In case of a material risk event, the Bank shall adopt an appropriate loss absorption and risk mitigation mechanism according to the relevant laws and regulations and risk contingency program of the Bank. The shareholders shall give positive support. For shareholders with false statements, misuse of shareholders' rights or other behavior that damages the Bank's interests, the relevant banking regulatory authority in China may restrict or prohibit the Bank from conducting related party transactions with such shareholders, impose limits on the amount of equity interest of the Bank held by such shareholders, the proportion of pledged shares and others. It may also restrict the rights of such shareholders of, amongst others, proposing to convene a general meeting, voting, nomination, making proposals and disposition. Shareholders do not assume responsibility for any subsequent supplement in share capital, except those terms agreed on the subscription of their shares.	(12) shareholders shall cooperate with the regulatory authorities in investigation and risk disposal in case of a risk event or a major violation on part of the Bank; (13) other obligations stipulated by laws, administrative regulations and the Articles of Association. In case of a material risk event, the Bank shall adopt an appropriate loss absorption and risk mitigation mechanism according to the relevant laws and regulations and risk contingency program of the Bank. The shareholders shall give positive support. For shareholders with false statements, misuse of shareholders' rights or other behavior that damages the Bank's interests, the relevant banking regulatory authority may restrict or prohibit the Bank from conducting related party transactions with such shareholders, impose limits on the amount of equity interest of the Bank held by such shareholders, the proportion of pledged shares and others. It may also restrict the rights of such shareholders of, amongst others, proposing to convene a general meeting, voting, nomination, making proposals and disposition. Shareholders do not assume responsibility for any subsequent supplement in share capital, except those terms agreed on the subscription of their shares.

No.	Before amendments	After amendments
47.	**Article 63** If any entity or individual purchases the outstanding shares of the Bank, or the Bank changes its capital or shareholders, and such purchase or change leads to the shareholding of any entity or individual in the Bank reaching or exceeding 5%, the approval from the relevant banking regulatory authority shall be obtained in advance for such purchase or change. If such purchase or change leads to the shareholding of any entity or individual in the Bank being more than 1% but less than 5%, report shall be made to the relevant banking regulatory authority after obtaining such equity interest. If the purchase or change in the preceding paragraph does not obtain the advance approval from the relevant banking regulatory authority, prior to the obtaining of such approval from the relevant banking regulatory authority, no entity or individual shall obtain or hold the shares of the Bank according to such purchase or change. Shareholders who shall obtain but have not obtained the approval or have not reported to the relevant banking regulatory authority, shall not exercise the rights of, amongst others, proposing to convene a general meeting, voting, nomination, making proposals and disposition. If a shareholder does not obtain the approval from the relevant banking regulatory authority or complete the reporting procedures according to the above requirements, the shareholder shall transfer such exceeding shares within the time limit set forth by the relevant banking regulatory authority. Notwithstanding the above, the above shareholders shall not be subject to any restrictions while exercising the shareholder's rights specified in item (1) of Article 58 of this Articles of Association, except otherwise provided by laws and regulations.	**Article 51** If any entity or individual purchases the outstanding shares of the Bank, or the Bank changes its capital or shareholders, and such purchase or change leads to the shareholding of any entity or individual in the Bank reaching or exceeding 5%, the approval from the relevant banking regulatory authority shall be obtained in advance for such purchase or change. If such purchase or change leads to the shareholding of any entity or individual in the Bank being more than 1% but less than 5%, report shall be made to the relevant banking regulatory authority after obtaining such equity interest. If the purchase or change in the preceding paragraph does not obtain the advance approval from the relevant banking regulatory authority, prior to the obtaining of such approval from the relevant banking regulatory authority, no entity or individual shall obtain or hold the shares of the Bank according to such purchase or change. Shareholders who shall obtain but have not obtained the approval or have not reported to the relevant banking regulatory authority, shall not exercise the rights of, amongst others, proposing to convene a general meeting, voting, nomination, making proposals and disposition. If a shareholder does not obtain the approval from the relevant banking regulatory authority or complete the reporting procedures according to the above requirements, the shareholder shall transfer such exceeding shares within the time limit set forth by the relevant banking regulatory authority. Notwithstanding the above, the above shareholders shall not be subject to any restrictions while exercising the shareholder's rights specified in item (1) of Article 45 of this Articles of Association, except otherwise provided by laws and regulations.

No.	Before amendments	After amendments
48.	**Article 66** The credit balance of the Bank to the same shareholder shall not exceed 10% of the net balance of the capital of the Bank. The total credit balance of the Bank to the corporate clients involving the same shareholder shall not exceed 15% of the net balance of the capital of the Bank. The total credit balance of the Bank to all the shareholders and its connected parties shall not exceed 50% of the net balance of the capital of the Bank. When the credit balance is calculated, the amount of cash collaterals provided and the certificates of deposit and national bonds pledged by the connected parties shall be deducted.	**Article 54** The credit balance of the Bank to a single connected party shall not exceed 10% of the net balance of the capital of the Bank at the end of the previous quarter. The credit balance of the Bank to substantial shareholders and their controlling shareholders, de facto controllers, connected parties, persons acting in concert and ultimate beneficiaries shall not exceed 10% of the net balance of the capital of the Bank. The total credit balance of the Bank to the corporate clients which a single related legal person or non-legal person organization belongs to shall not exceed 15% of the net balance of the capital of the Bank at the end of the previous quarter. The total credit balance of the Bank to a single substantial shareholder and his/her controlling shareholder, de facto controller, connected party, person acting in concert and ultimate beneficiary shall not exceed 15% of the net balance of the capital of the Bank. The credit balance of the Bank to all connected parties shall not exceed 50% of the net balance of the capital of the Bank at the end of the previous quarter. When the credit balance is calculated, the amount of cash collaterals provided and the certificates of deposit and national bonds pledged by the connected parties shall be deducted.

No.	Before amendments	After amendments
49.	**Article 67** The Bank shall not provide guarantee for financing of shareholders and its connected parties, except in case of shareholders and its connected parties providing fully counter-guarantee with certificates of deposit or treasury bonds. If the Bank provides guarantee to shareholders or de facto controllers, it should be passed by the general meeting of the Bank. The "shareholders" referred in this article or shareholders controlled by the "de facto controller" referred in this article, should abstain from voting for the guarantee issue under this article, and any such poll shall only be passed by more than half of the voting rights held by other shareholders represented the meeting.	**Article 55** The Bank shall not provide guarantee for financing of connected parties (including contingent liabilities equivalent to acting as guarantor), except in case of the connected parties providing fully counter-guarantee with certificates of deposit or treasury bonds.
50.	**Article 68** During the period where a substantial shareholder has credit extended by the Bank overdue, the voting rights of this shareholder at shareholders' general meetings and those of his representing director at board meetings shall be restricted. During the period where other shareholders have credit extended by the Bank overdue, the Bank shall limit their relevant rights in combination with the actual situation of the Bank. The Bank should set forth the above situations in the minutes of the general meeting.	**Article 56** During the period where a substantial shareholder has credit extended by the Bank overdue, the voting rights of this shareholder at shareholders' general meetings and those of his representing director at board meetings shall be restricted. During the period where other shareholders have credit extended by the Bank overdue, the Bank shall limit their relevant rights in combination with the actual situation of the Bank. The Bank should set forth the above situations in the minutes of the general meeting.

No.	Before amendments	After amendments
51.	**Article 69** Where a shareholder pledges his equity interests in the Bank, the following provisions shall apply: (1) Where a shareholder pledges his equity interests in the Bank as guarantee for the benefit of his own or that of any third parties, he shall comply with all applicable laws, rules and regulations, and the requirements of regulatory authorities, and shall furnish the Board of Directors of the Bank with prior notice. The department in charge of managing securities matters under the Board of Directors is responsible for collecting, collating and reporting of such information in relation to pledge of equity interests. Where a shareholder who has representation on the Board of Directors or the Board of Supervisors, or directly, indirectly or jointly holds or controls more than 2% of share capital or voting rights in the Bank pledges his equity interests in the Bank, it shall make prior filing to the Board of Directors of the Bank, which shall state the basic information of the pledge including the reasons for the pledge, the number of shares involved, the term of pledge and the particulars of the pledgees. Where the Board of Directors considers the pledge to be materially adverse to the stability of the Bank's shareholding structure, the corporate governance as well as the risk and connected transaction control, the filing shall not be accepted. The Director(s) nominated by a shareholder proposing to pledge his shares in the Bank shall abstain from voting at the meeting of the Board of Directors at which such proposal is considered; (2) Upon the registration of pledge of equity interests, the shareholders involved shall provide the Bank with the relevant information in relation to the pledge of equity interests in a timely manner, so as to facilitate the Bank's risk management and information disclosure compliance;	**Article 57** Where a shareholder pledges his equity interests in the Bank, the following provisions shall apply: (1) Where a shareholder pledges his equity interests in the Bank as guarantee for the benefit of his own or that of any third parties, he shall comply with all applicable laws, rules and regulations, and the requirements of regulatory authorities, and shall furnish the Board of Directors of the Bank with prior notice. The department in charge of managing securities matters under the Board of Directors is responsible for collecting, collating and reporting of such information in relation to pledge of equity interests. Where a shareholder who has representation on the Board of Directors, or directly, indirectly or jointly holds or controls more than 2% of share capital or voting rights in the Bank pledges his equity interests in the Bank, it shall make prior filing to the Board of Directors of the Bank, which shall state the basic information of the pledge including the reasons for the pledge, the number of shares involved, the term of pledge and the particulars of the pledgees. Where the Board of Directors considers the pledge to be materially adverse to the stability of the Bank's shareholding structure, the corporate governance as well as the risk and connected transaction control, the filing shall not be accepted. The Director(s) nominated by a shareholder proposing to pledge his shares in the Bank shall abstain from voting at the meeting of the Board of Directors at which such proposal is considered; (2) Upon the registration of pledge of equity interests, the shareholders involved shall provide the Bank with the relevant information in relation to the pledge of equity interests in a timely manner, so as to facilitate the Bank's risk management and information disclosure compliance;

No.	Before amendments	After amendments
	(3) A shareholder whose outstanding borrowing amount owed to the Bank exceeds the audited net equity interests held by him for the last fiscal year is prohibited from pledging his equity interests in the Bank; (4) Where a shareholder pledges 50% or more of his equity interests in the Bank, the voting rights of such shareholder at the shareholders' general meetings, as well as the voting rights of the director(s) designated by such shareholder at board meetings, shall be subject to restrictions.	(3) A shareholder whose outstanding borrowing amount owed to the Bank exceeds the audited net equity interests held by him for the last fiscal year is prohibited from pledging his equity interests in the Bank; (4) Where a shareholder pledges 50% or more of his equity interests in the Bank, the voting rights of such shareholder at the shareholders' general meetings, as well as the voting rights of the director(s) designated by such shareholder at board meetings, shall be subject to restrictions.
52.	**Newly added**	**Article 58** The controlling shareholders and de facto controllers of the Bank shall exercise their rights and fulfil their obligations in accordance with laws, regulations and regulatory rules to safeguard the interests of the Bank.
53.	**Article 70** The Bank's controlling shareholders and de facto controllers shall not use their association relationship to damage the interests of the Bank. Where their violation of the relevant provisions causes losses to the Bank, they shall be liable for compensation. The Bank's controlling shareholder and de facto controller shall assume fiduciary obligations to the Bank and public shareholders of the Bank. The controlling shareholders should in strict accordance with laws exercise their rights as investors, and shall not damage the legitimate rights and interests of the Bank and its public shareholders by means of profit allocation, assets restructuring, external investment, fund use or loan guarantees.	**Article 59** The Bank's controlling shareholders and de facto controllers shall comply with the following provisions: (1) to exercise their rights as shareholders in accordance with the law and not to abuse their control or use their association relationship to prejudice the legitimate interests of the Bank or other shareholders; (2) to strictly fulfil their public statements and various undertakings and not to change or waive such statements and undertakings; (3) to fulfil their information disclosure obligations in strict accordance with relevant regulations, proactively cooperate with the Bank in information disclosure and inform the Bank in a timely manner of material events that have occurred or are intended to occur; (4) not to appropriate the Bank's funds in any way; (5) not to order, instruct, or request the Bank and its relevant personnel to provide guarantees in violation of laws and regulations;

No.	Before amendments	After amendments
		(6) not to make use of the Bank's undisclosed material information to gain benefits, or disclose in any way undisclosed material information relating to the Bank, or engage in insider trading, short-term trading, market manipulation or other illegal and unlawful acts; (7) not to prejudice the legitimate interests of the Bank and other shareholders through unfair connected transactions, profit distribution, asset restructuring, external investment or any other means; (8) to ensure the integrity of the Bank's assets, and the independence of its personnel, finance, organization and business, and not to affect the independence of the Bank in any way; (9) laws and regulations, regulatory rules and other requirements of the Articles of Association. Where a controlling shareholder or de facto controller of the Bank instructs a director or senior officer to engage in an act that is detrimental to the interests of the Bank or its shareholders, he/she shall bear joint and several liability with the Director or senior officer.
54.	**Article 71** Except for the obligations as required by laws, administrative regulations or the listing rules, the controlling shareholder in exercising their power as a shareholder, shall not through exercise of their voting rights make a decision detrimental to the interests of all or part of the Bank's shareholders on the following matters: (1) dismissal of any directors' or supervisors' shall only be in good faith and to the best interests of the Bank; (2) approve directors or supervisors to deprive of the Bank's assets (for their own or others' interests) in any form, including (but not limited to) any favorable opportunity to the Bank; (3) approve directors or supervisors to deprive of other shareholders' personal interests on (for their own or others' interests), including (but not limited to) any allocation rights, voting rights, but excluding the Bank's reorganization adopted at the shareholders' general meeting according to the Articles of Association.	**Deleted**

No.	Before amendments	After amendments
55.	**Article 72** The controlling shareholder as referred to in the above Article, is a person meeting one of the following conditions: (1) individually or by taking concerted action with other persons, being able to elect more than half of the directors; (2) individually or by taking concerted action with other persons, being able to exercise more than 30% of the Bank's voting rights, or can control the exercise of more than 30% of the voting rights; (3) individually or by taking concerted action with other persons, possessing more than 30% of the Bank's outstanding shares; (4) individually or by taking concerted action with other persons, actually controlling the Bank via other methods.	**Article 60** The "controlling shareholder" as referred to in the above Article is a shareholder with a shareholding ratio of more than 50%; or a shareholder with a shareholding ratio of less than 50%, but with enough voting rights to exert a controlling influence on the resolution of the shareholders' general meeting. The "de facto controller" as referred to in the above Article is a natural person or other ultimate controller who, although not a shareholder of the Bank, is able to effectively govern the actions of the Bank through an investment relationship, agreement or other arrangement.
56.	**Section 2 The General Provisions of Shareholders' General Meeting** **Article 73** The general meeting of shareholders is an organ of power in the Bank which performs the following functions and powers according to law: (1) to decide the Bank's business policy and investment plans; (2) to elect and replace directors and supervisors not served by representatives of employees, and decide on matters related to the remuneration of directors and supervisors; (3) to examine and approve the report of the Board of Directors; (4) to examine and approve the report of the Board of Supervisors; (5) to examine and approve the Bank's annual financial budget and its final accounts; (6) to examine and approve the Bank's plans for profit allocation and loss recovery; (7) to adopt a resolution on increase or decrease in the Bank's registered capital; (8) to adopt resolutions on merger, separation, dissolution, liquidation or change of company form of the Bank;	**Section 2 The General Provisions of Shareholders' General Meeting** **Article 61** The shareholders' general meeting of the Bank shall be composed of all shareholders. The general meeting of shareholders is an organ of power in the Bank which performs the following functions and powers according to law: (1) to elect and replace non-employee directors, and decide on matters related to the remuneration of directors; (2) to examine and approve the report of the Board of Directors; (3) to examine and approve the Bank's annual financial budget and its final accounts; (4) to examine and approve the Bank's plans for profit allocation and loss recovery; (5) to adopt a resolution on increase or decrease in the Bank's registered capital; (6) to adopt resolutions on merger, separation, dissolution, liquidation or change of company form of the Bank; (7) to make adopt a resolution on the issuance of the Bank's bonds or other securities or the listing of the Bank; (8) to adopt a resolution on the acquisition of shares of the Bank in accordance with the laws;

No.	Before amendments	After amendments
	(9) to make adopt a resolution on the issuance of the Bank's bonds or other securities or the listing of the Bank; (10) to adopt a resolution on the acquisition of shares of the Bank in accordance with the laws; (11) to adopt resolutions on the hiring or firing an accounting firm that is responsible for the regular statutory audits of the Bank's financial reports; (12) to amend the Articles of Association; (13) to examine and approve the procedural rules for general meetings, the Board of Directors and the Board of Supervisors of the Bank; (14) to examine and approve proposals made by the shareholders individually or jointly holding more than 3% of the voting shares in the Bank; (15) to examine and approve the matters of providing guarantee for shareholders and de facto controllers; (16) to examine and approve the purchase or sale of material assets or guarantee amounts for financing accounting of or more than 30% of the Bank's latest audited total assets; (17) to examine and approve financing guarantees provided to any guaranteed party whose debt to assets ratio is higher than 70%; (18) to examine and approve any single financing guarantee with an amount exceeding 10% of the latest audited net assets value of the Bank; (19) to examine and approve connected transactions which shall be approved by the shareholders general meeting in accordance with laws, administrative regulations, rules and provisions of the securities regulatory authority of the places where the shares of the Bank are listed; (20) to examine and approve changes in the use of proceeds; (21) to examine and approve the Bank's share repurchase and the equity incentive plan;	(9) to adopt resolutions on the Bank's hiring or firing an accounting firm that is responsible for the regular statutory audits of the Bank's financial reports; (10) to amend the Articles of Association; (11) to examine and approve the procedural rules for general meetings and the Board of Directors; (12) to examine the Bank's purchase or sale of material assets within one year with the amount exceeding 30% of the latest audited total assets of the Bank; (13) to examine the following matters concerning external guarantees for non-commercial banking business: 1. any provision of guarantee, where the total amount of external guarantees provided by the Bank and its holding subsidiaries exceeds 50% of the latest audited net assets of the Bank; 2. any provision of guarantee, where the total amount of external guarantees provided by the Bank and its holding subsidiaries exceeds 30% of the latest audited total assets of the Bank; 3. the amount of guarantee provided by the Bank within one year exceeds 30% of the latest audited total assets of the Bank; 4. guarantees provided to any guaranteed party whose debt to assets ratio is higher than 70%; 5. any provision of a single guarantee with an amount exceeding 10% of the latest audited net assets of the Bank; 6. any provision of guarantee to shareholders, de facto controllers and their connected parties. (14) to examine and approve connected transactions which shall be approved by the shareholders general meeting in accordance with laws, administrative regulations, rules and provisions of the securities regulatory authority of the places where the shares of the Bank are listed;

No.	Before amendments	After amendments
	(22) to determine the issuance of preference shares; to determine or authorize the Board of Directors to determine the matters relating to the issuance of preference shares by the Bank, including but without limitation to redemption, conversion and dividend distribution etc.; (23) external donations of the Board of Directors exceeding the amount authorized by the shareholders' general meeting; (24) purchases of major assets, procurement of bulk materials and services by the Board of Directors exceeding the amount authorized by the shareholders' general meeting; (25) to mobilize and use funds for projects not included in the annual budget; to mobilize and use large amount of funds by the Board of Directors exceeding the amount authorized by the shareholders' general meeting; (26) other matters which should be determined by the general meeting of shareholders in accordance with the laws, regulations, regulatory requirements or the Articles of Association. If the shareholders' general meeting makes decisions on the above matters, which fall within the scope of the pre-study and discussion of the Party Committee of the Bank, it shall listen to the opinions and suggestions of the Party Committee of the Bank in advance and be considered and approved by the Board of Directors. The shareholders' general meeting shall not delegate the functions and powers to the Board of Directors, which are expressly prohibited by the Company Law and other laws, regulations and regulatory requirements.	(15) to examine and approve changes in the use of proceeds; (16) to adopt a resolution on the acquisition of shares of the Bank in accordance with the laws; (17) to examine the equity incentive plan and employee stock ownership plan; (18) to determine the issuance of preference shares; to determine or authorize the Board of Directors to determine the matters relating to the issuance of preference shares by the Bank, including but without limitation to redemption, conversion and dividend distribution etc.; (19) external donations of the Board of Directors exceeding the amount authorized by the shareholders' general meeting; (20) purchases of major assets, procurement of bulk materials and services by the Board of Directors exceeding the amount authorized by the shareholders' general meeting; (21) to mobilize and use funds for projects not included in the annual budget; to mobilize and use large amount of funds by the Board of Directors exceeding the amount authorized by the shareholders' general meeting; (22) other matters which should be determined by the general meeting of shareholders in accordance with the laws, regulations, regulatory requirements or the Articles of Association. If the shareholders' general meeting makes decisions on the above matters, which fall within the scope of the pre-study and discussion of the Party Committee of the Bank, it shall listen to the opinions and suggestions of the Party Committee of the Bank in advance and be considered and approved by the Board of Directors.

No.	Before amendments	After amendments
57.	**Newly added**	**Article 62** Upon resolution by the shareholders' general meeting, it may delegate authority to the Board of Directors in accordance with the law, but shall not delegate the functions and powers to the Board of Directors, which are expressly prohibited by laws and regulations such as the Company Law and the Corporate Governance Guidelines for Banking and Insurance Institutions and regulatory requirements. The shareholders' general meeting shall strengthen the assessment and management of authorized matters, as authorization does not exempt from liability. Where the Board of Directors exercises its authority improperly or makes flawed decisions, the shareholders' general meeting shall promptly revoke the authorization.
58.	**Article 74** In addition to examine and approve the matters in accordance with the related laws on the annual general meeting, the following matters should be included in the scope of consideration of the general meeting: (1) to report the rectification opinion regarding the Bank issued by relevant Banking regulatory authorities and the execution status of rectification by the Bank; (2) to report the assessment of individual directors to the Board of Directors and the duty report of independent directors; (3) to report the assessment of individual supervisors to the Board of Supervisors and the duty report of external supervisors.	**Deleted**
59.	**Article 75** Only with the prior approval of the general meeting, can the Bank enter into a contract with any person other than the directors, the supervisors, the senior managers of the Bank, according to which significant business management is entirely or partly handed over to the other persons.	**Article 63** Unless the Bank is in crisis or under any other special circumstances, and without the approval of the shareholders' general meeting by a special resolution, the Bank shall not enter into a contract with any person other than the directors and the senior managers of the Bank, according to which significant business management is entirely or partly handed over to the other persons.

No.	Before amendments	After amendments
60.	**Article 76** There are two types of shareholders' general meeting: annual general meeting and extraordinary general meeting, and each shall be convened by the Board of Directors. The annual general meeting shall be held once a year within six months after the end of the previous accounting year. If a shareholders' general meeting is postponed under a special circumstance, the Bank should address reasons to the relevant banking regulatory authority in a timely manner. An extraordinary general meeting shall be convened by the Board of Directors within two months upon the occurrence of any of the following events: (1) the number of directors is less than the number stipulated in the Company Law or less than two-thirds of the minimum number stipulated in the Articles of Association; (2) the unrecovered loss of the Bank reaches one-third of the Bank's total share capital; (3) upon request in writing by shareholders holding more than 10% of the Bank's outstanding shares with voting rights to convene an extraordinary general meeting; (4) the Board of Directors may deem necessary or upon the request by the Board of Supervisors; (5) more than half and no less than two of the independent directors propose to convene an extraordinary general meeting; (6) other circumstances stipulated by laws, administrative regulations, rules or the Articles of Association. The decision of convening extraordinary general meeting should be reported in writing for filing to the regulatory authority and the stock exchange of the jurisdiction where the Bank is located.	**Article 64** There are two types of shareholders' general meeting: annual general meeting and extraordinary general meeting, and each shall be convened by the Board of Directors. The annual general meeting shall be held once a year within six months after the end of the previous accounting year. If a shareholders' general meeting is postponed under a special circumstance, the Bank should address reasons to the relevant banking regulatory authority in a timely manner. An extraordinary general meeting shall be convened by the Board of Directors within two months upon the occurrence of any of the following events: (1) the number of directors is less than the number stipulated in the Company Law or two-thirds of the minimum number stipulated in the Articles of Association; (2) the unrecovered loss of the Bank reaches one-third of the Bank's total share capital; (3) upon request in writing by shareholders individually or jointly holding 10% or more shares (including preference shares with restored voting rights, etc.) of the Bank to convene an extraordinary general meeting; (4) the Board of Directors may deem necessary or upon the request by the Audit Committee; (5) a majority and no less than two of the independent directors propose to convene an extraordinary general meeting; (6) other circumstances stipulated by laws, administrative regulations, rules or the Articles of Association.

No.	Before amendments	After amendments
61.	**Article 77** The general meeting of shareholders in the Bank shall be held at the domicile of the Bank or other specific places. The shareholders' general meeting shall be convened in a physical venue. Where practicable, facilities may be provided to allow shareholders to attend the meeting through internet or other channels. Shareholders participating in the shareholders' general meeting by the above means are deemed to be present at such meeting.	**Article 65** The general meeting of shareholders in the Bank shall be held at the domicile of the Bank or other specific places. The shareholders' general meeting shall be convened in a physical venue. Where practicable, facilities may be provided to shareholders through internet or other channels. Shareholders participating in the shareholders' general meeting by the above means are deemed to be present at such meeting. After the issuance the notice of a shareholders' general meeting, the physical venue for convening such general meeting shall not be changed without a proper reason. In the event of necessary change, the convener shall make an announcement stating the reasons at least two working days prior to the date of such general meeting.
62.	**Article 78** When convening a shareholders' general meeting, the Bank shall engage legal advisers to provide legal opinions on the follow issues and make announcements: (i) whether the procedures of convening and holding the meeting comply with laws, administrative regulations and the Articles of Association; (ii) whether the qualifications of attendees and convener is legal and valid; (iii) whether the procedure and result of voting is valid and binding; (iv) legal opinions on other matters as requested by the Bank.	**Article 66** When convening a shareholders' general meeting, the Bank shall engage legal advisers to provide legal opinions on the follow issues and make announcements: (i) whether the procedures of convening and holding the meeting comply with the provisions of laws, administrative regulations and the Articles of Association; (ii) whether the qualifications of attendees and convener is legal and valid; (iii) whether the procedure and result of voting is valid and binding; (iv) legal opinions on other matters as requested by the Bank.

No.	Before amendments	After amendments
63.	**Section 3 Summoning of the Shareholders' General Meeting** **Article 79** Independent Directors shall have the right to jointly propose to the Board of Directors to convene an extraordinary general meeting. The Board of Directors shall, in accordance with laws, administrative regulations and the Articles of Association, furnish a written reply stating its agreement or disagreement to convening of an extraordinary general meeting within 10 days upon receipt of such proposal of the same from the Independent Directors. In the event that the Board of Directors agrees to convene an extraordinary general meeting, the notice of general meeting shall be issued within five days after passing such resolution of the Board of Directors. In the event that the Board of Directors does not agree to convene an extraordinary general meeting, reasons for such disagreement shall be given by way of an announcement. If the number of independent directors proposing to convene an extraordinary general meeting is more than half of the total number of independent directors and no less than two, the Bank shall convene an extraordinary general meeting within two months.	**Section 3 Summoning of the Shareholders' General Meeting** **Article 67** The Board of Directors shall convene the shareholders' general meeting on time within the time limit as required. With the consent of a majority of all independent non-executive Directors, independent Directors shall have the right to jointly propose to the Board of Directors to convene an extraordinary general meeting. The Board of Directors shall, in accordance with laws, administrative regulations and the Articles of Association, furnish a written reply stating its agreement or disagreement to convening of an extraordinary general meeting within 10 days upon receipt of such proposal of the same from the Independent Directors. In the event that the Board of Directors agrees to convene an extraordinary general meeting, the notice of general meeting shall be issued within five days after passing such resolution of the Board of Directors. In the event that the Board of Directors does not agree to convene an extraordinary general meeting, reasons for such disagreement shall be given by way of an announcement.

No.	Before amendments	After amendments
64.	**Article 80** The supervisory board shall have the right to propose to the Board of Directors in writing to convene an extraordinary general meeting. The Board of Directors shall, in accordance with laws, administrative regulations and the Articles of Association, furnish a written reply stating its agreement or disagreement to convening of an extraordinary general meeting within 10 days upon receipt of such proposal of the same. In the event that the Board of Directors agrees to convene an extraordinary general meeting, the notice of general meeting shall be issued within five days after passing such resolution of the Board of Directors. Any changes to the original proposal made in the notice shall require prior approval of the supervisory board. In the event that the Board of Directors does not agree to convene an extraordinary general meeting or does not furnish any reply within 10 days upon receipt of such proposal, the Board of Directors shall be deemed to be incapable of performing or failing to perform the duty of convening a general meeting, in which case the supervisory board may convene and preside over such meeting on an unilateral basis.	**Article 68** The Audit Committee shall have the right to propose to the Board of Directors in writing to convene an extraordinary general meeting. The Board of Directors shall, in accordance with laws, administrative regulations and the Articles of Association, furnish a written reply stating its agreement or disagreement to convening of an extraordinary general meeting within 10 days upon receipt of such proposal of the same. In the event that the Board of Directors agrees to convene an extraordinary general meeting, the notice of general meeting shall be issued within five days after passing such resolution of the Board of Directors. Any changes to the original proposal made in the notice shall require prior approval of the Audit Committee. In the event that the Board of Directors does not agree to convene an extraordinary general meeting or does not furnish any reply within 10 days upon receipt of such proposal, the Board of Directors shall be deemed to be incapable of performing or failing to perform the duty of convening a general meeting, in which case the Audit Committee may convene and preside over such meeting on a unilateral basis.

No.	Before amendments	After amendments
65.	**Article 81** Shareholders individually or jointly holding 10% or more of the total voting shares of the Bank shall have the right to request the Board of Directors to convene an extraordinary general meeting in writing. The Board of Directors shall, in accordance with provisions of the laws, administrative regulations and the Articles of Association, furnish a written reply stating its agreement or disagreement to the convening of an extraordinary general meeting within 10 days upon receipt of such request. In the event that the Board of Directors agrees to convene an extraordinary general meeting, the notice of general meeting shall be issued within five days after passing such resolution of the Board of Directors. Any changes to the original request made in the notice shall require prior approval of the shareholders concerned. In the event that the Board of Directors disagrees to convene an extraordinary general meeting or does not furnish any reply within 10 days upon receipt of such request, shareholders individually or jointly holding 10% or more of the Bank's total voting shares shall be entitled to propose to the Board of Supervisors the convening of an extraordinary general meeting, and such request shall be made in writing. In the event that the Board of Supervisors agrees to convene an extraordinary general meeting, the notice of extraordinary general meeting shall be issued within five days upon receipt of such request. Any changes to the original request made in the notice shall require prior consent of the shareholders concerned.	**Article 69** Shareholders individually or jointly holding 10% or more shares (including preference shares with restored voting rights, etc.) of the Bank shall have the right to request the Board of Directors to convene an extraordinary general meeting in writing. The Board of Directors shall, in accordance with provisions of the laws, administrative regulations and the Articles of Association, furnish a written reply stating its agreement or disagreement to the convening of an extraordinary general meeting within 10 days upon receipt of such request. In the event that the Board of Directors agrees to convene an extraordinary general meeting, the notice of general meeting shall be issued within five days after passing such resolution of the Board of Directors. Any changes to the original request made in the notice shall require prior approval of the shareholders concerned. In the event that the Board of Directors disagrees to convene an extraordinary general meeting or does not furnish any reply within 10 days upon receipt of such request, shareholders individually or jointly holding 10% or more shares (including preference shares with restored voting rights, etc.) of the Bank shall be entitled to propose to the Audit Committee the convening of an extraordinary general meeting, and such request shall be made in writing. In the event that the Audit Committee agrees to convene an extraordinary general meeting, the notice of extraordinary general meeting shall be issued within five days upon receipt of such request. Any changes to the original request made in the notice shall require prior consent of the shareholders concerned.

No.	Before amendments	After amendments
	Failure of the Board of Supervisors to issue the notice of extraordinary general meeting within the prescribed timeframe shall be deemed as failure of the Board of Supervisors to convene and preside over a shareholders' general meeting, and shareholders individually or jointly holding 10% or more of the Bank's total voting shares for more than 90 consecutive days may convene and preside over the meeting by themselves. Reasonable costs incurred by the Shareholders in respect of convening and presiding over the meeting due to the failure of the Board of Directors to convene the general meeting according to the aforementioned requirements shall be borne by the Bank, which may be deducted from the Bank's outstanding payment to directors in dereliction of duty.	Failure of the Audit Committee to issue the notice of extraordinary general meeting within the prescribed timeframe shall be deemed as failure of the Audit Committee to convene and preside over a shareholders' general meeting, and shareholders individually or jointly holding 10% or more shares (including preference shares with restored voting rights, etc.) of the Bank for more than 90 consecutive days may convene and preside over the meeting by themselves. Reasonable costs incurred by the Shareholders in respect of convening and presiding over the meeting due to the failure of the Board of Directors to convene the general meeting according to the aforementioned requirements shall be borne by the Bank, which may be deducted from the Bank's outstanding payment to directors in dereliction of duty.
66.	**Article 82** If the Board of Supervisors or the shareholders proposes to convene the shareholders' general meeting on its or their own, the Board of Directors shall be informed in writing and the relevant documents shall be filed with the stock exchange of the jurisdiction where the Bank is listed. Shares presented by shareholders convening such meeting shall not be less than 10% of the total voting shares prior to the announcement of the resolution of the shareholders' general meeting. Shareholders convening such meeting shall submit relevant supporting documents to the local agency of the relevant authority and the stock exchange of the jurisdiction where the Bank is located upon the issuance of the notice of the general meeting and the announcement of the resolutions of the general meeting.	**Article 70** If the Audit Committee or shareholders proposes to convene the shareholders' general meeting on its or their own, the Board of Directors shall be informed in writing and the relevant documents shall be filed with the stock exchange of the jurisdiction where the Bank is listed. The Board of Directors and the secretary shall cooperate accordingly, and all necessary expenses arising from the meeting shall be borne by the Bank. The Board of Directors shall provide the register of shareholders as at the record date. In the event that the Board of Directors fails to provide the register of shareholders, the convener may apply to the securities registration and clearing institution for obtaining the same with the relevant announcement on the convening of the shareholders' general meeting. The register of shareholders shall not be used for other purposes other than convening the shareholders' general meeting.

No.	Before amendments	After amendments
	Article 83 The Board of Directors and the secretary to the Board of Directors shall cooperate with respect to matters relating to the shareholders' general meeting convened by the supervisory board or shareholders on their own. The Board of Directors shall provide the register of shareholders as at the record date. In the event that the Board of Directors fails to provide the register of shareholders, the convener may apply to the securities registration and clearing institution for obtaining the same with the relevant announcement on the convening of the shareholders' general meeting. The register of shareholders obtained by the convener shall not be used for other purposes other than convening the shareholders' general meeting. **Article 84** If the supervisory board or the shareholders convene the shareholders' general meeting on its or their own, all necessary expenses arising therefrom shall be borne by the Bank.	Shares presented by shareholders convening such meeting (including preferred shares with restored voting rights, etc.) shall not be less than 10% prior to the announcement of the resolution of the shareholders' general meeting. The Audit Committee or shareholders convening such meeting shall submit relevant supporting documents to the local agency of the relevant authority and the stock exchange of the jurisdiction where the Bank is located upon the issuance of the notice of the general meeting and the announcement of the resolutions of the general meeting.
67.	**Section 4 Proposing Motion at and Notice of Shareholders' General Meeting** **Article 85** The Bank shall notify all of its shareholders of the date and place of the meeting, the matters to be considered at the meeting, 20 days prior to an annual general meeting, and 15 days prior to an extraordinary general meeting. If relevant laws, administrative regulations, departmental rules, normative documents and the listing rules of the stock exchange in the place where the shares of the Bank are listed provide otherwise in relation to the time for dispatch of other documents for an annual general meeting or extraordinary meeting, such provisions shall be complied with.	**Section 4 Proposing Motion at and Notice of Shareholders' General Meeting** **Article 71** The Bank shall notify all of its shareholders of the date and place of the meeting, the matters to be considered at the meeting by public announcement, 20 days prior to an annual general meeting, and 15 days prior to an extraordinary general meeting. If relevant laws, administrative regulations, departmental rules, normative documents and the listing rules of the stock exchange in the place where the shares of the Bank are listed provide otherwise in relation to the time for dispatch of other documents for an annual general meeting or extraordinary meeting, such provisions shall be complied with.

No.	Before amendments	After amendments
68.	**Article 86** Whenever the Bank convenes a shareholders' general meeting, the board of directors, the supervisory board, as well as shareholders individually or jointly holding 3% or more of the total voting shares of the Bank shall have the right to propose motions to the Bank. Whenever the Bank convenes a general meeting, shareholders individually or jointly holding 3% or more of the total voting shares of the Bank may propose an ex tempore motion ten days prior to the general meeting or before the latest date of issuing supplemental notice of a shareholders' general meeting as required by the Listing Rules (whichever is shorter) by furnishing the same to the convener in writing. The convener shall issue a supplemental notice of general meeting setting out the content of such ex tempore motion within two days after the receipt of such motion pursuant to the Listing Rules. The substance of the ex tempore motion shall fall within the terms of reference of the shareholders' general meeting, which shall have a clear subject for discussion and specific issues for resolution. Save as provided above, the convener shall not amend motions stated in or add new motions to the notice of general meeting after the same has been issued and announced. The content of motions shall fall within the functions and powers of the general meeting, have clear subject for discussion and specific matters to be resolved and comply with relevant requirements of the laws, administrative regulations and the Articles of Association. No voting or resolution shall be effected or adopted at the shareholders' general meeting for motions that have not been stated in the notice of shareholders' general meeting or that do not comply with previous Article. The shareholders' general meeting shall not decide or notify such matters not contained in the notice concerned.	**Article 72** Whenever the Bank convenes a shareholders' general meeting, the board of directors, the Audit Committee, as well as shareholders individually or jointly holding 1% or more of the shares of the Bank (including preferred shares with restored voting rights, etc.) shall have the right to propose motions to the Bank. Whenever the Bank convenes a general meeting, shareholders individually or jointly holding 1% or more of the shares of the Bank (including preferred shares with restored voting rights, etc.) may propose an ex tempore motion ten days prior to the general meeting or before the latest date of issuing supplemental notice of a shareholders' general meeting as required by the Listing Rules (whichever is shorter) by furnishing the same to the convener in writing. The convener shall issue a supplemental notice of general meeting setting out the content of such ex tempore motion within two days after the receipt of such motion pursuant to the Listing Rules, and submit the ex tempore motion to the shareholders' general meeting for consideration, unless the ex tempore motion violates any laws, administrative regulations or the Articles of Association, or falls outside the terms of reference of the shareholders' general meeting. Save as provided above, the convener shall not amend motions stated in or add new motions to the notice of general meeting after the same has been issued and announced. The content of motions shall fall within the functions and powers of the general meeting, have clear subject for discussion and specific matters to be resolved and comply with relevant requirements of the laws, administrative regulations and the Articles of Association.

No.	Before amendments	After amendments
		No voting or resolution shall be effected or adopted at the shareholders' general meeting for motions that have not been stated in the notice of shareholders' general meeting or that do not comply with previous Article. The shareholders' general meeting shall not decide or notify such matters not contained in the notice concerned.
69.	**Article 87** The notice of the shareholders' general meeting shall satisfy the following criteria: (i) be in writing; (ii) specify the place, date and time of the meeting; (iii) state the matters to be discussed at the meeting; (iv) provide such information and explanation as is necessary for the shareholders to make an informed decision on the proposals put before them. Without limiting the generality of the foregoing, where a proposal is made to merge the Bank with another, to repurchase the shares of the Bank, to reorganise its share capital, or to restructure the Bank in any other way, the terms of the proposed transaction must be provided in detail together with copies of the proposed agreement (if any), and the cause and effect of such proposal must be properly explained; (v) contain a disclosure of the nature and extent of the material interests (if any) of any directors, supervisors, president and other senior officers in the proposed transaction and the effect which the proposed transaction will have on them in their capacity as shareholders in so far as it is different from the effect on the interests of other shareholders of the same class; (vi) contain the full text of any special resolution proposed to be passed at the meeting;	**Article 73** The notice of the shareholders' general meeting shall be given in writing and shall include the following: (i) the time, place and duration of the meeting; (ii) the matters and proposals to be submitted for consideration at the meeting; (iii) a conspicuous statement that all ordinary shareholders (including preferred shareholders with restored voting rights), and shareholders with special voting rights are entitled to attend the shareholders' general meeting and may appoint a proxy in writing to attend and vote at such meeting on his or her behalf and that a proxy need not be a shareholder of the Bank; (iv) the record date to determine the shareholders who are entitled to attend the general meeting; (v) the name and phone number of the coordinator of the meeting; (vi) the time and procedure for online voting or other voting methods.

No.	Before amendments	After amendments
	(vii) contain a conspicuous statement that a shareholder entitled to attend and vote at such meeting is entitled to appoint one or more proxies to attend and vote at such meeting on his or her behalf and that a proxy need not be a shareholder; (viii) specify the time and place for lodging proxy forms for the relevant meeting; (ix) contain the record date to determine the shareholders who are entitled to attend the general meeting; (x) contain the name and phone number of the coordinator of the meeting; (xi) where the general meeting is to be conducted online or by way of other means, the time and procedure of such online voting or other voting methods shall be clearly stated in the notice of general meeting.	
70.	**Article 88** Where matters on the election of new directors and supervisors are to be discussed at the shareholders' general meeting, detailed information concerning the directors' and supervisors' candidates shall be fully disclosed in the notice of the shareholder's general meeting, which shall at least include the following: (i) educational background, work experience, part-time jobs and other personal information; (ii) whether there is any connected relationship with the Bank or the controlling shareholders and actual controller of the Bank; (iii) their shareholding in the Bank; (iv) whether there is any penalties or punishments imposed by relevant authorities and other related departments or the stock exchange. In addition to the adoption of cumulative voting system for election of directors and supervisors, motions relating to each of the directors' and supervisors' candidates shall be proposed on an individual basis.	**Article 74** Where matters on the election of new directors is to be discussed at the shareholders' general meeting, detailed information concerning the directors' candidates shall be fully disclosed in the notice of the shareholder's general meeting, which shall at least include the following: (i) educational background, work experience, part-time jobs and other personal information; (ii) whether there is any connected relationship with the Bank or its directors, senior management, actual controllers, or shareholders holding 5% or more of the shares; (iii) their shareholding in the Bank; (iv) whether there is any penalties or punishments imposed by relevant authorities and other related departments or the stock exchange; (v) whether the candidate is disqualified from serving as a director under the Company Law and other relevant laws, regulations and provisions. In addition to the adoption of cumulative voting system for election of directors, motions relating to each of the directors' candidates shall be proposed on an individual basis.

No.	Before amendments	After amendments
71.	**Article 89** Methods and procedures of nominating directors: (i) director candidates shall be proposed by the Board of Directors within the number of candidates as set out in the Articles of Association. Unless otherwise stated in the Articles of Association, the shareholders individually or jointly holding 3% or more of total voting shares of the Bank and the nomination committee under the Board of Directors shall have the right to propose such non-independent candidates to the Board of Directors, but the number of candidates proposed must comply with the provisions of the Articles of Association, and must not exceed the number of people to be selected. the nomination committee under the Board of Directors shall make a preliminary examination on qualifications and conditions of director candidates. The name of qualified candidates is then submitted to the Board of Directors for consideration. Director candidates shall be presented to the general meeting for election in a written proposal after approved by the Board of Directors. The Board of Directors shall disclose details such as the brief information and background of the director candidates 30 days before the date of the shareholders' general meeting to ensure that shareholders have enough knowledge about candidates when they cast their votes.	**Deleted**

No.	Before amendments	After amendments
	(ii) one shareholder, together with his associates shall not nominate both a director candidate and a supervisor candidate; where a candidate nominated by one shareholder together with his associates has served as director (or supervisor), such shareholder shall not nominate another director (or supervisor) candidate before the expiry of the term or replacement of such director (or supervisor). The number of directors nominated by one shareholder and his associates in principle shall not exceed one third of the total number of members of the Board of Directors, unless stipulated otherwise by the State. The shareholder and his/her associates who have nominated a non-independent director shall not nominate an independent director. (iii) prior to the convening of the general meeting, such director candidates shall make a written undertaking to accept their nomination, and shall guarantee that publicly disclosed information about them is true and complete, and that they after successfully elected shall effectively perform the obligations as a director. (iv) except for the cumulative voting system, each director candidate shall be voted one by one at the shareholders' general meeting. (v) where proposals for the election of directors are passed, such new directors shall be appointed immediately after their qualifications are approved by recognised regulatory authority. (vi) in case of temporary addition of new directors, the relevant nomination methods and procedures shall be as same as those required by this Article. Any person appointed by the Board of Directors to fill a casual vacancy or as an addition to the Board of Directors shall hold office only until the next annual general meeting of the Bank.	

No.	Before amendments	After amendments
72.	**Article 90** Methods and procedures of nominating supervisors: (i) supervisor candidates shall be proposed by the supervisory board within the number of candidates as set out in the Articles of Association. Unless otherwise stated in the Articles of Association, the shareholders individually or jointly holding 3% or more of shares of the Bank shall have the right to propose such candidates to the supervisory board, but the number of candidates proposed by such shareholders must comply with the provisions of the Articles of Association, and must not exceed the number of people to be selected. the supervising and nomination committee under the supervisory board shall make a preliminary examination on qualifications and conditions of supervisor candidates. The name of qualified candidates is then submitted to the supervisory board for consideration. Supervisor candidates shall be presented to the general meeting for election in a written proposal after approved by the supervisory board. The supervisory board shall disclose the brief information and background of the supervisor candidates 30 days before the date of the shareholders' general meeting to ensure that shareholders have enough knowledge about candidates when they cast their votes. (ii) one shareholder, together with his associates, shall not nominate both one supervisor candidate and one director candidate; where a candidate nominated by one shareholder together with his associates has served as supervisor (or director), such shareholder shall not nominate another director (or supervisor) candidate before the expiry of the term or replacement of such supervisor (or director). The number of supervisors nominated by one shareholder and its associates in principle shall not exceed one third of the total number of members of the supervisory board.	**Deleted**

No.	Before amendments	After amendments
	(iii) prior to the convening of the general meeting, such supervisor candidates shall make a written undertaking to accept their nomination, and shall guarantee that publicly disclosed information about them is true and complete, and that they after successfully elected shall effectively perform the obligations as a supervisor. (iv) except for the cumulative voting system, each supervisor candidate shall be voted one by one at the shareholders' general meeting. (v) where proposals for the election of supervisors are passed, such new supervisors shall be appointed immediately after the meeting is closed. (vi) in case of temporary addition of new supervisors, the relevant nomination methods and procedures shall be as same as those required by this Article.	
73.	**Article 91** Notice of the general meeting of shareholders shall be delivered by hand or by prepaid mail to all the shareholders who are entitled to attend the general meeting of shareholders (whether or not such shareholders have voting rights at the general meeting of shareholders). Any recipient's address shall be the address registered in the register of shareholders. For holders of domestically listed shares, such notice may be also issued in the form of an announcement. The announcement referred to in the preceding paragraph, should be released in one or more appropriate newspaper designated by the securities regulatory authority under the State Council or media that meet the conditions prescribed by the securities regulatory authority under the State Council. All shareholders having domestically listed shares shall be deemed to have received such notice upon the publication of such notice.	**Deleted**

No.	Before amendments	After amendments
74.	**Article 92** For holders of overseas listed foreign shares, the notice of the general meeting of shareholders, the circular to shareholders and relevant documents may, in accordance laws, administrative regulations, and the listing rules in the place where the Bank's shares are listed, be delivered on the Bank's website and the website of the Hong Kong Stock Exchange. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.	**Deleted**
75.	**Article 93** After such notice is issued, the shareholders' general meeting shall not be postponed or cancelled without good reason, and any proposal stated in such notice shall not be canceled, either. In event of postponement or cancellation of the meeting, the convener shall make another public notice, stating relevant reasons, at least two (2) working days before the original date of the meeting.	**Article 75** After such notice is issued, the shareholders' general meeting shall not be postponed or cancelled without good reason, and any proposal stated in such notice shall not be canceled, either. In event of postponement or cancellation of the meeting, the convener shall make another public notice, stating relevant reasons, at least two (2) working days before the original date of the meeting.
76.	**Section 5 Convening of Shareholders' General Meeting** **Article 94** The Board of Directors and any other convener shall take the necessary measures to ensure order of the general meeting of shareholders. Measures should be taken to prevent behaviors which disturb shareholders and harm their legitimate rights and interests, and report them to the relevant authorities immediately.	**Section 5 Convening of Shareholders' General Meeting** **Article 76** The Board of Directors and any other convener shall take the necessary measures to ensure order of the general meeting of shareholders. Measures should be taken to prevent behaviors which disturb shareholders and harm their legitimate rights and interests, and report them to the relevant authorities immediately.

No.	Before amendments	After amendments
77.	**Article 95** A shareholder whose name appears on the register of members of the Bank as at the record date or his proxy shall be entitled to attend the shareholders' general meetings and exercise the voting right in accordance with the relevant laws, regulations and the Articles of Association. Any shareholder entitled to attend and vote at a meeting of the Bank shall be entitled to appoint one or more persons (whether a shareholder or not) as his proxy to attend and vote on his behalf, and a proxy so appointed shall: (i) have the same right as the shareholder to speak at the shareholders' general meeting; (ii) have authority to demand a poll or join in such a demand; (iii) have the right to vote by hand or on a poll, except where a shareholder who has appointed more than one proxy may only vote on a poll. If the shareholder is an authorized clearing house or its agent, such shareholder is entitled to appoint one or more persons as his/her proxy to attend and vote at the meeting or as his/her representative at any class meeting and creditors' meeting. If more than one person is appointed as proxy, the proxy forms shall state clearly the number of shares and the class of shares represented by each of the proxies. The proxy forms shall be signed by the respective proxies appointed by the authorised clearing house, and the proxy appointed may represent the authorized clearing house or its agent to exercise its rights at any class meeting (without being required to present share certificate, certified statement of proxy and/or further evidence of due authorisation) as if such person is an individual shareholder of the Bank.	**Article 77** All ordinary shareholders (including preferred shareholders with restored voting rights) and shareholders with special voting rights, or their proxies whose names appear on the register of members of the Bank as at the record date or his proxy shall be entitled to attend the shareholders' general meetings and exercise the voting right in accordance with the relevant laws, regulations and the Articles of Association. Shareholders may attend the shareholders' general meeting in person or appoint a proxy to attend and vote on their behalf.

No.	Before amendments	After amendments
78.	**Article 96** Individual shareholders shall present their own identity cards or other valid documents or proof, or the share certificates which can prove their identities when attending the meeting in person; Where the Individual shareholder entrusts another person as its agent to attend the meeting, then the agent shall present his identity card and the shareholders' power of attorney. Corporate shareholders shall attend the meeting by legal representatives or their proxies. Legal representatives attending the meeting shall present their own identity cards and valid proof showing their qualification as the legal representatives. Proxies attending the meeting shall present their own identity cards and the proxy forms issued by the legal representatives of the corporate shareholders in written in accordance with laws.	**Article 78** Individual shareholders shall present their own identity cards or other valid documents or proof which can prove their identities when attending the meeting in person; Proxies attending on behalf of others shall present his identity card and the shareholders' power of attorney. Corporate shareholders shall attend the meeting by legal representatives or their proxies. Legal representatives attending the meeting shall present their own identity cards and valid proof showing their qualification as the legal representatives. Proxies attending the meeting shall present their own identity cards and the proxy forms issued by the legal representatives of the corporate shareholders in written in accordance with laws.
79.	**Article 97** Proxy form used by shareholders to appoint others to attend the shareholders' general meeting shall contain the following contents: (i) name of the proxy; (ii) whether or not having the right to vote; (iii) instruction of voting for or against or abstain from each of the matters to be discussed on the agenda of the shareholders' general meeting; (iv) date of issuance and term of validity of the proxy form; (v) signatures or seals of the appointers. If the appointers are corporate shareholders, seals of the corporate shall be affixed. Any format of blank proxy form issued by the Board of Directors of the Bank to the shareholders for the appointment of proxies shall provide the shareholder with free choice to instruct their proxies to cast an affirmative or negative vote, and to give separate instructions on each proposal to be voted at the meeting. The proxy form shall state that the proxy may vote at his or her discretion if the appointer does not give any instructions.	**Article 79** Proxy form used by shareholders to appoint others to attend the shareholders' general meeting shall contain the following contents: (i) name or title of the appointers, and the class and number of shares held by the appointers in the Bank; (ii) name or title of the proxy; (iii) the specific instructions given by the shareholder, including instruction of voting for or against or abstain from each of the matters to be discussed on the agenda of the shareholders' general meeting; (iv) date of issuance and term of validity of the proxy form; (v) signatures or seals of the appointers. If the appointers are corporate shareholders, seals of the corporate shall be affixed. Any format of blank proxy form issued by the Board of Directors of the Bank to the shareholders for the appointment of proxies shall provide the shareholder with free choice to instruct their proxies to cast an affirmative or negative vote, and to give separate instructions on each proposal to be voted at the meeting. The proxy form shall state that the proxy may vote at his or her discretion if the appointer does not give any instructions.

No.	Before amendments	After amendments
80.	**Article 98** The proxy form for voting shall be placed at the registered office of the Bank, or at other place designated in the notice of meeting, at least 24 hours prior to convening of the meeting in which the relevant proposals to be voted, or 24 hours prior to the designated voting time. If the proxy form is signed by a person authorized by the appointer, the power of attorney or other authorization document shall be notarized and placed together with the proxy form authorizing the proxy to vote at the registered office of the Bank or other place designated in the notice of meeting. Where the appointer is a legal person, the legal representative or the person authorized by the resolution of its board of directors or other decision-making body shall attend the shareholders' general meeting of the Bank.	**Article 80** If the proxy form for voting is signed by a person authorized by the appointer, the power of attorney or other authorization document shall be notarized and placed together with the proxy form for voting at the registered office of the Bank or other place designated in the notice of meeting.
81.	**Article 99** Where the appointer has passed away, lost his or her ability to act, withdrawn the appointment, withdrawn the authorization of the signed proxy form, or transferred all his or her shares, the vote cast by the proxy in accordance with the proxy form shall remain valid so long as the Bank has not received the written notice regarding such matters before the commencement of the relevant meeting.	**Deleted**
82.	**Article 100** The attendance records of the meeting shall be prepared by the Bank. The records shall include the names (or company names) of participants, the ID card numbers, resident addresses, numbers of voting shares held or represented, and names (or company names) of appointers.	**Article 81** The attendance records of the meeting shall be prepared by the Bank. The records shall include the names (or company names) of participants, the ID card numbers, numbers of voting shares held or represented, and names (or company names) of appointers.

No.	Before amendments	After amendments
83.	**Article 103** All directors, supervisors and the secretary of the Board of Directors shall attend the shareholders' general meeting, and presidents as well as other senior executives of the Bank shall be present as non-voting delegates.	**Article 84** Where the shareholders' general meeting requests Directors and senior management to attend, such Directors and senior management shall be present and accept enquiries from shareholders. Except for trade secrets of the Bank which must not be disclosed at shareholders' general meeting, Directors and senior management shall provide answers and explanations in response to enquiries and suggestions from shareholders at the shareholders' general meeting.
84.	**Article 104** The shareholders' general meetings shall be presided over by the chairman of the Board of Directors, or the vice chairman of the Board of Directors if the chairman is unable or fails to perform his or her duties (in case the Bank has two or more vice chairpersons, the one jointly elected by more than half of the directors), or the director elected by over half of the directors if both the chairman and vice chairman of the Board of Directors are unable or fail to perform their duties. Shareholders' general meetings convened by the supervisory board shall be presided over by the chairman of the supervisory board, or the supervisor elected by more than half of the supervisors if the chairman of such board is unable or fails to perform his or her duties. Shareholders' general meetings convened by the shareholders shall be presided over by a representative proposed by the convener. In a shareholders' general meeting, where the chairman violates the rules of procedure of the meeting and resulting in the meeting unable to be continued, a chairman may be elected by more than half of the attending shareholders with voting rights so as to carry on with the shareholders' general meeting.	**Article 85** The shareholders' general meetings shall be presided over by the chairman of the Board of Directors, or the vice chairman of the Board of Directors if the chairman is unable or fails to perform his or her duties (in case the Bank has two or more vice chairpersons, the one jointly elected by more than half of the directors), or the director elected by over half of the directors if both the chairman and vice chairman of the Board of Directors are unable or fail to perform their duties. Shareholders' general meetings convened by the Audit Committee shall be presided over by the chairperson of the Audit Committee, or the member of the Audit Committee elected by more than half of its members if the chairperson of the Audit Committee is unable or fails to perform his or her duties. Shareholders' general meetings convened by the shareholders shall be presided over by the convening shareholder or a representative elected by the shareholders. In a shareholders' general meeting, where the chairman violates the rules of procedure of the meeting and resulting in the meeting unable to be continued, a chairman may be elected by more than half of the attending shareholders with voting rights so as to carry on with the shareholders' general meeting.

No.	Before amendments	After amendments
	Save as otherwise provided in the Articles of Association, if the Board of Directors is unable to or does not perform the duty to convene the shareholders' general meeting, the supervisory board shall convene and preside over the meeting in a timely manner; if the supervisory board does not convene and preside over the meeting, the shareholders individually or jointly holding more than 10% of the Bank's total voting shares for more than 90 consecutive days shall have the right to convene and preside over the meeting. If for any reason the shareholders fail to elect a chairman of the meeting, the shareholder present in person or by proxy in the meeting and holding the largest number of shares which carry the right to vote shall be the chairman of the meeting.	Save as otherwise provided in the Articles of Association, if the Board of Directors is unable to or does not perform the duty to convene the shareholders' general meeting, the Audit Committee shall convene and preside over the meeting in a timely manner; if the Audit Committee does not convene and preside over the meeting, the shareholders individually or jointly holding more than 10% of the Bank's shares (including preferred shares with restored voting rights, etc.) for more than 90 consecutive days shall have the right to convene and preside over the meeting.
85.	**Article 105** The Bank shall develop the rules of procedure regarding the shareholders' general meeting, and specify the convening and voting procedures, including notification, registration, and consideration of proposals, voting, counting of votes, announcement of voting results, formation of meeting resolutions, minutes of meetings and signature, announcements and the principle of authorization by the shareholders' general meeting to the Board. The authorization principle should be clear and specific in terms of contents. The rules of procedure for the shareholders' general meeting shall be prepared by the Board and approved by the shareholders' general meeting.	**Article 86** The Bank shall develop the rules of procedure regarding the shareholders' general meeting, and specify the convening, calling and voting procedures, including notification, registration, and consideration of proposals, voting, counting of votes, announcement of voting results, formation of meeting resolutions, minutes of meetings and signature, announcements and the principle of authorization by the shareholders' general meeting to the Board. The authorization principle should be clear and specific in terms of contents. The rules of procedure for the shareholders' general meeting shall be prepared by the Board and approved by the shareholders' general meeting.
86.	**Article 106** Except for trade secrets of the Bank which must not be disclosed at shareholders' general meeting, Directors, Supervisors and senior management shall provide answers and explanations in response to enquiries and suggestions from shareholders at the shareholders' general meeting.	**Deleted**

No.	Before amendments	After amendments
87.	**Newly added**	**Article 87** At the annual shareholders' general meeting, the Board of Directors shall report to the shareholders on its work over the past year. Each independent director shall also submit a performance report.
88.	**Article 107** The shareholders' general meeting shall have minutes of meeting, for which the Secretary of the Board is responsible. The meeting minutes shall cover the following: (1) the date, location and agenda of meeting, and the name and title of the convener; (2) names of the chairman of the meeting and Directors, Supervisors, the President and other senior management members who attended or observed the meeting; (3) the number of shareholders or their proxies present at the meeting, total number of voting shares held by them and its proportion to the total number of voting shares of the Bank; (4) reviewing process, speech points and voting results for each proposal; (5) inquiries or suggestions by shareholders and corresponding response or explanations; (6) names of lawyers, ballot counters and scrutineers; (7) other matters required by the Articles of Association to be included in the minutes of meeting.	**Article 88** The shareholders' general meeting shall have minutes of meeting, for which the Secretary of the Board is responsible. The meeting minutes shall cover the following: (1) the date, location and agenda of meeting, and the name and title of the convener; (2) names of the chairman of the meeting and Directors and senior management members who observed the meeting; (3) the number of shareholders or their proxies present at the meeting, total number of voting shares held by them and its proportion to the total number of voting shares of the Bank; (4) reviewing process, speech points and voting results for each proposal; (5) inquiries or suggestions by shareholders and corresponding response or explanations; (6) names of lawyers, ballot counters and scrutineers; (7) other matters required by the Articles of Association to be included in the minutes of meeting.
89.	**Article 108** The convener shall ensure that the minutes of meeting are true, accurate and complete. The minutes of meeting should be signed by Directors, Supervisors, the board secretary, the convener or its representative present at the meeting as well as the chairman of the meeting. The minutes of meeting shall be kept for permanent, together with the signature book for the shareholders present at the meeting, and proxy forms for proxy attendance, network voting evidence and other valid voting documents.	**Article 89** The convener shall ensure that the minutes of meeting are true, accurate and complete. The minutes of meeting should be signed by Directors, the board secretary, the convener or its representative as well as the chairman of the meeting who attended or observed the meeting. The minutes of meeting shall be kept for permanent, together with the signature book for the shareholders present at the meeting, and proxy forms for proxy attendance, network voting evidence and other valid voting documents.

No.	Before amendments	After amendments
90.	**Article 109** Any shareholder is entitled to inspect the copies of minutes free of charge during business hours of the Bank. If a shareholder demands from the Bank a copy of such minutes, the Bank shall send to him/her the copy within 7 days after having received a reasonable charge.	**Deleted**
91.	**Article 110** The convener shall ensure that the shareholders' general meeting goes on smoothly until the final resolution can be reached. Where force majeure and other special reasons cause the meeting to be suspended or fail to reach a resolution, necessary measures should be taken as soon as possible to resume the meeting or directly terminate the meeting, and a timely notice should be issued. At the same time, the convener shall also submit a relevant report to the regulatory authority and stock exchange located at the place of the Bank.	**Article 90** The convener shall ensure that the shareholders' general meeting goes on smoothly until the final resolution can be reached. Where force majeure and other special reasons cause the meeting to be suspended or fail to reach a resolution, necessary measures should be taken as soon as possible to resume the meeting or directly terminate the meeting, and a timely notice should be issued. At the same time, the convener shall also submit a relevant report to the regulatory authority and stock exchange located at the place of the Bank.
92.	**Section 6 Voting and Resolution of Shareholders' General Meeting** **Article 111** Resolutions adopted at the shareholders' general meeting are divided into ordinary resolutions and special resolutions. The voting at the shareholders' general meeting shall be conducted in the form of open ballot. Ordinary resolutions adopted at the shareholders' general meeting should be passed by more than half of the voting rights represented by the shareholders (including their proxies) attending the meeting. Special resolutions adopted at the shareholders' general meeting should be passed by more than two-thirds of the voting rights represented by the shareholders (including their proxies) attending the meeting.	**Section 6 Voting and Resolution of Shareholders' General Meeting** **Article 91** Resolutions adopted at the shareholders' general meeting are divided into ordinary resolutions and special resolutions. Ordinary resolutions adopted at the shareholders' general meeting should be passed by more than half of the voting rights represented by the shareholders (including their proxies) attending the meeting. Special resolutions adopted at the shareholders' general meeting should be passed by more than two-thirds of the voting rights represented by the shareholders (including their proxies) attending the meeting.

No.	Before amendments	After amendments
93.	**Article 112** The following matters shall be passed at the shareholders' general meeting by ordinary resolution: (1) work reports of the Board of Directors and the Board of Supervisors; (2) profit distribution plan and loss recovery plan prepared by the Board; (3) appointment and removal of directors and supervisors, and their remuneration and payment method; (4) the annual budget report and final report, balance sheet, income statement and other financial statements of the Bank; (5) the Bank's annual report; (6) the Bank's business policy and investment plans; (7) appointment or dismissal of accounting firm that is responsible to conduct the regular statutory audit of the Bank's financial reports; (8) other mattes unless otherwise required to be approved by special resolutions in accordance with the applicable laws and regulations or otherwise as stipulated by the Articles of Association of the Bank.	**Article 92** The following matters shall be passed at the shareholders' general meeting by ordinary resolution: (1) work reports of the Board of Directors; (2) profit distribution plan and loss recovery plan prepared by the Board; (3) appointment and removal of directors, and their remuneration and payment method; (4) the annual financial budget plan and final plan of the Bank; (5) appointment or dismissal of accounting firm that is responsible to conduct the regular statutory audit of the Bank's financial reports; (6) other mattes unless otherwise required to be approved by special resolutions in accordance with the applicable laws and regulations or otherwise as stipulated by the Articles of Association of the Bank.
94.	**Article 113** The following matters shall be passed by the shareholders' general meeting by special resolution: (1) increase or decrease in the registered capital, and issue any type of shares, warrants and other similar securities by the Bank; (2) issuance of bonds by the Bank or listing of the Bank; (3) the split, merger, dissolution, liquidation or change of company form of the Bank; (4) amendment to the Articles of Association of the Bank; (5) examination and approval of the procedural rules for shareholders' general meetings, the Board of Directors and the Board of Supervisors of the Bank; (6) removal of independent directors;	**Article 93** The following matters shall be passed by the shareholders' general meeting by special resolution: (1) increase or decrease in the registered capital by the Bank; (2) issuance of bonds or other securities by the Bank or listing of the Bank; (3) the split, merger, dissolution, liquidation or change of company form of the Bank; (4) amendment to the Articles of Association of the Bank; (5) examination and approval of the procedural rules for shareholders' general meetings, the Board of Directors of the Bank; (6) removal of independent directors; (7) repurchase of shares by the Bank; (8) the equity incentive plan;

No.	Before amendments	After amendments
	(7) repurchase of shares by the Bank; (8) examination and approval of the equity incentive plan; (9) substantial assets purchased or sold by the Bank within one year, or financial guarantee provided by the Bank within one year, which accounts for 30% or more of the Bank's most recent total audited assets; (10) any other matters prescribed by the applicable laws, regulations, regulatory requirements or the Articles of Association, or resolved by the shareholders at a shareholders' general meeting, by an ordinary resolution, to be of a nature that may have a material impact on the Bank and should be adopted by a special resolution.	(9) substantial assets purchased or sold by the Bank within one year, or providing guarantees to others within one year, which exceeds 30% of the Bank's most recent total audited assets; (10) any other matters prescribed by the applicable laws, regulations, regulatory requirements or the Articles of Association, or resolved by the shareholders at a shareholders' general meeting, by an ordinary resolution, to be of a nature that may have a material impact on the Bank and should be adopted by a special resolution.
95.	**Article 114** When a shareholder (including proxy) votes at a shareholders' general meeting by exercising his/her voting rights according to the number of shares carrying the right to vote, each share shall have one vote. The shares held by the Bank have no voting rights, and such part of the shareholding shall not be counted as the total number of shares with voting rights held by shareholders attending the meeting. When material issues affecting the interests of minority investors are considered at the shareholders' general meeting, the votes of minority investors shall be counted separately. The results of the separate vote count shall be disclosed publicly in a timely manner.	**Article 94** When a shareholder (including proxy) votes at a shareholders' general meeting by exercising his/her voting rights according to the number of shares carrying the right to vote, each share shall have one vote, except for class shareholders. The shares held by the Bank have no voting rights, and such part of the shareholding shall not be counted as the total number of shares with voting rights held by shareholders attending the meeting. Where a shareholder's purchase of voting shares of the Bank violates the provisions of paragraphs 1 and 2 of Article 63 of the Securities Law, the voting rights of the portion of shares which exceeds the specified limit shall not be exercised within 36 months after purchase, and such shares shall not be included in the total number of voting shares held by shareholders attending the meeting.

No.	Before amendments	After amendments
	The Board of Directors, independent directors and the shareholders who are qualified under the relevant conditions may solicit the voting rights from shareholders present at the meeting. Voting right solicitation should be carried out on a voluntary and non-reimbursable basis, with full disclosure of information to solicitees. Soliciting shareholders' voting rights with consideration or any consideration in disguised form is prohibited. The Bank shall not impose any minimum shareholding limitation for soliciting voting rights. If the Company Law, other laws and administrative regulations or the Listing Rules require that any shareholder shall abstain from voting on a certain matter or limit any shareholder to cast affirmative or negative votes on a certain matter, any votes cast by the shareholder in violation of the aforesaid requirements or restrictions shall not be included in the voting results.	When material issues affecting the interests of minority investors are considered at the shareholders' general meeting, the votes of minority investors shall be counted separately. The results of the separate vote count shall be disclosed publicly in a timely manner. The Board of Directors, independent directors and the shareholders holding more than 1% of the voting shares or investor protection institutions established in accordance with laws, administrative regulations or the provisions of the CSRC may publicly solicit the voting rights from shareholders present at the meeting. Voting right solicitation shall fully disclose the voting intentions and other relevant information to solicitees. Soliciting shareholders' voting rights with consideration or any consideration in disguised form is prohibited. Except for statutory conditions, the Bank shall not impose any minimum shareholding limitation for soliciting voting rights. If the Company Law, other laws and administrative regulations or the Listing Rules require that any shareholder shall abstain from voting on a certain matter or limit any shareholder to cast affirmative or negative votes on a certain matter, any votes cast by the shareholder in violation of the aforesaid requirements or restrictions shall not be included in the voting results.

No.	Before amendments	After amendments
96.	**Article 115** Where the shareholders' general meeting considers connected party transactions, associated shareholders or any of their respective associate(s) (within the meaning of the Listing Rules) should not participate in the voting, and the voting shares represented by such shareholders shall be not included in the number of the total valid voting shares. Announcement of the resolutions passed at the shareholders' general meeting should fully disclose the voting results by unassociated shareholders. Connected shareholders or any of their respective associate(s) (within the meaning of the Listing Rules) shall excuse themselves at the time of voting on such matters voluntarily or on the requests by other shareholders or proxies present at the shareholders' general meeting.	**Article 95** Where the shareholders' general meeting considers connected party transactions, associated shareholders or any of their respective associate(s) (within the meaning of the Listing Rules) should not participate in the voting, and the voting shares represented by such shareholders shall be not included in the number of the total valid voting shares. Announcement of the resolutions passed at the shareholders' general meeting should fully disclose the voting results by unassociated shareholders. Connected shareholders or any of their respective associate(s) (within the meaning of the Listing Rules) shall excuse themselves at the time of voting on such matters voluntarily or on the requests by other shareholders or proxies present at the shareholders' general meeting.
97.	**Article 116** On the premise of ensuring the legitimacy and validity of the shareholders' general meeting and complying with the requirements of relevant regulatory authorities, the Bank may, under appropriate conditions, provide convenience for the shareholders' attendance through a variety of ways and means, including the use of such modern information technology as online voting platform.	**Article 96** On the premise of ensuring the legitimacy and validity of the shareholders' general meeting and complying with the requirements of relevant regulatory authorities, the Bank may, under appropriate conditions, provide convenience for the shareholders' attendance through a variety of ways and means, including the use of such modern information technology as online voting platform.
98.	**Article 117** The list of director and supervisor candidates shall be submitted in the form of a proposal to the shareholders' general meeting for voting individually. The cumulative voting system shall be adopted to elect directors and supervisors in according with the provisions of the Articles of Association or the resolutions of the shareholders' general meeting. If a qualification review needs to be performed after approval by the shareholders' general meeting, the proposed appointment shall be reported to the banking regulatory authority to conduct the review.	**Article 97** The list of director candidates shall be submitted in the form of a proposal to the shareholders' general meeting for voting individually. The cumulative voting system shall be adopted to elect directors at the shareholders' general meeting in according with the provisions of the Articles of Association or the resolutions of the shareholders' general meeting. When more than two independent directors are elected at the shareholders' general meeting, the accumulative voting system shall be adopted. If a qualification review needs to be performed after approval by the shareholders' general meeting, the proposed appointment shall be reported to the banking regulatory authority to conduct the review.

No.	Before amendments	After amendments
99.	**Article 118** Besides the cumulative voting system, the shareholders' general meeting shall vote on all proposals one by one. In case of different proposals made on the same matter, such proposals shall be voted in chronological order. Unless such special reasons as force majeure cause the shareholders' general meeting to be suspended or fail to make a resolution, the shareholders' general meeting shall not put proposals on hold or not vote on them.	**Article 98** Besides the cumulative voting system, the shareholders' general meeting shall vote on all proposals one by one. In case of different proposals made on the same matter, such proposals shall be voted in chronological order. Unless such special reasons as force majeure cause the shareholders' general meeting to be suspended or fail to make a resolution, the shareholders' general meeting shall not put proposals on hold or not vote on them.
100.	**Article 119** The shareholders' general meeting, while considering proposals, shall not modify such proposals. Otherwise, the modification should be deemed as a new proposal, which shall not be voted at the same general meeting.	**Article 99** The shareholders' general meeting, while considering proposals, shall not modify such proposals, and if modified, such proposal should be deemed as a new proposal, which shall not be voted at the same general meeting.
101.	**Article 120** At the shareholders' general meeting, proposals shall be voted by show of hands, unless otherwise provided by the Listing Rules, or except that proposals are requested by the following persons before or after a vote by show of hands to be decided by ballot at the shareholders' general meeting: (1) the chairman of the meeting; (2) at least two shareholders or proxies with voting right; (3) one or more shareholders (including proxies) individually or jointly holding more than 10% of the voting shares represented by the shareholders present at the meeting. Unless otherwise provided by Listing Rules, or except when a vote by ballot is requested, the chairman of the meeting may declare the voting result based on voting results by a show of hands, which shall be recorded into the minutes of meeting as a final evidence. In such a case, the number of positive votes or negative votes or their proportion, is not provided in the resolutions adopted at the shareholders' general meeting. The demand for a vote by ballot may be withdrawn by the person who makes such demand.	**Deleted**

No.	Before amendments	After amendments
102.	**Article 121** Where the matter required to be voted by ballot is the election of the chairman or suspension of the meeting, then the matter should be immediately voted by ballot; for other matters requiring the voting by ballot, the chairman may determine when to hold the voting, and the meeting can proceed to discuss other matters. Voting results should be deemed as a resolution passed at the meeting.	**Deleted**
103.	**Newly added**	**Article 101** The shareholders' general meeting takes the votes by recorded voting.
104.	**Article 124** Where the number of votes "For" is equal to the number of votes "Against", then the meeting chairman is entitled to cast one more vote, regardless of a vote by a show of hands or by ballot.	**Deleted**
105.	**Article 125** Before voting on proposals, the shareholders' general meeting shall elect two shareholder representatives and one supervisor who participate in counting and scrutinizing votes. If a shareholder has interests in any matter to be considered, such shareholder and his/her proxy shall not participate in counting and scrutinizing votes. When the shareholders' general meeting votes on the proposals, then a lawyer, shareholder representatives, supervisor representatives and other persons designated by the Listing Rules shall be jointly in charge of counting the votes and scrutinizing the voting process. The voting result shall be announced at the meeting and recorded in the meeting minutes. Shareholders or their proxies who cast their votes via internet or other ways are entitled to check the voting results through the corresponding voting systems.	**Article 103** Before voting on proposals, the shareholders' general meeting shall elect two shareholder representatives who participate in counting and scrutinizing votes. If a shareholder has interests in any matter to be considered, such shareholder and his/her proxy shall not participate in counting and scrutinizing votes. When the shareholders' general meeting votes on the proposals, then a lawyer, shareholder representatives and other persons designated by the Listing Rules shall be jointly in charge of counting the votes and scrutinizing the voting process. The voting result shall be announced at the meeting and recorded in the meeting minutes. Shareholders or their proxies who cast their votes via internet or other ways are entitled to check the voting results through the corresponding voting systems.

No.	Before amendments	After amendments
106.	**Article 126** The time of the conclusion of an on-site general meeting shall not be earlier than a meeting held through internet or otherwise. The chairman of the meeting shall announce the voting details and result of each resolution and declare whether each resolution has been passed according to such results. Prior to the formal public announcement of the voting results, the Bank, the vote counter, scrutineer, substantial shareholders and internet service providers who are involved in the voting on site, via internet or through other channels at the shareholders' general meeting, are liable to keep the voting results confidential.	**Article 104** The time of the conclusion of an on-site general meeting shall not be earlier than a meeting held through internet or otherwise. The chairman of the meeting shall announce the voting details and result of each resolution and declare whether each resolution has been passed according to such results. Prior to the formal public announcement of the voting results, the Bank, the vote counter, scrutineer, shareholders and internet service providers who are involved in the voting on site, via internet or through other channels at the shareholders' general meeting, are liable to keep the voting results confidential.
107.	**Article 127** Shareholders attending the shareholders' general meeting shall give their opinions to every proposal submitted at the meeting as any one of the following: "For", "Against" or "Abstain", except for the declaration by securities registration and clearing institution as the nominal holder of stock connect mechanism between PRC and Hong Kong stock markets, based on the actual holders' intentions. Any vote that is not filled, incorrectly filled or with unrecognizable writing or not cast shall be deemed as having waived the voting rights and the corresponding poll shall be counted as "Abstain".	**Article 105** Shareholders attending the shareholders' general meeting shall give their opinions to every proposal submitted at the meeting as any one of the following: "For", "Against" or "Abstain", except for the declaration by securities registration and clearing institution as the nominal holder of stock connect mechanism between PRC and Hong Kong stock markets, based on the actual holders' intentions. Any vote that is not filled, incorrectly filled or with unrecognizable writing or not cast shall be deemed as having waived the voting rights and the corresponding poll shall be counted as "Abstain".
108.	**Article 128** If the chairman of the meeting has any doubt as to the voting result of any proposal being submitted, he/she may have the votes counted. If the chairman does not count the votes, any shareholder who is present in person or by proxy and who disputes the result announced by the chairman may demand to have the votes counted immediately after the announcement of results, and the chairman shall have the votes counted immediately. At a shareholders' general meeting, if the votes are counted, the counting result shall be recorded in the minutes of the meeting.	**Article 106** If the chairman of the meeting has any doubt as to the voting result of any proposal being submitted, he/she may have the votes counted. If the chairman does not count the votes, any shareholder who is present in person or by proxy and who disputes the result announced by the chairman may demand to have the votes counted immediately after the announcement of results, and the chairman shall have the votes counted immediately. At a shareholders' general meeting, if the votes are counted, the counting result shall be recorded in the minutes of the meeting.

No.	Before amendments	After amendments
109.	**Article 129** Public announcement of the voting results of a shareholders' general meeting shall be issued in a timely manner, containing the number of shareholders and proxies attending the meeting, the total number of voting shares held by them and its proportion to the total number of voting shares of the Bank, the form of voting, the voting result of each proposal, the detailed content of each resolution and other contents as required by the Listing Rules.	**Article 107** Public announcement of the voting results of a shareholders' general meeting shall be issued in a timely manner, containing the number of shareholders and proxies attending the meeting, the total number of voting shares held by them and its proportion to the total number of voting shares of the Bank, the form of voting, the voting result of each proposal, the detailed content of each resolution and other contents as required by the Listing Rules.
110.	**Article 130** If a proposal is not passed or any proposal adopted at a previous meeting is altered at the shareholders' general meeting, relevant details shall be specified in the announcement of the results of the shareholders' general meeting.	**Article 108** If a proposal is not passed or any proposal adopted at a previous meeting is altered at the shareholders' general meeting, relevant details shall be specified in the announcement of the results of the shareholders' general meeting.
111.	**Article 131** If the proposal with respect to the election of Directors or Supervisors is approved at a shareholders' general meeting, the term of office of such new Directors or Supervisors shall commence on the date when the resolution is approved at the shareholders' general meeting. If their qualifications are subject to the approval by the relevant banking regulatory authority, the term of office shall commence on the date when their qualifications are approved by the regulatory authority.	**Article 109** If the proposal with respect to the election of Directors is approved at a shareholders' general meeting, the term of office of such new Directors shall commence on the date when the resolution is approved at the shareholders' general meeting. If their qualifications are subject to the approval by the relevant banking regulatory authority, the term of office shall commence on the date when their qualifications are approved by the regulatory authority.
112.	**Article 132** Where a proposed resolution in relation to the payment of cash dividends, the issue of bonus shares or the capitalisation of capital reserves has been passed at a shareholders' general meeting, the Bank shall implement the specific plans within two months after the conclusion of the shareholders' general meeting.	**Article 110** Where a proposed resolution in relation to the payment of cash dividends, the issue of bonus shares or the capitalisation of capital reserves has been passed at a shareholders' general meeting, the Bank shall implement the specific plans within two months after the conclusion of the shareholders' general meeting.
113.	**Article 134** If the Bank proposes to change or abrogate the rights of class shareholders, it may do so only after such change or abrogation has been approved by a special resolution of the shareholders' general meeting and by separate meeting of shareholders convened by the affected class shareholders in accordance with Article 136 to Article 140 hereof.	**Article 112** If the Bank proposes to change or abrogate the rights of class shareholders, it may do so only after such change or abrogation has been approved by a special resolution of the shareholders' general meeting and by separate meeting of shareholders convened by the affected class shareholders in accordance with Article 114 to Article 118 hereof.

No.	Before amendments	After amendments
114.	**Article 136** The affected class shareholders, whether or not originally entitled to vote at the shareholders' general meetings, shall be entitled to vote at class shareholders' meetings in respect of matters concerning items (2) to (8) and (11) to (12) of the preceding article, with the exception of interested shareholders. If the voting rights of such shareholders are restricted by the laws, regulations or regulatory requirements, the laws, regulations or regulatory requirements shall prevail. The aforesaid "interested shareholders" shall have the following meanings: (1) where the Bank has made a repurchase offer to all shareholders on a pro rata basis or made repurchase of its own shares by means of an open offer at the stock exchange in accordance with Article 37 hereof, "interested shareholders" refer to the controlling shareholders defined in Article 72 hereof; (2) where the Bank has made repurchases of its own shares by means of agreement outside the stock exchange in accordance with Article 37 hereof, "interested shareholders" refer to the shareholders who are connected with that agreement; (3) for the purpose of the Bank's restructuring plan, "interested shareholders" refer to those shareholders who assume less responsibilities than other shareholders of the same class or those shareholders who enjoy different rights and interests from other shareholders of the same class.	**Article 114** The affected class shareholders, whether or not originally entitled to vote at the shareholders' general meetings, shall be entitled to vote at class shareholders' meetings in respect of matters concerning items (2) to (8) and (11) to (12) of the preceding article, with the exception of interested shareholders. If the voting rights of such shareholders are restricted by the laws, regulations or regulatory requirements, the laws, regulations or regulatory requirements shall prevail. The aforesaid "interested shareholders" shall have the following meanings: (1) where the Bank has made a repurchase offer to all shareholders on a pro rata basis or made repurchase of its own shares by means of an open offer at the stock exchange, "interested shareholders" refer to the controlling shareholders defined in Article 60 hereof; (2) where the Bank has made repurchases of its own shares by means of agreement outside the stock exchange, "interested shareholders" refer to the shareholders who are connected with that agreement; (3) for the purpose of the Bank's restructuring plan, "interested shareholders" refer to those shareholders who assume less responsibilities than other shareholders of the same class or those shareholders who enjoy different rights and interests from other shareholders of the same class.
115.	**Article 138** Written notice of a class shareholders' meeting shall be given in accordance with Article 85 hereof regarding notice period of shareholders' general meeting and extraordinary shareholders' general meeting to inform all shareholders of that class shown on the share register of the matters to be considered as well as the time and place of the meeting.	**Article 116** Written notice of a class shareholders' meeting shall be given in accordance with Article 71 hereof regarding notice period of annual general meeting and extraordinary shareholders' general meeting to inform all shareholders of that class shown on the share register of the matters to be considered as well as the time and place of the meeting.

No.	Before amendments	After amendments
116.	**Article 139** The notice of a class shareholders' meeting shall only be served on shareholders who are entitled to vote at the meeting. Unless otherwise specified herein, the procedures to convene class shareholders' meeting shall resemble those of shareholders' general meeting as far as possible. Terms concerning the procedures to convene shareholders' general meeting shall be applicable to class shareholders' meeting.	**Article 117** The notice of a class shareholders' meeting shall only be served on shareholders who are entitled to vote at the meeting. Unless otherwise specified herein, the procedures to convene class shareholders' meeting shall resemble those of shareholders' general meeting as far as possible. Terms concerning the procedures to convene shareholders' general meeting shall be applicable to class shareholders' meeting.
117.	**Article 140** The special procedures for approval by class shareholders shall not apply in the following circumstances: (1) where the Bank issues, upon the approval by a special resolution of its shareholders in a shareholders' general meeting, either separately or concurrently once every 12 months, not more than 20% of each of its existing issued domestically listed shares and/or overseas-listed foreign-invested shares; (2) where the Bank's plan to issue domestically listed shares and overseas listed foreign shares at the time of its establishment is carried out within 15 months from the date of approval of the securities regulatory authority of the State Council.	**Article 118** The special procedures for approval by class shareholders shall not apply in the following circumstances: (1) where the Bank issues, upon the approval by a special resolution of its shareholders in a shareholders' general meeting, either separately or concurrently once every 12 months, not more than 20% of each of its existing issued domestically listed shares and/or overseas-listed foreign-invested shares; (2) where the Bank's plan to issue domestically listed shares and overseas listed foreign shares at the time of its establishment is carried out within 15 months from the date of approval of the securities regulatory authority of the State Council.
118.	**Chapter 9 The Party Committee** **Article 141** Both structuring of the Party Committee and the organization for discipline inspection and supervision, and their term of office shall follow the requirements set out by relevant documents of the Party. Organizational structuring and staffing of Party organizations shall be incorporated into the Bank's management and staffing framework. The Bank shall offer assistance to Party organizations for their activities and credit related expenses to the Bank's overall budget, funding by its administrative expenses.	**Chapter 8 The Party Committee** **Article 119** In accordance with the provisions of the Constitution of the Communist Party of China and the Regulations on the Work of Communist Party Grassroots Organizations of the State-owned Enterprises (for Trial Implementation), and with approval of the superior Party organization, the Bank has established the Chinese Communist Party committee of Bank of Chongqing Co., Ltd (hereinafter referred to as the "Party Committee"). At the same time, the discipline inspection committee of the Party has been established pursuant to the relevant provisions.

No.	Before amendments	After amendments
		The Party Committee of the Bank is elected by the general meeting of the Party members' representatives, and each term of office shall generally be 5 years. A re-election shall be held on a regular basis upon the expiration of the term of office. The leadership team of the Party Committee generally consists of 5 to 9 members, no more than 10 members, with 1 Party Committee secretary and 2 or 1 deputy Party Committee secretary. The secretary of the Party Committee and chairman of the Board of Directors shall be held by one person, and the president of the Bank who is a Party member shall generally serve as the deputy secretary of the Party Committee. The Party Committee shall appoint a full-time deputy secretary in charge of the Party building, who shall generally serve as a member of the Board of Directors, and does not hold any position in senior management. Organizational structuring and staffing of Party organizations shall be incorporated into the Bank's management and staffing framework. The Bank shall offer assistance to Party organizations for their activities and credit related expenses to the Bank's overall budget, funding by its administrative expenses.
119.	**Article 142** Party organizations shall exercise its role as leadership, and shall fulfill its responsibilities on controlling overall direction and development and ensuring implementation, discussing and making decisions on major matters of the Bank in accordance with the regulations. Its main responsibilities are:	**Article 120** Party organizations shall exercise its role as leadership, and shall fulfill its responsibilities on controlling overall direction and development and ensuring implementation, discussing and making decisions on major matters of the Bank in accordance with the regulations. Its main responsibilities are:

No.	Before amendments	After amendments
	(1) to enhance the building of Party politics in 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 Party members to maintain a high degree of consistency with the Party Central Committee with Comrade Xi Jinping as the core in the political stance, political direction, political principles and political path; (2) to thoroughly study and implement Xi Jinping's Socialism Ideology with Chinese characteristics in the 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 Party Central Committee as well as the resolutions of the Party organizations at a higher level in the Bank; (3) to study and discuss the significant operation and management matters of the Bank and support the shareholders' general meeting, the Board of Directors, the Board of Supervisors and the senior management for exercising their powers in accordance with laws and regulations; (4) to reinforce the leadership and gatekeeping role in the process of selection and appointment of personnel of the Bank, and pursue the construction of leadership group as well as the building of cadre and talent pools of the Bank; (5) to implement the construction of the Party's working style and its clean and honest administration in the Bank, lead and support internal discipline inspection organization to fulfil the supervisory and disciplining responsibilities, exercising strict political discipline and political rules, constructing a clean and honest financial culture and promoting the fully strict Party governance into the grassroots level;	(1) to follow the centralised and unified leadership of the Party Central Committee over financial work, enhance the building of Party politics in 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 Party members to maintain a high degree of consistency with the Party Central Committee with Comrade Xi Jinping as the core in the political stance, political direction, political principles and political path; (2) to thoroughly study and implement Xi Jinping's Socialism Ideology with Chinese characteristics in the 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 Party Central Committee and the resolutions of the Party organizations at a higher level in the Bank, as well as unwaveringly follow the path of financial development with Chinese characteristic; (3) to study and discuss the significant operation and management matters of the Bank and support the shareholders' general meeting, the Board of Directors and the senior management for exercising their powers in accordance with laws and regulations; (4) to reinforce the leadership and gatekeeping role in the process of selection and appointment of personnel of the Bank, and pursue the construction of leadership group as well as the building of cadre and talent pools of the Bank; (5) to implement the construction of the Party's working style and its clean and honest administration in the Bank, lead and support internal discipline inspection organization to fulfil the supervisory and disciplining responsibilities, exercising strict political discipline and political rules, constructing a clean and honest financial culture and promoting the fully strict Party governance into the grassroots level;

No.	Before amendments	After amendments
	(6) to strengthen the building of grassroots Party organizations and Party member teams, unite and lead staff and masses to actively devote themselves into the reform and development of the Bank; (7) to lead the Bank's ideological and political work, moral and ideological progress and, united front work, and lead mass groups and organizations such as the labor union, Communist Youth League and women's organization of the Bank.	(6) to strengthen the building of grassroots Party organizations and Party member teams, unite and lead staff and masses to actively devote themselves into the reform and development of the Bank; (7) to lead the Bank's ideological and political work, moral and ideological progress and, united front work, and lead mass groups and organizations such as the labor union, Communist Youth League and women's organization of the Bank; (8) to conduct inspection as needed, establish inspection body, and, in principle, carry out inspection and supervision over the subordinate Party organizations in accordance with the Party's organizational hierarchy and the authority over cadre management; (9) to discuss and decide on other important matters within the scope of duties of the Party Committee.
120.	**Article 145** The matters studied and decided by the Party Committee shall be implemented in accordance with the Articles of Association of the Bank and the Procedural Rules for the Party Committee of Bank of Chongqing. The pre-study and discussion of the Party Committee shall be implemented in accordance with relevant regulations.	**Article 123** The matters studied and decided by the Party Committee shall be implemented in accordance with the Articles of Association of the Bank and the Procedural Rules for the Party Committee of Bank of Chongqing Co., Ltd. The pre-study and discussion of the Party Committee shall be implemented in accordance with relevant regulations. The Bank has formulated a list of matters for major operation and management issues pursuant to relevant regulations. Major operation and management issues must be studied and discussed by the Party Committee in advance before being decided by the Board or other bodies in accordance with their authority and prescribed procedures. The major procedures for the Party Committee's research and discussion in advance are as follows:

No.	Before amendments	After amendments
		(1) Prior consideration by the Party Committee. The Party Committee shall convene meetings of the Party Committee to provide opinions and advice on the matters requiring preliminary studies and discussion. In the event that the Party Committee finds the matters proposed to be considered and decided by the Board of Directors are not in conformity with the policies of the Party and the State's laws and regulations, or which may undermine the interests of the State and the public or the legitimate interests of the enterprise and its employees, it shall suggest withdrawing or suspending the proposed matters. If the Party Committee considers that other material matters are required to be decided by the Board of Directors, such material matters may be proposed to the Board of Directors by the Party Committee; (2) Communication before the meeting. Members of the Party Committee who also serve as members of the Board of Directors (especially the Chairman of the Board of Directors or the president) shall communicate with other members of the Board of Directors regarding the relevant opinions and advice of the Party Committee before submitting the proposals to the Board of Directors or president's office; (3) Expression during the meeting. Members of the Party Committee who also serve as members of the Board of Directors shall fully express their opinions and advice to the Party Committee during the decision-making process of the Board of Directors; (4) Reporting after the meeting. Members of the Party Committee who also serve as members of the Board of Directors shall report to the Party Committee in respect of the decisions of the Board of Directors in a timely manner.

No.	Before amendments	After amendments
121.	**Article 148** Directors of the Bank shall be natural persons who are equipped with the professional knowledge, working experiences and duties required for the positions, have good professional ethics and meet the requirements of the relevant banking regulatory authorities. The qualification of Directors shall be approved by the banking regulatory authorities. **Article 290** The qualifications of the Bank's directors, supervisors and other senior management should comply with the provisions of the laws, administrative regulations, rules and the Articles of Association. The directors, supervisors and other senior management shall be subject to approval for such positions according to the relevant requirements of the banking regulatory institution.	**Article 126** Directors of the Bank shall be natural persons who are equipped with the professional knowledge, working experiences and duties required for the positions, have good professional ethics and meet the requirements of the Relevant Banking Regulatory Authority. The qualification of Directors shall comply with the provisions of the laws, administrative regulations, rules and the Articles of Association, and shall be approved by the Relevant Banking Regulatory Authority.
122.	**Article 291** Any person shall not serve as a director, a supervisor or a senior management in the Bank, in any of the following situations: (1) no or limited capacity for civil conduct; (2) within the five (5) years after the end of criminal penalty due to an offence of corruption, bribery, and appropriation of property, misappropriation of property or destruction of the social economic order; or less than five (5) years after the end of deprivation of political rights for a crime; (3) a person who has been a director, factory manager, or manager of a company or enterprise which has entered into an insolvency liquidation because of poor operation and management, and is personally liable for the insolvency of such company or enterprise, where less than three years have elapsed since the date the bankruptcy and liquidation of the company or enterprise was completed; (4) a person who is a former legal representative of a company or enterprise which had its business license revoked due to a violation of the law and who incurred personal liability, where less than three years have elapsed since the date the business license was revoked;	**Article 127** Any person shall not serve as a director in the Bank, in any of the following situations: (1) no or limited capacity for civil conduct; (2) a person who has been convicted for endangering national security, committing terrorist activities, corruption, bribery, embezzlement, misappropriation of property, crimes committed by organizations of a gangland nature, or destruction of the socialist market-oriented economic order, or having been deprived of his political rights due to his crimes, and having a record of committing crimes with other intent or gross negligence; (3) a person who has any bad conduct that seriously goes against social morality and causes adverse effects; (4) a person who bears direct liabilities or leadership liabilities for any illegal or rule-breaking business activity or any heavy loss of a previous employer, in a serious case;

No.	Before amendments	After amendments
	(5) a person who has a relatively large amount of debts and who is in default of such debts; (6) a person who is under criminal investigation by a judicial organization for violation of the criminal law for which investigation is not yet concluded; (7) a person who is not eligible for enterprise leadership according to laws and administrative regulations; (8) a person who is removed by other commercial banks or organizations for his failure to fulfill obligations in good faith; (9) a shareholder, or a person employed by an entity shareholder that owes debts (not including debts in the form of deposit or secured by state bond) to the Bank, the amount of which exceeds the audited net share value of his shares in the last fiscal year; (10) a person, or a person employed by an entity that owes debts to the Bank and is in default on such debts; (11) a person who is currently prohibited from the securities market by relevant regulatory authority; (12) a non-natural person; (13) a person who was ruled to have violated provisions of relevant securities regulations by a relevant regulatory authority involving a finding that he has acted fraudulently or dishonestly, where less than five years have elapsed since the date such ruling was made; If a director, supervisor or senior executive officer performs the abovementioned behaviors during his term of office, the Bank will remove or dismiss him in accordance with the procedures of the Articles of Association.	(5) a person who is or has once been a director (council members) or senior management personnel of an institution which has been taken over, cancelled or declared bankrupt or whose business license has been revoked, unless there is proof that the person assumes no personal liability for that; (6) a person who violates professional ethics, the code of conduct, or is seriously neglecting duties, resulting in any major loss or adverse impact; (7) a person who has instigated or participated in his/her employer's resistance to any legal supervision or case investigation; (8) a person who has been identified by relevant state authorities as an object for joint punishment for dishonesty due to serious dishonesty and punished accordingly in the Banking industry, or has other records of serious dishonesty within the last five years; (9) a person who has been disqualified from holding office for a certain period of time before the expiration of that period, or has been disqualified from holding office for life; (10) a person who has a relatively large amount of debts which have fallen due and outstanding and is listed as a dishonest person subject to enforcement by the people's court; (11) a person who has been subject to a market ban by the Relevant Banking Regulatory Authority or other financial management authorities, the period of which has not yet exceeded five years; (12) a person who has been banned from entering the securities market by the CSRC and the ban has not expired; (13) a person publicly deemed by a stock exchange as unsuitable to serve as a director and senior management of a listed company, and the relevant limitation period has not expired; (14) other circumstances provided under laws and regulations, regulatory regulations and the Articles of Association.

No.	Before amendments	After amendments
		If a director is elected or appointed in violation of the provisions of this Article, such election, appointment or employment shall be null and void. If a director performs behaviors during his term of office under this Article, the Bank will remove or dismiss him in accordance with the procedures of the Articles of Association.
123.	**Article 149** …… The Bank's Directors include executive directors and non-executive directors. Non-executive directors also include independent directors. Executive directors refer to those directors who also assume other responsibilities as senior management personnel in addition to directors in the Bank. Non-executive directors refer to directors who neither assume responsibilities other than those of a director nor the responsibilities of senior management personnel in the Bank. The number of executive directors in the Board of Directors shall be no less than one quarter of the total number of the members of the Board of Directors, but shall not exceed one-third of the total number of the members of the Board of Directors.	**Article 128** The Bank's Directors include executive directors, non-executive directors and employee directors. Non-executive directors also include independent directors (independent non-executive directors). Executive directors refer to those directors who also assume other responsibilities as senior management personnel in addition to directors in the Bank. Non-executive directors refer to directors who neither assume responsibilities other than those of a director nor the responsibilities of senior management personnel in the Bank. Employee directors refer to a person who is democratically elected and removed by the Bank's employees, and who joins the Bank's Board of Directors to represent employees in participating in the Bank's decision-making, management, and oversight. Non-executive directors shall not have any relationship with the Bank that could affect their impartial performance of duties. In addition to enjoying the same rights and undertaking the same obligations as other directors of the Bank, employee directors shall also perform the obligations of paying attention to and reflecting the legitimate demands of employees, and representing and safeguarding the legitimate rights and interests of employees.
124.	**Article 149** …… The president or other senior management personnel can concurrently serve as a director.	**Article 129** A director may hold a concurrent post as senior management, provided that the total number of directors who are serving concurrently as senior management and directors serving concurrently as employee representatives shall not exceed one-half of the total number of the Bank's directors.

No.	Before amendments	After amendments
125.	**Newly added**	**Article 130** Methods and procedures of nominating directors: (1) director candidates shall be proposed by the Board of Directors within the number of candidates as set out in the Articles of Association. Unless otherwise stated in the Articles of Association, the shareholders individually or jointly holding 3% or more of total voting shares of the Bank and the nomination committee under the Board of Directors shall have the right to propose such non-independent candidates to the Board of Directors, but the number of candidates proposed must comply with the provisions of the Articles of Association, and must not exceed the number of people to be selected. The nomination committee under the Board of Directors shall make a preliminary examination on qualifications and conditions of director candidates. The names of qualified candidates shall then be submitted to the Board of Directors for consideration. Director candidates shall be presented to the general meeting for election in a written proposal after being approved by the Board of Directors. The Board of Directors shall disclose details such as the brief information and background of the director candidates 30 days before the date of the shareholders' general meeting to ensure that shareholders have enough knowledge about candidates when they cast their votes. (2) the number of directors nominated by one shareholder and his associates in principle shall not exceed one third of the total number of members of the Board of Directors, unless stipulated otherwise by the State. The shareholder and his/her associates who have nominated a non-independent director shall not nominate an independent director.

No.	Before amendments	After amendments
		(3) prior to the convening of the general meeting, such director candidates shall make a written undertaking to accept their nomination, and shall guarantee that publicly disclosed information about them is true and complete, and that they shall effectively perform the obligations as directors after being successfully elected. (4) except for the cumulative voting system, each director candidate shall be voted one by one at the shareholders' general meeting. (5) where proposals for the election of directors are passed, such new directors shall be appointed immediately after their qualifications are approved by the recognised regulatory authority. In case of temporary addition of new directors, the relevant nomination methods and procedures shall be the same as those required by this Article. Any person appointed by the Board of Directors to fill a casual vacancy or as an addition to the Board of Directors shall hold office only until the next annual general meeting of the Bank.

No.	Before amendments	After amendments
126.	**Article 149** Directors shall be elected or removed by the shareholders' general meeting and may be removed by the shareholders' general meeting before the expiry of his/her term of office. The term of office of a director shall be three (3) years. Upon expiry of his/her term of office, a director may be re-elected and re-appointed. A written notice of the intention of nominating a candidate to become a director and the candidate's consent to such nomination shall be given to the Bank 7 days before the date when the shareholders' general meeting is held. The period for despatch of the notices and documents referred to hereinabove by the Bank and relevant candidate will commence on the date immediately following the day of the despatch of the notice of the meeting and shall be not less than 7 days. Subject to compliance with the relevant laws and administrative regulations, the shareholders' general meeting may, by ordinary resolution, remove any non-independent director prior to the expiry of his term of office (but claims for compensation under any contract shall not be affected by this provision). A director's term of office shall commence from the date of approval by the banking regulatory authority and end on the expiry date of the term of the Board of Directors. Where no new appointment is made upon expiry of the term of a director, the original director shall, before the newly appointed director assumes his/her office, continue to perform his/her duties as a director in accordance with the provisions of laws, administrative regulations, departmental rules and the Articles of Association. ……	**Article 131** Non-employee directors shall be elected or removed by the shareholders' general meeting and may be removed by the shareholders' general meeting before the expiry of his/her term of office. Employee directors shall be democratically elected, replaced, and removed by the Bank's employees through the meeting of the representatives of employees. The term of office of a director shall be three (3) years. Upon expiry of his/her term of office, a director may be re-elected and re-appointed. Subject to compliance with the relevant laws and administrative regulations, the shareholders' general meeting may, by ordinary resolution, remove any non-independent, non-employee director whose term of office has not expired, and by special resolution, remove any independent director whose term of office has not expired (but claims for compensation under any contract shall not be affected by this provision). A director's term of office shall commence from the date of approval by the banking regulatory authority and end on the expiry date of the term of the Board of Directors. Where no new appointment is made upon expiry of the term of a director, the original director shall, before the newly appointed director assumes his/her office, continue to perform his/her duties as a director in accordance with the provisions of laws, administrative regulations, departmental rules and the Articles of Association.

No.	Before amendments	After amendments
127.	**Newly added**	**Article 132** Directors shall comply with laws, administrative regulations, and the provisions of the Articles of Association, and owe a duty of loyalty to the Bank. They shall take measures to avoid conflicts of interest between themselves and the Bank and shall not abuse their powers for improper personal gain. Directors owe the following duties of loyalty to the Bank: (1) not seize the Bank's assets or misappropriate the Company's funds; (2) not deposit the Bank's funds into accounts opened in their own name or in the name of any other individual; (3) not use their position to engage in bribery or receive other illicit gains; (4) not, without prior disclosure to the board of directors or the shareholders' general meeting and approval by a resolution of the board of directors or the shareholders' general meeting as required by the Articles of Association, enter into contracts or conduct transactions with the Bank, either directly or indirectly; (5) not use their position to seek business opportunities that rightfully belong to the Bank for themselves or others, unless such opportunities are reported to the board of directors or the shareholders' general meeting and approved by a resolution of the shareholders' general meeting, or unless the Bank is unable to exploit such opportunities in accordance with laws, administrative regulations, or the Articles of Association; (6) not, without reporting to the board of directors or the shareholders' general meeting and approval by a resolution of the shareholders' general meeting, engage in or operate, for themselves or for others, a business that competes with that of the Bank; (7) not accept commissions from transactions conducted between the Bank and other parties for their own benefit;

No.	Before amendments	After amendments
		(8) maintain confidentiality of state secrets, work secrets, and the Bank's trade secrets that come to their knowledge and not disclose the Bank's confidential information without authorization; (9) they shall not use their related party relationships to harm the Company's interests; (10) fulfill other duties of loyalty as prescribed by laws, administrative regulations, departmental rules, and the Articles of Association. Income derived by directors from violation of the provisions of this Article shall belong to the Bank; where the Bank suffers losses thereto, they shall be liable for compensation. When the close relatives of directors, enterprises directly or indirectly controlled by directors or their close relatives, as well as related persons who have other related relationships with directors, enter into contracts with the Bank or conduct transactions, the provisions of Paragraph 2 (4) of this Article shall apply.
128.	**Newly added**	**Article 133** Directors shall comply with laws, administrative regulations, and the provisions of the Articles of Association, and owe a duty of diligence to the Bank. In performing their duties, directors shall exercise the level of care that is reasonably expected of a manager and act in the best interests of the Bank. Directors owe the following duties of diligence to the Bank: (1) exercise the rights conferred by the Bank with caution, diligence, and prudence to ensure that the Bank's business activities comply with the requirements of national laws, administrative regulations, and various national economic policies, and do not exceed the business scope specified in the Bank's business license; (2) shall treat all shareholders fairly; (3) stay informed about the Bank's business operations and management;

No.	Before amendments	After amendments
		(4) sign written confirmations opinions on the Bank's periodic reports to ensure the truthfulness, accuracy, and completeness of disclosed information; (5) shall truthfully provide relevant information and materials to the audit committee and shall not obstruct the audit committee from exercising its functions; (6) comply with integrity compliance requirements for leaders of state-owned enterprises, must not violate the shareholders' stipulations and expectations regarding directors' loyalty and diligence, must not abuse their authority to accept bribes or other illicit gains, must not misappropriate the Bank's assets, and must not provide unauthorised guarantees for others using the Bank's property; (7) fulfill other duties of diligence as prescribed by laws, administrative regulations, departmental rules, and the Articles of Association.
129.	**Article 151** A director shall attend no less than two-thirds of the on-site board meetings in person each year. A director who does not attend for two consecutive meetings in person and does not appoint another director as his/her proxy to attend the meeting shall be deemed to be unable to perform his duties. The Board of Directors shall propose his dismissal to the shareholders' general meeting.	**Article 135** A director shall attend no less than two-thirds of the on-site board meetings in person each year. A director who does not attend for two consecutive meetings in person and does not appoint another director as his/her proxy to attend the meeting shall be deemed to be unable to perform his duties. The Board of Directors shall propose his dismissal to the shareholders' general meeting.

No.	Before amendments	After amendments
130.	**Article 152** A director may resign prior to the expiration of his/her term of office. In the event of resignation, a director shall submit a resignation report in writing to the Board of Directors. The Board of Directors shall disclose the relevant information within 2 trading days. If the number of directors falls below the minimum number of directors of the Bank stipulated by the Company Law or the Articles of Association due to the resignation of a director, before a new director is elected to take up the office, the existing director shall continue to perform the duties owed by a director in accordance with the laws, administrative regulations, departmental rules and the Articles of Association. Except for the circumstances as set out in the preceding paragraph, the resignation of a director shall take effect from the time when the resignation report is served on the Board of Directors.	**Article 136** A director may resign prior to the expiration of his/her term of office. In the event of resignation, a director shall submit a resignation report in writing to the Bank, and the resignation shall take effect from the time when the resignation report is received by the Bank. The Bank shall disclose the relevant information concerning the resignation within 2 trading days. If the number of directors falls below the statutory minimum number or two-thirds of the minimum number stipulated by the Articles of Association of directors of the Bank due to reasons such as the resignation of a director, no new appointment is made upon expiry of the term of a director and renewal of the Board of Directors, or if the number of members of audit committee under the Board of Directors falls below the statutory minimum number or there is a lack of accounting professionals due to the resignation of a member of audit committee under the Board of Directors, or if the number of independent directors falls below the minimum number of directors of the Bank stipulated by relevant regulations due to the resignation of an independent director, or if there is a lack of accounting professionals among the independent directors, before a new director is elected to take up the office, the existing director shall continue to perform the duties owed by a director in accordance with the laws and regulations, regulatory requirements and the Articles of Association. A director's resignation report shall take effect only after a new director has been elected to fill the vacancy created by such resignation.

No.	Before amendments	After amendments
131.	**Article 153** The directors shall conduct all transferring procedures with the Board of Directors upon resignation or expiration of the term of office. Their fiduciary duties towards the Bank and its shareholders shall not be discharged after expiration of the term of office, and shall remain valid for two years after their resignation.	**Article 137** The Bank has a system in place to manage the departure of Directors, which specifies safeguard measures for pursuing and recovering liability for unfulfilled public commitments and other outstanding matters. The directors shall conduct all transferring procedures with the Board of Directors upon resignation or expiration of the term of office. Their fiduciary duties towards the Bank and its shareholders shall not be discharged after expiration of the term of office, and shall remain valid for two years after their resignation. The liability that a director bears during his/her term of office due to the performance of his/her duties shall not be waived or terminated upon leaving office.
132.	**Newly added**	**Article 138** The shareholders' general meetings may make a resolution to remove a director, provided that such resolution complies with relevant laws, regulations, regulatory requirements and the Articles of Association, and the removal shall become effective on the date the resolution is adopted. If a director is removed without good cause before the end of their term, the director may claim compensation from the Bank in accordance with laws and regulations, regulatory requirements, and the terms of his/her contract with the Bank.
133.	**Article 155** Where any director violates the laws, administrative regulations, departmental rules or the Articles of Association in implementing its duties to the Bank, resulting in losses to the Bank, then such director shall be liable for compensation.	**Article 140** Where any director causes damage to others in the course of performing his/her duties in the Bank, the Bank shall be liable for compensation; the director shall also be liable for compensation if he/she acts with intent or gross negligence. Where any director violates the laws, administrative regulations, departmental rules or the Articles of Association in implementing his/her duties to the Bank, resulting in losses to the Bank, then such director shall be liable for compensation.

No.	Before amendments	After amendments
134.	**Article 156** An independent director of the Bank is the director who holds only the position as a director in the Bank, and does not form with the Bank and its shareholders, de facto controllers a relationship possibly affecting his/her independent and objective judgment to the Bank's affairs. The Board of Directors shall consist of at least one-third of independent directors, of whom at least one member shall possess the appropriate professional qualifications or appropriate accounting or relevant financial management expertise.	**Article 141** An independent director of the Bank is the director who holds only the position as a director in the Bank, and does not form with the Bank and its substantial shareholders, de facto controllers a direct or indirect interest relationship, or other possibly affecting his/her independent and objective judgment to the Bank's affairs. The Board of Directors shall consist of at least one-third of independent directors, of whom at least one member shall possess the appropriate professional qualifications, or appropriate accounting or relevant financial management expertise.
135.	**Article 157** The provisions on service conditions of directors in the Articles of Association shall apply to independent directors. An independent director shall also meet the following basic conditions: (1) to have a bachelor's degree or above, or intermediate professional titles or above; (2) to fulfill the independence requirement specified in the Articles of Association; (3) to have more than five years of working experience in legal, economic, financial or accounting work or other work necessary to perform such independent director's duties; (4) to be familiar with the laws and regulations relating to operation and management of commercial banks; (5) to be able to read, understand and analyse the credit statistical and financial statements prepared for a commercial bank; (6) to be qualified to serve as a director of a listed company pursuant to the laws, administrative regulations and other rules; (7) to have the basic knowledge in respect of the operation of a listed company and a thorough understanding of the relevant laws, administrative regulations, rules and regulations; (8) other conditions provided by the laws, administrative regulations and other banking regulatory authority.	**Article 142** The provisions on service conditions of directors in the Articles of Association shall apply to independent directors. An independent director shall also meet the following basic conditions: (1) to be qualified to serve as a director of a listed company and a commercial bank in accordance with laws, regulations, regulatory requirements and the Articles of Association; (2) to have the independence as required by laws, regulations, regulatory requirements and the Articles of Association; (3) to have more than five years of work experience in the field of law, accounting, economics or otherwise as necessary to perform the duty of an independent director; (4) to understand the Bank's corporate governance structure, Articles of Association, and the responsibilities of the Board of Directors; (5) to be able to use financial statements and statistical reports of financial institutions to assess their operational management and risk status; (6) to have the basic knowledge in respect of the operation of a listed company and a thorough understanding of the relevant laws, administrative regulations, rules and regulations; (7) to have good personal morality and no adverse record such as material dishonesty or other similar misconduct; (8) other conditions provided by the laws, administrative regulations and other banking regulatory authorities.

No.	Before amendments	After amendments
136.	**Article 158** Independent directors shall be independent persons, and the following persons shall not serve as independent directors of the Bank: (1) employees of the Bank or its subsidiaries and their immediate relatives and members of main social relationship (immediate relatives refer to spouse, parents, children, etc.; main social relationship refers to siblings, parents-in-law, son-in-laws, daughter-in-law, spouse of brothers and sisters, and brothers and sisters of spouses, etc.); (2) a shareholder who holds, directly or indirectly, 1% or more of the issued shares of the Bank, or a person who is employed by such shareholder as well as the close relatives of the said persons; (3) natural person shareholders among the top ten shareholders of the Bank and their immediate relatives; (4) corporate shareholders directly or indirectly holding 5% or more of the issued shares of the Bank or employees of the top five corporate shareholders of the Bank and their immediate relatives; (5) persons who have had the circumstances cited in the preceding four paragraphs within the latest one year; (6) persons who have held a position in the Bank or in an enterprise in or over which the Bank holds a controlling interests or has de facto control power, together with their close relatives; (7) persons who have held a position in the Bank or in an enterprise in or over which the Bank holds a controlling interests or has de facto control power within the previous three years, together with their close relatives; (8) persons holding positions in enterprises having loans granted by the Bank that are overdue, together with their close relatives;	**Article 143** Independent directors shall be independent persons, and the following persons shall not serve as independent directors of the Bank: (1) employees of the Bank or its subsidiaries and their spouses, parents, children and main social relationship (main social relationship refers to siblings, spouses of siblings, parents of spouses, siblings of spouses, spouses of children, parents of spouses of children, etc.); (2) natural person shareholders who hold, directly or indirectly, 1% or more of the issued shares of the Bank, or natural person shareholders among the top ten shareholders of the Bank as well as their spouses, parents and children; (3) shareholders directly or indirectly holding 5% or more of the issued shares of the Bank or employees of the top five shareholders of the Bank and their spouses, parents and children; (4) employees of subsidiaries of the Bank's controlling shareholders or actual controllers and their spouses, parents and children; (5) persons who have significant business dealings with the Bank, its controlling shareholders, actual controllers, or their respective subsidiaries, or persons holding positions in entities with which there are significant business dealings, as well as in the controlling shareholders, actual controllers of such entities; (6) persons who provide financial, legal, consulting, sponsorship or other such services to the Bank and its controlling shareholders, actual controllers, or their respective subsidiaries, including but not limited to be a team member of such professional advisers, an auditor at all levels, the signatory of the report, partner, directors, senior management and chief executive; (7) persons who have any of the circumstances listed in items (1) to (6) within the past twelve months;

No.	Before amendments	After amendments
	(9) staff providing financial, legal, consultation or other services to the Bank or its subsidiaries, together with their close relatives; (10) any other person who may be controlled or materially influenced by the Bank by any means, together with the close relatives of such person; (11) persons who are holding operational and managerial positions in other commercial banks; (12) other persons as provided by the Articles of Association; (13) other persons determined by the relevant regulatory authorities. The term "close relatives" referred to in this Article means spouses, parents, children, grand parents and siblings.	(8) a person and his/her close relatives (close relatives referred to in this Article means spouses, parents, children, siblings, grandparents, maternal grandparents, grandchildren and maternal grandchildren) holding an aggregate of more than 1% of the shares or equity interests in the Bank; (9) a person or his/her close relatives working for one shareholder institution holding more than 1% of the shares or equity interests in the Bank; (10) a person or his/her close relatives working for one institution unable to repay the loans of the Bank on schedule; (11) a person or his/her close relatives working for one institution having business relations or credit and debt interest with the Bank in such aspects as law, accounting, auditing, management, consulting and guarantee cooperation, thus resulting in interference of their independence in the performance of their duties; (12) a person or his/her close relatives may be controlled or impacted by the Bank's substantial shareholders and senior managers, thus resulting in interference of their independence in the performance of their duties; (13) other persons deemed non-independent under laws, regulations, regulatory requirements, and the provisions of the Articles of Association.

No.	Before amendments	After amendments
137.	**Article 159** The Bank shall not appoint any person working in state organs as an independent director. Any independent director of the Bank shall not concurrently serve as an independent director in more than two commercial banks (including the Bank).	**Article 144** The Bank shall not appoint any person working in state organs as an independent director. Any independent director of the Bank shall not concurrently serve as an independent director in more than two commercial banks (including the Bank). In principle, an independent director can concurrently serve as an independent director in at most three domestic listed companies and serve as an independent director in at most five domestic or overseas enterprises at the same time. Where a director serves as an independent director in a banking or insurance institution concurrently, the institutions should not be related and there should be no conflict of interest.

No.	Before amendments	After amendments
138.	**Article 160** Candidates to act as independent directors may be nominated and proposed to the Board of Directors by the Board of Supervisors, the nomination committee of the Board of Directors or shareholder(s) holding 1% or more of the issued shares of the Bank carrying voting right individually or collectively. Such candidates shall be examined by the nomination committee of the Board of Directors as to their eligibility and shall be elected by the shareholders' general meeting after approved by the Board of Directors. The same shareholder may only propose one person for election as an independent director. A shareholder and its associates who have made a nomination of a non-independent director shall not make a nomination of an independent director.	**Article 145** Candidates to act as independent directors may be nominated and proposed by the Board of Directors, the nomination committee of the Board of Directors or shareholder(s) holding 1% or more of the issued shares of the Bank carrying voting rights individually or collectively. Such candidates shall be examined by the nomination committee of the Board of Directors as to their eligibility and shall be elected by the shareholders' general meeting after being approved by the Board of Directors. The same shareholder may only propose one person for election as an independent director. A shareholder and its associates who have made a nomination of a non-independent director shall not make a nomination of an independent director.

No.	Before amendments	After amendments
139.	**Article 161** The person nominating a candidate for independent director shall obtain the consent of the person being nominated before the nomination. The person nominating such candidate shall fully understand the occupation, education, professional title, detailed working experience and all part-time jobs of the person being nominated and shall express opinion on his/her qualifications of acting as an independent director and his/her independence. The person being nominated shall make a public declaration stating that there is no relationship between him/her and the Bank which may hinder his/her independent and objective judgment. Before convening the shareholders' general meeting for election of independent directors, the Board of Directors of the Bank shall publish an announcement incorporating the above in accordance with the relevant provisions. The eligibility of the candidates for independent directors shall be reviewed by the nomination committee of the Board of Directors with a focus on the independence, expertise, professional knowledge, experience and capability. The appointment thereof shall mainly follow the market principle.	**Article 146** The person nominating a candidate for independent director shall obtain the consent of the person being nominated before the nomination. The person nominating such candidate shall fully understand the occupation, education, professional title, detailed working experience, all part-time jobs and no material dishonesty and other bad records of the person being nominated and shall express opinion on his/her qualifications of acting as an independent director and his/her independence. The person being nominated shall make a public declaration with respect to his/her independence and other requirements to serve as an independent director. Before convening the shareholders' general meeting for election of independent directors, the Board of Directors of the Bank shall publish an announcement incorporating the above in accordance with the relevant provisions. The eligibility of the candidates for independent directors shall be reviewed by the nomination committee of the Board of Directors with a focus on the independence, expertise, experience and capability. The appointment thereof shall mainly follow the market principle.

No.	Before amendments	After amendments
	Before convening the shareholders' general meeting for election of independent directors, the Bank shall submit the materials relating to all the persons being nominated to the relevant regulatory authorities in accordance with the relevant requirements. If the Board of Directors of the Bank has any disagreement on the relevant circumstances in which the person is nominated, written opinions of the Board of Directors shall be submitted at the same time. If a person being nominated is objected to by the relevant regulatory authorities for his/her nomination or service qualifications, such person may become a candidate as a director of the Bank but in no event can he/she become a candidate for independent director. When a shareholders' general meeting is convened to nominate independent directors, the Board of Directors of the Bank shall make a statement on whether the relevant regulatory authorities have any objection to the nominations.	Before convening the shareholders' general meeting for election of independent directors, the Bank shall submit the materials relating to all the persons being nominated to the relevant regulatory authorities in accordance with the relevant requirements. If the Board of Directors of the Bank has any disagreement on the relevant circumstances in which the person is nominated, written opinions of the Board of Directors shall be submitted at the same time. If a person being nominated is objected to by the relevant regulatory authorities for his/her nomination or service qualifications, such person may become a candidate as a director of the Bank but in no event can he/she become a candidate for independent director. When a shareholders' general meeting is convened to nominate independent directors, the Board of Directors of the Bank shall make a statement on whether the relevant regulatory authorities have any objection to the nominations.
140.	**Article 164** If an independent director is unable to attend a board meeting for any reason, he/she may appoint other independent directors to attend the board meeting but shall attend in person at least two-thirds of the total number of such on-site meetings every year.	**Article 149** Independent directors shall attend the meetings of the Board of Directors in person. If an independent director is unable to attend a board meeting in person for any reason, he/she shall review the meeting materials in advance to form a clear opinion and appoint other independent directors in writing to attend the board meeting but shall attend in person at least two-thirds of the total number of such on-site meetings every year.

No.	Before amendments	After amendments
141.	**Article 165** Independent directors shall be dismissed at the proposal of the Board of Supervisors to shareholders' general meetings upon occurrence of any of the following: (1) changes of duties which render such independent directors disqualified and the persons concerned have not filed resignation; (2) failing to attend in person two-thirds of the total number of board on-site meetings in one year; (3) other circumstances as stipulated in the laws, regulations and rules which render such independent directors prohibited from continuing or unsuitable to continue with the appointment.	**Deleted**
142.	**Article 166** If an independent director fails to attend a board meeting in person consecutively for three times, the Board of Directors shall request the shareholders' general meeting to remove the said director. The Bank shall convene a shareholders' general meeting within three months to remove the said director and elect a new independent director.	**Article 150** If an independent director fails to attend a board meeting in person consecutively for three times, he/she shall be deemed to have failed to perform duties. The Bank shall convene a shareholders' general meeting within three months to remove the said director and elect a new independent director. If an independent director fails to attend two consecutive board meetings in person or appoint another independent director to attend on his/her behalf, the Board of Directors of the Bank shall, within thirty days from the date of occurrence of such fact, propose to convene a shareholders' general meeting to terminate his/her duties as an independent director.
143.	**Newly added**	**Article 151** If an Independent director fails to comply with items (1) or (2) of Article 142 hereof, he/she shall immediately cease to perform his/her duties and resign from his/her position. Where no resignation is proposed, the Board of Directors of the Bank shall, upon becoming aware of or being aware of the fact, immediately remove him/her from office in accordance with the regulations.

No.	Before amendments	After amendments
144.	**Article 167** Unless in the circumstances mentioned above or as specified in the Company Law where a person is prohibited from acting as a director, no independent director may be removed before his term of office expires without any justification. In the event of premature dismissal, the Bank shall provide for its disclosure as a special issue. If the removed independent director deems his removal by the Bank as unjustifiable, he may make an explicit declaration.	**Article 152** Unless in the circumstances mentioned above or as specified in the Company Law, other laws and regulations, regulatory requirements, and the Articles of Association where a person is prohibited from or is not suitable to continue acting as a director, no independent director may be removed before his term of office expires without any justification. If an independent director is removed in advance, specific reasons and bases shall be disclosed by the Bank in a timely manner. If the independent directors have objections, the Bank shall disclose the same in a timely manner.
145.	**Article 168** The dismissal of independent directors requested by the Board of Supervisors shall be passed by two-thirds or more of all the supervisors before such motion be submitted for approval by shareholders' general meetings. Independent directors may make statements and explanations to the Board of Directors or the Board of Supervisors prior to the submittal of the said proposal to the Shareholders' general meeting, and the Board of Supervisors shall convene an extraordinary meeting to hear and consider the statements and explanations made by independent directors within 3 days of independent directors' request.	**Deleted**

No.	Before amendments	After amendments
146.	**Article 169** The dismissal of independent directors by shareholders' general meetings requested by the Board of Supervisors shall be reported to the relevant banking regulatory authority and a written notice thereof, setting forth all the particulars in the proposal, shall be served on such independent directors within one month prior to the shareholders' general meeting. Such notice shall contain all materials to be annexed to the proposal. Such independent directors are entitled to present views in verbal or written form prior to voting and to report such views to the relevant banking regulatory authority no less than five days prior to the shareholders' general meeting. Prior to voting, shareholders shall by law take and consider the statement of such independent directors and the relevant proposal at the meeting.	**Deleted**
147.	**Article 170** If an independent director fails to satisfy the requirement of independence, or on the occurrence of certain events rendering him/her not appropriate to perform the duties of independent directors, or his/her qualifications as an independent director being canceled or dismissed which result(s) in the proportion of independent directors in the Board of Directors to fall below the minimum number or proportion required by the laws, regulations, the relevant regulatory authorities and the Articles of Association, the Bank shall convene a shareholders' general meeting as soon as possible to elect and make up for the number and proportion of independent directors.	**Article 153** If an independent director fails to satisfy the requirement of independence, or on the occurrence of certain events rendering him/her not appropriate to perform the duties of independent directors, or his/her qualifications as an independent director being canceled or dismissed which result(s) in the proportion of independent directors in the Board of Directors to fall below the minimum number or proportion required by the laws, regulations, the relevant regulatory authorities and the Articles of Association, the Bank shall convene a shareholders' general meeting as soon as possible to elect and make up for the number and proportion of independent directors.

No.	Before amendments	After amendments
148.	**Article 171** An independent director may resign before the expiration of his term of office. An independent director who intends to resign shall submit a written resignation report to the Board of Directors and shall submit a written statement at the most recent shareholders' general meeting stating any circumstances related to his resignation or those which he considers to be necessary to draw the attention of the shareholders and creditors. If the resignation of an independent director results in the proportion of independent directors in the Board of Directors to fall below the minimum number or proportion requirement as stipulated in the laws, regulations, the relevant regulatory authorities and the Articles of Association, the resignation of such independent director shall take effect after an independent director is appointed to fill the resulting vacancy at the shareholders' general meeting. Prior to that, an independent director shall continue to perform his duties.	**Article 154** An independent director may resign before the expiration of his/her term of office. An independent director who intends to resign shall submit a written resignation report to the Board of Directors and state any circumstances related to his/her resignation or those which he/she considers to be necessary to draw the attention of the shareholders and creditors. The Bank shall disclose the reasons for the resignation of the independent director and any matters of concern. If the resignation of an independent director results in the proportion of independent directors in the Board of Directors or its special committees failing to meet the requirement as stipulated in the laws, regulations, the relevant regulatory authorities and the Articles of Association, or if the composition of independent directors lacks accounting professionals, the independent director who intends to resign shall continue to perform his/her duties until the date of appointment of the new independent director, except for those who resign or are removed from office due to failure to comply with qualification requirements for independent directors or loss of independence.

No.	Before amendments	After amendments
149.	**Newly added**	**Article 155** Independent directors, as members of the Board of Directors, owe a duty of loyalty and a duty of diligence to the Bank and all shareholders, and shall prudently perform the following duties: (I) to participate in the decision-making of the Board of Directors and provide explicit opinions on the matters discussed; (II) to supervise matters that indicate potential material conflicts of interest between the Bank and its controlling shareholders, de facto controllers, directors and senior management, so as to protect the legitimate interests of the minority shareholders; (III) to provide professional and objective advice on the Bank's operation and development, thereby facilitating improvement in the standard of the decision-making of the Board of Directors; (IV) other duties stipulated in laws, administrative regulations, regulatory requirements and the Articles of Association.

No.	Before amendments	After amendments
150.	**Article 172** Except for such functions and powers as conferred upon an independent director under the laws and regulations, an independent director shall also have the following special functions and powers: (1) to approve material connected party transactions (referring to a transaction between the Bank and a single related party with an amount of no less than 1% of the net capital of the Bank or the balance of the transactions between the Bank and the related party after such transaction constituting no less than 5% of the net capital of the Bank) before having it submitted to the Board of Directors for discussion; (2) to engage an intermediary to issue a report of an independent financial adviser which shall form the basis for making his judgment, prior to making any judgment in respect of the said connected party transactions; (3) to propose to the Board of Directors to engage or dismiss an accounting firm; (4) to propose to the Board of Directors to convene an extraordinary shareholders' general meeting; (5) to propose to convene a board meeting; (6) to engage any external auditor and consulting institution on an independent basis; (7) to solicit votes from shareholders with no compensation paid for votes before a shareholders' general meeting is convened; (8) to provide independent opinions on the effect of the issuance of preference shares on the rights and interests of shareholders of each class. Independent directors shall obtain the consent of no less than one-half of all independent directors before exercising the said functions and powers. If any of the above proposals is not adopted or the above functions and powers cannot be exercised in a normal manner, the Bank shall disclose the relevant circumstances.	**Article 156** Except for such functions and powers as conferred upon an independent director under the laws and regulations, an independent director shall also have the following special functions and powers: (1) to independently engage intermediaries to audit, consult or verify specific matters of the Bank; (2) to propose to the Board of Directors to convene an extraordinary shareholders' general meeting; (3) to propose to convene a board meeting; (4) to publicly solicit shareholders' rights from shareholders in accordance with the law; (5) to express independent opinions on matters that may damage the rights and interests of the Bank or minority shareholders; (6) other functions and powers as stipulated by laws, regulations, regulatory requirements and the Articles of Association. Independent directors shall obtain the consent of more than half of all independent directors before exercising the functions and powers specified in items (1) to (3) of the preceding paragraph. If an independent director exercises the functions and powers stated in the first paragraph, the Bank shall disclose in a timely manner. If the above functions and powers cannot be exercised in a normal manner, the Bank shall disclose the specific circumstances and reasons.

No.	Before amendments	After amendments
151.	**Newly added**	**Article 157** The following matters shall be submitted to the Board of Directors for consideration after being approved by a majority of all independent directors of the Bank: (1) connected transactions that shall be disclosed; (2) programs for the Bank and connected parties to change or waive their commitments; (3) decisions made and measures taken by the Board of Directors in response to the acquisition when the Bank is the subject being acquired; (4) other matters stipulated by laws, administrative regulations, regulatory requirements, and the Articles of Association.
152.	**Article 173** Except for the above-mentioned functions and powers, independent directors shall provide independent opinions on the following matters: (1) nomination, appointment and removal of directors; (2) appointment and removal of senior management; (3) remuneration of directors and senior management; (4) profit distribution plans; (5) material connected transactions; (6) appointment or dismissal of an accounting firm that is responsible to conduct regular statutory audits of the Bank's financial reports; (7) matters that involve material conflict of interests with substantial shareholders or directors; (8) the effect of the issuance of preference shares on the rights and interests of shareholders of each class; (9) other matters that may have a significant impact on the legitimate rights and interests of the Bank, minority shareholders and financial consumers; (10) any other matters as required by the laws, regulations, regulatory requirements, the Listing Rules or the Articles of Association.	**Article 158** Except for the above-mentioned functions and powers, independent directors shall also express objective and impartial independent opinions on the matters considered by the Board of Directors or the shareholders' general meeting. In particular, they shall provide independent opinions on the following matters: (1) nomination, appointment and removal of directors; (2) appointment and removal of senior management; (3) remuneration of directors and senior management; (4) profit distribution plans; (5) material connected transactions; (6) appointment or dismissal of an accounting firm that is responsible to conduct regular statutory audits of the Bank's financial reports; (7) other matters that may have a significant impact on the legitimate rights and interests of the Bank, minority shareholders and financial consumers; (8) any other matters as required by the laws, regulations, regulatory requirements or the Articles of Association.

No.	Before amendments	After amendments
153.	**Article 174** Independent directors shall provide their opinions on the above matters in the following ways: agree; qualified opinion with reasons; objection with reasons; unable to provide opinion and its limitations. If the matters are required to be disclosed, the Bank shall announce the opinions of the independent directors. In case of any disagreement between independent directors and conclusions are unable to be reached, the Board of Directors shall disclose opinions of each independent director separately.	**Deleted**
154.	**Article 176** To ensure effective performance of functions by independent directors, the Bank shall provide the necessary working conditions for the independent directors as follows: (1) the Bank shall ensure that independent directors have the right to information as other directors may have. In respect of matters which are subject to the approval of the Board of Directors, a notice shall be served on the independent directors in advance within the stipulated timeframe and sufficient information shall be provided. Independent directors may require supplemental information if they think the information provided is insufficient. When more than two independent directors believe that the information is insufficient or the evidences are not definite, they may collectively propose to the Board of Directors in written form to postpone the board meeting or discussion of the matters, and the Board of Directors shall accept the proposal; (2) the secretary of the Board of Directors shall actively provide assistance, such as briefing and providing information, etc., to independent directors for the performance of their duties. If independent opinions, proposals and written descriptions provided by independent directors shall be announced publicly, the secretary of the Board of Directors shall arrange the publication of announcements in a timely manner;	**Article 160** To ensure effective performance of functions by independent directors, the Bank shall provide the necessary working conditions for the independent directors as follows: (1) the Bank shall ensure that independent directors have the right to information as other directors may have. In respect of matters which are subject to the approval of the Board of Directors, a notice shall be served on the independent directors in advance within the stipulated timeframe and sufficient information shall be provided. Independent directors may require supplemental information if they think the information provided is insufficient. When more than two independent directors believe that the meeting materials are incomplete, the evidences are insufficient or the provision is not timely, they may collectively propose to the Board of Directors in written form to postpone the board meeting or discussion of the matters, and the Board of Directors shall accept the proposal; (2) the secretary of the Board of Directors shall actively provide assistance, such as briefing and providing information, etc., to independent directors for the performance of their duties. If independent opinions, proposals and written descriptions provided by independent directors shall be announced publicly, the secretary of the Board of Directors shall arrange the publication of announcements in a timely manner;

No.	Before amendments	After amendments
	(3) in fulfilling of their duties by independent directors, relevant personnel of the Bank shall actively cooperate and may not reject, obstruct or hide or interfere in the independent exercise of their functions; (4) the Bank shall pay for the costs of the appointment of intermediary agencies and other expenses reasonably incurred for the exercise of the independent directors' duties; (5) the Bank shall pay appropriate allowances to independent directors. The payment standard shall be formulated by the Board of Directors, approved by the shareholders' general meeting and disclosed in the annual report of the Bank. Except the above allowance, independent directors shall not receive any other additional undisclosed benefits from the Bank and its substantial shareholders or their interested entities and persons.	(3) in fulfilling their duties by independent directors, relevant personnel of the Bank shall actively cooperate and may not reject, obstruct or hide or interfere in the independent exercise of their functions; (4) the Bank shall pay for the costs of the appointment of intermediary agencies and other expenses reasonably incurred for the exercise of the independent directors' duties; (5) the Bank shall pay appropriate allowances to independent directors. The payment standard shall be formulated by the Board of Directors, approved by the shareholders' general meeting and disclosed in the annual report of the Bank. Except for the above allowances, independent directors shall not receive any other additional undisclosed benefits from the Bank and its substantial shareholders or their interested entities and persons.
155.	**Article 179** The Bank shall have a Board of Directors which shall be accountable to the shareholders' general meeting.	**Article 163** The Bank shall establish a Board of Directors, which shall serve a term of three years and be accountable to the shareholders' general meeting.
156.	**Article 180** The Board of Directors shall be composed of 9 to 15 directors, of which there shall be 2 to 4 executive directors and 7 to 11 non-executive directors. The Board of Directors shall have at least 3 independent directors and at least one-third shall be independent directors. The Board of Directors shall have 1 chairman and 1 to 2 vice chairmen. It is not necessary for a director to hold shares of the Bank.	**Article 164** The Board of Directors shall be composed of 9 to 15 directors, of which there shall be 2 to 3 executive directors and 7 to 12 non-executive directors (including independent directors). The Board of Directors shall have at least 3 independent directors and at least one-third shall be independent directors. 1 employee director may be appointed. The Board of Directors shall have 1 chairman and 1 to 2 vice chairmen.

No.	Before amendments	After amendments
157.	**Article 181** The Board of Directors shall exercise the following fundamental powers: (1) to convene shareholders' general meetings and to report its performance to the shareholders' general meetings; (2) to implement the resolutions adopted by the shareholders' general meetings; (3) to decide on our operational plans, investment plans; (4) to decide on development strategies, development plan of the Bank, and to monitor the implementation of such strategies; (5) to formulate our proposed annual preliminary and final financial budgets; (6) to formulate our profit distribution plans and plans for recovery of losses; (7) to formulate proposals for increases in, or reductions of, our registered capital, issuance of bonds, or other securities and listing plans; (8) to formulate proposals for major acquisitions, the purchase of our shares, mergers, separation, dissolution or liquidation of the Bank, or change in the form of the Bank; (9) to examine and approve any financing guarantee the Bank provides when the total amount of the external financing guarantee is less than or equal to 30% of the Bank's latest audited total assets; (10) to decide on the establishment, dissolution, and merger of our internal management departments and branches. The Board may delegate the rights of setting up, dismantling and merging the internal management organs of the Bank to the Strategic Committee of the Bank;	**Article 165** The Board of Directors shall exercise the following fundamental powers: (1) to convene shareholders' general meetings and to report its performance to the shareholders' general meetings; (2) to implement the resolutions adopted by the shareholders' general meetings; (3) to decide on our operational plans, investment plans; (4) to decide on development strategies, development plan of the Bank, and to monitor the implementation of such strategies; (5) to formulate proposals for implementing the decisions and arrangements of the Party Central Committee, the State Council, municipal party committee and municipal government and major national development strategy initiatives; (6) to formulate our proposed annual preliminary and final financial budgets; (7) to formulate our profit distribution plans and plans for recovery of losses; (8) to formulate proposals for increases in, or reductions of, our registered capital, issuance of bonds, or other securities and listing plans; (9) to formulate proposals for major acquisitions, the purchase of our shares, mergers, separation, dissolution or liquidation of the Bank, or change in the form of the Bank; (10) to decide on the establishment, dissolution, and merger of our internal management departments and branches. The Board may delegate the rights of setting up, dismantling and merging the internal management organs of the Bank to the Strategic and Innovation Committee of the Bank;

No.	Before amendments	After amendments
	(11) to appoint or remove the Bank's president and secretary of the Board of Directors, and to decide on their emoluments, rewards and punishments; to appoint or remove the vice presidents, chief financial officer, chief officer and other senior management based on the recommendations of the president, and to decide on matters relating to their emoluments and on the imposition of any disciplinary measures; to appoint or dismiss the Bank's general counsel and other senior management based on the recommendations of the chairman of the Board of Directors, and to decide on their emoluments, rewards and punishments; to supervise the effective performance of duties of senior management; (12) to establish the Bank's basic management system; (13) to formulate the Bank's policy for risk tolerances, risk management and internal controls, and to assume ultimate responsibility for comprehensive risk management; (14) to formulate proposals for any amendments to the Articles of Association, to formulate the procedural rules for general meetings and the procedural rules for the Board of Directors, and to consider and approve the work rules of the special committees under the Board of Directors; (15) to be responsible for the Bank's disclosure of information, and assume ultimate responsibility for the authenticity, accuracy, completeness and timeliness of the Bank's accounting and financial reporting; (16) to regularly evaluate and improve the Bank's corporate governance; (17) to propose the appointment or dismissal of accounting firms for regular statutory audits of the Bank's financial reports at the shareholders' general meeting; (18) to review working reports of the president and to assess the president's performance;	(11) to appoint or remove the Bank's president and secretary of the Board of Directors, and to decide on their emoluments, rewards and punishments; to appoint or remove the vice presidents, chief financial officer, chief officer and other senior management based on the recommendations of the president, and to decide on matters relating to their emoluments and on the imposition of any disciplinary measures; to appoint or dismiss the Bank's general counsel and other senior management based on the recommendations of the chairman of the Board of Directors, and to decide on their emoluments, rewards and punishments; to supervise the effective performance of duties of senior management; (12) to formulate material income distribution plans of the Bank, including total salary budget and settlement plans of the Bank; to approve employee income distribution plans of the Bank, annuity schemes, and medium-to-long-term incentive schemes of the Bank; and to review employee income distribution plans of the subsidiaries in accordance with relevant regulations; (13) to formulate the basic management system of the Bank; (14) to decide on significant internal reform and reorganisation matters of the Bank in accordance with relevant regulatory requirements, or to adopt resolutions concerning such matters; (15) to formulate the Bank's policy for risk tolerance, risk management and internal controls, and to assume ultimate responsibility for comprehensive risk management; (16) to formulate proposals for any amendments to the Articles of Association, to formulate the procedural rules for general meetings and the procedural rules for the Board of Directors, and to consider and approve the work rules of the special committees under the Board of Directors;

No.	Before amendments	After amendments
	(19) to formulate the corporate capital plan, and assume ultimate responsibility for the capital management; (20) to safeguard the legitimate rights and interests of financial consumers and other stakeholders; (21) to establish a mechanism for identifying, reviewing and managing the conflicts of interest between the Bank and its shareholders, especially substantial shareholders; (22) to assume management responsibility of shareholders' matters; (23) to make decisions on matters such as external investments, acquisition of assets, disposal and write-off of assets, pledge of assets, entrusted wealth management, material connected transactions and data governance of the Bank within the scope of authorization of the shareholders' general meeting; (24) to make decisions on matters relating to external donations within the scope of authorization of the shareholders' general meeting; (25) to make decisions on matters relating to purchase of major assets, procurement of bulk materials and services within the scope of authorization of the shareholders' general meeting; (26) to make decisions on matters relating to mobilization and use of large amount of funds; mobilization and use of large amount of funds exceeding the project budget in the annual budget within the scope of authorization of the shareholders' general meeting; (27) to exercise other powers prescribed by the laws, administrative regulations, and departmental rules, as well as any other power conferred by the Articles of Association and shareholders' general meetings.	(17) to be responsible for the Bank's disclosure of information, and assume ultimate responsibility for the authenticity, accuracy, completeness and timeliness of the Bank's accounting and financial reporting; (18) to regularly evaluate and improve the Bank's corporate governance; (19) to establish a mechanism for the audit department to report directly to the Board, review and approve the annual audit plan and key audit reports; (20) to propose the appointment or dismissal of accounting firms for regular statutory audits of the Bank's financial reports at the shareholders' general meeting; (21) to review working reports of the president and to assess the president's performance; (22) to formulate the capital plan of the Bank, and assume ultimate responsibility for the capital management; (23) to review the handling plans of the Bank for significant legal matters such as litigations and arbitrations that meet disclosure standards; (24) to safeguard the legitimate rights and interests of financial consumers and other stakeholders, and examine major matters of the Bank concerning the safety, environmental protection, stability maintenance, and social responsibility; (25) to establish a mechanism for identifying, reviewing and managing the conflicts of interest between the Bank and its shareholders, especially substantial shareholders; (26) to assume management responsibility of shareholders' matters; (27) to make decisions on matters such as external investments, acquisition of assets, disposal and write-off of assets, pledge of assets, external guarantee, entrusted wealth management, connected transactions and data governance of the Bank within the scope of authorization of the shareholders' general meeting;

No.	Before amendments	After amendments
	Unless otherwise required by the laws, regulations, regulatory authorities and the Articles of Association, the resolutions of the above matters of the Board of Directors shall be approved by more than half of all directors, but for the cases of paragraphs (6), (7), (8), (11) and (14) above and the remuneration plans, significant investment, material asset disposal plan, capital replenishment plan and other material matters, the resolutions shall be approved by more than two-thirds of all directors. The Board of Directors shall seek opinions and advice from the Party Committee before making decisions on abovementioned matters that fall into scope of matters requiring pre-study and discussion of the Party Committee of the Bank. Matters requiring approval of or filing to Chongqing State-owned Assets Supervision and Administration Commission shall be submitted in accordance with relevant regulations. The functions and powers of the Board of Directors shall be exercised collectively by the Board of Directors. In principle, the functions and powers of the Board of Directors specified in the Company Law shall not be delegated to the chairman of the Board of Directors, any director or any other institution or individual. Where it is necessary to delegate certain powers to decide on a specific matter, such delegation shall be approved by means of Board resolutions in accordance with the laws. Each delegation shall be for one matter exclusively, and the functions and powers of the Board of Directors shall not be delegated to any other institution or individual generally or permanently.	(28) to make decisions on matters relating to external donations within the scope of authorization of the shareholders' general meeting; (29) to make decisions on matters relating to purchase of major assets, procurement of bulk materials and services within the scope of authorization of the shareholders' general meeting; (30) to make decisions on matters relating to mobilization and use of large amount of funds; mobilization and use of large amount of funds exceeding the project budget in the annual budget within the scope of authorization of the shareholders' general meeting; (31) to exercise other powers prescribed by the laws, administrative regulations, and departmental rules, as well as any other power conferred by the Articles of Association and shareholders' general meetings. Unless otherwise required by the laws, regulations, regulatory authorities and the Articles of Association, the resolutions of the above matters of the Board of Directors shall be approved by a majority of all directors, but for the cases of paragraphs (7), (8), (9), (11) and (16) above and the remuneration plans, significant investment, material asset disposal plans, major connected transactions, capital replenishment plans and other material matters, the resolutions shall be approved by more than two-thirds of all directors (major connected transactions shall be approved by more than two-thirds of the non-connected directors).

No.	Before amendments	After amendments
		The Board of Directors shall seek opinions and advice from the Party Committee before making decisions on abovementioned matters that fall into scope of matters requiring pre-study and discussion of the Party Committee of the Bank. Matters requiring approval of or filing to Chongqing State-owned Assets Supervision and Administration Commission shall be submitted in accordance with relevant regulations. The functions and powers of the Board of Directors shall be exercised collectively by the Board of Directors. In principle, the functions and powers of the Board of Directors specified in the Company Law shall not be delegated to the chairman of the Board of Directors, any director or any other institution or individual. Where it is necessary to delegate certain powers to decide on a specific matter, such delegation shall be approved by means of Board resolutions in accordance with the laws. Each delegation shall be for one matter exclusively, and the functions and powers of the Board of Directors shall not be delegated to any other institution or individual generally or permanently.
158.	**Article 182** The Board of Directors shall be ultimately responsible for the compliance of the Bank's operating activities, and shall exercise the following duties in compliance management: (1) to examine and approve the Bank's compliance policies and supervise the implementation thereof; (2) to examine and approve reports on compliance risk management submitted by senior management, and assess the effectiveness of the Bank's management over compliance risks so as to ensure defects in compliance are being rectified promptly and effectively; (3) to authorize the risk management committee under the Board of Directors to conduct daily supervision over compliance risks of the commercial bank;	**Article 166** The Board of Directors shall be ultimately responsible for the compliance of the Bank's operating activities, and shall exercise the following duties in compliance management: (1) to examine and approve the fundamental system of compliance management; (2) to decide on the establishment of the compliance management department; (3) to decide on the appointment and dismissal of the chief compliance officer, and to establish a direct communication mechanism with the chief compliance officer; (4) to decide on the dismissal of senior management members who bear primary or leadership responsibility for major violations of laws and regulations or significant compliance risks;

No.	Before amendments	After amendments
	(4) other duties in compliance management as stipulated in the Articles of Association.	(5) to assess the effectiveness of compliance management and the level of compliance culture development, and to urge the resolution of major issues in compliance management and compliance culture development; (6) other duties in compliance management.
159.	**Article 188** The Board of Directors shall submit itself to the supervision of the Board of Supervisors, and shall not obstruct or hinder any inspection or audit carried out by the Board of Supervisors within its scope of functions and authority.	**Deleted**
160.	**Article 189** The Board of Directors shall explain the modified audit opinion provided by a registered accounting firm in respect of the Bank's financial report at the shareholders' general meeting.	**Article 172** The Board of Directors shall explain the modified audit opinion provided by a registered accounting firm in respect of the Bank's financial report at the shareholders' general meeting.
161.	**Article 191** The Board of Directors shall set up special committees such as Strategic and Innovation Committee, Audit Committee, Risk Management Committee, Connected Transactions Control Committee, Remuneration and Appraisal Committee, Nomination Committee, Information Technology Guidance Committee and Consumer Rights Protection Committee in line with the Bank's operation and management. Each special committees are responsible to the Board of Directors, and shall perform their duties pursuant to the Articles of Association and the authorization of the Board of Directors. Any proposal of the committees shall be submitted to the Board of Directors for consideration. The Board of Directors is responsible for formulating the working rules and procedures for special committees to standardize their operations.	**Deleted**

No.	Before amendments	After amendments
	The chairman of each such committee shall be directors and the members shall not be less than three. Among others, the chairman of each of the Audit Committee, Connected Transactions Control Committee, Remuneration and Appraisal Committee and Nomination Committee shall be an independent director. Audit Committee and Connected Transactions Control Committee shall include at least one independent director who possesses proper professional qualifications or accounting or relevant financial management expertise. Independent directors shall account for more than half of the Audit Committee, Remuneration and Appraisal Committee and Nomination Committee, and all the members of Audit Committee shall be non-independent directors. The number of independent directors in the Risk Management Committee and Connected Transactions Control Committee shall not be less than one-third in principle. Audit Committee members shall have professional knowledge and work experience in any of finance, auditing, accounting or law, and the chairman shall be an accounting professional. Directors appointed as chairman of the Audit Committee, the Connected Transactions Control Committee and the Risk Control Committee shall work for commercial banks for no less than twenty working days per annum.	

No.	Before amendments	After amendments
162.	**Article 192** The authority of the Board of Directors with respect to equity investment with Bank's assets, or acquisition or disposal of assets of the Bank shall be determined by the shareholders' general meeting. The Board of Directors shall establish a strict review, decision-making and authorization system in relation to the aforesaid authority, and report to the shareholders' general meeting for approval. Major equity investment and major assets acquisition and disposal involved in daily operation shall be implemented by the president in accordance with the project and the amount approved in the annual budget. The following authorization mechanism shall apply for projects in excess of the approved budget and project whose detailed content was not specified even though the amount is within the approved budget: (1) the Bank's external equity investment and disposal thereof with a single transaction amount less than 15% of the latest audited net asset of the Bank shall be implemented according to the Administrative Measures on Outward Equity Investments and other measures of the Bank; those with a single transaction amount accounting for 15% or above of the latest audited net asset value of the Bank shall be adopted by the Board of Directors, then submitted to the shareholders' general meeting for approval; (2) the authorization proposal for sale, transfer, lease, purchase or otherwise disposal of the Bank's fixed assets shall be formulated by the Board of Directors and submitted to the Shareholders' general meeting for approval and implementation;	**Article 174** The Board of Directors shall determine its authority in relation to external investment, purchase, disposal and review and writing down of assets, asset pledges, external guarantees, entrusted wealth management, connected transactions and external donations, and establish strict review and decision-making procedures. Major investment projects shall be reviewed by relevant experts and professionals, and those that require submission shall be reported to the shareholders' general meeting for approval in accordance with the provisions of the Articles of Association and relevant corporate governance system.

No.	Before amendments	After amendments
	(3) if the estimated value of the fixed assets to be disposed of and the value of the fixed assets disposed of within four months before such disposal in aggregate exceed 33% of the fixed assets value as shown on the latest balance sheet reviewed by the shareholders' general meeting, the Board of Directors shall not dispose of or allow the disposal of such fixed assets without the approval by the shareholders' general meeting. Disposal of fixed assets hereof includes the transfer of rights and interests attached to assets but excludes the creation of security on fixed assets. The effectiveness of the disposal of fixed assets by the Bank shall not be influenced by virtue of violating the above provisions.	
163.	**Article 194** The chairman of the Board of Directors shall perform the following duties: (1) to preside over the shareholders' general meeting and to convene and preside over the board meeting; (2) to supervise and examine the implementation of resolutions of the Board of Directors; (3) to sign bonds and others securities of the Bank; (4) to sign important documents of the Board of Directors and other documents which shall be signed by the legal representative of the Bank; (5) to exercise the duties of the legal representative; (6) to use discretion in dealing with matters of the Bank for the interest of the Bank in accordance with the applicable laws in the case of emergency such as major natural disaster or other force majeure events, and to promptly submit a relevant report to the Board of Directors and shareholders' general meeting thereafter; (7) to perform other duties as authorised by the Board of Directors. When the chairman of the Board of Directors is unable to perform his duties, the chairman may designate a vice chairman to act on his behalf.	**Article 176** The chairman of the Board of Directors shall perform the following duties: (1) to preside over the shareholders' general meeting and to convene and preside over the board meeting; (2) to supervise and examine the implementation of resolutions of the Board of Directors; (3) to sign shares, bonds and others securities of the Bank; (4) to sign important documents of the Board of Directors and other documents which shall be signed by the legal representative of the Bank; (5) to exercise the duties of the legal representative; (6) to use discretion in dealing with matters of the Bank for the interest of the Bank in accordance with the applicable laws in the case of emergency such as major natural disaster or other force majeure events, and to promptly submit a relevant report to the Board of Directors and shareholders' general meeting thereafter; (7) to perform other duties as authorised by the laws, regulations, regulatory requirements or Board of Directors.

No.	Before amendments	After amendments
164.	**Newly added**	**Article 177** The vice chairmen shall assist the chairman in performing his/her duties. If the chairman is unable or fails to perform his/her duties, the vice chairman (if there are two vice chairmen, the one jointly elected by more than half of the directors) shall perform the duties of the chairman. If the vice chairman is unable or fails to perform his duties, a director shall be elected jointly by half or more of all directors to perform such duties.
165.	**Article 195** The board meetings are divided into regular board meetings and extraordinary board meetings. Regular board meetings shall be convened at least four times a year, which is about one time each quarter. The Board of Directors shall notify all directors and supervisors in written form or through electronic means at least 14 days before the meeting is convened.	**Article 178** The board meetings are divided into regular board meetings and extraordinary board meetings. Regular board meetings shall be convened at least four times a year by the chairman of the Board of Directors. The Board of Directors shall notify all directors at least 14 days before each meeting is convened.
166.	**Article 196** The chairman of the Board of Directors shall convene and preside over an extraordinary board meeting within 10 days from the date of receipt of the following requests: (1) request of the shareholders representing more than one-tenth of voting rights; (2) as the chairman considers necessary; (3) request of more than one-third of the directors; (4) request of more than two of the independent directors; (5) request of the Board of Supervisors; (6) request of the president of the Bank; (7) request of the regulatory authorities.	**Article 179** The chairman of the Board of Directors shall convene and preside over an extraordinary board meeting within 10 days from the date of receipt of the following requests: (1) request of the shareholders representing more than one-tenth of voting rights; (2) as the chairman considers necessary; (3) request of more than one-third of the directors; (4) request of more than two of the independent directors; (5) request of the Audit Committee; (6) request of the president of the Bank; (7) request of the regulatory authorities.
167.	**Article 199** Board meetings shall be held only if more than half of the directors are present. Each director shall have one vote. Unless otherwise stipulated by the Articles of Association or the relevant laws and regulations, resolutions of the Board of Directors shall only be approved and adopted by more than half of all directors. Where the number of votes cast for and against a resolution is equal, the chairman of the Board of Directors shall have an additional vote.	**Article 182** Board meetings shall be held only if more than half of the directors are present. Each director shall have one voting right. Unless otherwise stipulated by the Articles of Association or the relevant laws and regulations, resolutions of the Board of Directors shall only be approved and adopted by more than half of all directors.

No.	Before amendments	After amendments
168.	**Article 200** If any director is connected with any enterprise involved in the matter to be resolved in the board meeting, such director should neither exercise his/her voting right on such matter, nor exercise voting right on behalf of other directors. The board meeting shall be held only if one-half or more of the directors without connected relations are present and resolutions shall be adopted only by more than half of the directors without connected relations in the matter to be resolved. When directors with no connected relations in the matter present at the board meeting are less than three, the Board of Directors shall submit such proposals to the shareholders' general meeting.	**Article 183** If any director is connected with any enterprise or individual involved in the matter to be resolved in the board meeting, such director shall submit a written report to the Board in a timely manner. The related director shall not exercise his/her voting right on such matter, nor exercise voting right on behalf of other directors. The board meeting shall be held only if one-half or more of the directors without connected relations are present and resolutions shall be adopted only by more than half of the directors without connected relations in the matter to be resolved. When directors with no connected relations in the matter present at the board meeting are less than three, the Board of Directors shall submit such proposals to the shareholders' general meeting.

No.	Before amendments	After amendments
169.	**Article 202** For a meeting of the Board of Directors, a vote may be taken by voting at the on-site meeting and by circulation of written resolutions. "On-site meeting" refers to a meeting held by means of on-site, video streaming, telephone, etc. to ensure that participants can communicate and discuss in real time. "Circulation of written resolutions" refers to the adoption of resolutions of a meeting by serving it to the meeting for consideration or circulating it to the meeting for consideration. In the case of voting by circulation of written resolutions, the matters to be voted on and relevant background information shall be provided to all directors at least three days prior to the voting. The voting by circulation of written resolutions shall not be taken, in the case of extraordinarily important matters, which shall be subject to the approval of over two-thirds of all directors, including profit distribution plan, remuneration plans, capital budget plan, significant investment, material asset disposal, appointment or dismissal of senior management members, capital replenishment plan, major changes in equity, financial restructuring, and consideration of matters involving material conflicts of interest with substantial shareholders or directors.	**Article 185** For a meeting of the Board of Directors, a vote may be taken by voting at the on-site meeting and by circulation of written resolutions. "On-site meeting" refers to a meeting held by means of on-site, video streaming, telephone, etc. to ensure that participants can communicate and discuss in real time. "Circulation of written resolutions" refers to the adoption of resolutions of a meeting by serving it to the meeting for consideration or circulating it to the meeting for consideration. In the case of voting by circulation of written resolutions, the matters to be voted on and relevant background information shall be provided to all directors at least three days prior to the voting. The voting by circulation of written resolutions shall not be taken, in the case of extraordinarily important matters, which shall be subject to the approval of over two-thirds of all directors, including profit distribution plan, remuneration plans, annual budget plan and final plan, significant investment, material asset disposal plan, appointment or dismissal of senior management members, capital replenishment plan, major changes in equity, financial restructuring, and matters involving material conflicts of interest with substantial shareholders or directors.

No.	Before amendments	After amendments
170.	**Article 203** Directors shall attend the board meetings in person. If a director is unable to attend the meeting for any reason, he may appoint another director in writing to attend the meeting on his behalf. A proxy form shall state the name of the proxy, the scope of the authorization, the authority of the proxy and the period of validity, and also be signed or affixed by the principal. The director attending the meeting on behalf of another director shall exercise his power within the scope of authorization. A director does not attend a board meeting either in person or by proxy shall be deemed to have waived his voting right at the meeting.	**Article 186** Directors shall attend the board meetings in person. If a director is unable to attend the meeting for any reason, he may appoint another director in writing to attend the meeting on his behalf. A proxy form shall state the name of the proxy, the scope of the authorization, the authority of the proxy and the period of validity, and also be signed or affixed by the principal. The director attending the meeting on behalf of another director shall exercise his power within the scope of authorization. A director who does not attend a board meeting either in person or by proxy shall be deemed to have waived his voting right at the meeting. The Municipal State-owned Assets Supervision and Administration Commission may appoint representatives to attend the meetings of the Bank's Board of Directors and its specialized committees. The head of the discipline inspection and supervision may attend the meetings of the Board of Directors and its specialized committees.
171.	**Article 191** The Board of Directors shall set up special committees such as Strategic and Innovation Committee, Audit Committee, Risk Management Committee, Connected Transactions Control Committee, Remuneration and Appraisal Committee, Nomination Committee, Information Technology Guidance Committee and Consumer Rights Protection Committee in line with the Bank's operation and management. Each special committees are responsible to the Board of Directors, and shall perform their duties pursuant to the Articles of Association and the authorization of the Board of Directors. Any proposal of the committees shall be submitted to the Board of Directors for consideration. The Board of Directors is responsible for formulating the working rules and procedures for special committees to standardize their operations.	**Article 190** The Board of Directors shall set up special committees such as the Strategic and Innovation Committee, the Audit Committee, the Risk Management Committee, the Connected Transactions Control Committee, the Nomination and Remuneration Committee and the Consumer Rights Protection Committee. The Board of Directors may establish other special committees and adjust existing committees as necessary. Each special committee under the Board of Directors is responsible to the Board of Directors, reports its work to the Board of Directors, and assists the Board of Directors in fulfilling its duties in accordance with the Articles of Association and the authority delegated by the Board of Directors. The Board of Directors shall separately formulate the working rules and procedures for special committees to standardize their operations. Members of each such committee shall be directors and the members shall not be less than three.

No.	Before amendments	After amendments
	The chairman of each such committee shall be directors and the members shall not be less than three. Among others, the chairman of each of the Audit Committee, Connected Transactions Control Committee, Remuneration and Appraisal Committee and Nomination Committee shall be an independent director. Audit Committee and Connected Transactions Control Committee shall include at least one independent director who possesses proper professional qualifications or accounting or relevant financial management expertise. Independent directors shall account for more than half of the Audit Committee, Remuneration and Appraisal Committee and Nomination Committee, and all the members of Audit Committee shall be non-independent directors. The number of independent directors in the Risk Management Committee and Connected Transactions Control Committee shall not be less than one-third in principle. Audit Committee members shall have professional knowledge and work experience in any of finance, auditing, accounting or law, and the chairman shall be an accounting professional. Directors appointed as chairman of the Audit Committee, the Connected Transactions Control Committee and the Risk Control Committee shall work for commercial banks for no less than twenty working days per annum.	

No.	Before amendments	After amendments
172.	**Newly added**	**Article 191** The Strategy and Innovation Committee shall consist of 3-5 directors, with the Chairman of the Board of Directors serving as its chairman. The primary duties include: (1) to review the long-term development strategy of the Bank, monitor and evaluate its implementation, and make recommendations to the Board of Directors; (2) to review the financial innovation strategy and strategic development plans for technology-driven finance, digital finance, and information technology operations of the Bank; (3) to review the business plans, investment plans of the Bank and submit them to the Board of Directors for consideration; (4) to review the financial budget plan and final plan of the Bank and submit them to the Board of Directors for consideration; (5) to review the major investment and financing plans of the Bank and make recommendations to the Board of Directors; (6) to review the Bank's capital planning and oversee senior management's implementation of capital management; (7) to review the execution of the Bank's business plans and investment proposals; (8) to review the Bank's performance in social responsibility, green finance, and related initiatives; (9) to review the Bank's major information technology projects, monitor and evaluate their implementation, and assess the overall effectiveness of information technology operations; (10) to review other matters as stipulated by laws, regulations and regulatory requirements and as authorized by the Board of Directors.

No.	Before amendments	After amendments
173.	**Newly added**	**Article 192** The Audit Committee shall consist of 3-5 directors, among whom more than half shall be independent directors. Members of the Audit Committee shall be directors who do not serve as senior management of the Bank and shall have professional knowledge and work experience in one of the aspects of finance, auditing, accounting, or law. At least one independent director shall have appropriate professional qualifications or have appropriate accounting or related financial management expertise. Employee directors may serve as members of the Audit Committee. The chairman of the Audit Committee shall be an independent director with accounting expertise and shall work at the Bank for no fewer than 20 working days annually. The main duties of the Audit Committee include: (1) to inspect and supervise the financial activities of the Bank, and to review the financial information and its disclosure of the Bank; (2) to oversee and evaluate the external audit work, and to propose the appointment or replacement of external audit institutions; (3) to oversee and evaluate the internal audit work, and to be responsible for coordinating internal and external audits; (4) to oversee and evaluate the internal controls of the Bank; (5) to supervise the performance of duties by directors and senior management, and to propose the removal of directors or senior management who violate laws, administrative regulations, the Articles of Association, or resolutions of the shareholders' general meeting; (6) to require directors and senior management to rectify their conduct when such conduct harms the interests of the Bank; (7) to institute legal proceedings in accordance with the law against directors and senior management who violate laws, administrative regulations, or the Articles of Association in the performance of their duties, thereby causing losses to the Bank;

No.	Before amendments	After amendments
		(8) to exercise the powers of the Board of Supervisors as stipulated in the Company Law; (9) to handle other matters prescribed by laws, administrative regulations, regulatory requirements and the Articles of Association, as well as those authorized by the shareholders' general meeting and the Board of Directors. The following matters shall be submitted to the Board of Directors for deliberation upon approval by more than half of all members of the Audit Committee: (1) to disclose financial information and internal control evaluation reports contained in financial accounting reports and regular reports; (2) to engage or terminate the accounting firm conducting the audit business for the Bank; (3) to appoint or terminate the head of finance of the Bank; (4) to make changes to accounting policies or accounting estimates, or to correct material accounting errors, for reasons other than changes in accounting standards; (5) other matters stipulated by laws, administrative regulations, regulatory requirements and the Articles of Association. The Audit Committee shall convene a meeting at least once per quarter. An extraordinary meeting may be convened upon the proposal of two or more members, or when deemed necessary by the chairman. An Audit Committee meeting shall be held only when attended by more than two-thirds of its members. Resolutions of the Audit Committee shall be adopted by more than half of its members. Voting on resolutions shall be conducted on a one-member-one-vote basis. Minutes of the meeting shall be prepared in accordance with regulations, and attending members shall sign the minutes. The deliberation methods and voting procedures of the Audit Committee shall be specified in the terms of reference of the Audit Committee formulated by the Board of Directors, except as otherwise provided in the Articles of Association.

No.	Before amendments	After amendments
174.	**Newly added**	**Article 193** The Risk Management Committee shall consist of 3-5 directors, among whom independent directors shall in principle constitute no less than one-third. The chairman of the Risk Management Committee shall work at the Bank for no fewer than 20 working days annually. The main duties of the Risk Management Committee are: (1) to review the risk management policies, risk preferences, and comprehensive risk management framework of the Bank in accordance with its overall strategy, and to supervise and evaluate its implementation and effectiveness; (2) to continuously oversee the risk management system of the Bank, supervise and evaluate the risk management organizational structure and functional division, and propose improvement recommendations; (3) to deliberate or formulate the general policies of the Bank on internal control, compliance management, case prevention, and anti-money laundering; (4) to supervise compliance with the core business, management systems, and major operational activities of the Bank; to receive reports on compliance management, case prevention, and anti-money laundering efforts; and to propose recommendations and improvement measures; (5) to comprehensively advance the rule of law within the Bank and to supervise the management's implementation regarding the comprehensive advancement of the rule of law of the Bank and the policy of operating and managing in accordance with the law; (6) other matters stipulated by laws, administrative regulations, rules, and the securities regulatory organization in the place where the shares of the Bank are listed, as well as matters authorized by the Board of Directors.

No.	Before amendments	After amendments
175.	**Newly added**	**Article 194** The Connected Transactions Control Committee shall consist of 3-5 directors, among whom independent directors shall in principle constitute no less than one-third and at least one independent director shall have appropriate professional qualifications or have appropriate accounting or related financial management expertise. The chairman of the committee shall be an independent director. The chairman of the Connected Transactions Control Committee shall be an independent director and shall work at the Bank for no fewer than 20 working days annually. The main duties of the Connected Transactions Control Committee include: (1) to formulate basic systems for connected transaction management and oversee its implementation; (2) to be responsible for connected transaction management, review, and risk control in accordance with laws, regulations, rules, and the requirements of the Articles of Association, and focus on the compliance, fairness, and necessity of connected transactions. (3) to accept filings for routine connected transactions and review those requiring submission to the Board of Directors or shareholders' general meeting for deliberation and approval. (4) other matters stipulated by laws, regulations, and supervisory requirements, or as authorized by the Board of Directors of the Bank.

No.	Before amendments	After amendments
176.	**Newly added**	**Article 195** The Nomination and Remuneration Committee shall consist of 3 to 5 directors, of which a majority shall be independent directors, and the chairman shall be an independent director. The main duties of the Nomination and Remuneration Committee include the following: (1) to formulate the standards and procedures for selecting directors and senior management members and make recommendations; (2) to select the qualifications of the candidates for directors and senior management members; (3) to review the candidates for directors and senior management members, as well as their qualifications and make recommendations to the Board of Directors; (4) to make recommendations to the Board of Directors on the nomination or removal of directors and the appointment or removal of senior management members; (5) to formulate the assessment criteria for directors and senior management members, conduct the evaluation, and make recommendations; (6) to formulate and review the remuneration policy and proposal for directors and senior management members; (7) to formulate or change equity incentive plans and employee stock ownership plans, the achievement of conditions for incentive recipients to obtain or exercise granted rights, and make recommendations to the Board of Directors; (8) to study and review shareholding plans arranged by directors and senior management in proposed spin-off subsidiaries, and make recommendations to the Board of Directors; (9) other duties stipulated by laws, regulations, regulatory requirements, and the Articles of Association.

No.	Before amendments	After amendments
		Where the Board of Directors does not adopt or does not fully adopt the recommendations of the Nomination and Remuneration Committee, the opinions of the Nomination and Remuneration Committee and the specific reasons for non-adoption shall be recorded in the resolution of the Board of Directors and disclosed.
177.	**Newly added**	**Article 196** The Consumer Rights Protection Committee shall consist of 3 to 5 directors, and the main duties include the following: (1) to formulate the Bank's strategies, policies on consumer rights protection work; (2) to study the Bank's major issues and important policies on consumer rights protection; (3) to review the Bank's organizational structure on consumer rights protection work; (4) to oversee the comprehensiveness, timeliness, and effectiveness of the work performed by senior management and consumer rights protection departments; (5) to guide and supervise the establishment and improvement of consumer rights protection management policy system; (6) other management duties related to consumer rights protection work as stipulated by laws, regulations, and regulatory authorities.
178.	**Article 208** The secretary of the Board of Directors shall be a natural person who has necessary professional knowledge and experience, shall be nominated by the Nomination Committee under the Board of Directors and shall be appointed and dismissed by the Board of Directors. The service qualifications of the secretary of the Board of Directors who shall have participated in the board secretary qualification training organized by the CSRC and other institutions and have passed the relevant examination, shall be approved by the banking regulatory authorities.	**Article 198** The secretary of the Board of Directors shall be a natural person who has necessary professional knowledge and experience, shall be nominated by the chairman of the Board of Directors and shall be appointed and dismissed by the Board of Directors. The service qualifications of the secretary of the Board of Directors who shall have participated in the board secretary qualification training organized by the CSRC and other institutions and have passed the relevant examination, shall be approved by the Relevant Banking Regulatory Authority.

No.	Before amendments	After amendments
179.	**Article 209** Main duties of the secretary of the Board of Directors include the followings: (1) to ensure that the Bank has a complete set of constitutional documents and records; (2) to ensure that the Bank prepares and submits the reports and documents as required by the relevant authorities according to law; (3) to ensure that the register of shareholders is properly maintained, and that the persons entitled to obtain the relevant records and documents of the Bank may receive these records and documents in a timely manner; (4) responsible for organizing and preparing board meetings and shareholders' general meetings, preparing meeting documents, arranging for the relevant meeting matters, taking minutes, safeguarding the accuracy of the minutes, safekeeping the meeting documents and minutes, understanding the implementation of the relevant resolutions. As regards important matters being implemented, he/she shall submit a report and proposals to the Board of Directors; (5) to ensure that material matters resolved by the Board of Directors are implemented in strict accordance with stipulated procedures; to take part, as required by the Board of Directors, in making arrangements for consultation and analysis of matters subject to decision by the Board of Directors, and to give corresponding opinions and suggestions; to handle the day-to-day work assigned by the Board of Directors and the special committees under it; (6) as the coordinator between the Bank and the securities regulatory departments, responsible for organising and preparing the required documents and submit them to the regulatory departments in a timely manner; responsible for accepting the relevant tasks assigned by the regulatory departments and their completion;	**Article 199** Main duties of the secretary of the Board of Directors include the following: (1) to assist the Board of Directors of the Bank in strengthening corporate governance mechanisms, and to be responsible for the preparation of shareholders' general meetings and board meetings, as well as the safekeeping of related documents; (2) to handle the Bank's equity affairs and be responsible for the management of shareholder information; (3) responsible for organizing and coordinating information disclosure of the Company; (4) responsible for organizing and coordinating investor relationship management; (5) other duties stipulated by laws, regulations, regulatory requirements, and the Articles of Association.

No.	Before amendments	After amendments
	(7) responsible for coordinating and organising information disclosure of the Bank and establishing a sound information disclosure system; participating in all meetings relating to information disclosure and be aware of important business policies and the relevant information of the Bank in a timely manner; (8) responsible for keeping in confidence the price sensitive information of the Bank and formulating an effective confidentiality system and measures. As regards the leakage of price sensitive information of the Bank due to various reasons, he/she shall adopt the necessary remedial measures and explain and clarify the same in a timely manner and notify the overseas regulatory organ in the place where the shares are listed and the securities regulatory authorities of the State Council; (9) responsible for coordinating and organising market promotion, coordinating visitor arrangements, handling investor relationship, maintaining the relationship with investors, intermediary organs and the press media; responsible for answering questions raised by the public, ensuring the investors may obtain the information disclosed by the Bank in a timely manner; organising and preparing promotion activities within and outside the PRC, compiling reports on market promotion and main visits and submitting reports to the securities regulatory authorities of the State Council; (10) responsible for managing and keeping the shareholders' register, directors' register and information on shareholdings of major shareholders and directors and a list of beneficiaries of the outstanding bonds of the Bank;	

No.	Before amendments	After amendments
	(11) to assist the directors and president in performing their functions and powers to comply with the laws, regulations and within and outside the PRC, the Articles of Association and other relevant provisions; to issue timely reminders upon becoming aware of the breach or possible breach of the provisions of the relevant resolutions, and is entitled to reflect the situation to the securities regulatory authorities of the State Council and other regulatory authorities; (12) to coordinate the provision of all necessary information to the Board of Supervisors of the Bank and other audit institutions in the performance of supervisory functions; to assist in investigations in relation to the performance of credibility obligations by the financial controller, directors and president of the Bank; (13) to perform other duties conferred by the Board of Directors and required by the overseas listing place.	
180.	**Article 210** A director or senior management member of the Bank may serve as the secretary of the Board of Directors concurrently, but he must ensure that he has sufficient energy and time to assume the duties and responsibilities as the secretary of the Board of Directors. The president, chief financial officer, supervisors of the Bank and the personnel of controlling shareholder of the Bank holding administrative positions other than as directors or supervisors shall not act as the secretary of the Board of Directors. An accountant of any accounting firms that are engaged by the Bank shall not act as the secretary of the Board of Directors. If a director acts as the secretary of the Board of Directors and an act is required to be performed by both a director and the secretary of the Board of Directors, such person who is at the same time both a director and the secretary of the Board of Directors shall not perform such act in both capacities.	**Article 200** A director or senior management member of the Bank may serve as the secretary of the Board of Directors concurrently, but he must ensure that he has sufficient energy and time to assume the duties and responsibilities as the secretary of the Board of Directors. The president, chief financial officer and the personnel of controlling shareholder of the Bank holding administrative positions other than as directors shall not act as the secretary of the Board of Directors. An accountant of any accounting firms that are engaged by the Bank shall not act as the secretary of the Board of Directors. If a director acts as the secretary of the Board of Directors and an act is required to be performed by both a director and the secretary of the Board of Directors, such person who is at the same time both a director and the secretary of the Board of Directors shall not perform such act in both capacities.

No.	Before amendments	After amendments
181.	**Article 212** The "senior management" of the Bank shall consist of the president, vice presidents, chief financial officer, chief officer, the secretary of the Board of Directors, general counsel and so on. The service qualifications of senior management shall meet the requirements of the relevant banking regulatory authorities and are subject to the approval of the relevant banking regulatory authorities.	**Article 202** The "senior management" of the Bank shall consist of the president, vice presidents, chief financial officer, chief officer, the secretary of the Board of Directors, general counsel and so on. The service qualifications of senior management shall meet the provisions of laws, administrative regulations, departmental rules and the Articles of Association, and must be approved by the Relevant Banking Regulatory authorities. The general counsel shall be held by the chief compliance officer.
182.	**Article 215** Circumstances prohibiting any person serving as a director of the Bank as stipulated herein shall be applicable to senior management members of the Bank. A senior management member of the Bank shall exercise its powers within its terms of reference with care and diligence, and in accordance with the principle of good faith, shall not usurp commercial opportunities of the Bank for himself or others, shall not accept benefits related to transactions of the Bank and shall not concurrently hold a position in any other economic organizations. The fiduciary duties and duties of diligence regarding the directors set out herein shall be applicable to the senior management members of the Bank. Any person who holds an administrative position other than a director, supervisor in the Bank's controlling shareholder, shall not serve as a member of the senior management of the Bank.	**Article 205** Circumstances prohibiting any person serving as a director of the Bank as stipulated herein shall be applicable to senior management members of the Bank. A senior management member of the Bank shall exercise its powers within its terms of reference with care and diligence, and in accordance with the principle of good faith, shall not usurp commercial opportunities of the Bank for himself or others, shall not accept benefits related to transactions of the Bank and shall not concurrently hold a position in any other economic organizations. The fiduciary duties and duties of diligence regarding the directors set out herein shall be applicable to the senior management members of the Bank. Any person who holds an administrative position other than a director in the Bank's controlling shareholder, shall not serve as a member of the senior management of the Bank.
183.	**Article 216** Each of the president and vice president has a term of three years, and may serve another term of office when reappointed at expiry of one term.	**Article 206** Each of the president, vice president and other senior management has a term of three years, and may serve another term of office when reappointed at expiry of one term.

No.	Before amendments	After amendments
184.	**Article 217** The president shall be responsible to the Board of Directors and exercise the following powers: (1) to deal with the daily operation and management of the Bank and report his/her work to the Board of Directors; (2) to organize and implement the Bank's annual operating plan and investment program; (3) to draw up the Bank's establishment program for internal management organs; (4) to draw up the basic management system of the Bank; (5) to formulate the specific management system of the Bank; (6) to propose to the Board of Directors the appointment or removal of vice president, chief financial officer, chief officer and other senior management members; (7) to decide on the appointment or removal of management personnel (other than those required to be appointed or removed by the Board of Directors) of departments and branch offices of the Bank; (8) to authorize the senior management and the responsible persons for internal functional departments and branch offices to conduct business activities; (9) to take urgent measures in favor of the Bank and make an immediate report to the relevant banking regulatory authorities, the Board of Directors, and the Board of Supervisors, in the event of a run on the Bank, and other major emergencies; (10) other powers granted by the Articles of Association or the Board of Directors. The president may attend the board meetings as a nonvoting delegate and the non-director president has no voting rights at the board meetings.	**Article 207** The president shall be responsible to the Board of Directors and exercise the following powers: (1) to deal with the daily operation and management of the Bank and report his/her work to the Board of Directors; (2) to organize and implement the Bank's annual operating plan and investment program; (3) to draw up the Bank's establishment program for internal management organs; (4) to draw up the basic management system of the Bank; (5) to formulate the specific management system of the Bank; (6) to propose to the Board of Directors the appointment or removal of vice presidents and other senior management personnel (excluding the board secretary) whose appointment or removal is required by laws and regulations to be determined by the Board of Directors; (7) to decide on the appointment or removal of management personnel (other than those required to be appointed or removed by the Board of Directors) of departments and branch offices of the Bank; (8) to engage in business operations or to authorize the senior management and the responsible persons for internal functional departments and branch offices to conduct business activities within the scope authorized by the Board of Directors; (9) to take urgent measures in favor of the Bank's interest and make an immediate report to the Relevant Banking Regulatory Authority, the Board of Directors, in the event of a run on the Bank, and other major emergencies or other urgent situations; (10) other powers granted by the Articles of Association or the Board of Directors.

No.	Before amendments	After amendments
	The vice president shall assist the president in handling work. Where the president is unable to fulfill his powers, the vice presidents shall exercise such powers on behalf of the president in their position arrangement order. When exercising the abovementioned powers, the president shall seek opinions and advice from the Party Committee before making decisions on matters that fall into scope of significant matters requiring pre-study and discussion of the Party Committee of the Bank.	The president may attend the board meetings as a nonvoting delegate and the president who is not a director has no voting rights at the board meetings. The vice president and other senior management shall assist the president in handling work. In the absence of the president or where the president is unable to fulfill his powers, an executive director, deputy president, or other senior management designated by the Board of Directors shall exercise such powers on behalf of the president. When exercising the abovementioned powers, the president shall seek opinions and advice from the Party Committee before making decisions on matters that fall into scope of significant matters requiring pre-study and discussion of the Party Committee of the Bank.
185.	**Article 218** The senior management shall manage the compliance risks of the Bank and perform the following duties of compliance management: (1) to formulate written compliance policies and timely revise those compliance policies in accordance with the conditions of compliance management and changes in applicable laws, rules and standards, subject to approval by the meeting of the Board of Directors before being circulated among all the employees of the Bank; (2) to implement the compliance policies to assure that appropriate remedial actions are taken in time and claims are against relevant responsible persons; (3) to nominate the officer in charge of the compliance management department and assure his/her independence; (4) to specify the compliance management department and its organizational structure, allocate adequate and appropriate compliance management personnel to perform its duties, and assure the independence of the compliance management department;	**Article 208** The senior management shall manage the compliance risks of the Bank and perform the following duties of compliance management: (1) to draw up the basic system of compliance management; (2) to implement the requirements for the establishment and functions of the compliance management department, to equip sufficient and appropriate compliance management personnel, and to provide adequate human, material, financial and technical support and guarantee for them to perform their duties; (3) to organize and promote the construction of compliance management system, compliance examination, compliance self-inspection and inspection, compliance risk monitoring and control, and compliance incident handling in the areas under its charge or supervision; (4) to report and rectify any major non-compliance of laws and regulations or major compliance risks upon discovery, and to supervise the implementation of accountability; (5) other responsibilities of compliance management.

No.	Before amendments	After amendments
	(5) to identify major compliance risks exposed to the Bank, review and approve plans for compliance risk management, and assure the coordination between the compliance management department and risk management department, internal audit department and other departments related; (6) to submit to the Board of Directors a report of compliance risk management on an annual basis, which shall contain adequate evidence and be helpful for board members to judge the effectiveness of the senior management in managing compliance risks; (7) to report any significant non-compliance event to the Board of Directors or its committees and the Board of Supervisors in time; (8) other duties as stipulated in relevant compliance policies.	
186.	**Article 221** Terms of reference of presidents shall include: (1) the conditions and procedures for convening a meeting of presidents and eligible participants of the meetings; (2) specific duties of each of the president, vice president and other senior management members of the Bank and their division of labor, respectively; (3) authority on the utilization of capital and assets of the Bank and the execution of major contracts and the reporting system to the Board of Directors and the Board of Supervisors; (4) other matters considered as necessary by the Board of Directors.	**Article 211** Terms of reference of presidents shall include: (1) the conditions and procedures for convening a meeting of presidents and eligible participants of the meetings; (2) specific duties of each of the president, vice president and other senior management members of the Bank and their division of labor, respectively; (3) authority on the utilization of capital and assets of the Bank and the execution of major contracts and the reporting system to the Board of Directors; (4) other matters considered as necessary by the Board of Directors.

No.	Before amendments	After amendments
187.	**Article 222** President of the Bank may resign before expiration of his or her term of office. Specific procedures and methods of resignation of president of the Bank shall be prescribed in the provisions of the service contract between the president and the Bank. **Article 223** The recruitment of senior management members of the Bank shall strictly comply with relevant laws, regulations and the Articles of Association. Any organization or individual shall not intervene in normal recruitment procedures for senior management members of the Bank. **Article 224** The appointment and removal of president shall follow legal procedures and be announced to the public.	**Article 212** The recruitment of senior management members of the Bank shall strictly comply with relevant laws, regulations and the Articles of Association. Any organization or individual shall not intervene in normal recruitment procedures for senior management members of the Bank. A senior management may resign before expiry of his/her term of office. The specific procedures and measures for the resignation of the senior management shall be subject to the related labour contract between the senior management and the Bank. Senior management should submit a written resignation report to the Bank, and the Bank should disclose the situation within two trading days after receiving the resignation report. The appointment and removal of senior management members of the Bank shall follow legal procedures and be announced to the public.
188.	**Article 229** Senior management of the Bank shall establish a reporting system through which the Board of Directors receives timely, accurate and complete reports on the results of operations, major contracts, financial position, risk profile and business prospect of the Bank on a regular basis. **Article 230** Senior management members of the Bank shall be under the supervision of the Board of Supervisors and shall provide regularly to the Board of Supervisors information on the results of operations, major contracts, financial position, risk profile and business prospects of the Bank. The senior management members shall not hinder or hamper the Board of Supervisors from exercising its powers in performing activities including investigation and auditing.	**Article 217** Senior management of the Bank shall report to the Board of Directors or the Audit Committee on the results of operations, major contracts, financial position, risk profile and business prospect of the Bank on a regular basis.

No.	Before amendments	After amendments
189.	**Article 232** 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 Board of Supervisors to stop the intervention and report to the relevant banking regulatory authorities.	**Article 218** 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 subject to improper interference by shareholders and the Board of Directors.
190.	**Article 234** Senior management members of the Bank shall be liable to indemnify for any losses of the Bank arising from their violation of laws, administrative regulations, rules and the Articles of Association when performing duties.	**Article 220** If the senior management of the Bank, causes damage to others during performing his/her duties, the Bank shall be liable for compensation; the senior management shall also be liable for compensation if he/she is intentionally at fault or grossly negligent. Senior management members of the Bank shall be liable to indemnify for any losses of the Bank arising from their violation of laws, administrative regulations, rules and the Articles of Association when performing duties.
191.	**Newly added**	**Article 221** Senior management of the Bank shall faithfully perform their duties to safeguard the best interests of the Bank and all shareholders. Senior management of the Bank shall be liable for compensation in accordance with relevant laws if they fail to faithfully perform their duties or breach their fiduciary duties and thereby cause damage to the interests of the Bank and the public shareholders.
192.	**Chapter 13 Board of Supervisors**	**Deleted the entire chapter**
193.	**Chapter 14 Qualifications and Obligations of Directors, Supervisors and Senior Management of the Bank**	**Deleted and merged the entire chapter into other chapters**
194.	**Article 309** The Bank shall have no other accounting books except the statutory accounting books. Its assets shall not be deposited in any accounts opened in the name of an individual.	**Article 224** The Bank shall have no other accounting books except the statutory accounting books. Its capital shall not be deposited in any accounts opened in the name of an individual.

No.	Before amendments	After amendments
195.	**Article 312** The Board of the Bank shall place before the shareholders at every annual shareholders' general meeting such annual financial reports prepared by the Bank that are required by any laws, administrative regulations, or any other regulatory documents promulgated by the relevant regional governmental authorities.	**Deleted**
196.	**Article 313** The Bank's annual report (including reports of the Board and financial reports) shall be made available at the Bank for shareholders' inspection 20 days before the date of such annual shareholders' general meeting. Each shareholder of the Bank shall be entitled to obtain a copy of the financial reports. The Bank will send the abovementioned reports to the holders of overseas-listed foreign shares within at least 21 days prior to a shareholders' general meeting by prepaid mail or by other ways provided by the law and regulations and the Listing Rules to their addresses as shown in the share register.	**Article 227** The Bank shall announce the financial report of the Bank or send it to the shares listed overseas at least 21 days prior to the annual shareholders' general meeting (the address in the register of shareholders shall be the address of the recipient).
197.	**Article 318** The profit after taxation of the Bank shall be allocated according to the following order and sequence: (1) make up for the losses of the previous year; (2) allocate 10% of the profits after making up for the losses of the previous year to the statutory common reserve fund; (3) allocate general reserve; (4) pay dividends of holders of preference shares; (5) allocate arbitrary reserve fund pursuant to the resolutions of shareholders' general meeting; (6) pay shareholder's dividends. When the accumulated amount of the statutory common reserve fund reaches 50% or above of the registered capital of the Bank, allocation is no longer required. When the Bank's statutory common reserve fund is not sufficient to make up the losses of the previous year, the profits of the current year shall first be used to cover losses prior to the allocation of statutory common reserve fund in accordance with the preceding clause.	**Article 232** The profit after taxation of the Bank shall be allocated according to the following order and sequence: (1) make up for the losses of the previous year; (2) allocate 10% of the profits after making up for the losses of the previous year to the statutory common reserve fund; (3) allocate general reserve; (4) pay dividends of holders of preference shares; (5) allocate arbitrary reserve fund pursuant to the resolutions of shareholders' general meeting; (6) pay shareholders' dividends. When the accumulated amount of the statutory common reserve fund reaches 50% or above of the registered capital of the Bank, allocation is no longer required. When the Bank's statutory common reserve fund is not sufficient to make up the losses of the previous year, the profits of the current year shall first be used to cover losses prior to the allocation of statutory common reserve fund in accordance with the preceding clause.

No.	Before amendments	After amendments
	After making allocation to the statutory common reserve fund and general reserve and paying dividends of holders of preference shares, the Bank may appropriate further arbitrary reserve fund from the profit after taxation subject to the resolutions the shareholders' general meetings. After making up for the losses and making allocation to the statutory common reserve fund and general reserve, paying dividends of holders of preference shares and making allocation to arbitrary reserve fund, the remaining profit after taxation shall be distributed according to the shareholding ratios of shareholders. If the Bank's capital adequacy ratio does not meet the requirements of the relevant regulatory authorities, no profits shall be distributed to investors. Provided that the capital adequacy ratio meets the regulatory requirements, and there are distributable profits, the Bank may distribute profits. If a shareholders' general meetings violates the provisions in the preceding paragraph of this Article and profits are distributed to the shareholders before the Bank makes up losses or makes allocations to the statutory reserve fund, the profits distributed in violation of the provisions must be returned to the Bank. The Bank's shares held by the Bank shall not participate in profit distribution. The payment of dividends on the preference shares shall be subject to laws, administrative regulations, departmental rules, relevant provisions of the securities regulatory authorities in the place where the Bank's shares are listed and the preference shares are issued or listed, and the Articles of Association.	After making allocation to the statutory common reserve fund and general reserve and paying dividends of holders of preference shares, the Bank may appropriate further arbitrary reserve fund from the profit after taxation subject to the resolutions the shareholders' general meetings. After making up for the losses and making allocation to the statutory common reserve fund and general reserve, paying dividends of holders of preference shares and making allocation to arbitrary reserve fund, the remaining profit after taxation shall be distributed according to the shareholding ratios of shareholders. If the Bank's capital adequacy ratio does not meet the requirements of the relevant regulatory authorities, no profits shall be distributed to investors. Provided that the capital adequacy ratio meets the regulatory requirements, and there are distributable profits, the Bank may distribute profits. If a shareholders' general meetings violates the provisions in the preceding paragraph of this Article and profits are distributed to the shareholders before the Bank makes up losses or makes allocations to the statutory reserve fund, the profits distributed in violation of the provisions must be returned to the Bank and the shareholders and the liable directors and senior management shall be held liable for compensation if any loss is caused to the Bank. The Bank's shares held by the Bank shall not participate in profit distribution. The payment of dividends on the preference shares shall be subject to laws, administrative regulations, departmental rules, relevant provisions of the securities' regulatory authorities in the place where the Bank's shares are listed and the preference shares are issued or listed, and the Articles of Association.

No.	Before amendments	After amendments
198.	**Article 319** Reserves of the Bank may be used for making up losses, expanding the scale of operation or being converted into additional capital of the Bank, but capital reserve shall not be used for making up the Bank's losses. Where the statutory reserve is converted to share capital, the balance of such reserve shall not fall below 25% of the Bank's registered capital before the conversion.	**Article 233** Reserves of the Bank may be used for making up losses, expanding the scale of operation or being converted into additional capital of the Bank. To make up for the Bank's losses from the reserve, the discretionary reserve and statutory reserve should be used first; if it still cannot be made up, the capital reserve fund can be used in accordance with regulations. Where the statutory reserve is converted to the additional registered capital, the balance of such reserve shall not fall below 25% of the Bank's registered capital before the conversion.
199.	**Article 320** The profit distribution policy of the Bank is as follows: (1) Basic principles of profit distribution: The Bank will implement a sustainable and stable dividend distribution policy. The Bank shall emphasize reasonable investment returns to investors and take its sustainable development into account when distributing dividends. The Bank shall give priority to distribution of dividends in cash subject to compliance with the principle of continuous profitability, regulatory requirements and its normal operation and long-term development. (2) Particulars of the profit distribution policy are as follows: 1. Form of profit distribution: The Bank shall distribute profits to shareholders in proportion to their respective shareholdings, and may make dividend distributions in cash, stock or a combination of both. The Bank shall give priority to cash dividends for profits distribution when there exists the conditions to do so. The Bank shall, in principle, make profits distributions once a year. Where conditions allow, the Bank may distribute interim profit dividends.	**Article 234** The profit distribution policy of the Bank is as follows: (1) Basic principles of profit distribution: The Bank will implement a sustainable and stable dividend distribution policy. The Bank shall emphasize reasonable investment returns to investors and take its sustainable development into account when distributing dividends. The Bank shall give priority to distribution of dividends in cash subject to compliance with the principle of continuous profitability, regulatory requirements and its normal operation and long-term development. (2) Particulars of the profit distribution policy are as follows: 1. Form of profit distribution: The Bank shall distribute profits to shareholders in proportion to their respective shareholdings, and may make dividend distributions in cash, stock or a combination of both. The Bank shall give priority to cash dividends for profits distribution when there exist the conditions to do so. The Bank shall, in principle, make profits distributions once a year. Where conditions are allowed, the Bank may distribute interim profit dividends.

No.	Before amendments	After amendments
	2. Specific conditions and ratio of cash dividend distribution of the Bank: In general, no cash dividend shall be paid to shareholders for any year if the Bank's capital adequacy ratio is lower than the minimum standard required by the regulatory authorities of the PRC. On the premise of ensuring that the capital adequacy ratio meets the regulatory requirements, the Bank may pay cash dividends if its profits realized in each year, after making up any losses and transfer to statutory reserves and general reserve, remain positive and distributable. Any profit to be distributed by the Bank in cash each year shall be no less than 10% of the distributable profits realized by it for that year. The specific ratio of cash dividend distribution each year will be determined by the Bank in accordance with the requirements of the relevant laws, regulations, regulatory documents and the Articles of Association, and based on its business operation when such cash dividend distribution is made, and will be considered and approved at shareholders' general meetings of the Bank. 3. Conditions for distribution of share dividends by the Bank: Where the operating income of the Bank grows rapidly and the Board considers that the share price of the Bank does not reflect its market capitalization, the Bank may propose and execute a share dividend distribution proposal in addition to payment of the cash dividend distribution above. 4. The Board of the Bank shall take into full account various factors, such as features of the industries where the Bank operates, the stage of its development, its own business model, profitability and whether there are significant capital expenditure arrangements, to distinguish between the following situations and put forward differentiated cash dividend policies in accordance with the procedures as required by the Articles of Association:	2. Specific conditions and ratio of cash dividend distribution of the Bank: In general, no cash dividend shall be paid to shareholders for any year if the Bank's capital adequacy ratio is lower than the minimum standard required by the regulatory authorities of the PRC. On the premise of ensuring that the capital adequacy ratio meets the regulatory requirements, the Bank may pay cash dividends if its profits are realized in each year, after making up any losses and transfer to statutory reserves and general reserve, remain positive and distributable. Any profit to be distributed by the Bank in cash each year shall be no less than 10% of the distributable profits realized by it for that year. The specific ratio of cash dividend distribution each year will be determined by the Bank in accordance with the requirements of the relevant laws, regulations, regulatory documents and the Articles of Association, and based on its business operation when such cash dividend distribution is made, and will be considered and approved at shareholders' general meetings of the Bank. 3. Conditions for distribution of share dividends by the Bank: Where the operating income of the Bank grows rapidly and the Board considers that the share price of the Bank does not match its market capitalization, the Bank may propose and execute a share dividend distribution proposal in addition to payment of the cash dividend distribution above. 4. The Board of the Bank shall take into full account various factors, such as features of the industries where the Bank operates, the stage of its development, its own business model, profitability and whether there are significant capital expenditure arrangements, to distinguish between the following situations and put forward differentiated cash dividend policies in accordance with the procedures as required by the Articles of Association:

No.	Before amendments	After amendments
	1) If the Bank is at the mature stage of development and has no significant capital expenditure arrangement, the proportion of cash dividends in the profit distribution shall be at least 80% when the profit distribution is made; 2) If the Bank is at the mature stage of development and has significant capital expenditure arrangements, the proportion of cash dividends in the profit distribution shall be at least 40% when the profit distribution is made; 3) If the Bank is at the growing stage and has significant capital expenditure arrangement, the proportion of cash dividends in the profit distribution shall be at least 20% when the profit distribution is made; if it is difficult to distinguish the Bank's stage of development and the Bank has significant capital expenditure arrangement, the profit distribution may be dealt with pursuant to the preceding provisions. (3) Decision-making procedures for profit distribution: 1. When determining a profit distribution plan, the board of directors of the Bank shall seriously study and discuss, among other factors, the timing, conditions and minimum ratio of cash dividend distribution, its conditions for adjustments and the requirements of the procedures for decision-making. The independent directors shall give specific opinions in respect thereof. The independent directors may collect the opinions of the minority shareholders, devise a dividend distribution proposal accordingly and submit the same directly to the board of directors for consideration. Prior to the consideration of the specific cash dividend distribution plan by the shareholders at a general meeting, the Bank shall communicate and exchange ideas through multiple channels with shareholders (in particular, the minority shareholders), attentively obtain the opinions and requests of the minority shareholders and give timely response to the issues that concern them. The board of supervisors of the Bank shall supervise the formulation and decision-making by the board of directors of the profit distribution plan of the Bank.	1) If the Bank is at the mature stage of development and has no significant capital expenditure arrangement, the proportion of cash dividends in the profit distribution shall be at least 80% when the profit distribution is made; 2) If the Bank is at the mature stage of development and has significant capital expenditure arrangements, the proportion of cash dividends in the profit distribution shall be at least 40% when the profit distribution is made; 3) If the Bank is at the growing stage and has significant capital expenditure arrangement, the proportion of cash dividends in the profit distribution shall be at least 20% when the profit distribution is made; if it is difficult to distinguish the Bank's stage of development and the Bank has significant capital expenditure arrangement, the profit distribution may be dealt with pursuant to the preceding provisions. (3) Decision-making procedures for profit distribution: 1. When determining a profit distribution plan, the board of directors of the Bank shall seriously study and discuss, among other factors, the timing, conditions and minimum ratio of cash dividend distribution, its conditions for adjustments and the requirements of the procedures for decision-making. The independent directors shall give specific opinions in respect thereof. The independent directors may collect the opinions of the minority shareholders, devise a dividend distribution proposal accordingly and submit the same directly to the board of directors for consideration. Prior to the consideration of the specific cash dividend distribution plan by the shareholders at a general meeting, the Bank shall communicate and exchange ideas through multiple channels with shareholders (in particular, the minority shareholders), attentively obtain the opinions and requests of the minority shareholders and give timely response to the issues that concern them. The Audit Committee of the Bank shall supervise the formulation and decision-making by the board of directors of the profit distribution plan of the Bank.

No.	Before amendments	After amendments
	2. Where the Bank satisfies conditions for cash dividend distribution but has not prepared any cash dividend plan, or the profit distributed by the Bank in cash is less than 10% of the distributable profits realized by it for that year, the Board shall explain the specific reasons for not distributing cash dividends, the exact purpose for the retained profits and the estimated investment return, and submit such to the shareholders' general meeting for consideration after independent directors have given their opinions thereon, and disclose the same in the designated media by the Bank. The Bank shall provide access to online voting for shareholders for voting purpose. (4) Explanation of the reasons for not making profit distribution in cash: A profit distribution plan shall be disclosed in the annual report for the year. If the Bank generated profits during the reporting period but the board of directors of the Bank has not made any cash profit distribution plan, the reasons therefore and the use of proceeds retained by the Bank not used for distribution shall be explained in detail in its periodic reports and the independent directors shall give an independent opinion in this regard. (5) Adjustments to the profit distribution policy: If the production and operation of the Bank are materially affected as a result of war, natural disasters and other force majeure, or any change in its external operating environment, or there are any significant changes in its own operating conditions, the Bank may adjust its profit distribution policy. When the Bank makes such adjustment, the board of directors shall prepare a written report containing detailed discussion and analysis of the reasons of such adjustment, which, after being considered by the independent directors, shall be submitted to the shareholders' general meeting for approval by shareholders representing over two-thirds of the voting rights at such meeting. The Bank shall provide access to online voting for shareholders for voting purpose. In considering such adjustments at a shareholders' general meeting, the opinions of minority shareholders shall be sufficiently considered.	2. Where the Bank satisfies conditions for cash dividend distribution but has not prepared any cash dividend plan, or the profit distributed by the Bank in cash is less than 10% of the distributable profits realized by it for that year, the Board shall explain the specific reasons for not distributing cash dividends, the exact purpose for the retained profits and the estimated investment return, and submit such to the shareholders' general meeting for consideration after independent directors have given their opinions thereon, and disclose the same in the designated media by the Bank. The Bank shall provide access to online voting for shareholders for voting purpose. (4) Explanation of the reasons for not making profit distribution in cash: A profit distribution plan shall be disclosed in the annual report for the year. If the Bank generated profits during the reporting period but the board of directors of the Bank has not made any cash profit distribution plan, the reasons therefore and the use of proceeds retained by the Bank not used for distribution shall be explained in detail in its periodic reports and the independent directors shall give an independent opinion in this regard. (5) Adjustments to the profit distribution policy: If the production and operation of the Bank are materially affected as a result of war, natural disasters and other force majeure, or any change in its external operating environment, or there are any significant changes in its own operating conditions, the Bank may adjust its profit distribution policy. When the Bank makes such adjustment, the board of directors shall prepare a written report containing detailed discussion and analysis of the reasons of such adjustment, which, after being considered by the independent directors, shall be submitted to the shareholders' general meeting for approval by shareholders representing over two-thirds of the voting rights at such meeting. The Bank shall provide access to online voting for shareholders for voting purpose. In considering such adjustments at a shareholders' general meeting, the opinions of minority shareholders shall be sufficiently considered.

No.	Before amendments	After amendments
	(6) If there is any shareholder illegally taking up the Bank's capital, the Bank shall deduct the cash dividends allocated to such shareholder to repay the amount of capital taken. The Bank shall disclose in detail the formulation and implementation of cash dividends distribution policy in its annual reports, and state the details of which pursuant to the relevant regulatory requirements. Where the Bank adjusts or changes its cash dividend distribution policy, it shall explain in detail as to whether the adjusted or changed plans and procedures are in compliance with regulations and transparent.	(6) If there is any shareholder illegally taking up the Bank's capital, the Bank shall deduct the cash dividends allocated to such shareholder to repay the amount of capital taken. The Bank shall disclose in detail the formulation and implementation of cash dividends distribution policy in its annual reports, and state the details of which pursuant to the relevant regulatory requirements. Where the Bank adjusts or changes its cash dividend distribution policy, it shall explain in detail as to whether the adjusted or changed plans and procedures are in compliance with regulations and transparent.
200.	**Article 321** The Bank may distribute dividends in the following forms: (1) cash; (2) shares; (3) a combination of cash and shares. Any share monies of any shares paid before the call shall be entitled to dividends. However, shareholders shall not have any right to receive the dividends declared thereafter in relation to the pre-paid share monies.	**Article 235** The Bank may distribute dividends in the following forms: (1) cash; (2) shares; (3) a combination of cash and shares. The dividends and other amount paid by the Bank to shareholders of domestic shares shall be priced and announced in RMB, and paid in RMB; the dividends and other amount paid by the Bank to shareholders of overseas foreign shares shall be priced and announced in RMB and paid in RMB or foreign currency. The Bank shall complete the distribution of dividends (or shares) within two (2) months after the shareholders' general meeting resolves on the profit distribution plan, or after the Board of Directors formulates the specific plan in accordance with the conditions and limits for the interim dividend of the next year as adopted by the annual shareholders' general meeting.
201.	**Newly added**	**Article 240** The Bank shall implement an internal audit system, which clearly defines the leadership system, responsibilities and authorities, personnel allocation, funding support, application of audit results and accountability for internal audits. The internal audit system of the Bank shall be implemented after being approved by the Board of Directors and disclosed to the public.

No.	Before amendments	After amendments
202.	**Newly added**	**Article 241** The Bank's internal audit institution shall supervise and inspect the Company's business activities, risk management, internal controls, financial information, and other matters. The internal audit institution shall maintain independence, appoint full-time auditors, and shall not be placed under the leadership of the finance department or co-located with the finance department.
203.	**Newly added**	**Article 242** The internal audit institution of the Bank reports to the Board of Directors. During the process of supervising and inspecting the Company's business activities, risk management, internal control, and financial information, the internal audit institution shall accept the supervision and guidance of the Audit Committee. Where the internal audit institution discovers relevant significant issues or leads, it shall immediately report directly to the Audit Committee.
204.	**Newly added**	**Article 243** The specific organization and implementation work of the Bank's internal control evaluation shall be the responsibility of the internal audit institution. The Bank shall issue the annual internal control evaluation report based on the evaluation report and related materials issued by the internal audit institution and reviewed by the Audit Committee.
205.	**Newly added**	**Article 244** When the Audit Committee communicates with external audit units such as accounting firms and state audit institutions, the internal audit institution shall actively cooperate and provide necessary support and collaboration.
206.	**Newly added**	**Article 245** The Audit Committee shall participate in the performance assessment of the head of internal audit.

No.	Before amendments	After amendments
207.	**Newly added**	**Article 247** The engagement and dismissal of an accounting firm by the Bank shall be determined at the shareholders' general meeting, and the Board of Directors shall not engage an accounting firm before any decision is made at the shareholders' general meeting.
208.	**Article 327** The engagement term of the accounting firm shall be one year, commencing from the date of the closing of the current annual general meeting of shareholders and ending on the date of the closing of the next general meeting of shareholders, which can be re-appointed.	**Article 248** The engagement term of the accounting firm shall be one year, commencing from the date of the closing of the current annual general meeting of shareholders and ending on the date of the closing of the next general meeting of shareholders, which can be re-appointed.
209.	**Article 328** The accounting firm engaged by the Bank shall have the following rights: (1) to access financial statements, records and vouchers of the Bank at any time and to require the directors or senior executive officers to provide relevant information and explanations; (2) to require the Bank to adopt all reasonable measures to obtain materials and statements that are required for the performance of duties of the accounting firm; (3) to attend shareholders' general meetings, receive notice of the shareholders' general meeting or other information in relation to the shareholders' general meeting of which all shareholders are entitled to receive and give speeches at the meeting with regard to matters involving its duties as an accounting firm engaged by the Bank.	**Deleted**
210.	**Article 329** If a vacancy occurs on the post of the accounting firm, the Board of Directors may, before the convening of a shareholders' general meeting, engage an accounting firm to fill such vacancy. During the period of vacancy, if the Bank has another incumbent accounting firm, such accounting firm may still exercise its functions.	**Deleted**

No.	Before amendments	After amendments
211.	**Article 330** The shareholders' general meeting may decide to dismiss an accounting firm by adopting an ordinary resolution before the expiration of the term of office of the accounting firm, regardless of the terms and conditions of the contract between the accounting firm and the Bank, provided that the right of claim entitled to the relevant accounting firm against the Bank due to its dismissal shall not be prejudiced.	**Article 249** The shareholders' general meeting may decide to dismiss an accounting firm by adopting an ordinary resolution before the expiration of the term of office of the accounting firm, regardless of the terms and conditions of the contract between the accounting firm and the Bank, provided that the right of claim entitled to the relevant accounting firm against the Bank due to its dismissal shall not be prejudiced.
212.	**Article 331** The remuneration of an accounting firm or the manner in which such remuneration is to be determined shall be determined by the shareholders' general meeting. The remuneration of an accounting firm appointed by the Board of Directors to fill a vacancy shall be determined by the Board of Directors and approved by the shareholders' general meeting.	**Article 250** The audit fee of the accounting firm shall be decided by the shareholders' general meeting.
213.	**Article 332** The decision on engaging, dismissing or not renewing the engagement of an accounting firm shall be made by the shareholders' general meeting, and reported to the Banking regulatory institution and other relevant agencies for record. If the shareholders' general meeting plans to appoint a non-incumbent accounting firm to fill up any vacancy of the post of the accounting firm, or renew the engagement of an accounting firm engaged by the Board of Directors to fill up the vacancy, or dismiss an accounting firm before the expiration of its term of office by passing resolutions, the following provisions shall be satisfied: (1) The resolutions of engagement or dismissal shall be sent to the accounting firm to be engaged or dismissed or that has terminated employment during the relevant accounting year before the dispatch of the notice of the shareholders' general meeting. Termination of employment includes dismissal, resignation and retirement after the expiration of the term of office.	**Deleted**

No.	Before amendments	After amendments
	(2) If the retiring accounting firm makes a statement in writing and requests the Bank to inform the shareholders of its statement, unless the written statement is received after expiry of the specific deadline, the Bank shall take the following measures: (i) to make a statement in the notice of resolutions for the fact that the retiring accounting firm has made a statement; (ii) to send the duplicate copy of the statement in the form of an attachment to the notice to shareholders by ways stipulated by the Articles of Association. (3) if the Bank fails to send the statement of relevant accounting firm to shareholders according to paragraph (2) above, the accounting firm may request the statement to be read at the shareholders' general meeting and make further claims. (4) a retiring accounting firm shall be entitled to attend the following meetings: (i) shareholders' general meeting at which its term of office shall expire: (ii) shareholders' general meeting at which the vacancy due to its dismissal is to be filled up; (iii) shareholders' general meeting convened due to its resignation; The retiring accounting firm shall be entitled to receive all notices of the aforesaid meetings or other information in relation to the meetings and give speeches at the aforesaid meeting with regard to matters involving its duties as the former accounting firm engaged by the Bank.	

No.	Before amendments	After amendments
214.	**Article 333** If the Bank decides to dismiss or not to renew the engagement of an accounting firm, a notice shall be given to the accounting firm 15 days in advance. The accounting firm shall be entitled to state its opinions to the shareholders' general meeting. If the accounting firm offers to resign, it shall make a statement to the shareholders' general meeting as to whether the Bank is involved in any inappropriate circumstance. The accounting firm may resign from its duties by delivering its written resignation notice to the legal address of the Bank. The resignation notice shall take effect on the date of delivery to the Bank's legal address or such later date indicated in the notice. The notice shall include the following statements: (1) stating that its resignation does not involve any circumstance that should be paid attention to by the Bank's shareholders or creditors; or (2) any other statement about circumstances that should be paid attention to. The Bank shall send copies of the aforesaid written notice to relevant competent authorities within 14 days from the date of receipt. If the notice carries the statements mentioned in the 2 paragraphs above, the Bank shall maintain a duplicate copy of the statements in the Bank for the inspection of shareholders. The Bank shall also send the duplicate copy of the aforesaid statements to all shareholders of overseas listed foreign shares by prepaid post, and the address in the register of shareholders shall be the address of the recipient. If the resignation notice of an accounting firm carries any statement about circumstances that should be paid attention to, the accounting firm may ask the Board of Directors to convene an extraordinary shareholders' general meeting for explanation on relevant circumstances of its resignation.	**Article 252** If the Bank decides to dismiss or not to renew the engagement of an accounting firm, a notice shall be given to the accounting firm 15 days in advance. The accounting firm shall be entitled to state its opinions to the shareholders' general meeting. If the accounting firm offers to resign, it shall make a statement to the shareholders' general meeting as to whether the Bank is involved in any inappropriate circumstance.

No.	Before amendments	After amendments
215.	**Article 336** The Bank shall implement the relevant policies by complying with the relevant national and local labor protection laws and regulations. The employees of the Bank shall be subject to social insurance contribution plans according to the relevant national regulations.	**Article 255** The Bank shall abide by the relevant national and local laws and regulations on labor protection, implement relevant policies, and safeguard the legitimate rights and interests of employees. The Bank shall formulate the labor, personnel and wage systems in light of the needs of production and operation in accordance with the relevant national laws, administrative regulations and policies on labor and personnel. The Bank shall, based on its actual situation, establish selection and employment mechanisms that meet market-oriented requirements such as open recruitment of employees, election and competitive recruitment of management personnel, adjustment of underperforming employees and dismissal of the incompetent. In addition, the Bank shall establish a market competitive remuneration system for key core employees and optimize and make good use of medium-and long-term incentive policies. The employees of the Bank shall be subject to social insurance contribution plans according to the relevant national regulations.
216.	**Newly added**	**Article 256** The Bank shall improve the democratic management system, taking the employee representative meeting as the basic form, and put into practice the information right, participation right, expression right and right of supervision of employees in accordance with the laws. The Bank shall listen to the opinions of employees in respect of important decisions, and the major issues involving the immediate interests of the employees must be submitted to the employee representative meeting or employee congress for deliberation. The Bank shall adhere to and improve the system of employee directorship and ensure the right of employee representatives to participate in corporate governance in an orderly manner.

No.	Before amendments	After amendments
217.	**Article 337** The merger or division of the Bank shall be implemented by proceeding examination and approval procedures according to laws after a plan proposed by the Board of Directors is passed in accordance with the procedures of the Articles of Association. The shareholders who oppose to the Bank's merger or division plans shall have the right to request the Bank or the shareholders who approve the merger or division plans to purchase their shares at a fair price. The content of the resolution on the merger or division of the Bank shall be recorded as a special document, which shall be available for the inspection of shareholders. The aforesaid documents shall also be sent out by mail to the holders of the overseas listed foreign shares.	**Article 257** The merger or division of the Bank shall be implemented by going through the examination and approval procedures according to laws after a plan proposed by the Board of Directors is passed in accordance with the procedures of the Articles of Association. The shareholders who oppose to the Bank's merger or division plans shall have the right to request the Bank to purchase their shares at a reasonable price.
218.	**Article 338** The merger action taken by the Bank may be in two forms, acquisition or amalgamation. In the case of a merger of the Bank, a merger agreement shall be signed in respect of the merger by each of the merging parties and a balance sheet and a detailed inventory of assets shall be prepared. The Bank shall inform its creditors of the intended merger within 10 days following the date on which the merger resolution is adopted, and publish an announcement in a newspaper designated by the relevant regulatory authority at least three times within 30 days. The creditors shall have the right to claim full repayment of their debts or provision of a corresponding guarantee from the Bank within 30 days from the date of receipt of the notice or within 45 days from the date of the first public announcement for those who have not received the notice. After the merger of the Bank, the claims and debts of each of the merging parties shall be assumed by the surviving company or the newly-established company.	**Article 258** The merger action taken by the Bank may be in two forms, acquisition or amalgamation. In the case of a merger of the Bank, a merger agreement shall be signed in respect of the merger by each of the merging parties and a balance sheet and a detailed inventory of assets shall be prepared. The Bank shall inform its creditors of the intended merger within 10 days following the date on which the merger resolution is adopted, and publish an announcement in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days. The creditors shall have the right to claim full repayment of their debts or provision of a corresponding guarantee from the Bank within 30 days from the date of receipt of the notice, or within 45 days from the date of the public announcement for those who have not received the notice. After the merger of the Bank, the claims and debts of each of the merging parties shall be assumed by the surviving company or the newly-established company.

No.	Before amendments	After amendments
219.	**Article 339** Where the Bank proceeds into a division, its assets shall be divided accordingly. In the case of a division of the Bank, a division agreement shall be signed in respect of the division by each of the division parties and a balance sheet and a detailed inventory of assets shall be prepared. The Bank shall inform its creditors of the intended a division within 10 days following the date on which the division resolution is adopted, and publish an announcement in a newspaper designated by the relevant regulatory authority at least three times within 30 days. The companies after the division shall be liable for the debts of the Bank incurred prior to the division of the Bank.	**Article 259** Where the Bank proceeds into a division, its assets shall be divided accordingly. In the case of a division of the Bank, a division agreement shall be signed in respect of the division by each of the division parties and a balance sheet and a detailed inventory of assets shall be prepared. The Bank shall inform its creditors of the intended a division within 10 days following the date on which the division resolution is adopted, and publish an announcement in a newspaper or on the National Enterprise Credit Information Publicity System within 30 days. The companies after the division shall be jointly and severally liable for the debts of the Bank incurred prior to the division of the Bank. However, this shall not apply if the Company has reached a written agreement with the creditors on the settlement of debts prior to the split.

No.	Before amendments	After amendments
220.	**Article 341** The Bank shall be dissolved and liquidated according to laws under any of the following circumstances: (1) if the shareholders' general meeting resolves to dissolve the Bank; (2) dissolution is necessary for the merger or division of the Bank; (3) the Bank is unable to pay off its due debts and is therefore declared bankrupt according to laws; (4) the Bank is revoked of its business license, ordered to be closed down or deregistered according to laws or regulations; (5) the Bank encounters grave difficulties in its operation and management, continued existence shall cause material loss to shareholders' interest, and the problems could not be solved through other means. In such case, the shareholders who hold more than 10% of the total voting rights of the Bank may make a petition to the people's court for the dissolution of the Bank; (6) the Bank is ordered to be closed down due to its violation of any laws or administrative regulations.	**Article 261** The Bank shall be dissolved and liquidated according to laws under any of the following circumstances: (1) the term of business operation set out in the Articles of Association has expired or other events of dissolution specified in the Articles of Association have occurred; (2) if the shareholders' general meeting resolves to dissolve the Bank; (3) dissolution is necessary for the merger or division of the Bank; (4) the Bank is revoked of its business license, ordered to be closed down or deregistered according to laws or regulations; (5) the Bank encounters grave difficulties in its operation and management, continued existence shall cause material loss to shareholders' interest, and the problems could not be solved through other means. In such case, the shareholders who hold more than 10% of the voting rights of the Bank may make a petition to the people's court for the dissolution of the Bank; The Bank shall, within ten days of the occurrence of the reasons for dissolution as stipulated in the preceding paragraph, disclose the reasons for dissolution on the National Enterprise Credit Information Publicity System.

No.	Before amendments	After amendments
221.	**Article 342** In the case of dissolution of the Bank under the circumstances set out in item (1), (4) and (5) of the preceding Article, a liquidation committee shall be formed within 15 days since the date of the occurrence of the reasons for dissolution. The members of the liquidation committee shall be determined by the shareholders' general meeting by ordinary resolutions. In the case of dissolution of the Bank under the circumstance sets out in item (3) of the preceding Article, the people's court shall, according to relevant legal provisions, organize shareholders, relevant departments and professionals to form a liquidation committee to carry out liquidation. In the case of dissolution of the Bank under the circumstance sets out in item (6) of the preceding Article, the relevant competent authority shall organize shareholders, relevant departments and professionals to form a liquidation committee to carry out liquidation.	**Article 262** In the case of dissolution of the Bank under the circumstances set out in item (1), (2), (4) and (5) of the preceding Article, the Bank shall be liquidated. The directors are the obligor of liquidation of the Bank, and shall set up a liquidation committee within 15 days from the date of occurrence of the reason for the dissolution. The members of the liquidation committee shall consist of the directors, unless the shareholders' general meeting resolves to appoint others. In the circumstances set forth in item (1) and (2) of the preceding Article, and where no property has been distributed to shareholders, the Bank may carry on its existence by amending the Articles of Association or by resolution of the shareholders' general meeting. The amendments to the Articles of Association or by resolution of the shareholders' general meeting pursuant to the preceding paragraph shall require the approval of more than two-thirds of the voting rights of shareholders attending a shareholders' general meeting.

No.	Before amendments	After amendments
222.	**Article 343** If the Board of Directors decides the Bank shall carry out liquidation (except for liquidation resulting from the Bank's declaration of bankruptcy), it shall state in the notice of the shareholders' general meeting convened for this purpose that the Board of Directors has conducted comprehensive investigations on the Bank's conditions and believes that the Bank is able to pay off all its debt within 12 months following the commencement of liquidation. The powers and functions of the Board of Directors of the Bank shall terminate immediately when the resolution on liquidation has been passed at the shareholders' general meeting. The liquidation committee shall follow the instructions of the shareholders' general meeting to report on its income and expenditures, the Bank's business and progress of liquidation to the shareholder' general meeting at least once a year and make a final report to the shareholders' general meeting upon the end of liquidation.	**Deleted**
223.	**Article 344** The liquidation committee shall inform its creditors within 10 days following its establishment, and make announcements in newspapers for information disclosure designated by related regulatory institution at least three times within 60 days. The creditors shall declare their claims to the liquidation committee within 30 days from the date of receipt of the notice or within 45 days from the date of the first public announcement for those who have not received the notice. The liquidation committee shall register the claims.	**Article 263** The liquidation committee shall inform its creditors within 10 days following its establishment, and publish an announcement in a newspaper or on the National Enterprise Credit Information Publicity System within sixty days. The creditors shall declare their claims to the liquidation committee within 30 days from the date of receipt of the notice or within 45 days from the date of the first public announcement for those who have not received the notice. The liquidation committee shall register the claims.

No.	Before amendments	After amendments
224.	**Article 345** The liquidation committee shall exercise the following functions and powers during the period of liquidation: (1) sorting of the Bank's assets and preparing a balance sheet and a detailed inventory of assets respectively; (2) to inform creditors by notice or public announcement; (3) to deal with the outstanding businesses of the Bank related to liquidation; (4) to settle the outstanding tax; (5) to settle claims and debts; (6) to deal with the remaining assets after the full repayment of the Bank's debts; (7) to participate in civil proceedings on behalf of the Bank.	**Article 264** The liquidation committee shall exercise the following functions and powers during the period of liquidation: (1) sorting of the Bank's assets and preparing a balance sheet and a detailed inventory of assets respectively; (2) to inform creditors by notice or public announcement; (3) to deal with the outstanding businesses of the Bank related to liquidation; (4) to settle the outstanding taxes and taxes incurred in the course of liquidation; (5) to settle claims and debts; (6) to distribute the remaining assets after the full repayment of the Bank's debts; (7) to participate in civil proceedings on behalf of the Bank.

No.	Before amendments	After amendments
225.	**Article 346** After the liquidation committee has sorted the Bank's assets and prepared a balance sheet and a detailed list of assets, it shall prepare a liquidation plan and submit it to the shareholders' general meeting or relevant competent authority for confirmation. The Bank's assets shall be used to settle its debts in the following order and sequence: (1) pay liquidation expenses; (2) pay salaries, social insurance premiums and legal compensations of the employees in the Bank; (3) principal amounts for personal savings deposit and its legal interests; (4) pay taxes due; (5) to settle the debts of the Bank. The residual assets after the settlement made according to the preceding Article shall be distributed to the shareholders on the basis of the class of shares and in the proportion of shares being held. During the liquidation, the Bank will remain its existence, but cannot carry on new operating activities, nor carry on operating activities not related to liquidation. The assets of the Bank shall not been distributed to shareholders until the settlement made in accordance with the proceeding Article.	**Article 265** After the liquidation committee has sorted the Bank's assets and prepared a balance sheet and a detailed list of assets, it shall prepare a liquidation plan and submit it to the shareholders' general meeting or the People's Court or relevant competent authority for confirmation. The Bank's assets shall be used to settle its debts in the following order and sequence: (1) pay liquidation expenses; (2) pay salaries, social insurance premiums and legal compensations of the employees in the Bank; (3) principal amounts for personal savings deposit and its legal interests; (4) pay taxes due; (5) to settle the debts of the Bank. The assets of the Bank shall not be distributed to shareholders until the settlement is made in accordance with the preceding Article. The residual assets after the settlement made according to the preceding Article shall be distributed in accordance with the proportion of shares held by the shareholders of the Bank. During the liquidation, the Bank shall continue to exist, but cannot carry on operating activities not related to liquidation.
226.	**Article 347** Where the Bank is liquidated due to dissolution, if the liquidation committee, after the disposal of the assets of the Bank and preparation of the balance sheet and list of assets, discovers that the assets of the Bank are insufficient to settle the debts, it shall forthwith make an application to the People's Court for a declaration of insolvency. After the declaration of insolvency by the People's Court, the liquidation committee shall transfer the liquidation matters to the People's Court.	**Article 266** Where the Bank is liquidated due to dissolution, if the liquidation committee, after the disposal of the assets of the Bank and preparation of the balance sheet and list of assets, discovers that the assets of the Bank are insufficient to settle the debts, it shall forthwith make an application to the People's Court for a declaration of insolvency liquidation. After the People's Court accepts a bankruptcy petition, the liquidation committee shall transfer the liquidation matters to the bankruptcy administrator appointed by the People's Court.

No.	Before amendments	After amendments
227.	**Article 348** Upon the completion of the liquidation of the Bank, the liquidation committee shall prepare a liquidation report, statement of income and expenditure and the financial accounts for the liquidation which, upon verification by an accountant registered in PRC, shall be submitted to the shareholders' general meeting or the relevant supervisory authorities for confirmation. The liquidation committee shall submit within 30 days after the confirmation by the shareholders' general meeting or the relevant supervisory authorities the documents mentioned above to the registration authority of the Company and apply for the cancellation of the registration of the Company and announce the termination of the Bank.	**Article 267** Upon the completion of the liquidation of the Bank, the liquidation committee shall prepare a liquidation report, which shall be submitted to the shareholders' general meeting or the People's Court or the relevant supervisory authorities for confirmation. And the liquidation committee shall submit the documents mentioned above to the registration authority of the Company and apply for the cancellation of the registration of the Company and announce the termination of the Bank.
228.	**Article 349** The members of the liquidation committee shall fulfill their duties and obligations in relation to liquidation in accordance with the law. The members of the liquidation committee shall neither accept bribes or other illegal income nor seize the properties of the Bank when fulfilling their duty of liquidation. Any member of the liquidation committee shall compensate the Bank or the creditors for any loss caused by his intended or significant fault.	**Article 268** The members of the liquidation committee shall perform their liquidation duties and shall be bound by the duties of loyalty and diligence. If a member of the liquidation committee fails to perform the liquidation duties and causes losses to the Bank, the member shall bear liability for compensation. Any member of the liquidation committee shall compensate the Bank or the creditors for any loss caused by his intended or significant fault.

No.	Before amendments	After amendments
229.	**Article 350** The Bank may amend the Bank's Articles of Association pursuant to the laws, the administrative regulations and the provisions of the Bank's Articles of Association. If any of the following circumstances applies, the Bank should amend the Articles of Association: (1) After the amendment of PRC Company Law, Banking Supervisory and Administrative Law (《銀行業監督管理法》), Commercial Banking Law (《商業銀行法》) or relevant laws and administrative regulations, the matters under the Articles of Association are in contradiction with requirements of the amended laws and administrative regulations; (2) The situation of the Bank has changed in such a way that it is not in compliance with the situation set forth in the Articles of Associations; (3) The Articles of Association is resolved to be amended by the shareholders' general meeting.	**Article 269** The Bank may amend the Bank's Articles of Association pursuant to the laws, the administrative regulations and the provisions of the Bank's Articles of Association. If any of the following circumstances applies, the Bank will amend the Articles of Association: (1) After the amendment of PRC Company Law, Banking Supervisory and Administrative Law (《銀行業監督管理法》), Commercial Banking Law (《商業銀行法》) or relevant laws and administrative regulations, the matters under the Articles of Association are in contradiction with requirements of the amended laws and administrative regulations; (2) The situation of the Bank has changed in such a way that it is not in compliance with the situation set forth in the Articles of Associations; (3) The Articles of Association is resolved to be amended by the shareholders' general meeting.
230.	**Article 351** Those amendments to the Articles of Association decided by resolutions passed in shareholders' general meeting shall be submitted for the review and approval of the relevant banking regulatory authority. The amendments to the Articles of Association which involve the contents of the Mandatory Provisions shall be submitted to and approved by the vetting authority authorized by the State Council and the securities administrative authority of the State Council before coming into effect. If the amendments involve the registered items of the Bank, the Bank shall apply for registration of changes in the registered items in accordance with the laws.	**Article 270** Those amendments to the Articles of Association decided by resolutions passed in shareholders' general meeting shall be submitted for the review and approval of the relevant banking regulatory authority. If the amendments involve the registered items of the Company, the Company shall apply for registration of changes in the registered items in accordance with the laws.

No.	Before amendments	After amendments
231.	**Article 356** Holders of preference shares of the Bank shall enjoy the following rights: (1) to receive distribution of dividends in priority to holders of ordinary shares; (2) to receive distribution of residual assets of the Bank on liquidation in priority to holders of ordinary shares; (3) upon the occurrence of the circumstances provided in Article 358, to attend and vote at shareholders' general meetings; (4) upon the occurrence of the circumstances provided in Article 359, to have its voting rights restored in accordance with the requirements of that Article; (5) to make proposals or inquiries in relation to the business operations and activities of the Bank; (6) to inspect the Bank's Articles of Association, register of shareholders, record of bondholders, minutes of shareholders' general meetings, resolutions of meetings of the Board of Directors, resolutions of meetings of the Board of Supervisors and financial reports; (7) other rights conferred to holders of preference shares by laws, administrative regulations, departmental rules and the Articles of Association.	**Article 275** Holders of preference shares of the Bank shall enjoy the following rights: (1) to receive distribution of dividends in priority to holders of ordinary shares; (2) to receive distribution of residual assets of the Bank on liquidation in priority to holders of ordinary shares; (3) upon the occurrence of the circumstances provided in Article 277, to attend and vote at shareholders' general meetings; (4) upon the occurrence of the circumstances provided in Article 278, to have its voting rights restored in accordance with the requirements of that Article; (5) to make proposals or inquiries in relation to the business operations and activities of the Bank; (6) to inspect the Bank's Articles of Association, register of shareholders, record of bondholders, minutes of shareholders' general meetings, resolutions of meetings of the Board of Directors and financial reports; (7) other rights conferred to holders of preference shares by laws, administrative regulations, departmental rules and the Articles of Association.

No.	Before amendments	After amendments
232.	**Article 357** Only votes of ordinary shares and votes of preference shares with restored voting rights shall be counted when calculating the proportion of shares and the number of shares held by the shareholders in the event of the following: (1) a request to convene an extraordinary general meeting of shareholders; (2) a request to convene and preside over a general meeting of shareholders; (3) a request to submit a proposal or an interim proposal to a general meeting of shareholders; (4) a request to nominate the directors and supervisors who are not staff representatives of the Bank; (5) identifying controlling shareholder(s) according to the relevant provisions of the Articles of Association; (6) identifying person(s) restricted from serving as independent directors of the Bank according to the related provisions of the Articles of Association; (7) identifying the ten largest shareholders of the Bank and the number of shares held by them and the shareholder(s) holding 5% or more of the shares of the Bank in accordance with the Securities Law of the People's Republic of China and relevant regulations; (8) other circumstances provided under laws, administrative regulations, departmental regulations and the Articles of Association.	**Article 276** Only votes of ordinary shares and votes of preference shares with restored voting rights shall be counted when calculating the proportion of shares and the number of shares held by the shareholders in the event of the following: (1) a request to convene an extraordinary general meeting of shareholders; (2) a request to convene and preside over a general meeting of shareholders; (3) a request to submit a proposal or an interim proposal to a general meeting of shareholders; (4) a request to nominate the directors who are not staff representatives of the Bank; (5) identifying controlling shareholder(s) according to the relevant provisions of the Articles of Association; (6) identifying person(s) restricted from serving as independent directors of the Bank according to the related provisions of the Articles of Association; (7) identifying the ten largest shareholders of the Bank and the number of shares held by them and the shareholder(s) holding 5% or more of the shares of the Bank in accordance with the Securities Law of the People's Republic of China and relevant regulations; (8) other circumstances provided under laws, administrative regulations, departmental regulations and the Articles of Association.

No.	Before amendments	After amendments
233.	**Article 358** The holders of preference shares are not entitled to attend any shareholders' general meeting of the Bank nor do the preference shares carry voting rights in any shareholders' general meeting other than in the following circumstances: (1) amendments to the Articles of Association that relate to preference shares; (2) reduction of the registered capital of the Bank by more than 10% on a single or aggregate basis; (3) merger, division, dissolution or change of corporate form of the Bank; (4) issuance of preference shares by the Bank; (5) other events specified in laws, administrative rules and departmental regulations and the Articles of Association. On the occurrence of any of the above matters, the Bank shall notify holders of preference shares of the shareholders' general meeting and follow the notice procedures to holders of ordinary shares as provided under the Articles of Association. The holders of preference shares are entitled to vote at a separate class meeting with respect to the above matters and each preference share shall have one vote (preference shares held by the Bank do not entitle the Bank to vote). Resolutions relating to the above matters shall be approved by more than two thirds of the votes held by holders of ordinary shares present at the meeting (including holders of preference shares with restored voting rights) and by more than two thirds of the votes held by holders of preference shares present at the meeting (excluding holders of preference shares with restored voting rights).	**Article 277** The holders of preference shares are not entitled to attend any shareholders' general meeting of the Bank nor do the preference shares carry voting rights in any shareholders' general meeting other than in the following circumstances: (1) amendments to the Articles of Association that relate to preference shares; (2) reduction of the registered capital of the Bank by more than 10% on a single or aggregate basis; (3) merger, division, dissolution or change of corporate form of the Bank; (4) issuance of preference shares by the Bank; (5) other events specified in laws, administrative rules and departmental regulations and the Articles of Association. On the occurrence of any of the above matters, the Bank shall notify holders of preference shares of the shareholders' general meeting and follow the notice procedures to holders of ordinary shares as provided under the Articles of Association. The holders of preference shares are entitled to vote at a separate class meeting with respect to the above matters and each preference share shall have one vote (preference shares held by the Bank do not entitle the Bank to vote). Resolutions relating to the above matters shall be approved by more than two thirds of the votes held by holders of ordinary shares present at the meeting (including holders of preference shares with restored voting rights) and by more than two thirds of the votes held by holders of preference shares present at the meeting (excluding holders of preference shares with restored voting rights).

No.	Before amendments	After amendments
234.	**Article 359** In the event that the Bank fails to pay the prescribed dividend to the holders of preference shares for three financial years in aggregate or two consecutive financial years, the holders of preference shares will have the right to attend and vote at the shareholders' general meetings as if they are holders of ordinary shares from the day immediately after the shareholders' general meeting resolves that the Bank will not pay the prescribed dividend for the current dividend period. The voting rights of the holders of preference shares will remain restored until the Bank pays the current period dividend in full. The formula for calculating the voting rights of the preference shares with restored voting rights is as follows: Q = V/P x conversion exchange rate, with any fractional restored voting right rounded down to the nearest whole number. Where: "Q" denotes the foreign shares voting rights restored from the offshore preference shares held by each holder of offshore preference shares; "V" denotes the aggregate value of the offshore preference shares with restored voting rights held by each holder of offshore preference shares; "P" denotes the conversion price; the initial conversion price is decided by the issuance plan for offshore preference shares passed by shareholders' general meeting and denominated in Hong Kong dollars (which shall be converted with reference to the central parity rate of RMB to Hong Kong dollars used by the interbank foreign exchange market as published by the China Foreign Exchange Trade System on the trading day prior to the announcement date of the Board resolution on the issuance plan for offshore preference shares (rounded up to the nearest 2 decimal places)); the "conversion exchange rate" refers to the cross rate between Hong Kong dollars and the currency in which the offshore preference shares are denominated based on the RMB central parity rate published by the China Foreign Exchange Trading System on the trading date preceding the date of the announcement of the passing of the Board of Directors' resolution in respect of the issuance plan for offshore preference shares; and the adjustment method of the conversion price P shall be determined as agreed at the time of the issuance of preference shares.	**Article 278** In the event that the Bank fails to pay the prescribed dividend to the holders of preference shares for three financial years in aggregate or two consecutive financial years, the holders of preference shares will have the right to attend and vote at the shareholders' general meetings as if they are holders of ordinary shares from the day immediately after the shareholders' general meeting resolves that the Bank will not pay the prescribed dividend for the current dividend period. The voting rights of the holders of preference shares will remain restored until the Bank pays the current period dividend in full. The formula for calculating the voting rights of the preference shares with restored voting rights is as follows: Q = V/P x conversion exchange rate, with any fractional restored voting right rounded down to the nearest whole number. Where: "Q" denotes the foreign shares voting rights restored from the offshore preference shares held by each holder of offshore preference shares; "V" denotes the aggregate value of the offshore preference shares with restored voting rights held by each holder of offshore preference shares; "P" denotes the conversion price; the initial conversion price is decided by the issuance plan for offshore preference shares passed by shareholders' general meeting and denominated in Hong Kong dollars (which shall be converted with reference to the central parity rate of RMB to Hong Kong dollars used by the interbank foreign exchange market as published by the China Foreign Exchange Trade System on the trading day prior to the announcement date of the Board resolution on the issuance plan for offshore preference shares (rounded up to the nearest 2 decimal places)); the "conversion exchange rate" refers to the cross rate between Hong Kong dollars and the currency in which the offshore preference shares are denominated based on the RMB central parity rate published by the China Foreign Exchange Trading System on the trading date preceding the date of the announcement of the passing of the Board of Directors' resolution in respect of the issuance plan for offshore preference shares; and the adjustment method of the conversion price P shall be determined as agreed at the time of the issuance of preference shares.

No.	Before amendments	After amendments
235.	**Article 361** In the event of liquidation of the Bank as a result of dissolution, bankruptcy or other reasons, the remaining assets of the Bank after liquidation in accordance with laws, administrative regulations, departmental rules and Paragraph II of Article 346 hereof shall be distributed first to the holders of preference shares. Holders of preference shares will be entitled to an amount equal to the aggregate value of the preference shares then issued and outstanding plus any declared but unpaid dividends for the then current period. If there are insufficient remaining assets, the distribution will be made ratably according to the aggregate value of the preference shares held by each holder of preference shares as a proportion of the aggregate value of all preference shares of the Bank.	**Article 280** In the event of liquidation of the Bank as a result of dissolution, bankruptcy or other reasons, the remaining assets of the Bank after liquidation in accordance with laws, administrative regulations, departmental rules and Article 265 hereof shall be distributed first to the holders of preference shares. Holders of preference shares will be entitled to an amount equal to the aggregate value of the preference shares then issued and outstanding plus any declared but unpaid dividends for the then current period. If there are insufficient remaining assets, the distribution will be made ratably according to the aggregate value of the preference shares held by each holder of preference shares as a proportion of the aggregate value of all preference shares of the Bank.
236.	**Article 364** Unless otherwise provided in the Articles of Association, the notice of meetings of the Bank will be issued in the following forms: (1) the notice of convening a shareholders' general meeting shall be issued by hand, mails and by way of an announcement. (2) the notice of convening a Board of Directors meeting shall be issued by hand, mails, fax and emails and etc.. (3) the notice of convening a Board of Supervisors meeting shall be issued by hand, mails, fax and emails and etc..	**Article 283** Unless otherwise provided in the Articles of Association, the notice of meetings of the Bank will be issued in the following forms: (1) the notice of convening a shareholders' general meeting shall be issued by hand, mails and by way of an announcement. (2) the notice of convening a Board of Directors meeting shall be issued by hand, mails, fax and emails and etc..

No.	Before amendments	After amendments
237.	**Article 366** The Bank shall abide by the following rules for dispute resolution: (1) Any disputes or claims arising between holders of overseas listed foreign shares and the Bank, between holders of overseas listed foreign shares and the Bank's directors, supervisors, senior management, or between holders of overseas listed foreign shares and holders of domestically listed shares, with respect to any rights or obligations by virtue of the Articles, the Company Law and any rights or obligations stipulated by any other relevant laws and administrative regulations concerning the affairs of the Bank, shall be submitted to arbitration. When the aforementioned dispute or claim of rights is submitted to arbitration, the entire claim or dispute shall be submitted to arbitration, and all persons whose causes of action were based on the same ground or the persons whose participation is necessary for the resolution of such dispute or claim, shall comply with the arbitration, where such person is the Bank, the Bank's shareholders, directors, supervisors, senior management. Disputes with respect to the definition of shareholders and disputes concerning the register of shareholders need not be resolved by arbitration. (2) A claimant may select an arbitration to be carried out either by the China International Economic and Trade Arbitration Commission in accordance with its rules or the Hong Kong International Arbitration Centre in accordance with its securities arbitration rules. Once a claimant submits a dispute or claim of rights to arbitration, the other party must conduct the arbitration at the arbitration organ selected by the claimant. If a claimant selects Hong Kong International Arbitration Centre as the arbitration organ, either party may apply for the arbitration to be conducted in Shenzhen in accordance with the securities arbitration rules of Hong Kong International Arbitration Centre.	**Article 285** The Bank shall abide by the following rules for dispute resolution: (1) Any disputes or claims arising between holders of overseas listed foreign shares and the Bank, between holders of overseas listed foreign shares and the Bank's directors, senior management, or between holders of overseas listed foreign shares and holders of domestically listed shares, with respect to any rights or obligations by virtue of the Articles, the Company Law and any rights or obligations stipulated by any other relevant laws and administrative regulations concerning the affairs of the Bank, shall be submitted to arbitration. When the aforementioned dispute or claim of rights is submitted to arbitration, the entire claim or dispute shall be submitted to arbitration, and all persons whose causes of action were based on the same ground or the persons whose participation is necessary for the resolution of such dispute or claim, shall comply with the arbitration, where such person is the Bank, the Bank's shareholders, directors, senior management. Disputes with respect to the definition of shareholders and disputes concerning the register of shareholders need not be resolved by arbitration. (2) A claimant may select an arbitration to be carried out either by the China International Economic and Trade Arbitration Commission in accordance with its rules or the Hong Kong International Arbitration Centre in accordance with its securities arbitration rules. Once a claimant submits a dispute or claim of rights to arbitration, the other party must conduct the arbitration at the arbitration organ selected by the claimant. If a claimant selects Hong Kong International Arbitration Centre as the arbitration organ, either party may apply for the arbitration to be conducted in Shenzhen in accordance with the securities arbitration rules of Hong Kong International Arbitration Centre.

No.	Before amendments	After amendments
	(3) If any disputes or claims of rights a s a result of (1) above are resolved by arbitration, the laws of the PRC shall apply, except otherwise provided by laws and administrative regulations. (4) The award of the arbitration organ shall be final and conclusive and binding on all parties.	(3) If any disputes or claims of rights as a result of (1) above are resolved by arbitration, the laws of the PRC shall apply, except otherwise provided by laws and administrative regulations. (4) The award of the arbitration organ shall be final and conclusive and binding on all parties.
238.	**Article 368** Unless otherwise stated expressly, the "above", "within", "below" referred to herein all include that number, while the "less than", "beyond", "lower than", "more than" all exclude that number; references to "total voting shares" shall only include the total number of ordinary shares and preference shares with restored voting rights.	**Article 287** Unless otherwise stated expressly, the "above", "within", "below" referred to herein all include that number, while the "less than", "beyond", "over", "lower than", "more than" all exclude that number.
239.	**Article 371** In case of any inconsistency between the shareholders' general meeting rules and the Board of Directors meeting rules, the Board of Supervisors meeting rules and the Articles of Association, the Articles of Association shall prevail.	**Article 290** In case of any inconsistency between the shareholders' general meeting rules, the Board of Directors meeting rules and the Articles of Association, the Articles of Association shall prevail.
240.	**Article 372** In case of any contradiction or inconsistency between the Articles of Association and current laws, regulations or Listing Rules, current laws, regulations or Listing Rules shall prevail.	**Article 291** In case of any contradiction or inconsistency between the Articles of Association and current laws, regulations, rules, regulatory requirements or Listing Rules, current laws, regulations, rules, regulatory requirements or Listing Rules shall prevail.
241.	**Article 373** The Articles of Association will come into effect upon being reviewed and approved on the shareholders' general meeting of the Bank and checked and approved by the relevant banking regulatory authority.	**Deleted**

No.	Before amendments	After amendments
1.	Procedural Rules for General Meetings of Bank of Chongqing Co., Ltd.	Procedural Rules for General Meetings of Bank of Chongqing Co., Ltd.
2.	**Article 1** With a view to regulating the acts of the Bank and ensuring the shareholders' general meeting lawfully exercises its functions, the Procedural Rules for General Meetings of Bank of Chongqing Co., Ltd. (hereinafter referred to as the "Rules") are formulated in accordance with the relevant requirements of laws and regulations and departmental rules such as the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law"), the Securities Law of the People's Republic of China, Commercial Banking Law of the People's Republic of China, the Guidelines for Corporate Governance of Banking and Insurance Institutions, the Rules for the General Meetings of Listed Companies, the Guidance Opinion of the State Council on the Launch of Preference Shares Pilot Scheme, Special Provisions on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies issued by the State Council, Mandatory Provisions for Articles of Association of Companies Listing Oversea, the Guidance for the Articles of Association of Listed Companies issued by the China Securities Regulatory Commission (hereinafter referred to as the "CSRC"), the Rules for the General Meetings of Listed Companies, the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, the Listing Rules of the Shanghai Stock Exchange (hereinafter collectively referred to as the "Listing Rules") and relevant provisions under the Articles of Association of the Bank and based on the actual circumstances of the Bank.	**Article 1** With a view to regulating the acts of the Bank and ensuring the shareholders' general meeting lawfully exercises its functions, the Procedural Rules for General Meetings of Bank of Chongqing Co., Ltd. (hereinafter referred to as the "Rules") are formulated in accordance with the relevant requirements of laws and regulations and departmental rules such as the Company Law of the People's Republic of China (hereinafter referred to as the "Company Law"), the Securities Law of the People's Republic of China, Commercial Banking Law of the People's Republic of China, the Guidelines for Corporate Governance of Banking and Insurance Institutions, the Guidance Opinion of the State Council on the Launch of Preference Shares Pilot Scheme, the Guidance for the Articles of Association of Listed Companies issued by the China Securities Regulatory Commission (hereinafter referred to as the "CSRC"), the Rules for the General Meetings of Listed Companies, the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, the Listing Rules of the Shanghai Stock Exchange (hereinafter collectively referred to as the "Listing Rules") and relevant provisions under the Articles of Association of the Bank and based on the actual circumstances of the Bank.

No.	Before amendments	After amendments
3.	**Article 2** The Bank shall convene the general meeting in strict accordance with the relevant provisions of the laws, administrative regulations, the Articles of Association of the Bank, the Listing Rules and the Rules so as to ensure that the shareholders are able to lawfully exercise their rights. The Board of Directors of the Bank shall duly perform its duties and organize general meetings prudently and as scheduled. All the directors of the Bank shall be diligent and responsible so as to ensure that general meetings are held in an orderly manner and the functions and powers are exercised in accordance with the laws.	**Article 2** The Bank shall convene the general meeting in strict accordance with the relevant provisions of the laws, administrative regulations, the Articles of Association of the Bank, the Listing Rules and the Rules so as to ensure that the shareholders are able to lawfully exercise their rights. The Board of Directors of the Bank shall duly perform its duties and organize general meetings prudently and as scheduled. All the directors of the Bank shall be diligent and responsible so as to ensure that general meetings are held in an orderly manner and the functions and powers are exercised in accordance with the laws.
4.	**Article 3** The general meetings shall perform its functions and powers to the extent as provided by the Company Law and the Articles of Association of the Bank.	**Article 3** The general meetings shall perform the following functions and powers to the extent as provided by the Company Law and the Articles of Association of the Bank: (1) to elect and replace non-employee directors, and decide on matters related to the remuneration of directors; (2) to examine and approve the report of the Board of Directors; (3) to examine and approve the Bank's annual financial budget and its final accounts; (4) to examine and approve the Bank's plans for profit allocation and loss recovery; (5) to adopt a resolution on increase or decrease in the Bank's registered capital; (6) to adopt resolutions on merger, separation, dissolution, liquidation or change of company form of the Bank; (7) to make adopt a resolution on the issuance of the Bank's bonds or other securities or the listing of the Bank; (8) to adopt a resolution on the acquisition of shares of the Bank in accordance with the laws;

No.	Before amendments	After amendments
		(9) to adopt resolutions on the Bank's hiring or firing an accounting firm that is responsible for the regular statutory audits of the Bank's financial reports; (10) to amend the Articles of Association; (11) to examine and approve the procedural rules for general meetings and the Board of Directors; (12) to examine the Bank's purchase or sale of material assets within one year with the amount exceeding 30% of the latest audited total assets of the Bank; (13) to examine the following matters concerning external guarantees for non-commercial banking business: 1. any provision of guarantee, where the total amount of external guarantees provided by the Bank and its holding subsidiaries exceeds 50% of the latest audited net assets of the Bank; 2. any provision of guarantee, where the total amount of external guarantees provided by the Bank and its holding subsidiaries exceeds 30% of the latest audited total assets of the Bank; 3. the amount of guarantee provided by the Bank within one year exceeds 30% of the latest audited total assets of the Bank; 4. guarantees provided to any guaranteed party whose debt to assets ratio is higher than 70%; 5. any provision of a single guarantee with an amount exceeding 10% of the latest audited net assets of the Bank; 6. any provision of guarantee to shareholders, de facto controllers and their connected parties. (14) to examine and approve connected transactions which shall be approved by the shareholders general meeting in accordance with laws, administrative regulations, rules and provisions of the securities regulatory authority of the places where the shares of the Bank are listed;

No.	Before amendments	After amendments
		(15) to examine and approve changes in the use of proceeds; (16) to adopt a resolution on the acquisition of shares of the Bank in accordance with the laws; (17) to examine the equity incentive plan and employee stock ownership plan; (18) to determine the issuance of preference shares; to determine or authorize the Board of Directors to determine the matters relating to the issuance of preference shares by the Bank, including but without limitation to redemption, conversion and dividend distribution etc.; (19) external donations of the Board of Directors exceeding the amount authorized by the shareholders' general meeting; (20) purchases of major assets, procurement of bulk materials and services by the Board of Directors exceeding the amount authorized by the shareholders' general meeting; (21) to mobilize and use funds for projects not included in the annual budget; to mobilize and use large amount of funds by the Board of Directors exceeding the amount authorized by the shareholders' general meeting; (22) other matters which should be determined by the general meeting of shareholders in accordance with the laws, regulations, regulatory requirements or the Articles of Association. If the shareholders' general meeting makes decisions on the above matters, which fall within the scope of the pre-study and discussion of the Party Committee of the Bank, it shall listen to the opinions and suggestions of the Party Committee of the Bank in advance and be considered and approved by the Board of Directors.

No.	Before amendments	After amendments
5.	**Article 4** There are two types of shareholders' general meeting: annual general meeting and extraordinary general meeting. Annual general meetings shall be held once a year within six months after the end of the previous accounting year. Extraordinary general meetings shall be convened irregularly. In any of the following circumstances where an extraordinary general meeting shall be convened as set out in of the Company Law and the Articles of Association, the Company shall convene an extraordinary general meeting within two months. In the event that the Bank is not able to convene the shareholders' general meeting in the above period, the Bank shall report to the local office of the CSRC of the jurisdiction where the Bank located and the stock exchange where the shares of the Bank are listed (hereinafter referred to as the "Stock Exchange"), stating the reasons and making an announcement in respect thereof.	**Article 4** There are two types of shareholders' general meeting: annual general meeting and extraordinary general meeting. Annual general meetings shall be held once a year within six months after the end of the previous accounting year. Extraordinary general meetings shall be convened irregularly. In any of the following circumstances where an extraordinary general meeting shall be convened as set out in of the Company Law and the Articles of Association, the Company shall convene an extraordinary general meeting within two months from the date of occurrence of the relevant event. In the event that the Bank is not able to convene the shareholders' general meeting in the above period, the Bank shall report to the local office of the CSRC of the jurisdiction where the Bank located and the stock exchange where the shares of the Bank are listed (hereinafter referred to as the "Stock Exchange"), stating the reasons and making an announcement in respect thereof.
6.	**Article 5** When convening a shareholders' general meeting, the Bank shall engage legal advisers to witness the meeting, provide legal opinions on the following issues, and make announcements in respect thereof as required by the Listing Rules of the jurisdiction where the shares of the Bank are listed: (i) whether the procedures of convening and holding the meeting comply with laws, administrative regulations, these Rules and the Articles of Association; (ii) whether the qualifications of attendees and convener is legal and valid; (iii) whether the procedure and result of voting is valid and binding; (iv) legal opinions on other matters as requested by the Bank.	**Article 5** When convening a shareholders' general meeting, the Bank shall engage legal advisers to witness the meeting, provide legal opinions on the following issues, and make announcements in respect thereof as required by the Listing Rules of the jurisdiction where the shares of the Bank are listed: (i) whether the procedures of convening and holding the meeting comply with laws, administrative regulations, the Articles of Association and these Rules; (ii) whether the qualifications of attendees and convener is legal and valid; (iii) whether the procedure and result of voting is valid and binding; (iv) legal opinions on other matters as requested by the Bank.
7.	Chapter 2 Summoning of the Shareholders' General Meeting	Chapter 2 Summoning of the Shareholders' General Meeting

No.	Before amendments	After amendments
8.	**Article 6** The Board of Directors shall convene the general meeting within the time limit specified in Article 4 of these Rules.	**Article 6** The Board of Directors shall convene the general meeting within the time limit specified in Article 4 of these Rules.
9.	**Article 7** Independent directors shall have the right to propose to the Board of Directors to convene an extraordinary general meeting. In response to the proposal of independent directors to convene an extraordinary general meeting, the Board of Directors shall, in accordance with the laws, administrative regulations and the Articles of Association of the Bank, furnish a written reply stating its agreement or disagreement to the convening of the extraordinary general meeting within ten days upon receipt of such proposal. If the Board of Directors agrees to convene an extraordinary general meeting, a notice of such meeting shall be issued within five days after the resolution of the Board of Directors is passed. If the Board of Directors does not agree to convene an extraordinary general meeting, it shall explain the reasons and make an announcement. If the number of independent directors who propose to convene an extraordinary general meeting is more than half of the total number of independent directors and not less than two, the Bank shall convene an extraordinary general meeting within two months.	**Article 7** Subject to the consent of more than half of all the independent directors, independent directors shall have the right to propose to the Board of Directors to convene an extraordinary general meeting. In response to the proposal of independent directors to convene an extraordinary general meeting, the Board of Directors shall, in accordance with the laws, administrative regulations and the Articles of Association of the Bank, furnish a written reply stating its agreement or disagreement to the convening of the extraordinary general meeting within ten days upon receipt of such proposal. If the Board of Directors agrees to convene an extraordinary general meeting, a notice of such meeting shall be issued within five days after the resolution of the Board of Directors is passed. If the Board of Directors does not agree to convene an extraordinary general meeting, it shall explain the reasons and make an announcement.

No.	Before amendments	After amendments
10.	**Article 8** The Board of Supervisors shall have the right to propose to the Board of Directors in writing to call an extraordinary general meeting. The Board shall, pursuant to the relevant laws, administrative regulations and the Articles of Association, give a written reply stating its consent or reject for the convening of the extraordinary general meeting within 10 days after receiving the proposal. If the Board of Directors agrees to convene the extraordinary general meeting, a notice for convening such meeting shall be issued within 5 days after the resolution is made by the Board of Directors. The consent of the Board of Supervisors shall be secured if any change is to be made to the original motion in the notice. If the Board of Directors does not agree to call such meeting, or fails to give a response within 10 days after receipt of the proposal, it shall be deemed to be unable to or have failed to perform its duty of convening the general meeting, and the Board of Supervisors may itself convene and preside over such meeting.	**Article 8** The Audit Committee shall have the right to propose to the Board of Directors in writing to call an extraordinary general meeting. The Board shall, pursuant to the relevant laws, administrative regulations and the Articles of Association, give a written reply stating its consent or reject for the convening of the extraordinary general meeting within 10 days after receiving the proposal. If the Board of Directors agrees to convene the extraordinary general meeting, a notice for convening such meeting shall be issued within 5 days after the resolution is made by the Board of Directors. The consent of the Audit Committee shall be secured if any change is to be made to the original motion in the notice. If the Board of Directors does not agree to call such meeting, or fails to give a response within 10 days after receipt of the proposal, it shall be deemed to be unable to or have failed to perform its duty of convening the general meeting, and the Audit Committee may itself convene and preside over such meeting.
11.	**Article 9** Shareholders individually or jointly holding more than 10% of the total voting shares of the Bank shall have the right to request the Board of Directors to convene an extraordinary general meeting in writing. The Board of Directors, in accordance with the laws, administrative regulations and the Articles of Association of the Bank, shall furnish a written reply stating its agreement or disagreement to the convening of the extraordinary general meeting within ten days after receiving such proposal.	**Article 9** Shareholders individually or jointly holding more than 10% of the Bank's shares (including preferred shares with restored voting rights, etc.) shall have the right to request the Board of Directors to convene an extraordinary general meeting in writing. The Board of Directors, in accordance with the laws, administrative regulations and the Articles of Association of the Bank, shall furnish a written reply stating its agreement or disagreement to the convening of the extraordinary general meeting within ten days after receiving such proposal.

No.	Before amendments	After amendments
	In the event that the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice calling such meeting within 5 days after it has so resolved. The consent of the relevant shareholder(s) shall be secured if any change is to be made in the notice to the original request. In the event that the Board of Directors does not agree to convene an extraordinary general meeting or fails to furnish any reply within 10 days upon receipt of such request, the shareholders individually or jointly holding 10% or more shares of the Bank shall have the right to request the Board of Supervisors to convene an extraordinary general meeting in writing. In the event that the Board of Supervisors agrees to convene an extraordinary general meeting, the notice of general meeting shall be issued within five days upon receipt of such request. Any changes to the original request made in the notice shall require prior approval of the shareholders concerned. In the event that the Board of Supervisors does not issue the notice of the shareholders' general meeting in a specified period, the Board of Supervisors shall be deemed not to convene and preside over the meeting, the shareholders individually or jointly holding more than 10% of the Bank's shares for more than 90 consecutive days shall have the right to convene and preside over the meeting on their own. The expenses reasonably incurred by shareholders in convening and holding such a meeting for the Board of Directors fails to hold such a meeting on the aforesaid request shall be borne out by the Bank and shall be deducted from any payment due by the Bank to breaching directors.	In the event that the Board of Directors agrees to convene an extraordinary general meeting, it shall issue a notice calling such meeting within 5 days after it has so resolved. The consent of the relevant shareholder(s) shall be secured if any change is to be made in the notice to the original request. In the event that the Board of Directors does not agree to convene an extraordinary general meeting or fails to furnish any reply within 10 days upon receipt of such request, the shareholders individually or jointly holding 10% or more shares of the Bank (including preferred shares with restored voting rights, etc.) shall have the right to request the Audit Committee to convene an extraordinary general meeting in writing. In the event that the Audit Committee agrees to convene an extraordinary general meeting, the notice of general meeting shall be issued within five days upon receipt of such request. Any changes to the original request made in the notice shall require prior approval of the shareholders concerned. In the event that the Audit Committee does not issue the notice of the shareholders' general meeting in a specified period, the Audit Committee shall be deemed not to convene and preside over the meeting, the shareholders individually or jointly holding more than 10% of the Bank's shares (including preferred shares with restored voting rights, etc.) for more than 90 consecutive days shall have the right to convene and preside over the meeting on their own. The expenses reasonably incurred by shareholders in convening and holding such a meeting for the Board of Directors fails to hold such a meeting on the aforesaid request shall be borne out by the Bank and shall be deducted from any payment due by the Bank to breaching directors.

No.	Before amendments	After amendments
12.	**Article 10** If the Board of Supervisors or shareholders decide to convene a general meeting on their own, they shall notify the Board of Directors in writing and file with the stock exchange where the Bank is listed. Prior to the announcement of the resolutions of the general meeting, the shareholding of the convening shareholders shall not be less than 10% of the total voting shares. The Board of Supervisors and the convening shareholders shall submit relevant supporting documents to the stock exchange when issuing the notice of the general meeting and the announcement of the resolutions of the general meeting.	**Article 10** If the Audit Committee or shareholders decide to convene a general meeting on their own, they shall notify the Board of Directors in writing and file with the stock exchange where the Bank is listed. Prior to the announcement of the resolutions of the general meeting, the shareholding of the convening shareholders shall not be less than 10% (including preferred shares with restored voting rights, etc.). The Audit Committee and the convening shareholders shall submit relevant supporting documents to the regulatory authorities in the jurisdiction where the Bank is located and to the stock exchange where it is listed when issuing the notice of the general meeting and the announcement of the resolutions of the general meeting.
13.	**Article 11** The Board of Directors and the secretary to the Board of Directors shall cooperate with respect to matters relating to the shareholders' general meeting convened by the supervisory board or shareholders on their own. The Board of Directors shall provide the register of shareholders as at the record date. In the event that the Board of Directors fails to provide the register of shareholders, the convener may apply to the securities registration and clearing institution for obtaining the same with the relevant announcement on the convening of the shareholders' general meeting. The register of shareholders obtained by the convener shall not be used for other purposes other than convening the shareholders' general meeting.	**Article 11** The Board of Directors and the secretary to the Board of Directors shall cooperate with respect to matters relating to the shareholders' general meeting convened by the Audit Committee or shareholders on their own. The Board of Directors shall provide the register of shareholders as at the record date. In the event that the Board of Directors fails to provide the register of shareholders, the convener may apply to the securities registration and clearing institution for obtaining the same with the relevant announcement on the convening of the shareholders' general meeting. The register of shareholders obtained by the convener shall not be used for other purposes other than convening the shareholders' general meeting.
14.	**Article 12** If the supervisory board or the shareholders convene the shareholders' general meeting on its or their own, all necessary expenses arising therefrom shall be borne by the Bank.	**Article 12** If the Audit Committee or the shareholders convene the shareholders' general meeting on its or their own, all necessary expenses arising therefrom shall be borne by the Bank.
15.	Chapter 3 Proposing Motion at and Notice of Shareholders' General Meeting	Chapter 3 Proposing Motion at and Notice of Shareholders' General Meeting

No.	Before amendments	After amendments
16.	**Article 13** The content of motions shall fall within the functions and powers of the general meeting, have clear subject for discussion and specific matters to be resolved and comply with relevant requirements of the laws, administrative regulations and the Articles of Association.	**Article 13** The content of motions shall fall within the functions and powers of the general meeting, have clear subject for discussion and specific matters to be resolved and comply with relevant requirements of the laws, administrative regulations and the Articles of Association.
17.	**Article 14** Whenever the Bank convenes a shareholders' general meeting, the board of directors, the supervisory board, as well as shareholders individually or jointly holding 3% or more of the total voting shares of the Bank shall have the right to propose motions to the Bank.	**Article 14** Whenever the Bank convenes a shareholders' general meeting, the board of directors, the Audit Committee, as well as shareholders individually or jointly holding 1% or more of the shares of the Bank (including preferred shares with restored voting rights, etc.) shall have the right to propose motions to the Bank.

No.	Before amendments	After amendments
	Shareholders individually or jointly holding 3% or more of the total voting shares of the Bank may propose an ex tempore motion ten days prior to the general meeting or before the latest date of issuing supplemental notice of a shareholders' general meeting as required by the Listing Rules (whichever is shorter) by furnishing the same to the convener in writing. The convener shall issue a supplemental notice of general meeting setting out the content of such ex tempore motion within two days after the receipt of such motion pursuant to the Listing Rules. The substance of the ex tempore motion shall fall within the terms of reference of the shareholders' general meeting, which shall have a clear subject for discussion and specific issues for resolution. Save as provided above, the convener shall not amend motions stated in or add new motions to the notice of general meeting after the same has been issued and announced. No voting or resolution shall be effected or adopted at the shareholders' general meeting for motions that have not been stated in the notice of shareholders' general meeting and the supplementary notice as required in the preceding paragraph or that do not comply with Article 13 of these Rules. The shareholders' general meeting shall not decide or notify such matters not contained in the notice concerned.	Shareholders individually or jointly holding 1% or more of the shares of the Bank (including preferred shares with restored voting rights, etc.) may propose an ex tempore motion ten days prior to the general meeting or before the latest date of issuing supplemental notice of a shareholders' general meeting as required by the Listing Rules (whichever is shorter) by furnishing the same to the convener in writing. The convener shall issue a supplemental notice of general meeting setting out the content of such ex tempore motion within two days after the receipt of such motion pursuant to the Listing Rules, and submit the ex tempore motion to the shareholders' general meeting for consideration, unless the ex tempore motion violates any laws, administrative regulations or the Articles of Association, or falls outside the terms of reference of the shareholders' general meeting. Save as provided above, the convener shall not amend motions stated in or add new motions to the notice of general meeting after the same has been issued and announced. No voting or resolution shall be effected or adopted at the shareholders' general meeting for motions that have not been stated in the notice of shareholders' general meeting and the supplementary notice as required in the preceding paragraph or that do not comply with Article 13 of these Rules. The shareholders' general meeting shall not decide or notify such matters not contained in the notice concerned.

No.	Before amendments	After amendments
18.	**Article 15** The Bank shall notify all of its shareholders 20 days prior to an annual general meeting. It shall notify all registered shareholders of the matters to be considered at the meetings and the dates and places of the meetings, in writing, 15 days prior to an extraordinary general meeting.	**Article 15** The Bank shall notify all of its shareholders of the date and place of the meeting, the matters to be considered at the meeting by public announcement, 20 days prior to an annual general meeting, and 15 days prior to an extraordinary general meeting. If relevant laws, administrative regulations, departmental rules, normative documents and the listing rules of the stock exchange in the place where the shares of the Bank are listed provide otherwise in relation to the time for dispatch of other documents for an annual general meeting or extraordinary meeting, such provisions shall be complied with.
19.	**Article 16** Details of all proposals as well as all of information or explanations required for shareholders to make sound judgment of the matters to be discussed shall be disclosed on a full and complete basis in the notice and supplementary notice of general meeting. Where opinions from independent directors are required on any matters to be discussed, such opinions and reasons from independent directors shall be disclosed, while a notice or supplementary notice of general meeting is given.	**Article 16** Details of all proposals as well as all of information or explanations required for shareholders to make sound judgment of the matters to be discussed shall be disclosed on a full and complete basis in the notice and supplementary notice of general meeting. Where opinions from independent directors are required on any matters to be discussed, such opinions and reasons from independent directors shall be disclosed, while a notice or supplementary notice of general meeting is given.

No.	Before amendments	After amendments
20.	**Article 17** Where matters on the election of new directors and supervisors are to be discussed at the shareholders' general meeting, detailed information concerning the directors' and supervisors' candidates shall be fully disclosed in the notice of the shareholder's general meeting, which shall at least include the following: (i) educational background, work experience, part-time jobs and other personal information; (ii) whether there is any connected relationship with the Bank or its controlling shareholders and actual controller; (iii) their shareholding in the Bank; (iv) whether there is any penalties or punishments imposed by relevant authorities and other related departments or the stock exchange; (v) other particulars required by the Listing Rules. In addition to the adoption of cumulative voting system for election of directors and supervisors, motions relating to each of the directors' and supervisors' candidates shall be proposed on an individual basis.	**Article 17** Where matters on the election of new directors is to be discussed at the shareholders' general meeting, detailed information concerning the directors' candidates shall be fully disclosed in the notice of the shareholder's general meeting, which shall at least include the following: (i) educational background, work experience, part-time jobs and other personal information; (ii) whether there is any connected relationship with the Bank or its directors, senior management, actual controllers, or shareholders holding 5% or more of the shares; (iii) their shareholding in the Bank; (iv) whether there is any penalties or punishments imposed by relevant authorities and other related departments or the stock exchange. (v) whether the candidate is disqualified from serving as a director under the Company Law and other relevant laws, regulations and provisions. In addition to the adoption of cumulative voting system for election of directors, motions relating to each of the directors' candidates shall be proposed on an individual basis.
21.	**Article 18** The notice of the shareholders' general meeting shall specify the time and place of the meeting and determine the deadline for registration of shareholding. The interval between the deadline for registration of shareholding and the date of the meeting shall not be over 7 working days. Once such deadline is confirmed, it shall not be changed.	**Article 18** The notice of the shareholders' general meeting shall specify the time and place of the meeting and determine the deadline for registration of shareholding. The interval between the deadline for registration of shareholding and the date of the meeting shall not be over 7 working days. Once such deadline is confirmed, it shall not be changed.

No.	Before amendments	After amendments
22.	**Article 19** Notice of the general meeting of shareholders shall be delivered by hand or by prepaid mail to all the shareholders who are entitled to attend the general meeting of shareholders (whether or not such shareholders have voting rights at the general meeting of shareholders). Any recipient's address shall be the address registered in the register of shareholders. For holders of domestic shares, such notice may be also issued in the form of an announcement. The announcement referred to in the preceding paragraph, should be released in one or more appropriate newspaper designated by the securities regulatory authority under the State Council or media that meet the conditions prescribed by the securities regulatory authority under the State Council. All shareholders having domestic shares shall be deemed to have received such notice upon the publication of such notice. For holders of overseas listed foreign shares, the notice of the general meeting of shareholders, the circular to shareholders and relevant documents may, in accordance laws, administrative regulations, the listing rules in the place where the Bank's shares are listed and the Articles of Association, be delivered on the Bank's website and the website of the Hong Kong Stock Exchange. The accidental omission to give notice of a meeting to, or the non-receipt of notice of a meeting by, any person entitled to receive notice shall not invalidate the proceedings at that meeting.	**Article 19** The notice of the shareholders' general meeting shall be given in writing and shall include the following: (i) the time, place and duration of the meeting; (ii) the matters and proposals to be submitted for consideration at the meeting; (iii) a conspicuous statement that all ordinary shareholders (including preferred shareholders with restored voting rights), and shareholders with special voting rights are entitled to attend the shareholders' general meeting and may appoint a proxy in writing to attend and vote at such meeting on his or her behalf and that a proxy need not be a shareholder of the Bank; (iv) the record date to determine the shareholders who are entitled to attend the general meeting; (v) the name and phone number of the coordinator of the meeting; (vi) the time and procedure for online voting or other voting methods.
23.	**Article 20** After such notice is issued, the shareholders' general meeting shall not be postponed or cancelled without good reason, and any proposal stated in such notice shall not be canceled, either. In event of postponement or cancellation of the meeting, the convener shall make another public notice, stating relevant reasons, at least two (2) working days before the original date of the meeting.	**Article 20** After such notice is issued, the shareholders' general meeting shall not be postponed or cancelled without good reason, and any proposal stated in such notice shall not be canceled, either. In event of postponement or cancellation of the meeting, the convener shall make another public notice, stating relevant reasons, at least two (2) working days before the original date of the meeting.

No.	Before amendments	After amendments
24.	Chapter 4 Convening of Shareholders' General Meeting	Chapter 4 Convening of Shareholders' General Meeting
25.	**Article 21** The general meeting of shareholders in the Bank shall be held at the domicile of the Bank or other specific places. The shareholders' general meeting shall be convened in a physical venue. Where practicable, facilities may be provided to allow shareholders to attend the meeting through internet or other channels. Shareholders participating in the shareholders' general meeting by the above means are deemed to be present at such meeting. A shareholder may attend the general meeting in person and exercise his voting right, or may entrust other person to attend the meeting and exercise the voting right to the extent of the authorization given.	**Article 21** The general meeting of shareholders in the Bank shall be held at the domicile of the Bank or other specific places. The shareholders' general meeting shall be convened in a physical venue. Where practicable, facilities may be provided to allow shareholders to attend the meeting through internet or other channels. Shareholders participating in the shareholders' general meeting by the above means are deemed to be present at such meeting. After the issuance the notice of a shareholders' general meeting, the physical venue for convening such general meeting shall not be changed without a proper reason. In the event of necessary change, the convener shall make an announcement stating the reasons at least two working days prior to the date of such general meeting. A shareholder may attend the general meeting in person and exercise his voting right, or may entrust other person to attend the meeting and exercise the voting right to the extent of the authorization given.
26.	**Article 22** Where a shareholders' meeting of the Bank is conducted via online or other means, the notice of the shareholders' general meeting shall specify the time of the vote and the method of voting online or by other means. The commencement time for voting online or by any other means at the shareholders' general meetings shall be no earlier than 3:00 p.m. on the day prior to the on site general meeting and no later than 9:30 a.m. on the day of the on-site general meeting, and the ending time shall be no earlier than 3:00 p.m. on the day of the end of on-site general meeting.	**Article 22** Where a shareholders' meeting of the Bank is conducted via online or other means, the notice of the shareholders' general meeting shall specify the time of the vote and the method of voting online or by other means. The commencement time for voting online or by any other means at the shareholders' general meetings shall be no earlier than 3:00 p.m. on the day prior to the on site general meeting and no later than 9:30 a.m. on the day of the on-site general meeting, and the ending time shall be no earlier than 3:00 p.m. on the day of the end of on-site general meeting.

No.	Before amendments	After amendments
27.	**Article 23** The Board of Directors and any other convener shall take the necessary measures to ensure order of the general meeting of shareholders. Measures should be taken to prevent behaviors which disturb shareholders and harm their legitimate rights and interests, and report them to the relevant authorities immediately.	**Article 23** The Board of Directors and any other convener shall take the necessary measures to ensure order of the general meeting of shareholders. Measures should be taken to prevent behaviors which disturb shareholders and harm their legitimate rights and interests, and report them to the relevant authorities immediately.
28.	**Article 24** All ordinary shareholders (including preferred shareholders with restored voting rights) whose name appears on the register of members of the Bank as at the record date or their proxies shall be entitled to attend the shareholders' general meetings and exercise voting rights in accordance with the relevant laws, regulations and the Articles of Associations of the Bank, which the Bank and the convener of the meeting shall not reject for any reason. The holders of preference shares are not entitled to attend any shareholders' general meeting of the Bank nor do the preference shares carry voting rights in any shareholders' general meeting. However, in the following circumstances, the Bank shall notify holders of preference shares of the shareholders' general meeting and follow the notice procedures to holders of ordinary shares as provided under the Articles of Association of the Bank. The holders of preference shares are entitled to vote separately from holders of ordinary shares when attending a general meeting and each preference share shall have one vote (preference shares held by the Bank do not entitle the Bank to vote): (1) amendments to the Articles of Association that relate to preference shares; (2) reduction of the registered capital of the Bank by more than 10% on a single or aggregate basis; (3) merger, division, dissolution or change of corporate form of the Bank; (4) issuance of preference shares; and (5) other events specified in laws, administrative rules and departmental regulations and the Articles of Association of the Bank.	**Article 24** All ordinary shareholders (including preferred shareholders with restored voting rights) and shareholders with special voting rights, whose name appears on the register of members of the Bank as at the record date or their proxies shall be entitled to attend the shareholders' general meetings and exercise voting rights in accordance with the relevant laws, regulations and the Articles of Associations of the Bank, which the Bank and the convener of the meeting shall not reject for any reason. The holders of preference shares are not entitled to attend any shareholders' general meeting of the Bank nor do the preference shares carry voting rights in any shareholders' general meeting. However, in the following circumstances, the Bank shall notify holders of preference shares of the shareholders' general meeting and follow the notice procedures to holders of ordinary shares as provided under the Articles of Association of the Bank. The holders of preference shares are entitled to vote separately from holders of ordinary shares when attending a general meeting and each preference share shall have one vote (preference shares held by the Bank do not entitle the Bank to vote): (1) amendments to the Articles of Association that relate to preference shares; (2) reduction of the registered capital of the Bank by more than 10% on a single or aggregate basis; (3) merger, division, dissolution or change of corporate form of the Bank; (4) issuance of preference shares; and (5) other events specified in laws, administrative rules and departmental regulations and the Articles of Association of the Bank.

No.	Before amendments	After amendments
	Resolutions relating to the above matters shall be approved by more than two-thirds of the votes held by ordinary shareholders present at the meeting (including holders of preference shares with restored voting rights) and by more than two-thirds of the votes held by holders of preference shares present at the meeting (excluding holders of preference shares with restored voting rights). Shareholders who wish to attend any shareholders' general meeting shall complete registration for the shareholders' general meeting at the place specified by the Bank within the given time in accordance with the requirements stipulated in the notice of shareholders' general meeting. The registration for shareholders' general meeting shall be conducted by way of on-site registration or fax, etc. Any shareholder entitled to attend and vote at a meeting of the Bank shall be entitled to appoint one or more persons (whether a shareholder or not) as his/her proxy to attend and vote on his behalf, and a proxy so appointed shall: (i) have the same right as the shareholder to speak at the shareholders' general meeting; (ii) have authority to demand a poll or join in such a demand; and (iii) have the right to vote by hand or on a poll, except where a shareholder who has appointed more than one proxy may only vote on a poll.	Resolutions relating to the above matters shall be approved by more than two-thirds of the votes held by ordinary shareholders present at the meeting (including holders of preference shares with restored voting rights) and by more than two-thirds of the votes held by holders of preference shares present at the meeting (excluding holders of preference shares with restored voting rights). Shareholders who wish to attend any shareholders' general meeting shall complete registration for the shareholders' general meeting at the place specified by the Bank within the given time in accordance with the requirements stipulated in the notice of shareholders' general meeting. The registration for shareholders' general meeting shall be conducted by way of on-site registration or fax, etc. Shareholders may attend the shareholders' general meeting in person or appoint a proxy to attend and vote on their behalf.

No.	Before amendments	After amendments
	Where the shareholder is a recognized clearing house (or its agent) as defined in the the Securities and Futures Ordinance of Hong Kong (Chapter 571 of the Laws of Hong Kong), the shareholder may authorize one or more persons as it thinks fit to act as its proxy(ies) at any general meeting (or any class general meeting and creditors' meeting); if over one person are so authorized, the power of attorney shall specify the number and class of shares in respect of which each such person is so authorized. The power of attorney shall be signed by the person authorized by the recognized clearing house, and the person so authorized may represent the recognized clearing house (or its agent) to attend the meeting (without being required to present share certificate, notarized power of attorney and/or further evidence to prove that he/she is duly authorized) to exercise the right, and shall be deemed as an individual shareholder of the Bank.	
29.	**Article 25** All shareholders whose name appears on the register of members of the Bank as at the record date or their proxies shall be entitled to attend the shareholders' general meetings, which the Bank and the convener of the meeting shall not reject for any reason.	**Deleted**

No.	Before amendments	After amendments
30.	**Article 26** Individual shareholders shall present their own identity cards or other valid documents or proof, or the share certificates which can prove their identities when attending the meeting in person; Where the Individual shareholder entrusts another person as its agent to attend the meeting, then the agent shall present his identity card and the shareholders' power of attorney. Corporate shareholders shall attend the meeting by legal representatives or their proxies. Legal representatives attending the meeting shall present their own identity cards and valid proof showing their qualification as the legal representatives. Proxies attending the meeting shall present their own identity cards and the proxy forms issued by the legal representatives of the corporate shareholders in written in accordance with laws.	**Article 25** Individual shareholders shall present their own identity cards or other valid documents or proof which can prove their identities when attending the meeting in person; Proxies attending on behalf of others shall present his identity card and the shareholders' power of attorney. Corporate shareholders shall attend the meeting by legal representatives or their proxies. Legal representatives attending the meeting shall present their own identity cards and valid proof showing their qualification as the legal representatives. Proxies attending the meeting shall present their own identity cards and the proxy forms issued by the legal representatives of the corporate shareholders in written in accordance with laws.
31.	**Article 27** Proxy form used by shareholders to appoint others to attend the shareholders' general meeting shall contain the following contents: (i) name of the proxy; (ii) whether or not having the right to vote; (iii) instruction of voting for or against or abstain from each of the matters to be discussed on the agenda of the shareholders' general meeting; (iv) date of issuance and term of validity of the proxy form; (v) signatures or seals of the appointers. If the appointers are domestic corporate shareholders, seals of the corporate shall be affixed.	**Article 26** Proxy form used by shareholders to appoint others to attend the shareholders' general meeting shall contain the following contents: (i) name or title of the appointers, and the class and number of shares held by the appointers in the Bank; (ii) name or title of the proxy; (iii) the specific instructions given by the shareholder, including instruction of voting for or against or abstain from each of the matters to be discussed on the agenda of the shareholders' general meeting; (iv) date of issuance and term of validity of the proxy form; (v) signatures or seals of the appointers. If the appointers are corporate shareholders, seals of the corporate shall be affixed.
32.	**Article 29** Where the appointer has passed away, lost his or her ability to act, withdrawn the appointment, withdrawn the authorization of the signed proxy form, or transferred all his or her shares, the vote cast by the proxy in accordance with the proxy form shall remain valid so long as the Bank has not received the written notice regarding such matters before the commencement of the relevant meeting.	**Deleted**

No.	Before amendments	After amendments
33.	**Newly added**	**Article 28** The attendance records of the meeting shall be prepared by the Bank. The records shall include the names (or company names) of participants, the ID card numbers, numbers of voting shares held or represented, and names (or company names) of appointers.
34.	**Article 30** The convener and the lawyer appointed by the Bank shall verify the legitimacy of shareholders' qualification in accordance with the register of shareholders provided by the securities registration and clearing authority and shall register the names (or company names) of shareholders as well as the number of voting shares held by them.	**Article 29** The convener and the lawyer appointed by the Bank shall verify the legitimacy of shareholders' qualification in accordance with the register of shareholders provided by the securities registration and clearing authority and shall register the names (or company names) of shareholders as well as the number of voting shares held by them.
35.	**Article 31** The chairman of shareholders' general meeting shall, prior to voting, announce the number of shareholders and proxies attending the meeting in person as well as the total number of their voting shares which shall be the number of shareholders and proxies attending the meeting in person and the total number of their voting shares as indicated in the meeting's registration record. Before the chairman of the meeting declares the number of shareholders and proxies as well as the total number of voting shares held by them, the registration for meeting shall be terminated.	**Article 30** The chairman of meeting shall, prior to voting, announce the number of shareholders and proxies attending the meeting in person as well as the total number of their voting shares which shall be the number of shareholders and proxies attending the meeting in person and the total number of their voting shares as indicated in the meeting's registration record. Before the chairman of the meeting declares the number of shareholders and proxies as well as the total number of voting shares held by them, the registration for meeting shall be terminated.
36.	**Article 32** All directors, supervisors and the secretary of the Board of Directors shall attend the shareholders' general meeting convened by the Bank, and presidents as well as other senior executives shall be present as non-voting delegates.	**Article 31** Where the shareholders' general meeting requests directors and senior management to attend, such directors and senior management shall be present and accept enquiries from shareholders. Except for trade secrets of the Bank which must not be disclosed at shareholders' general meeting, Directors and senior management shall provide answers and explanations in response to enquiries and suggestions from shareholders at the shareholders' general meeting.

No.	Before amendments	After amendments
37.	**Article 33** The shareholders' general meetings shall be presided over by the chairman of the Board of Directors, or the vice chairman of the Board of Directors (in case the Bank has two or more vice chairpersons, the one jointly elected by more than half of the directors) if the chairman is unable or fails to perform his or her duties, or the director elected by over half of the directors if the vice chairman of the Board of Directors is unable or fail to perform his or her duties. Shareholders' general meetings convened by the supervisory board shall be presided over by the chairman of the supervisory board, or the supervisor elected by more than half of the supervisors if the chairman of the supervisory board is unable or fails to perform his or her duties. Shareholders' general meetings convened by the shareholders shall be presided over by a representative proposed by the convener. In a shareholders' general meeting, where the chairman violates the rules of procedure of the meeting and resulting in the meeting unable to be continued, a chairman may be elected by more than half of the attending shareholders with voting rights so as to carry on with the shareholders' general meeting.	**Article 32** The shareholders' general meetings shall be presided over by the chairman of the Board of Directors, or the vice chairman of the Board of Directors (in case the Bank has two or more vice chairpersons, the one jointly elected by more than half of the directors) if the chairman is unable or fails to perform his or her duties, or the director elected by over half of the directors if the vice chairman of the Board of Directors is unable or fail to perform his or her duties. Shareholders' general meetings convened by the Audit Committee shall be presided over by the chairperson of the Audit Committee, or the member of the Audit Committee elected by more than half of its members if the chairperson of the Audit Committee is unable or fails to perform his or her duties. Shareholders' general meetings convened by the shareholders shall be presided over by the convening shareholder or a representative proposed by the shareholder. In a shareholders' general meeting, where the chairman violates the rules of procedure of the meeting and resulting in the meeting unable to be continued, a chairman may be elected by more than half of the attending shareholders with voting rights so as to carry on with the shareholders' general meeting.

No.	Before amendments	After amendments
	Save as otherwise provided in the Articles of Association and the rules of procedure, if the Board of Directors is unable to or does not perform the duty to convene the shareholders' general meeting, the supervisory board shall convene and preside over the meeting in a timely manner; if the supervisory board does not convene and preside over the meeting, the shareholders individually or jointly holding more than 10% of the Bank's total voting shares for more than 90 consecutive days shall have the right to convene and preside over the meeting. If for any reason the shareholders fail to elect a chairman, the shareholder present in person or by proxy in the meeting and holding the largest number of shares which carry the right to vote shall be the chairman of the meeting. The Board of Directors and the Board of Supervisors shall report their work in the preceding year at the annual general meeting. Independent directors shall also make their respective work reports.	Save as otherwise provided in the Articles of Association and the rules of procedure, if the Board of Directors is unable to or does not perform the duty to convene the shareholders' general meeting, the Audit Committee shall convene and preside over the meeting in a timely manner; if the Audit Committee does not convene and preside over the meeting, the shareholders individually or jointly holding more than 10% of the Bank's shares (including preferred shares with restored voting rights, etc.) for more than 90 consecutive days shall have the right to convene and preside over the meeting. If for any reason the shareholders fail to elect a chairman, the shareholder present in person or by proxy in the meeting and holding the largest number of shares which carry the right to vote shall be the chairman of the meeting.
38.	**Article 34** Except for trade secrets of the Bank which must not be disclosed at a shareholders' general meeting, shareholders may make enquiries about the proposals to be considered, and directors, supervisors and senior management shall provide answers and explanations in response to enquiries from shareholders at the shareholders' general meeting.	**Article 33** The Board of Directors shall report their work in the preceding year at the annual general meeting. Independent directors shall also make their respective work reports.

No.	Before amendments	After amendments
39.	**Article 35** The convener shall ensure that the shareholders' general meeting goes on smoothly until the final resolution can be reached. Where force majeure and other special reasons cause the meeting to be suspended or fail to reach a resolution, necessary measures should be taken as soon as possible to resume the meeting or directly terminate the meeting, and a timely notice should be issued. At the same time, the convener shall also submit a relevant report to the local office of the CSRC and the Stock Exchange located at the place of the Bank.	**Article 34** The convener shall ensure that the shareholders' general meeting goes on smoothly until the final resolution can be reached. Where force majeure and other special reasons cause the meeting to be suspended or fail to reach a resolution, necessary measures should be taken as soon as possible to resume the meeting or directly terminate the meeting, and a timely notice should be issued. At the same time, the convener shall also submit a relevant report to the local office of the CSRC and the Stock Exchange located at the place of the Bank.
40.	**Chapter 5** Voting and Resolution of the Shareholders' General Meeting	**Chapter 5** Voting and Resolution of the Shareholders' General Meeting
41.	**Article 36** Where the shareholders' general meeting considers connected party transactions, associated shareholders or any of his/her associates (within the meaning of the Listing Rules) shall abstain from voting in respect thereof and the number of voting shares represented by him/her or any of his/her associates shall be excluded from the total number of valid voting shares. Announcement of the resolutions passed at the shareholders' general meeting should fully disclose the voting results by unassociated shareholders. Connected shareholders or any of their respective associate(s) (within the meaning of the Listing Rules) shall excuse themselves at the time of voting on such matters voluntarily or on the requests by other shareholders or proxies present at the shareholders' general meeting.	**Article 35** Where the shareholders' general meeting considers connected party transactions, associated shareholders or any of his/her associates (within the meaning of the Listing Rules) shall not participate in the voting in respect thereof and the number of voting shares represented by him/her or any of his/her associates shall be excluded from the total number of valid voting shares. Announcement of the resolutions passed at the shareholders' general meeting should fully disclose the voting results by unassociated shareholders. Connected shareholders or any of their respective associate(s) (within the meaning of the Listing Rules) shall excuse themselves at the time of voting on such matters voluntarily or on the requests by other shareholders or proxies present at the shareholders' general meeting.

No.	Before amendments	After amendments
42.	**Article 37** When a holder of ordinary shares (including proxy) votes at a shareholders' general meeting by exercising his/her voting rights according to the number of shares carrying the right to vote, each share shall have one vote. Unless otherwise required by the Articles of Association of the Bank or the Rules in respect of class voting with preference shares, the shares held by the holders of preference shares shall not carry any voting rights, and the voting rights of the holders of preference shares with restored voting rights shall be calculated as agreed in specific terms of issuance. In the event of class voting with preference shares, each preference share (excluding preference shares with restored voting rights) shall have one voting right. However, the ordinary and preference shares held by the Bank have no voting rights, and such part of the shareholding shall not be counted as the total number of each class of shares with voting rights held by shareholders attending the meeting.	**Article 36** When a shareholder (including proxy) votes at a shareholders' general meeting by exercising his/her voting rights according to the number of shares carrying the right to vote, each share shall have one vote, except for class shareholders. Unless otherwise required by the Articles of Association of the Bank or the Rules in respect of class voting with preference shares, the shares held by the holders of preference shares shall not carry any voting rights, and the voting rights of the holders of preference shares with restored voting rights shall be calculated as agreed in specific terms of issuance. In the event of class voting with preference shares, each preference share (excluding preference shares with restored voting rights) shall have one voting right. The ordinary and preference shares held by the Bank have no voting rights, and such part of the shareholding shall not be counted as the total number of each class of shares with voting rights held by shareholders attending the meeting.

No.	Before amendments	After amendments
	When material issues affecting the interests of minority investors are considered at a shareholders' general meeting, the votes of minority investors shall be counted separately. The results of the separate vote count shall be disclosed publicly in a timely manner. The Board of Directors, independent directors and the shareholders who are qualified under the relevant conditions may solicit the voting rights from shareholders present at the meeting. Voting right solicitation should be carried out on a voluntary and non-reimbursable basis, with full disclosure of information to solicitees. If the Company Law, other laws and administrative regulations or the Listing Rules require that any shareholder shall abstain from voting on a certain matter or limit any shareholder to cast affirmative or negative votes on a certain matter, any votes cast by the shareholder in violation of the aforesaid requirements or restrictions shall not be included in the voting results. The Bank shall not impose any minimum shareholding limitation for soliciting voting rights.	Where any shareholder is, under the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited, required to abstain from voting on any particular resolution or restricted to voting only in favor of (or only against) any particular resolution, any votes cast by or on behalf of such shareholder in violation of such requirement or restriction shall not be counted. Where a shareholder's purchase of voting shares of the Bank violates the provisions of paragraphs 1 and 2 of Article 63 of the Securities Law, the voting rights of the portion of shares which exceeds the specified limit shall not be exercised within 36 months after purchase, and such shares shall not be included in the total number of voting shares held by shareholders attending the meeting. When material issues affecting the interests of minority investors are considered at a shareholders' general meeting, the votes of minority investors shall be counted separately. The results of the separate vote count shall be disclosed publicly in a timely manner.

No.	Before amendments	After amendments
		The Board of Directors, independent directors and the shareholders holding more than 1% of the voting shares or investor protection institutions established in accordance with laws, administrative regulations or the provisions of the CSRC may publicly solicit the voting rights from shareholders present at the meeting. Voting right solicitation shall fully disclose the voting intentions and other relevant information to solicitees. Soliciting shareholders' voting rights with consideration or any consideration in disguised form is prohibited. If the Company Law, other laws and administrative regulations or the Listing Rules require that any shareholder shall abstain from voting on a certain matter or limit any shareholder to cast affirmative or negative votes on a certain matter, any votes cast by the shareholder in violation of the aforesaid requirements or restrictions shall not be included in the voting results. Except for statutory conditions, the Bank shall not impose any minimum shareholding limitation for soliciting voting rights.

No.	Before amendments	After amendments
43.	**Article 38** The cumulative voting system shall be adopted to elect directors and supervisors at the shareholders' general meeting in according with the provisions of the Articles of Association or the resolutions of the shareholders' general meeting. If a qualification review needs to be performed after approval by the shareholders' general meeting, the proposed appointment shall be reported to the China Banking and Insurance Regulatory authority to conduct the review. The cumulative voting system mentioned above means a voting whereby each ordinary share (including preference shares with restored voting rights) carries the number of voting rights equivalent to the number of directors or supervisors to be elected when such directors or supervisors are elected at a shareholders' general meeting, and the voting rights owned by the shareholders may be used cumulatively.	**Article 37** The cumulative voting system shall be adopted to elect directors at the shareholders' general meeting in according with the provisions of the Articles of Association or the resolutions of the shareholders' general meeting. When more than two independent directors are elected at the shareholders' general meeting, the accumulative voting system shall be adopted. If a qualification review needs to be performed after approval by the shareholders' general meeting, the proposed appointment shall be reported to the banking regulatory authority to conduct the review. The cumulative voting system mentioned above means a voting whereby each ordinary share (including preference shares with restored voting rights) carries the number of voting rights equivalent to the number of directors to be elected when such directors are elected at a shareholders' general meeting, and the voting rights owned by the shareholders may be used cumulatively.
44.	**Article 39** Besides the cumulative voting system, the shareholders' general meeting shall vote on all proposals one by one. In case of different proposals made on the same matter, such proposals shall be voted in chronological order. Unless such special reasons as force majeure cause the shareholders' general meeting to be suspended or fail to make a resolution, the shareholders' general meeting shall not put proposals on hold or not vote on them. When considering the issuance of preference shares, the shareholders' general meeting shall vote on the following matters item by item: (1) class and number of preference shares in such issuance; (2) issuance targets, issuance methods and arrangement of placement to the existing shareholders; (3) par value, issuance price or pricing range and the determining basis;	**Article 38** Besides the cumulative voting system, the shareholders' general meeting shall vote on all proposals one by one. In case of different proposals made on the same matter, such proposals shall be voted in chronological order. Unless such special reasons as force majeure cause the shareholders' general meeting to be suspended or fail to make a resolution, the shareholders' general meeting shall not put proposals on hold or not vote on them. When considering the issuance of preference shares, the shareholders' general meeting shall vote on the following matters item by item: (1) class and number of preference shares in such issuance; (2) issuance targets, issuance methods and arrangement of placement to the existing shareholders; (3) par value, issuance price or pricing range and the determining basis;

No.	Before amendments	After amendments
	(4) methods for the holders of preference shares to participate in profit distribution, including dividend rate and the determining basis thereof, conditions of dividend distribution, methods of dividend payment, any accumulation of dividends and any entitlement to the distribution of remaining profits; (5) terms of repurchase, including conditions, period, price and pricing principles of such repurchase and the entity to exercise the repurchase option (if any); (6) use of proceeds; (7) conditional share subscription contract entered into between the Bank and issuance targets; (8) validity period of the resolution; (9) proposed amendments to the relevant terms in the Articles of Association in relation to the profit distribution policy for the holders of preference shares and ordinary shares; (10) authorization to the board of directors to deal with specific matters of the issuance; and (11) other matters.	(4) methods for the holders of preference shares to participate in profit distribution, including dividend rate and the determining basis thereof, conditions of dividend distribution, methods of dividend payment, any accumulation of dividends and any entitlement to the distribution of remaining profits; (5) terms of repurchase, including conditions, period, price and pricing principles of such repurchase and the entity to exercise the repurchase option (if any); (6) use of proceeds; (7) conditional share subscription contract entered into between the Bank and issuance targets; (8) validity period of the resolution; (9) proposed amendments to the relevant terms in the Articles of Association in relation to the profit distribution policy for the holders of preference shares and ordinary shares; (10) authorization to the board of directors to deal with specific matters of the issuance; and (11) other matters.
45.	**Article 40** The shareholders' general meeting, while considering proposals, shall not modify such proposals. Otherwise, the modification should be deemed as a new proposal, which shall not be voted at the same general meeting.	**Article 39** The shareholders' general meeting, while considering proposals, shall not modify such proposals, if modified, such modification should be deemed as a new proposal, which shall not be voted at the same general meeting.
46.	**Article 41** The same voting right can only be exercised through one of on-site voting, online voting or other voting form. Where more than one vote is cast for the same voting right, the choice of the first vote shall prevail. On a vote by ballot, the shareholders (including proxies) who have two or more votes do not need to cast all positive or negative votes. Where the number of votes "For" is equal to the number of votes "Against", then the meeting chairman is entitled to cast one more vote, regardless of a vote by a show of hands or by ballot.	**Article 40** The same voting right can only be exercised through one of on-site voting, online voting or other voting form. Where more than one vote is cast for the same voting right, the choice of the first vote shall prevail. The shareholders' general meeting takes the votes by recorded voting. On a vote by ballot, the shareholders (including proxies) who have two or more votes do not need to cast all positive or negative votes.

No.	Before amendments	After amendments
47.	**Article 42** Shareholders attending the shareholders' general meeting shall give their opinions to every proposal submitted at the meeting as any one of the following: "For", "Against" or "Abstain", except that securities registration and settlement institutions, being the nominal holders of shares subject to the Shanghai-Hong Kong Stock Connect, may express opinions according to the intentions of actual holders. Any vote that is not filled, incorrectly filled or with unrecognizable writing or not cast shall be deemed as having waived the voting rights and the corresponding poll shall be counted as "Abstain".	**Article 41** Shareholders attending the shareholders' general meeting shall give their opinions to every proposal submitted at the meeting as any one of the following: "For", "Against" or "Abstain", except that securities registration and settlement institutions, being the nominal holders of shares subject to the Shanghai-Hong Kong Stock Connect, may express opinions according to the intentions of actual holders. Any vote that is not filled, incorrectly filled or with unrecognizable writing or not cast shall be deemed as having waived the voting rights and the corresponding poll shall be counted as "Abstain".
48.	**Article 43** Before voting on proposals, the shareholders' general meeting shall elect two shareholder representatives who participate in counting and scrutinizing votes. If a shareholder has interests in any matter to be considered, such shareholder and his/her proxy shall not participate in counting and scrutinizing votes. When the shareholders' general meeting votes on the proposals, then a lawyer, shareholder representatives, supervisor representatives and other persons designated by the Listing Rules shall be jointly in charge of counting the votes and scrutinizing the voting process. The voting result shall be announced at the meeting and recorded in the meeting minutes. Shareholders or their proxies who cast their votes via internet or other ways are entitled to check the voting results through the corresponding voting systems.	**Article 42** Before voting on proposals, the shareholders' general meeting shall elect two shareholder representatives who participate in counting and scrutinizing votes. If a shareholder has interests in any matter to be considered, such shareholder and his/her proxy shall not participate in counting and scrutinizing votes. When the shareholders' general meeting votes on the proposals, then a lawyer, shareholder representatives and other persons designated by the Listing Rules shall be jointly in charge of counting the votes and scrutinizing the voting process. The voting result shall be announced at the meeting and recorded in the meeting minutes. Shareholders or their proxies who cast their votes via internet or other ways are entitled to check the voting results through the corresponding voting systems.

No.	Before amendments	After amendments
49.	**Article 44** The time of the conclusion of an on-site general meeting shall not be earlier than a meeting held through internet or otherwise. The chairman of the meeting shall announce the voting details and result of each resolution at the meeting venue and declare whether each resolution has been passed according to such results. Prior to the formal public announcement of the voting results, the Bank, the vote counter, scrutineer, substantial shareholders and internet service providers who are involved in the voting on site, via internet or through other channels at the shareholders' general meeting, are liable to keep the voting results confidential.	**Article 43** The time of the conclusion of an on-site general meeting shall not be earlier than a meeting held through internet or otherwise. The chairman of the meeting shall announce the voting details and result of each resolution at the meeting venue and declare whether each resolution has been passed according to such results. Prior to the formal public announcement of the voting results, the Bank, the vote counter, scrutineer, substantial shareholders and internet service providers who are involved in the voting on site, via internet or through other channels at the shareholders' general meeting, are liable to keep the voting results confidential.
50.	**Article 45** Resolutions adopted at the shareholders' general meeting are divided into ordinary resolutions and special resolutions. Ordinary resolutions adopted at the shareholders' general meeting should be passed by more than half of the voting rights represented by the shareholders (including their proxies) attending the meeting. Special resolutions adopted at the shareholders' general meeting should be passed by more than two-thirds of the voting rights represented by the shareholders (including their proxies) attending the meeting.	**Article 44** Resolutions adopted at the shareholders' general meeting are divided into ordinary resolutions and special resolutions. Ordinary resolutions adopted at the shareholders' general meeting should be passed by more than half of the voting rights represented by the shareholders (including their proxies) attending the meeting. Special resolutions adopted at the shareholders' general meeting should be passed by more than two-thirds of the voting rights represented by the shareholders (including their proxies) attending the meeting.

No.	Before amendments	After amendments
51.	**Article 46** The following matters shall be passed at the shareholders' general meeting by ordinary resolution: (1) work reports of the Board of Directors and the Board of Supervisors; (2) profit distribution plan and loss recovery plan prepared by the Board; (3) appointment and removal of directors and supervisors, and their remuneration and payment method; (4) the annual budget plan and final plan, balance sheet, income statement and other financial statements of the Bank; (5) the Bank's annual report; (6) the Bank's business policy and investment plans; (7) appointment or dismissal of accounting firm that is responsible to conduct the regular statutory audit of the Bank's financial reports; (8) other mattes unless otherwise required to be approved by special resolutions in accordance with the applicable laws and regulations or otherwise as stipulated by the Articles of Association of the Bank.	**Article 45** The following matters shall be passed at the shareholders' general meeting by ordinary resolution: (1) work reports of the Board of Directors; (2) profit distribution plan and loss recovery plan prepared by the Board; (3) appointment and removal of directors, and their remuneration and payment method; (4) the annual financial budget plan and final plan of the Bank; (5) appointment or dismissal of accounting firm that is responsible to conduct the regular statutory audit of the Bank's financial reports; (6) other mattes unless otherwise required to be approved by special resolutions in accordance with the applicable laws and regulations or otherwise as stipulated by the Articles of Association of the Bank.

No.	Before amendments	After amendments
52.	**Article 47** The following matters shall be resolved by special resolutions at a general meeting: (1) increase or decrease in the registered capital of the Bank, and the issuance of any class of shares, warrants or other similar securities by the Bank; (2) issuance of bonds by the Bank or listing of the Bank; (3) the split, merger, dissolution and, liquidation or change of company form of the Bank; (4) amendments to the Articles of Association of the Bank; (5) consideration and approval of the Procedural Rules of the General Meetings, the Board of Directors and the Board of Supervisors of the Bank; (6) removal of independent directors; (7) repurchase of shares by the Bank; (8) consideration and approval of equity incentive plan; (9) substantial assets purchased or sold by the Bank within one year, or financial guarantee provided by the Bank within one year, which account for 30% or more of the Bank's most recent total audited assets; (10) other matters required by the laws and regulations, regulatory rules or the Articles of Association of the Bank and determined by an ordinary resolution of the general meeting as having a material impact on the Bank and requiring approval by a special resolution.	**Article 46** The following matters shall be resolved by special resolutions at a general meeting: (1) increase or decrease in the registered capital of the Bank; (2) issuance of bonds or other securities by the Bank or listing of the Bank; (3) the split, merger, dissolution and, liquidation or change of company form of the Bank; (4) amendments to the Articles of Association of the Bank; (5) consideration and approval of the Procedural Rules of the General Meetings, the Board of Directors of the Bank; (6) removal of independent directors; (7) repurchase of shares by the Bank; (8) equity incentive plan; (9) substantial assets purchased or sold by the Bank within one year, or guarantee provided to others by the Bank within one year, which account for over 30% of the Bank's most recent total audited assets; (10) other matters required by the laws and regulations, regulatory rules or the Articles of Association of the Bank and determined by an ordinary resolution of the general meeting as having a material impact on the Bank and requiring approval by a special resolution.
53.	**Article 48** Except for the matters set out in Articles 46 and 47 above, other matters in the Bank's daily operations may be considered and approved by the Board of Directors within its terms of reference.	**Article 47** Except for the matters set out in Articles 45 and 46 above, other matters in the Bank's daily operations may be considered and approved by the Board of Directors within its terms of reference.

No.	Before amendments	After amendments
54.	**Article 49** The Bank shall not, without the approval of the general meeting by way of a special resolution, make and enter into contracts with persons other than Directors and senior management granting such persons the responsibility for managing all or part of the Bank's material business.	**Article 48** Unless the Bank is in crisis or under other special circumstances, the Bank shall not, without the approval of the general meeting by way of a special resolution, make and enter into contracts with persons other than Directors and senior management granting such persons the responsibility for managing all or part of the Bank's material business.
55.	**Article 50** Public announcement of the voting results of a shareholders' general meeting shall be issued in a timely manner, containing the number of shareholders and proxies attending the meeting, the total number of voting shares held by them and its proportion to the total number of voting shares of the Bank, the form of voting, the voting result of each proposal, the detailed content of each resolution and other contents as required by the Listing Rules. For voting in the circumstances set out in the second paragraph of Article 24 of these Procedural Rules, the attendance and voting of ordinary shareholders (including preference shareholders with restored voting rights) and preference shareholders (excluding preference shareholders with restored voting rights) shall be counted and announced respectively.	**Article 49** Public announcement of the voting results of a shareholders' general meeting shall be issued in a timely manner, containing the number of shareholders and proxies attending the meeting, the total number of voting shares held by them and its proportion to the total number of voting shares of the Bank, the form of voting, the voting result of each proposal, the detailed content of each resolution and other contents as required by the Listing Rules. For voting in the circumstances set out in the second paragraph of Article 24 of these Procedural Rules, the attendance and voting of ordinary shareholders (including preference shareholders with restored voting rights) and preference shareholders (excluding preference shareholders with restored voting rights) shall be counted and announced respectively.
56.	**Article 51** If a proposal is not passed or any proposal adopted at a previous meeting is altered at the shareholders' general meeting, relevant details shall be specified in the announcement of the results of the shareholders' general meeting.	**Article 50** If a proposal is not passed or any proposal adopted at a previous meeting is altered at the shareholders' general meeting, relevant details shall be specified in the announcement of the results of the shareholders' general meeting.

No.	Before amendments	After amendments
57.	**Article 52** The office of the Board shall be responsible for the minutes of the shareholders' general meeting. The meeting minutes shall cover the following: (1) the date, location and agenda of meeting, and the name and title of the convener; (2) names of the chairman of the meeting and Directors, Supervisors, the Secretary of the Board, the President and other senior management members who attended or observed the meeting; (3) the number of shareholders or their proxies present at the meeting, total number of voting shares held by them and its proportion to the total number of shares of the Bank; (4) reviewing process, speech points and voting results for each proposal; (5) inquiries or suggestions by shareholders and corresponding response or explanations; (6) names of lawyers, ballot counters and scrutineers; (7) other matters required by the Articles of Association of the Bank to be included in the minutes of meeting. The convener shall ensure that the minutes of meeting are true, accurate and complete. The minutes of meeting should be signed by Directors, Supervisors, the board secretary, the convener or its representative present at the meeting as well as the chairman of the meeting. The minutes of meeting shall be kept for permanent, together with the signature book for the shareholders present at the meeting, and proxy forms for proxy attendance, network voting evidence and other valid voting documents.	**Article 51** The Secretary of the Board shall be responsible for the minutes of the shareholders' general meeting. The meeting minutes shall cover the following: (1) the date, location and agenda of meeting, and the name and title of the convener; (2) names of the chairman of the meeting and Directors, senior management members who observed the meeting; (3) the number of shareholders or their proxies present at the meeting, total number of voting shares held by them and its proportion to the total number of shares of the Bank; (4) reviewing process, speech points and voting results for each proposal; (5) inquiries or suggestions by shareholders and corresponding response or explanations; (6) names of lawyers, ballot counters and scrutineers; (7) other matters required by the Articles of Association of the Bank to be included in the minutes of meeting. The convener shall ensure that the minutes of meeting are true, accurate and complete. The minutes of meeting should be signed by Directors, the board secretary, the convener or its representative who attended or observed at the meeting as well as the chairman of the meeting. The minutes of meeting shall be kept for permanent, together with the signature book for the shareholders present at the meeting, and proxy forms for proxy attendance, network voting evidence and other valid voting documents.

No.	Before amendments	After amendments
58.	**Article 53** If the proposal with respect to the election of Directors or Supervisors is approved at a shareholders' general meeting, the term of office of such new Directors or Supervisors shall commence on the date when the resolution is approved at the shareholders' general meeting. If their qualifications are subject to the approval by the relevant regulatory authority, the term of office shall commence on the date when their qualifications are approved by the regulatory authority.	**Article 52** If the proposal with respect to the election of Directors is approved at a shareholders' general meeting, the term of office of such new Directors shall commence on the date when the resolution is approved at the shareholders' general meeting. If their qualifications are subject to the approval by the relevant banking regulatory authority, the term of office shall commence on the date when their qualifications are approved by the regulatory authority.
59.	**Article 54** Where a proposed resolution in relation to the payment of cash dividends, the issue of bonus shares or the capitalisation of capital reserves has been passed at a shareholders' general meeting, the Bank shall implement the specific plans within two months after the conclusion of the shareholders' general meeting.	**Article 53** Where a proposed resolution in relation to the payment of cash dividends, the issue of bonus shares or the capitalisation of capital reserves has been passed at a shareholders' general meeting, the Bank shall implement the specific plans within two months after the conclusion of the shareholders' general meeting.
60.	**Article 55** Where the Bank repurchases ordinary shares by issuing preference shares publicly for the purpose of reducing registered capital, or repurchases ordinary shares from specific shareholders of the Company by issuing preference shares non-publicly as consideration, any resolution on the repurchase of ordinary shares at the shareholders' general meeting shall be passed by at least two-thirds of the voting rights held by the ordinary shareholders present at the meeting (including preference shareholders with restored voting rights). The Bank shall make an announcement on the resolution concerning repurchase of ordinary shares on the following day of decision at the shareholders' general meeting.	**Article 54** Where the Bank repurchases ordinary shares by issuing preference shares publicly for the purpose of reducing registered capital, or repurchases ordinary shares from specific shareholders of the Company by issuing preference shares non-publicly as consideration, any resolution on the repurchase of ordinary shares at the shareholders' general meeting shall be passed by at least two-thirds of the voting rights held by the ordinary shareholders present at the meeting (including preference shareholders with restored voting rights). The Bank shall make an announcement on the resolution concerning repurchase of ordinary shares on the following day of decision at the shareholders' general meeting.

No.	Before amendments	After amendments
61.	/	**Article 55** A resolution of the shareholders' general meeting of the Bank shall not be valid if any of the following circumstances applies: (1) failed to convene the shareholders' general meeting to make a resolution; (2) failed to vote on the resolutions at the shareholders' general meeting; (3) the number of voting rights held by the shareholders (including the shareholders' proxies) attending the meeting does not reach the number of voting rights stipulated in the laws and regulations or the Articles of Association of the Bank; (4) the number of voting rights held by shareholders (including shareholders' proxies) agreeing to the resolution does not reach the number of voting rights stipulated in the laws and regulations or the Articles of Association of the Bank.
62.	**Article 56** In the event that any resolution of the shareholders' general meetings of the Bank violates any laws or administrative regulations, such resolution shall be invalid. In the event that the convening of a shareholders' general meeting or any voting procedure in such meeting violates the laws, administrative regulations or the Articles of Association of the Bank, or the contents of any resolution violate the provisions of the Articles of Association of the Bank, shareholders may file a petition to the competent People's Court to have such resolution revoked within 60 days from the date of the resolution. The controlling shareholders and actual controllers of the Bank shall not restrict or obstruct minority investors from exercising their voting rights in accordance with the law, nor shall they harm the lawful rights and interests of the Bank and minority investors.	**Article 56** In the event that any resolution the shareholders' general meetings or Board meetings of the Bank violates any laws or administrative regulations, shareholders are entitled to file a petition to the competent People's Court to have such resolution rescinded. In the event that the convening of a shareholders' general meeting or any voting procedure in such meeting violates the laws, administrative regulations or the Articles of Association, or the contents of any resolution violate the provisions of the Articles of Association, shareholders shall have the right to file a petition to the competent People's Court to have such resolution revoked within 60 days from the date of the resolution. However, this does not apply if the convening procedures or voting methods of the shareholders' general meeting or meeting of the Board of Directors have only minor flaws that do not have a substantial impact on the resolution.

No.	Before amendments	After amendments
		A shareholder who has not been notified to attend a shareholders' general meeting may petition the People's Court to rescind a resolution of the shareholders' general meeting within 60 days from the date when he/she knows or ought to know that the resolution is passed. If the right of revocation is not exercised within one year from the date of passing the resolution, the right of revocation shall be extinguished. If there is a dispute among the Board of Directors, shareholders and other relevant parties regarding the validity of a resolution of a shareholders' general meeting, a lawsuit shall be promptly filed with the People's Court. Pending a judgment or ruling from the People's Court to nullify a resolution, the relevant parties shall implement the resolution of the shareholders' meeting. The Bank, its directors and senior management shall duly perform their duties to ensure the normal operation of the Bank. The controlling shareholders and actual controllers of the Bank shall not restrict or obstruct minority investors from exercising their voting rights in accordance with the law, nor shall they harm the lawful rights and interests of the Bank and minority investors.
63.	**Article 58** Rights conferred on any class of shareholders may not be varied or abrogated by the Bank unless approved by a special resolution of the general meeting and by shareholders of that class at a general meeting conducted in accordance with Articles 60 to 64, respectively.	**Article 58** Rights conferred on any class of shareholders may not be varied or abrogated by the Bank unless approved by a special resolution of the general meeting and by shareholders of that class at a general meeting conducted in accordance with Articles 60 to 64, respectively.

No.	Before amendments	After amendments
64.	**Article 60** The affected class shareholders, whether or not originally entitled to vote at the shareholders' general meetings, shall be entitled to vote at class shareholders' meetings in respect of matters concerning items (2) to (8) and (11) to (12) of the preceding article, with the exception of interested shareholders. If the voting rights of such shareholders are restricted by the laws, regulations or regulatory requirements, the laws, regulations or regulatory requirements shall prevail. The aforesaid "interested shareholders" shall have the following meanings: (1) where the Bank has made a repurchase offer to all shareholders on a pro rata basis or made repurchase of its own shares by means of an open offer at the stock exchange in accordance with Article 37 of the Articles of Association of the Bank, "interested shareholders" refer to the controlling shareholders defined in Article 72 of the Articles of Association of the Bank; (2) where the Bank has made repurchases of its own shares by means of agreement outside the stock exchange in accordance with Article 37 of the Articles of Association of the Bank, "interested shareholders" refer to the shareholders who are connected with that agreement; (3) for the purpose of the Bank's restructuring plan, "interested shareholders" refer to those shareholders who assume less responsibilities than other shareholders of the same class or those shareholders who enjoy different rights and interests from other shareholders of the same class.	**Article 60** The affected class shareholders, whether or not originally entitled to vote at the shareholders' general meetings, shall be entitled to vote at class shareholders' meetings in respect of matters concerning items (2) to (8) and (11) to (12) of the preceding article, with the exception of interested shareholders. If the voting rights of such shareholders are restricted by the laws, regulations or regulatory requirements, the laws, regulations or regulatory requirements shall prevail. The aforesaid "interested shareholders" shall have the following meanings: (1) where the Bank has made a repurchase offer to all shareholders on a pro rata basis or made repurchase of its own shares by means of an open offer at the stock exchange, "interested shareholders" refer to the controlling shareholders defined in Article 60 of the Articles of Association of the Bank; (2) where the Bank has made repurchases of its own shares by means of agreement outside the stock exchange, "interested shareholders" refer to the shareholders who are connected with that agreement; (3) for the purpose of the Bank's restructuring plan, "interested shareholders" refer to those shareholders who assume less responsibilities than other shareholders of the same class or those shareholders who enjoy different rights and interests from other shareholders of the same class.

No.	Before amendments	After amendments
65.	**Article 62** When convening a class shareholders' meeting, the Bank shall notify all registered shareholders of the relevant class of shares of the proposed agenda items, as well as the date and place of the meeting, in accordance with the notice period requirements stipulated in Article 15 of these procedural rules concerning annual general meetings and extraordinary general meetings.	**Article 62** When convening a class shareholders' meeting, the Bank shall notify all registered shareholders of the relevant class of shares of the proposed agenda items, as well as the date and place of the meeting, in accordance with the notice period requirements stipulated in Article 15 of these procedural rules concerning annual general meetings and extraordinary general meetings.
66.	**Article 63** The notice of a class shareholders' meeting shall only be served on shareholders who are entitled to vote at the meeting. Unless otherwise specified herein, the procedures to convene class shareholders' meeting shall resemble those of shareholders' general meeting as far as possible. Terms concerning the procedures to convene shareholders' general meeting shall be applicable to class shareholders' meeting.	**Article 63** The notice of a class shareholders' meeting shall only be served on shareholders who are entitled to vote at the meeting. Unless otherwise specified herein, the procedures to convene class shareholders' meeting shall resemble those of shareholders' general meeting as far as possible. Terms concerning the procedures to convene shareholders' general meeting shall be applicable to class shareholders' meeting.
67.	**Article 64** The special procedures for voting by class shareholders shall not apply in the following circumstances: (1) where the Bank issues, upon the approval by a special resolution of its shareholders in a shareholders' general meeting, either separately or concurrently once every 12 months, not more than 20% of each of its existing issued domestically listed shares and/or overseas-listed foreign-invested shares; (2) where the Bank's plan to issue domestically listed shares and overseas listed foreign shares at the time of its establishment is carried out within 15 months from the date of approval of the securities regulatory authority of the State Council.	**Article 64** The special procedures for voting by class shareholders shall not apply in the following circumstances: (1) where the Bank issues, upon the approval by a special resolution of its shareholders in a shareholders' general meeting, either separately or concurrently once every 12 months, not more than 20% of each of its existing issued domestically listed shares and/or overseas-listed foreign-invested shares; (2) where the Bank's plan to issue domestically listed shares and overseas listed foreign shares at the time of its establishment is carried out within 15 months from the date of approval of the securities regulatory authority of the State Council.
68.	**Chapter 7** Authorization of the shareholders' general meeting to the Board of Directors	**Chapter 7** Authorization of the shareholders' general meeting to the Board of Directors
69.	**Article 65** The Board of Directors can be authorized by the resolution passed by the shareholders' general meeting.	**Article 65** The Board of Directors can be authorized by the resolution passed by the shareholders' general meeting.

No.	Before amendments	After amendments
70.	**Article 66** Matters to be decided by the general meeting as required by the laws, administrative regulations, departmental rules, relevant provisions of the securities regulatory authorities of the place where the shares of the Bank are listed and the Articles of Association of the Bank shall be considered by the general meeting to safeguard the decision-making rights of the shareholders of the Bank on such matters. The general meeting shall not delegate the functions and powers to the Board of Directors that are expressly prohibited to be delegated to the Board of Directors under the Company Law and other laws, regulations and regulatory requirements. Where necessary, reasonable and lawful, the general meeting may authorize the Board of Directors to decide on specific matters related to the matters to be resolved that cannot or need not be decided immediately at the general meeting. An authorization granted by the shareholders' general meeting to the Board of Directors that falls into the scope of an ordinary resolution shall be approved by shareholders (including their proxies) representing more than one half of the voting rights present at the shareholders' general meeting. An authorization to the Board of Directors that falls into the scope of a special resolution shall be approved by shareholders (including their proxies) representing more than two-thirds of the voting rights present at the meeting. The contents of the authorization shall be clear, definite and specific.	**Article 66** Matters to be decided by the general meeting as required by the laws, administrative regulations, departmental rules, relevant provisions of the securities regulatory authorities of the place where the shares of the Bank are listed and the Articles of Association of the Bank shall be considered by the general meeting to safeguard the decision-making rights of the shareholders of the Bank on such matters. The general meeting shall not delegate the functions and powers to the Board of Directors that are expressly prohibited to be delegated to the Board of Directors under the Company Law and other laws, regulations and regulatory requirements. Where necessary, reasonable and lawful, the general meeting may authorize the Board of Directors to decide on specific matters related to the matters to be resolved that cannot or need not be decided immediately at the general meeting. An authorization granted by the shareholders' general meeting to the Board of Directors that falls into the scope of an ordinary resolution shall be approved by shareholders (including their proxies) representing more than one half of the voting rights present at the shareholders' general meeting. An authorization to the Board of Directors that falls into the scope of a special resolution shall be approved by shareholders (including their proxies) representing more than two-thirds of the voting rights present at the meeting. The contents of the authorization shall be clear, definite and specific.

No.	Before amendments	After amendments
71.	**Article 67** When making decisions on the authorized matters, the Board of Directors shall conduct adequate discussion and reasoning, and may engage intermediaries to provide consultation opinions when necessary to ensure that the decisions are made scientifically and reasonably. The Board of Directors shall fully perform its information disclosure obligations in the process of making decisions on the authorized matters, and consciously accept the supervision of the Bank's shareholders, the Board of Supervisors and the relevant securities, banking and insurance regulatory authorities.	**Article 67** When making decisions on the authorized matters, the Board of Directors shall conduct adequate discussion and reasoning, and may engage intermediaries to provide consultation opinions when necessary to ensure that the decisions are made scientifically and reasonably. The Board of Directors shall fully perform its information disclosure obligations in the process of making decisions on the authorized matters, and consciously accept the supervision of the Bank's shareholders, the Audit Committee and the relevant securities, banking regulatory authorities.
72.	**Article 68** The term "announcement" or "notice" as used in these Rules refers to the publication of relevant information disclosure content in newspapers or on websites. The supplementary notice for a shareholders' general meeting as used in these Rules shall be published in the same newspaper or on the same website where the meeting notice was originally published.	**Article 68** Unless otherwise specified, the terms used in these Rules shall have the same meanings as the terms defined in the Articles of Association of the Bank. The term "announcement" or "notice" as used in these Rules refers to the publication of relevant information disclosure content in newspapers or on websites. The supplementary notice for a shareholders' general meeting as used in these Rules shall be published in the same newspaper or on the same website where the meeting notice was originally published.
73.	**Article 69** Unless otherwise expressly stated, in these Rules, the term "more than" "within" shall include the number itself; the terms "over", "below" and "above" shall not include the number itself.	**Article 69** Unless otherwise expressly stated, in these Rules, the term "more than" "within" shall include the number itself; the terms "over", "exceeding", "beyond", "below" and "above" shall not include the number itself.
74.	**Article 72** These Rules shall be formulated by the Board of Directors and considered and approved by the shareholders' general meeting, and shall be amended accordingly. These Rules came into effect upon consideration and approval by the shareholders' general meeting. The original Procedural Rules for General Meetings of Bank of Chongqing Co., Ltd. (Chongqing Yindongfa [2020] No. 14) lapsed on the same day.	**Article 72** These Rules shall be formulated by the Board of Directors and considered and approved by the shareholders' general meeting, and shall be amended accordingly. These Rules came into effect upon consideration and approval by the shareholders' general meeting and being printed. The original Procedural Rules for General Meetings of Bank of Chongqing Co., Ltd. (Chongqing Yindongfa [2023] No. 5) lapsed on the same day.

No.	Before amendments	After amendments
1.	**Article 1** Objectives In order to further standardize the procedural methods and decision-making procedures of the Board of Directors of the Bank, promote the directors and the Board of Directors to effectively perform their duties, and improve the standardized operation and scientific decision-making level of the Board of Directors, these Rules are formulated in accordance with the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, the Commercial Banking Law of the People's Republic of China, the Guidelines for Corporate Governance of Banking and Insurance Institutions, the Guidance for the Articles of Association of Listed Companies (《上市公司章程指引》), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange (hereinafter referred to collectively as the "Listing Rules") and other laws and regulations, departmental rules and the Articles of Association of the Bank, taking into account the actual situation of the Bank.	**Article 1** Objectives In order to further standardize the procedural methods and decision-making procedures of the Board of Directors of the Bank, promote the directors and the Board of Directors to effectively perform their duties, and improve the standardized operation and scientific decision-making level of the Board of Directors, these Rules are formulated in accordance with the Company Law of the People's Republic of China, the Securities Law of the People's Republic of China, the Commercial Banking Law of the People's Republic of China, the Guidelines for Corporate Governance of Banking and Insurance Institutions, the Guidance for the Articles of Association of Listed Companies (《上市公司章程指引》), the Measures for the Administration of Independent Directors of Listed Company, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange (hereinafter referred to collectively as the "Listing Rules") and other laws and regulations, departmental rules and the Articles of Association of the Bank, taking into account the actual situation of the Bank.

No.	Before amendments	After amendments
2.	**Article 2** Terms of reference of the Board of Directors In addition to the terms of reference of the Board of Directors as provided in the Articles of Association, the Board of Directors shall perform the following duties in relation to corporate governance: (1) formulation and inspection of the Bank's policies and practices on corporate governance; (2) monitoring and improving the training and continuous professional development of directors and senior management; (3) monitoring and improving the Bank's policies and practices on compliance with legal and regulatory requirements; (4) formulation of, monitoring and improving the code of conduct and compliance manual (if any) applicable to employees and directors; and (5) inspection of the issuer's compliance with the Corporate Governance Code under the Listing Rules on the Hong Kong Stock Exchange and disclosure in the Corporate Governance Report in its annual report. The Board of Directors shall also pay extra attention to the followings: (1) formulation of operational and development strategies of the Bank and supervision of execution thereof; (2) determining risk tolerance, risk management and internal control policies of the Bank, and be overall responsible for the comprehensive risk management; (3) formulation of capital plans and be overall responsible for capital management; (4) regular evaluation and improvement of corporate governance of the Bank;	**Article 2** Terms of reference of the Board of Directors The Board of Directors shall exercise the following fundamental powers: (1) to convene shareholders' general meetings and to report its performance to the shareholders' general meetings; (2) to implement the resolutions adopted by the shareholders' general meetings; (3) to decide on our operational plans, investment plans; (4) to decide on development strategies, development plan of the Bank, and to monitor the implementation of such strategies; (5) to formulate proposals for implementing the decisions and arrangements of the Party Central Committee, the State Council, municipal party committee and municipal government and major national development strategy initiatives; (6) to formulate our proposed annual preliminary and final financial budgets; (7) to formulate our profit distribution plans and plans for recovery of losses; (8) to formulate proposals for increases in, or reductions of, our registered capital, issuance of bonds, or other securities and listing plans; (9) to formulate proposals for major acquisitions, the purchase of our shares, mergers, separation, dissolution or liquidation of the Bank, or change in the form of the Bank; (10) to decide on the establishment, dissolution, and merger of our internal management departments and branches. The Board may delegate the rights of setting up, dismantling and merging the internal management organs of the Bank to the Strategic and Innovation Committee of the Bank;

No.	Before amendments	After amendments
	(5) information disclosure and be overall responsible for the truthfulness, accuracy, completeness and timeliness of any accounting and financial report of the Bank; (6) supervision over and ensuring effective performance of management duties of the senior management; (7) protection of legitimate interests of financial consumers and other stakeholders; and (8) establishment of mechanisms to identify, examine and manage any conflict of interests between the Bank and its shareholders, especially its substantial shareholders. The Board of Directors shall be responsible for performing the above-mentioned corporate governance duties and may also assign such responsibilities to one or more committees. When performing its duties, the Board of Directors shall fully consider the opinions of the external audit institution. When the Board of Directors makes decisions on the matters considered at a meeting, which fall within the scope of the pre-study and discussion of the Party Committee of the Bank, it shall listen to the opinions and suggestions of the Party Committee of the Bank in advance. If such matters shall be submitted to the Municipal State-owned Assets Supervision and Administration Commission for approval (verification) or filing in accordance with the relevant regulations, such matters shall be submitted in accordance with the relevant regulations.	(11) to appoint or remove the Bank's president and secretary of the Board of Directors, and to decide on their emoluments, rewards and punishments; to appoint or remove the vice presidents, chief financial officer, chief officer and other senior management based on the recommendations of the president, and to decide on matters relating to their emoluments and on the imposition of any disciplinary measures; to appoint or dismiss the Bank's general counsel and other senior management based on the recommendations of the chairman of the Board of Directors, and to decide on their emoluments, rewards and punishments; to supervise the effective performance of duties of senior management; (12) to formulate material income distribution plans of the Bank, including total salary budget and settlement plans of the Bank; to approve employee income distribution plans of the Bank, annuity schemes, and medium-to-long-term incentive schemes of the Company; and to review employee income distribution plans of the subsidiaries in accordance with relevant regulations; (13) to formulate the basic management system of the Bank; (14) to decide on significant internal reform and reorganisation matters of the Bank in accordance with relevant regulatory requirements, or to adopt resolutions concerning such matters;

No.	Before amendments	After amendments
		(15) to formulate the Bank's policy for risk tolerance, risk management and internal controls, and to assume ultimate responsibility for comprehensive risk management, strengthen internal compliance management; determine the risk management system, internal control system, and compliance management system of the Company; and provide overall monitoring and evaluation of the risk management, internal control, and compliance management systems of the Company, as well as its effective implementation; (16) to formulate proposals for any amendments to the Articles of Association, to formulate the procedural rules for general meetings and the procedural rules for the Board of Directors, and to consider and approve the work rules of the special committees under the Board of Directors; (17) to be responsible for the Bank's disclosure of information, and assume ultimate responsibility for the authenticity, accuracy, completeness and timeliness of the Bank's accounting and financial reporting; (18) to regularly evaluate and improve the Bank's corporate governance; (19) to establish a mechanism for the audit department to report directly to the Board, review and approve the annual audit plan and key audit reports; (20) to propose the appointment or dismissal of accounting firms for regular statutory audits of the Bank's financial reports at the shareholders' general meeting; (21) to review working reports of the president and to assess the president's performance; (22) to formulate the capital plan of the Bank, and assume ultimate responsibility for the capital management;

No.	Before amendments	After amendments
		(23) to review the handling plans of the Bank for significant legal matters such as litigations and arbitrations that meet disclosure standards; (24) to safeguard the legitimate rights and interests of financial consumers and other stakeholders, and examine major matters of the Bank concerning the safety, environmental protection, stability maintenance, and social responsibility; (25) to establish a mechanism for identifying, reviewing and managing the conflicts of interest between the Bank and its shareholders, especially substantial shareholders; (26) to assume management responsibility of shareholders' matters; (27) to make decisions on matters such as external investments, acquisition of assets, disposal and write-off of assets, pledge of assets, external guarantee, entrusted wealth management, connected transactions and data governance of the Bank within the scope of authorization of the shareholders' general meeting; (28) to make decisions on matters relating to external donations within the scope of authorization of the shareholders' general meeting; (29) to make decisions on matters relating to purchase of major assets, procurement of bulk materials and services within the scope of authorization of the shareholders' general meeting; (30) to make decisions on matters relating to mobilization and use of large amount of funds; mobilization and use of large amount of funds exceeding the project budget in the annual budget within the scope of authorization of the shareholders' general meeting;

No.	Before amendments	After amendments
		(31) to exercise other powers prescribed by the laws, administrative regulations, and departmental rules, as well as any other power conferred by the Articles of Association and shareholders' general meetings. Unless otherwise required by the laws, regulations, regulatory authorities and the Articles of Association of the Bank, the resolutions of the above matters of the Board of Directors shall be approved by a majority of all directors, but for the cases of paragraphs (7), (8), (9), (11) and (16) above and the remuneration plans, significant investment, material asset disposal plans, major connected transactions, capital replenishment plans and other material matters, the resolutions shall be approved by more than two-thirds of all directors (major connected transactions shall be approved by more than two-thirds of the non-connected directors). The Board of Directors shall be ultimately responsible for the compliance of the Bank's operating activities, and shall exercise the following duties in compliance management: (1) to examine and approve the fundamental system of compliance management; (2) to decide on the establishment of the compliance management department; (3) to decide on the appointment and dismissal of the chief compliance officer, and to establish a direct communication mechanism with the chief compliance officer; (4) to decide on the dismissal of senior management members who bear primary or leadership responsibility for major violations of laws and regulations or significant compliance risks;

No.	Before amendments	After amendments
		(5) to assess the effectiveness of compliance management and the level of compliance culture development, and to urge the resolution of major issues in compliance management and compliance culture development; (6) other duties in compliance management. The Board of Directors shall assume ultimate responsibility for the Bank's liquidity management, to ensure the Bank to establish a sound liquidity management system with a view of identifying, quantifying, tracking and controlling liquidity risks; maintaining adequate liquidity to meet various funding needs and to react to unfavorable market conditions. The Board of Directors shall assume ultimate responsibility for the Bank's reputational risk management, formulate reputational risk management policies which are consistent with the Bank's strategic objectives and applicable to the whole Bank, and establish the Bank-wide reputational risk management system, and monitor its general status and effectiveness. The Board of Directors is ultimately responsible for the protection of the consumer rights and interests of the Bank. Adhering to the philosophy of being people-oriented and service-foremost, the Bank is committed to fulfilling its corporate social responsibilities, and conducting its dealings with consumers in a fair, just and sincere manner with a view to protecting the legitimate rights and interests of consumers in accordance with laws. In addition to the scope of authority of the Board of Directors as stipulated in the Articles of Association of the Bank, the Board shall also perform the following corporate governance duties: (1) to develop and review the corporate governance policies and procedures of the Bank;

No.	Before amendments	After amendments
		(2) to oversee and enhance the training and continuing professional development of directors and senior management; (3) to oversee and enhance the policies and procedures of the Bank in relation to compliance with legal and regulatory requirements; (4) to formulate, oversee, and enhance the code of conduct and compliance guide (if any) for employees and directors; (5) to review the compliance of the issuer with the corporate governance code set out in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the disclosures made in its corporate governance report included in the annual report. The Board of Directors shall be responsible for performing the above-mentioned corporate governance duties and may also assign such responsibilities to one or more committees. When performing its duties, the Board of Directors shall fully consider the opinions of the external audit institution. When the Board of Directors makes decisions on the matters considered at a meeting, which fall within the scope of the pre-study and discussion of the Party Committee of the Bank, it shall listen to the opinions and suggestions of the Party Committee of the Bank in advance. If such matters shall be submitted to the Municipal State-owned Assets Supervision and Administration Commission for approval (verification) or filing in accordance with the relevant regulations, such matters shall be submitted in accordance with the relevant regulations.

No.	Before amendments	After amendments
		The functions and powers of the Board of Directors shall be exercised collectively by the Board of Directors. In principle, the functions and powers of the Board of Directors specified in the Company Law shall not be delegated to the chairman of the Board of Directors, any director or any other institution or individual. Where it is necessary to delegate certain powers to decide on a specific matter, such delegation shall be approved by means of Board resolutions in accordance with the laws. Each delegation shall be for one matter exclusively, and the functions and powers of the Board of Directors shall not be delegated to any other institution or individual generally or permanently.
3.	**Article 4** Board meetings Board meetings are divided into regular meetings (routine meetings) and extraordinary meetings. The Board of Directors shall hold at least four regular meetings (routine meetings) a year, about once every quarter on average. There should be arrangements in place to ensure that all directors are given an opportunity to include matters in the agenda for discussion at regular Board meetings.	**Article 4** Board meetings Board meetings are divided into regular meetings (routine meetings) and extraordinary meetings. The Board of Directors shall hold at least four regular meetings (routine meetings) a year. There should be arrangements in place to ensure that all directors are given an opportunity to include matters in the agenda for discussion at regular Board meetings.
4.	**Article 6** Extraordinary meetings Under any of the following circumstances, the chairman shall convene and preside over an extraordinary meeting within ten days after receipt of the proposal: (1) request of the shareholders representing more than one-tenth of voting rights; (2) the chairman considers it necessary; (3) request of the Board of Supervisors; (4) request of more than one-third of the directors; (5) request of more than two independent directors; (6) proposed by the president; (7) when requested by regulatory authorities; (8) other circumstances specified in the Articles of Association.	**Article 6** Extraordinary meetings Under any of the following circumstances, the chairman shall convene and preside over an extraordinary meeting within ten days after receipt of the proposal: (1) request of the shareholders representing more than one-tenth of voting rights; (2) the chairman considers it necessary; (3) request of more than one-third of the directors; (4) request of more than two independent directors; (5) request of the Audit Committee; (6) proposed by the president; (7) when requested by regulatory authorities; (8) other circumstances specified in the Articles of Association.

No.	Before amendments	After amendments
5.	**Article 8** Convening and presiding over the meeting Board meeting shall be convened and presided over by the chairman; where the chairman is unable or fails to perform his/her duties, the vice chairman shall convene and preside over such meeting; where the vice chairman is unable or fails to perform such duties, a director jointly elected by more than half of the directors shall convene and preside over such meetings.	**Article 8** Convening and presiding over the meeting Board meeting shall be convened and presided over by the chairman; where the chairman is unable or fails to perform his/her duties, the vice chairman shall convene and preside over such meeting; where the vice chairman is unable or fails to perform such duties, a director jointly elected by more than half of the directors shall convene and preside over such meetings.
6.	**Article 9** Meeting notice When convening regular meeting and an extraordinary meeting, the Board office shall send a written notice of meeting bearing the seal of the Board office to all directors and supervisors, as well as the president and the secretary of the Board of Directors by direct delivery, fax, email, or other means 14 days and 5 days before the meeting, respectively. Notices given by means other than direct delivery should be confirmed by telephone and recorded accordingly. In urgent situations when an extraordinary meeting of the Board of Directors needs to be convened as soon as possible, the meeting notices may be issued by telephone or other oral means at any time, but the convener shall explain the cause at the meeting.	**Article 9** Meeting notice When convening regular meeting and an extraordinary meeting, the Board office shall send a written notice of meeting to all directors by registered mail, telegram, telex, email, or confirmed fax 14 days and 5 days before the meeting, respectively. Notices given by means other than direct delivery should be confirmed by telephone and recorded accordingly. In urgent situations when an extraordinary meeting of the Board of Directors needs to be convened as soon as possible, the meeting notices may be issued by email, telephone, fax, or other oral means at any time, but the convener shall explain the cause at the meeting.

No.	Before amendments	After amendments
7.	**Article 10** Contents of the meeting notice A written notice of meeting shall at least include the following: (1) the time, duration and place of the meeting; (2) the manner of convening the meeting; (3) the matters to be deliberated (meeting proposals); (4) the convener and presider of the meeting, the proposer of an extraordinary meeting, and his/her written proposal; (5) the meeting materials necessary for directors to vote; (6) the requirement that directors shall attend in person or appoint another director to attend on their behalf; (7) the contact person and contact information; (8) the date of issuance of the notice. An oral meeting notice shall at least include items (1) and (2) above, along with an explanation of the urgent circumstances requiring the convening of an extraordinary board meeting expeditiously.	**Article 10** Contents of the meeting notice A written notice of meeting shall at least include the following: (1) the date and place of the meeting; (2) the duration of the meeting; (3) the purpose and agenda; (4) the date of issuance of the notice. The Board of Directors shall notify all directors in advance within the prescribed timeframe and provide sufficient materials in a timely manner prior to the meeting, including relevant background materials on the agenda and information and data that assist directors in making decisions.
8.	**Article 12** Convening a meeting A Board meeting shall not be held unless over half of the directors as well as more than half of the external directors (i.e. non-executive directors) are present in person (or by appointing other directors as proxies). Where the requirement of the minimum number of participants fails to be met due to relevant director's refusal or failure to attend the meeting, the chairman and the secretary to the Board of Directors shall report it to the regulatory authorities in a timely manner. When the Board of Directors holds a Board meeting, it shall notify the board of supervisors in advance to send personnel to attend the meeting. If the president and the secretary of the Board of Directors do not concurrently serve as directors, they shall attend the Board meeting. The presider of the meeting may, where he/she deems necessary, notify other relevant persons to attend the Board meeting.	**Article 12** Convening a meeting A Board meeting shall not be held unless over half of the directors are present in person. Where the requirement of the minimum number of participants fails to be met due to relevant director's refusal or failure to attend the meeting, the chairman and the secretary to the Board of Directors shall report it to the regulatory authorities in a timely manner. If the president and the secretary of the Board of Directors do not concurrently serve as directors, they shall attend the Board meeting. The presider of the meeting may, where he/she deems necessary, notify other relevant persons to attend Board meetings.

No.	Before amendments	After amendments
9.	**Article 13** Attending in person or by proxy In principle, directors shall attend the Board meeting in person. If they are unable to attend due to certain reasons, they shall review the meeting materials in advance, form clear opinions, and authorize other directors to attend on their behalf in writing. The power of attorney shall state: (1) names of the principal and the proxy; (2) scope of authorization and instruction on voting by the principal; (3) validity period of the authorization; (4) the principal's signature and date of such instrument. Where a director authorizes another director to sign written confirmations of opinion on periodical reports, he/she shall be specifically authorized in the power of attorney. The entrusted director shall submit a written power of attorney to the presider of the meeting and state the situation of the proxy attendance in the meeting sign-in book.	**Article 13** Attending in person or by proxy In principle, directors shall attend the Board meeting in person. If they are unable to attend due to certain reasons, they shall review the meeting materials in advance, form clear opinions, and authorize other directors to attend on their behalf in writing. The power of attorney shall state: (1) names of the principal and the proxy; (2) scope of authorization and instruction on voting by the principal; (3) validity period of the authorization; (4) the principal's signature and date of such instrument. Where a director authorizes another director to sign written confirmations of opinion on periodical reports, he/she shall be specifically authorized in the power of attorney. The entrusted director shall submit a written power of attorney to the presider of the meeting and state the situation of the proxy attendance in the meeting sign-in book. Directors attending meetings on behalf of others shall exercise the rights of directors within the scope of authorization. Any director not attending a particular Board meeting nor authorizing a proxy to attend shall be deemed to have waived the right to vote at that meeting.

No.	Before amendments	After amendments
10.	**Article 15** Method of convening a meeting In principle, the Board meeting shall be held as on-site conference ("on-site conference" refers to a meeting that is held by means of on site, video streaming, telephone, etc. to ensure that participants can communicate and discuss in real time). In addition to regular meetings, when necessary, the Board meeting may also be held by written circulation such as fax or e-mail upon consent of the convener (presider) and the person proposing the meeting so long as the directors are able to fully express their opinions. However, the following material matters shall not adopt written circulation ("written circulation" refers to the means of convening a meeting to resolve a resolution by serving the resolutions separately or by circulating the resolutions to be considered): profit distribution proposals, remuneration proposals, capital budget proposals, material investments, material asset disposals, engagement or dismissal of senior management personnel, proposal to replenish capital, significant change in shareholdings, financial restructuring, "Three Importance and One Large" matters requiring decisions to be made by the Board of Directors, and matters with conflict of interest with substantial shareholders or directors. For a vote made through communications written circulation, subject matters and related background information shall be distributed to all directors at least three days before the vote.	**Article 15** Method of convening a meeting In principle, the Board meeting shall be held as on-site conference ("on-site conference" refers to a meeting that is held by means of on site, video streaming, telephone, etc. to ensure that participants can communicate and discuss in real time). In addition to regular meetings, when necessary, the Board meeting may also be held by written circulation such as fax or e-mail upon consent of the convener (presider) and the person proposing the meeting so long as the directors are able to fully express their opinions. However, the following material matters shall not adopt written circulation ("written circulation" refers to the means of convening a meeting to resolve a resolution by serving the resolutions separately or by circulating the resolutions to be considered): profit distribution proposals, remuneration proposals, annual financial budget proposals and final accounts proposals, material investments, material asset disposals, engagement or dismissal of senior management personnel, proposal to replenish capital, significant change in shareholdings, financial restructuring, and matters with conflict of interest with substantial shareholders or directors and must be approved by more than two-thirds of all the directors. For a vote made through communications written circulation, subject matters and related background information shall be distributed to all directors at least three days before the vote.

No.	Before amendments	After amendments
11.	**Article 17** Expressing opinions Independent directors shall give objective, impartial and independent opinions on the matters discussed at the general meeting or the board meeting of the Bank in accordance with the laws and the Articles of Association of the Bank. In particular, they shall give opinions to the general meeting or the Board of Directors on the following matters: (1) material connected transactions; (2) profit distribution proposals; (3) nomination, appointment and removal of directors; (4) appointment or dismissal of senior management; (5) remuneration of directors and senior management; (6) appointment or dismissal of the accounting firm that conducts regular statutory audits of the Bank's financial reports; (7) other matters that may materially affect the legitimate rights and interests of the Bank, minority shareholders and financial consumers; (8) impact of preference share issuance on the rights and interests of various classes of shareholders of the Bank; (9) matters that involve material conflict of interests with substantial shareholders or directors; (10) other matters stipulated by laws, administrative regulations, departmental rules and the Articles of Association of the Bank.	**Article 17** Expressing opinions The following matters shall be submitted to the Board of Directors for consideration after being approved by a majority of all independent directors of the Bank: (1) connected transactions that shall be disclosed; (2) programs for the Bank and connected parties to change or waive their commitments; (3) decisions made and measures taken by the Board of Directors in response to the acquisition when the Bank is the subject being acquired; (4) other matters stipulated by laws, administrative regulations, regulatory requirements, and the Articles of Association of the Bank. The independent directors shall, in accordance with the provisions of laws and the Articles of Association of the Bank, express objective and impartial independent opinions on matters discussed by the shareholders' general meeting or the Board of Directors of the Bank, and shall, in particular, express their opinions to the shareholders' general meeting or the Board of Directors on the following matters: (1) nomination, appointment and removal of directors; (2) appointment or dismissal of senior management; (3) remuneration of directors and senior management of the Bank; (4) profit distribution proposals; (5) material connected transactions; (6) appointment or dismissal of the accounting firm that conducts regular statutory audits of the Bank's financial reports; (7) other matters that may materially affect the legitimate rights and interests of the Bank, minority shareholders and financial consumers;

No.	Before amendments	After amendments
	Directors should carefully read the relevant meeting materials, and independently and prudently express their opinions based on a full understanding of the situation. Directors can obtain the information needed for decision-making before the meeting by consulting the board office, the meeting convener, the president and other senior management personnel, various special committees, accounting firms and law firms, etc. They can also suggest to the presider during the meeting to invite representatives from the above-mentioned personnel and institutions to attend and explain the relevant circumstances. When attending the board meeting as a supervisor, one can express opinions on the legality of the meeting procedures to ensure that the board's decisions are in line with the overall interests of shareholders and the Bank. Members of the Party committee entering the board meeting should fully express the opinions and suggestions of the Party committee's research when making board decisions.	(8) other matters stipulated by laws, regulations, regulatory provisions or the Articles of Association of the Bank. Directors should carefully read the relevant meeting materials, and independently and prudently express their opinions based on a full understanding of the situation. Directors can obtain the information needed for decision-making before the meeting by consulting the board office, the meeting convener, the president and other senior management personnel, various special committees, accounting firms and law firms, etc. They can also suggest to the presider during the meeting to invite representatives from the above-mentioned personnel and institutions to attend and explain the relevant circumstances. The Board shall determine the scope of authorization in respect of external investment, acquisition and disposal of assets, asset mortgage, external guarantee, as well as connected transactions, external donations. It shall establish strict inspection and decision- making procedures. Major investment projects shall be reviewed by relevant experts and professionals, and those that require submission shall be reported to the shareholders' general meeting for approval in accordance with the provisions of the Articles of Association.

No.	Before amendments	After amendments
12.	**Article 19** Counting voting results After the directors in attendance have completed the voting, the securities affairs representatives and the relevant personnel of the Board office shall collect the directors' ballot papers immediately, and hand them over to the secretary to the Board for counting purpose under the scrutiny of a supervisor or independent director. For those meetings convened on site, the presider of the meeting shall announce the voting results on site; while in other cases, the presider of the meeting shall ask the secretary to the Board to notify the directors the voting results within the next working day of the stipulated voting deadline. For those directors who cast their votes after the presider has announced the voting results or after the stipulated deadline, their votes shall not be counted.	**Article 19** Counting voting results After the directors in attendance have completed the voting, the securities affairs representatives and the relevant personnel of the Board office shall collect the directors' ballot papers immediately, and hand them over to the secretary to the Board for counting purpose under the scrutiny of an independent director. For those meetings convened on site, the presider of the meeting shall announce the voting results on site; while in other cases, the presider of the meeting shall ask the secretary to the Board to notify the directors the voting results within the next working day of the stipulated voting deadline. For those directors who cast their votes after the presider has announced the voting results or after the stipulated deadline, their votes shall not be counted.

No.	Before amendments	After amendments
13.	**Article 21** Voting abstention If a director or any of his/her associates (as defined by the securities regulatory authority of the stock exchange where the Bank is listed) have a significant interest in the matters to be resolved by the Board of Directors, such director shall recuse himself/herself from the board's deliberation of these matters. He/she shall not exercise the voting right for this resolution, nor shall he/she entrust other directors or appoint other directors to exercise the voting right, nor shall he/she be counted in the quorum for the meeting. This exception does not apply if there are other provisions in laws, regulations, departmental rules, normative documents and the relevant regulations of the securities regulatory authority of the stock exchange where the Bank is listed. Where a director abstains from voting, the relevant board meeting may be held when over half of the non-connected directors attend the meeting. The resolution formed shall be passed by over half of the non-connected directors. Where the laws, administrative regulations and the Articles of Association of the Bank require the consent of more directors to form a resolution of the Board of Directors, such provisions shall prevail. If the number of non-connected directors attending the meeting is less than three, the relevant proposal shall not be voted on but shall be submitted to the general meeting for consideration.	**Article 21** Voting abstention If a director or any of his/her associates (as defined by the securities regulatory authority of the stock exchange where the Bank is listed) have a significant interest in the matters to be resolved by the Board of Directors, such director shall recuse himself/herself from the board's deliberation of these matters. He/she shall not exercise the voting right for this resolution, nor shall he/she entrust other directors or appoint other directors to exercise the voting right, nor shall he/she be counted in the quorum for the meeting. This exception does not apply if there are other provisions in laws, regulations, departmental rules, normative documents and the relevant regulations of the securities regulatory authority of the stock exchange where the Bank is listed. Where a director abstains from voting, the relevant board meeting may be held when over half of the non-connected directors attend the meeting. The resolution formed shall be passed by over half of the non-connected directors. Where the laws, administrative regulations and the Articles of Association of the Bank require the consent of more directors to form a resolution of the Board of Directors, such provisions shall prevail. If the number of non-connected directors attending the meeting is less than three, the relevant proposal shall not be voted on but shall be submitted to the shareholders' general meeting for consideration.
14.	**Article 22** No ultra vires The Board of Directors shall act in strict accordance with the authorization of the shareholders' general meeting and the Articles of Association of the Bank and shall not act ultra vires in passing resolutions.	**Article 22** No ultra vires The Board of Directors shall act in strict accordance with the authorization of the shareholders' general meeting and the Articles of Association of the Bank and shall not act ultra vires in passing resolutions.

No.	Before amendments	After amendments
15.	**Article 25** Suspension of voting Where more than half of the attending directors or more than two independent directors determine that they cannot make decisions with respect to a proposal because the relevant proposal is not clear nor specific or the meeting documents are inadequate, the host of the meeting shall require the meeting to suspend voting on the proposal. The director proposing suspension of voting shall provide definite requirements for the conditions to be met for resubmitting the proposal for consideration.	**Article 25** Adjournment of meeting or postponement of consideration Where more than two independent directors deem that the materials of the meeting are incomplete, insufficiently argued or not provided in a timely manner, they may submit a proposal in writing to the Board of Directors to adjourn the board meeting or postpone the consideration of the matter, and the Board of Directors shall adopt such proposal.
16.	**Article 27** Minutes of meetings The secretary of the Board of Directors shall arrange the staff of the office of the Board of Directors to keep minutes of the on-site board meetings properly. Meeting minutes shall include the following contents: (1) the session number, time, place, and format of the meeting; (2) the convener and presider of the meeting; (3) the meeting agenda; (4) the attendance status of directors in person or by proxy, and the list of non-voting attendants; (5) the proposals deliberated at the meeting, the key points and main opinions of directors and other persons on relevant matters, and each director's voting intention on the proposals; (6) method and results of voting on each proposal (specifying the exact number of votes in favor, against, and abstentions); (7) other matters deemed necessary to record by the attending directors.	**Article 2**7 Minutes of meetings The secretary of the Board of Directors shall arrange the staff of the office of the Board of Directors to keep minutes of the on-site board meetings properly. Meeting minutes shall include the following contents: (1) the date and place of the meeting, and the name of the convener; (2) names of directors present at the meeting in person, names of directors present at the meeting as proxy (proxies) and list of non-voting attendants; (3) agenda of the meeting; (4) summary of the speech of directors and other attendants; (5) method and results of voting on each resolution (number of votes in favour of, against and abstention). (6) other matters deemed necessary to record by the attending directors.

No.	Before amendments	After amendments
17.	**Article 29** Signatures of directors Directors present at the meeting shall sign and confirm the minutes of meetings and resolution records on behalf of him/her and the directors appointing him/her as their proxy. Where any director disagrees on the minutes of meetings or resolution records, he/she may state the same in writing at the time of signature. If necessary, he/she shall timely report the same to the regulatory authority, or may make a public announcement. Any director that fails to sign and confirm as provided above or make written statement about their disagreement or report the same to the regulatory authority or make public announcement shall be deemed to have fully consented to the minutes of meetings and resolution records.	**Article 29** Signatures of directors Directors present at the meeting shall sign and confirm the minutes of meetings and resolution records on behalf of him/her and the directors appointing him/her as their proxy. Where any director disagrees on the minutes of meetings or resolution records, he/she may state the same in writing at the time of signature. If necessary, he/she shall timely report the same to the regulatory authority, or may make a public announcement. Any director that fails to sign and confirm as provided above or make written statement about their disagreement or report the same to the regulatory authority or make public announcement shall be deemed to have fully consented to the minutes of meetings and resolution records. The directors shall sign and be responsible for the resolutions adopted by the Board of Directors. Where a resolution of the Board of Directors violates the laws, regulations or the Articles of Association which results in severe losses to the Bank, the directors who participate in the resolution shall be liable to the Bank for compensation, except where the director can prove that he has raised an opposition at the meeting and has it recorded the meeting minutes may be absolved from such liability. The secretary of the Board of Directors and the minutes taker shall sign the minutes of meetings.

No.	Before amendments	After amendments
18.	**Article 30** Announcement and disclosure of resolutions The announcement of resolutions of the Board of Directors shall be handled by the secretary of the Board of Directors in accordance with the relevant provisions of the rules governing stock listings on the securities exchange where the shares of the Bank are listed. Prior to the disclosure of the resolution announcement, attending directors, persons present at the meeting, minutes takers and service personnel shall bear the obligation to keep the content of the resolution confidential. Where a Board resolution involves matters requiring approval by the shareholders' general meeting, or constitutes a material matter requiring disclosure under the rules of the securities exchange where the shares are listed, the Bank shall disclose such resolution promptly. The Bank shall also disclose promptly any other resolutions of the Board of Directors required to be disclosed by the securities exchange where the shares are listed.	**Article 30** Announcement and disclosure of resolutions The announcement of resolutions of the Board of Directors shall be handled by the secretary of the Board of Directors in accordance with the relevant provisions of the rules governing stock listings on the securities exchange where the shares of the Bank are listed. Prior to the disclosure of the resolution announcement, attending directors, persons present at the meeting, minutes takers and service personnel shall bear the obligation to keep the content of the resolution confidential. Where a Board resolution involves matters requiring approval by the shareholders' general meeting, or constitutes a material matter requiring disclosure under the rules of the securities exchange where the shares are listed, the Bank shall disclose such resolution promptly. The Bank shall also disclose promptly any other resolutions of the Board of Directors required to be disclosed by the securities exchange where the shares are listed.
19.	**Article 34** Supplementary provisions Unless otherwise expressly stated, in these Rules, the term "more than" shall include the number itself; the terms "exceeding", "over", "below" and "less than" shall not include the number itself. These Rules shall be formulated by the Board of Directors and considered and approved by the shareholders' general meeting, and shall be amended accordingly. These Rules belong to basic regulatory system, and shall be interpreted by the Board of Directors. These Rules came into effect upon consideration and approval by the shareholders' general meeting of the Bank and printed. The original Procedural Rules for the Board of Directors of Bank of Chongqing Co., Ltd. (Chongqing Yindongfa [2023] No. 4) lapsed on the same day.	**Article 34** Supplementary provisions Unless otherwise expressly stated, in these Rules, the term "more than" "within" shall include the number itself; the terms "exceeding", "over" and "below" shall not include the number itself. These Rules shall be formulated by the Board of Directors and considered and approved by the shareholders' general meeting, and shall be amended accordingly. These Rules belong to basic regulatory system, and shall be interpreted by the Board of Directors. These Rules came into effect upon consideration and approval by the shareholders' general meeting of the Bank and printed. The original Procedural Rules for the Board of Directors of Bank of Chongqing Co., Ltd. (Chongqing Yindongfa [2023] No. 8) lapsed on the same day.

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重庆银行
BANK OF CHONGQING

BANK OF CHONGQING CO., LTD.*
重慶銀行股份有限公司*

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

(Stock Code: 1963)

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025

NOTICE IS HEREBY GIVEN that the first extraordinary general meeting of 2025 (the "**EGM**") of Bank of Chongqing Co., Ltd.* (the "**Bank**") will be held at 9:30 a.m. on Friday, November 28, 2025 at Multi-Function Hall, 3/F of the Building of the Head Office of Bank of Chongqing, No. 6 Yongpingmen Street, Jiangbei District, Chongqing, the PRC to consider and, if thought fit, to pass the following resolutions:

ORDINARY RESOLUTION

1. Proposal on the Profit Pre-distribution Plan for the First Three Quarters of 2025

SPECIAL RESOLUTIONS

2. Proposal on Amending the Articles of Association of Bank of Chongqing Co., Ltd.

3. Proposal on Amending the Procedural Rules for General Meetings of Bank of Chongqing Co., Ltd.

4. Proposal on Amending the Procedural Rules for the Board of Directors of Bank of Chongqing Co., Ltd.

5. Proposal on the Dissolution of the Board of Supervisors

For and on behalf of the Board
Bank of Chongqing Co., Ltd.*
Chairman
YANG Xiuming

Chongqing, the PRC,
November 7, 2025

Notes:

1. Voting by poll

Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), all votes of resolutions at the EGM will 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. An announcement on the voting results will be published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Bank (www.cqcbank.com) in accordance with the Listing Rules.

2. Closure of register of members and eligibility for attending and voting at the EGM

Holders of H shares of the Bank are advised that the register of members of H shares of the Bank will be closed from Tuesday, November 25, 2025 to Friday, November 28, 2025 (both days inclusive), during which time no transfer of H shares of the Bank will be effected and registered. In order to qualify for attending and voting at the EGM, instruments of transfer accompanied by relevant share certificates and other appropriate documents must be lodged with the Bank's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, by 4:30 p.m. on Monday, November 24, 2025.

Holders of H shares who have been registered as Shareholders on the H share register of members of the Bank on Tuesday, November 25, 2025 are entitled to attend and vote at the EGM.

3. Dividend payment arrangement

The board of directors of the Bank has recommended the payment of a cash dividend of RMB1.684 (tax inclusive) per 10 shares for the three quarters ended September 30, 2025 to all shareholders of the Bank. If calculated based on the total share capital of ordinary Shares of 3,474,585,802 shares as of September 30, 2025, the Bank will pay a cash dividend of RMB585,120,249.06 (tax inclusive) in total. Since the convertible bonds issued by the Bank are in the conversion period, where the total ordinary share capital of the Bank changes before the record date for implementing profit distribution, then the above total distribution amount shall remain unchanged, while the distribution per share shall be adjusted accordingly. The profit pre-distribution plan will be submitted to the EGM for consideration. Subject to approval of the profit pre-distribution plan of the Bank for the first three quarters of 2025 (i.e. resolution No. 1), the cash dividend will be paid to holders of H shares whose names appear on the register of members of H shares of the Bank on Tuesday, December 9, 2025. The proposed dividends payable are denominated and declared in Renminbi, and payable in Renminbi or the equivalent amount in Hong Kong dollars, with an option of dividend distribution in Renminbi provided to holders of H shares, and the holders of H shares have the right to choose to receive the dividend of H shares in Renminbi or Hong Kong dollars in whole (HKSCC Nominees Limited may choose to receive the dividend in whole or in part). The exchange rate between Renminbi and Hong Kong dollars is the middle exchange rate of Renminbi to Hong Kong dollars as announced by the People's Bank of China on the date of the EGM held by the Bank to consider and approve the profit pre-distribution plan for the first three quarters of 2025. In order to determine the register of members of H shares of the Bank entitled to the above cash dividend, the register of members of H shares of the Bank will be closed from Thursday, December 4, 2025 to Tuesday, December 9, 2025 (both days inclusive). In order to be entitled to the dividend of the first three quarters, holders of H shares of the Bank who have not registered the related transfer documents are required to lodge the transfer documents, together with the relevant share certificates, with the Bank's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Wednesday, December 3, 2025. The dividend is expected to be distributed to holders of A shares and holders of H shares who are entitled to the aforesaid cash dividends on Friday, January 16, 2026.

4. Proxy

Every shareholder who has the right to attend and vote at the EGM is entitled to appoint one or more proxies, whether or not they are members of the Bank, to attend and vote on his/her behalf at the EGM. A proxy shall be appointed by an instrument in writing. Such instrument shall be signed by the appointer or his/her attorney duly authorized in

writing. If the appointer is a legal person, then the instrument shall be signed under a legal person's seal or signed by its director or an attorney duly authorized in writing. The instrument appointing the proxy shall be deposited at the Bank's H share registrar for holders of H shares not less than 24 hours before the time specified for holding the EGM. If the instrument appointing the proxy is signed by a person authorized by the appointer, the power of attorney or other documents of authority under which the instrument is signed shall be notarized. The notarized power of attorney or other documents of authority shall be deposited together and at the same time with the instrument appointing the proxy at the Bank's H share registrar.

5. Miscellaneous

(i) The EGM is expected to last for no more than half a working day. Shareholders and their proxies attending the meeting shall be responsible for their own traveling and accommodation expenses.

(ii) The address of Computershare Hong Kong Investor Services Limited is:

17M Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong
Tel No.: (852) 2862 8628
Fax No.: (852) 2865 0990

As at the date of this notice, the executive directors of the Bank are Mr. YANG Xiuming, Mr. GAO Song and Ms. HOU Ximeng; the non-executive directors are Mr. WONG Hon Hing, Mr. GUO Xile, Mr. WU Heng, Mr. FU Wei, Mr. ZHOU Zongcheng and Mr. YU Hua; the independent non-executive directors are Mr. ZHU Yanjian, Ms. LIU Ruihan, Ms. WANG Qinlin, Mr. ZENG Hong and Mr. CHAN Fung Cheung.

* *The Bank holds a financial licence number B0206H250000001 approved by the regulatory authority of the banking industry of the PRC and was authorised by the Administration for Market Regulation of Chongqing to obtain a corporate legal person business licence with a unified social credit code 91500000202869177Y. The Bank is not an authorised institution within the meaning of Hong Kong Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorised to carry on banking and/or deposit-taking business in Hong Kong.*