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 Guizhou Co., Ltd.***, you should at once hand this circular, together with the form(s) of proxy to the purchaser(s) or transferee(s) or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser(s) or transferee(s).

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贵州银行
BANK OF GUIZHOU

Bank of Guizhou Co., Ltd. *
貴州銀行股份有限公司*

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

(Stock Code: 6199)

(1) TO CONSIDER AND APPROVE THE AMENDMENTS TO THE MEASURES ON THE EQUITY ADMINISTRATION OF DOMESTIC SHARES OF BANK OF GUIZHOU CO., LTD.;
(2) TO CONSIDER AND APPROVE THE AMENDMENTS TO THE ADMINISTRATIVE MEASURES FOR THE RELATED PARTY/CONNECTED TRANSACTIONS OF BANK OF GUIZHOU CO., LTD.
(3) TO CONSIDER AND APPROVE THE AMENDMENTS TO THE PLAN ON AUTHORIZATION OF THE SHAREHOLDERS' GENERAL MEETING TO THE BOARD OF DIRECTORS OF THE BANK;
(4) TO CONSIDER AND APPROVE THE RESOLUTION ON THE REFORM PLAN FOR LONGLI GUOFENG RURAL BANK;
(5) TO CONSIDER AND APPROVE THE RESOLUTION ON THE ACQUISITION OF PANZHOU WANHE, KAILI DONGNAN AND BAIYUN DEXIN RURAL BANKS AND ESTABLISHMENT OF BRANCHES;
AND
(6) NOTICE OF THE THIRD EXTRAORDINARY GENERAL MEETING OF 2025

A letter from the Board is set out on pages 1 to 10 of this circular.

The 2025 Third EGM will be held at 2:30 p.m. on Wednesday, 10 December 2025 at the Conference Room 4501, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC. The notice of the 2025 Third EGM is set out on pages 26 to 29 of this circular. A form of proxy for use at the 2025 Third EGM was published on the website of the Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.bgzchina.com) on 21 November 2025.

Whether or not you intend to attend and vote at the 2025 Third EGM, you are required to complete the form of proxy in accordance with the instructions printed thereon and deliver the form of proxy to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for the H Shareholders) or the office of the Board of the Bank at the 43rd floor, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC (for the Domestic Shareholders) as soon as possible and in any event not less than 24 hours before the scheduled time for the holding of the 2025 Third EGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending in person or voting at the 2025 Third EGM or any adjournment thereof should you so wish.

This circular is prepared in both Chinese and English. In case of any discrepancies between the Chinese and English versions, the Chinese version shall prevail.

21 November 2025

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

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

"2025 Third EGM"	The 2025 third extraordinary general meeting of the Bank to be held at 2:30 p.m. on Wednesday, 10 December 2025 at the Conference Room 4501, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC
"Acquisition and Establishment" or "Acquisition and Reconstruction"	the acquisition of three rural banks, Panzhou Wanhe, Kaili Dongnan and Baiyun Dexin, by the Bank by way of merger by absorption and the reconstruction into branches
"Articles of Association"	the articles of association of the Bank, which may be amended, supplemented or otherwise amended from time to time
"Bank" or "Bank of Guizhou"	Bank of Guizhou Co., Ltd. (貴州銀行股份有限公司), a joint stock company incorporated on 28 September 2012 in Guizhou Province, the PRC with limited liability in accordance with laws and regulations of the People's Republic of China and, if the context requires, includes its predecessors, subsidiaries, branches and sub-branches
"Board" or "Board of Directors"	the board of directors of the Bank
"China" or "PRC"	the People's Republic of China, for the purpose of this circular only, excludes Hong Kong, Macau Special Administrative Region of the PRC and Taiwan region
"Director(s)"	the director(s) of the Bank
"Domestic Share(s)"	the ordinary Share(s) issued by the Bank in the PRC with a par value of RMB1.00 each, which are subscribed for or paid up in RMB
"Domestic Shareholder(s)"	the holder(s) of the Domestic Shares

"H Shares(s)"	the overseas listed foreign Share(s) of par value RMB1.00 each in the share capital of the Bank, which are listed on the Hong Kong Stock Exchange and subscribed for and traded in Hong Kong dollars
"H Shareholder(s)"	the holder(s) of the H Shares
"HK$" or "Hong Kong dollars"	Hong Kong dollars, the lawful currency of Hong Kong
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"Hong Kong"	Hong Kong Special Administrative Region of the PRC
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"independent third party(ies)"	a person who is not a connected person of the Bank and the phrase "third party independent of the Bank" or other similar expression shall be construed accordingly
"Measures on the Equity Administration" or "Measures on the Equity Administration of Bank of Guizhou"	the Measures on the Equity Administration of Domestic Shares of Bank of Guizhou Co., Ltd., which may be amended, supplemented or otherwise amended from time to time
"Longli Guofeng"	Longli Guofeng Rural Bank, a limited liability company established in December 2008 under the laws and regulations of the People's Republic of China
"Panzhou Wanhe"	Panzhou Wanhe Rural Bank, a limited liability company established in April 2012 under the laws and regulations of the People's Republic of China
"Kaili Dongnan"	Kaili Dongnan Rural Bank, a limited liability company established in June 2013 under the laws and regulations of the People's Republic of China
"Baiyun Dexin"	Baiyun Dexin Rural Bank, a limited liability company established in December 2012 under the laws and regulations of the People's Republic of China

"RMB"	Renminbi, the lawful currency of the PRC
"Share(s)"	Domestic Shares and H Shares
"Shareholder(s)"	the holder(s) of the ordinary Share(s)
"%"	per cent

Bank of Guizhou Co., Ltd. *
貴州銀行股份有限公司*

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

(Stock Code: 6199)

Executive Directors:
Mr. YANG Mingshang *(Chairman)*
Ms. WU Fan
Mr. CAI Dong

Non-executive Director:
Mr. CHEN Duohang
Ms. GONG Taotao

Independent non-executive Directors:
Mr. LEE Hoey Simon
Ms. SUN Li
Ms. CHEN Rong
Mr. TANG Xin
Mr. SONG Ke

Registered office in the PRC:
No. 9, Yongchang Road
Guanshanhu District, Guiyang
Guizhou Province, PRC

Principal place of business in Hong Kong:
40/F, Dah Sing Financial Centre
No. 248, Queen's Road East
Wanchai, Hong Kong

To the Shareholders

Dear Sir or Madam,

(1) TO CONSIDER AND APPROVE THE AMENDMENTS TO THE MEASURES ON THE EQUITY ADMINISTRATION OF DOMESTIC SHARES OF BANK OF GUIZHOU CO., LTD.;
(2) TO CONSIDER AND APPROVE THE AMENDMENTS TO THE ADMINISTRATIVE MEASURES FOR THE RELATED PARTY/CONNECTED TRANSACTIONS OF BANK OF GUIZHOU CO., LTD.
(3) TO CONSIDER AND APPROVE THE AMENDMENTS TO THE PLAN ON AUTHORIZATION OF THE SHAREHOLDERS' GENERAL MEETING TO THE BOARD OF DIRECTORS OF THE BANK;
(4) TO CONSIDER AND APPROVE THE RESOLUTION ON THE REFORM PLAN FOR LONGLI GUOFENG RURAL BANK;
(5) TO CONSIDER AND APPROVE THE RESOLUTION ON THE ACQUISITION OF PANZHOU WANHE, KAILI DONGNAN AND BAIYUN DEXIN RURAL BANKS AND ESTABLISHMENT OF BRANCHES;
AND
(6) NOTICE OF THE THIRD EXTRAORDINARY GENERAL MEETING OF 2025

I. INTRODUCTION

The 2025 Third EGM of the Bank will be held at 2:30 p.m. on Wednesday, 10 December 2025. The following resolutions will be proposed at the 2025 Third EGM for the consideration and approval, as appropriate, of the Shareholders:

ORDINARY RESOLUTIONS

1. To consider and approve the amendments to the Measures on the Equity Administration of Domestic Shares of Bank of Guizhou Co., Ltd.;

2. To consider and approve the amendments to the the Administrative Measures for the Related Party/Connected Transactions of Bank of Guizhou Co., Ltd.;

SPECIAL RESOLUTIONS

3. To consider and approve the amendments to the plan on authorization of the shareholders' general meeting to the Board of Directors of the Bank;

4. To consider and approve the resolution on the reform plan for Longli Guofeng Rural Bank;

5. 5.1 To consider and approve the resolution on the acquisition of Panzhou Wanhe Rural Bank and establishment of branches;

   5.2 To consider and approve the resolution on the acquisition of Kaili Dongnan Rural Bank and establishment of branches; and

   5.3 To consider and approve the resolution on the acquisition of Baiyun Dexin Rural Bank and establishment of branches.

The purpose of this circular is to provide you with details of the aforementioned resolutions to be considered at the 2025 Third EGM. The notice of the 2025 Third EGM is set out on pages 26 to 29 of this circular.

II. MATTERS TO BE CONSIDERED AT THE 2025 THIRD EGM

1. To Approve the Amendments to the Measures on the Equity Administration of Domestic Shares of Bank of Guizhou Co., Ltd.

In order to further improve the Bank's equity management system, the Bank proposes to amend the Measures on the Equity Administration of Domestic Shares of Bank of Guizhou Co., Ltd. in accordance with the Company Law of the People's Republic of China, the Law

of the People's Republic of China on Commercial Banks, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and other laws, administrative regulations, departmental rules and normative documents in combination with the actual situation of the Bank. After the amendments, the name of the measures will be changed to the Measures on the Equity Administration of Bank of Guizhou Co., Ltd. Please refer to Appendix I for the specific amended provisions.

The above resolution has been considered and approved at the Board meeting on 11 August 2025 and is hereby presented at the 2025 Third EGM for the consideration and approval as an ordinary resolution.

2. To Approve the Amendments to the Administrative Measures for the Related Party/ Connected Transactions of Bank of Guizhou Co., Ltd.

To implement the latest revisions to the Administrative Measures for Related Party Transactions of Banking and Insurance Institutions issued by the National Financial Regulatory Administration, further standardize the Bank's related party/connected transaction practices, and mitigate related party/connected transaction risks, the Bank proposes to amend the Administrative Measures for the Related Party/Connected Transactions of Bank of Guizhou Co., Ltd. based on its actual circumstances. Please refer to Appendix II for the specific revised provisions.

The above resolution has been considered and approved at the Board meeting on 18 November 2025 and is hereby presented at the 2025 Third EGM for the consideration and approval as an ordinary resolution.

3. To Approve the Amendments to the Plan on Authorization of the Shareholders' General Meeting to the Board of Directors of the Bank

In order to further implement laws, regulations, and regulatory requirements, further enhance the standardization of corporate governance, the Bank proposes to adjust the Plan on Authorization of the Shareholders' General Meeting to the Board of Directors in alignment with the working requirements of regulatory authorities and the actual situation of the Bank. Please refer to Appendix III for the amended authorization plan.

The above resolution has been considered and approved at the Board meeting on 27 June 2025 and is hereby presented at the 2025 Third EGM for the consideration and approval as a special resolution.

4. To Approve the Resolution on the Reform Plan for Longli Guofeng Rural Bank

In order to implement the spirit of the CPC Central Committee and the State Council on the reforming and mitigating risks of rural banks as well as the regulatory requirements, the Bank, as the lead initiating bank of Longli Guofeng, has formulated a reform plan for Longli Guofeng based on mutual agreement with Longli Guofeng under the principles of marketisation and rule of law, which has been considered and approved by the Board and is now submitted to the shareholders' general meeting of the Bank for approval:

(I) Basic Information about Longli Guofeng

Longli Guofeng was established in December 2008 with a registered capital of RMB112 million. Its principal business activities include taking public deposits and granting loans. As of the date of this circular, the Bank holds 28.4 million shares in Longli Guofeng, with a shareholding ratio of 25.36%; while 5 corporate shareholders collectively hold 50 million shares in Longli Guofeng, with an aggregate shareholding ratio of 44.64%; 15 natural person shareholders collectively hold 33.6 million shares in Longli Guofeng, with a shareholding ratio of 30%. To the best of the Bank's knowledge, all shareholders of Longli Guofeng other than the Bank are third parties independent of the Bank and its connected persons, including Guizhou Guiming Industrial Co., Ltd. (shareholding ratio of 8.93%), Guizhou Xingye Labor Service Co., Ltd. (shareholding ratio of 8.93%), Guiding County State-owned Capital Operation Co., Ltd. (shareholding ratio of 8.93%), Guizhou Tenglong Industrial Group Co., Ltd. (shareholding ratio of 8.93%), Guizhou Panjiang Industrial Co., Ltd. (shareholding ratio of 8.93%), and 15 natural persons (each holding less than 5%).

(II) Reform Plan

The reform plan aims to uphold the political and people-centered nature of financial work, earnestly fulfill the responsibility and social obligations of the lead initiating bank, and safeguard the legitimate rights and interests of all parties involved in Longli Guofeng. According to the plan, the Bank, as the lead initiating bank, intends to assume Longli Guofeng's deposits and branch services while accommodating its employees. Longli Guofeng will entrust its asset income rights to establish a trust scheme, whereby the Bank will receive beneficial interest shares in the trust scheme as consideration for the deposit assumption based on the debt claims arising from assuming Longli Guofeng's deposits.

(III) Listing Rules Implications

The reform plan will be subject to approval from competent authorities and approval by the shareholders' general meeting. The Bank will make appropriate disclosure in due course according to the Listing Rules and applicable legal requirements (if applicable). Based on the information currently available, as the highest applicable percentage ratio in respect of the transactions under the reform plan calculated in accordance with the Hong Kong Listing Rules is expected to exceed 5% but is less than 25%, the transaction under the reform plan may constitute a discloseable transaction for the Bank, which is subject to the reporting and announcement requirements under Chapter 14 of the Hong Kong Listing Rules. Furthermore, to the best of the Directors' knowledge, information, and belief, having made all reasonable enquiries, Longli Guofeng and the other ultimate beneficial owners of Longli Guofeng, other than the Bank, are third parties independent of the Bank and its connected persons. The reform plan does not constitute a connected transaction under Chapter 14A of the Listing Rules.

(IV) Matters of Authorization

In accordance with the Company Law of the People's Republic of China and other laws and regulations and the Articles of Association of the Bank, it is hereby proposed to the shareholders' general meeting to authorize the Board, and the Board is entitled to grant the authorizations to the management within the scope of the authorizations granted by the shareholders' general meeting, to decide and organize the matters relating to the reform at Longli Guofeng Rural Bank within the framework and principles approved by the shareholders' general meeting, including but not limited to the following matters:

1. to assume deposits of Longli Guofeng, to receive beneficiary shares of the trust plan initiated by Longli Guofeng, to manage the underlying assets of the Longli Guofeng trust plan as trustee, to establish a new trust asset management system to oversee Longli Guofeng's credit assets, and to establish a new branch at Longli Guofeng's original location to undertake branch services while properly accommodating its employees;

2. to formulate and implement the reform plan in accordance with the relevant requirements and opinions; to implement, adjust and organize the implementation of the specific circumstances of the reform plan; to prepare, supplement and amend consultations, decisions, requests, reports, implementation plans, minutes, agreements and other documents and materials related to the reform plan in accordance with the relevant laws and regulations, requirements of the regulatory authorities and the actual circumstances of the reforming and mitigating risks at Longli Guofeng, and to sign and confirm; to handle the administrative licence filing and approval matters related to the reform plan; to take necessary measures to decide and handle other specific matters related to the reform plan, except for matters which need to be considered by the Board and the shareholders' general meeting as required by the laws, regulations and regulatory requirements, or by the system of the Bank; and

3. authorization period shall be commence from the effective date of the resolution at the shareholders' general meeting to the end of the reform plan.

5. To Approval the Resolution on the Acquisition of Panzhou Wanhe, Kaili Dongnan and Baiyun Dexin Rural Bank and Establishment of Branches

In order to implement the spirit of the CPC Central Committee and the State Council on reforming and mitigating risks of rural banks as well as the regulatory requirements, the Bank intends to acquire Panzhou Wanhe, Kaili Dongnan and Baiyun Dexin through merger by absorption and establish branches. The Board has considered and approved the resolution in relation to the Acquisition and Establishment and will submit it to the shareholders' general meeting of the Bank for approval:

(I) Basic Information about Panzhou Wanhe, Kaili Dongnan and Baiyun Dexin

Panzhou Wanhe was established in 2012 with a registered capital of RMB130 million. The Bank holds 26 million shares in Panzhou Wanhe, with a shareholding ratio of 20%. Panzhou Wanhe currently operates five business institutions in Panzhou City, with a total of 78 employees.

Kaili Dongnan was established in 2013 with a registered capital of RMB504 million. The Bank holds 100.8 million shares in Kaili Dongnan, with a shareholding ratio of 20%. Kaili Dongnan currently operates two business institutions in Kaili City, with a total of 67 employees.

Baiyun Dexin was established in 2012 with a registered capital of RMB283 million. The Bank holds 42.45 million shares in Baiyun Dexin, with a shareholding ratio of 15%. Baiyun Dexin currently operates two business institutions in Baiyun District, Guiyang City, with a total of 52 employees.

(II) Method of Implementation of the Acquisition and Establishment and Transaction Consideration

The acquisition will formally proceed upon obtaining approval from the regulatory authorities. The Bank will acquire Panzhou Wanhe, Kaili Dongnan, and Baiyun Dexin through merger by absorption and establish new branches in accordance with the administrative licensing procedures for "acquiring other banking financial institutions to establish branches" stipulated in the Measures for the Implementation of Administrative Licensing Items for Chinese Commercial Banks. The Bank proposes to acquire the shares in relevant rural banks held by other Shareholders in cash. The acquisition price will be determined based on the valuation results issued by the asset appraisal institution. Upon completion of the acquisition, the Bank will assume assets, liabilities, business, and related rights and obligations of the three township banks in a manner consistent with applicable laws and regulations. The three township banks will be dissolved and their legal status will be cancelled.

(III) Listing Rules Implications

As the specific details of the proposed merger by absorption implementation plan remain to be finalized, the Bank will make appropriate disclosures in a timely manner in accordance with the Listing Rules and applicable legal requirements (if applicable) at that time.

(IV) Matters of Consideration

It is proposed to approve the initiation of the relevant work for the acquisition of three rural banks, Panzhou Wanhe, Kaili Dongnan and Baiyun Dexin, by the Bank by way of merger by absorption and the reconstruction into branches at the shareholders' general meeting.

As the specific details of the implementation plan for merger by absorption remain to be determined, upon approval of the above matters by the Board and at the shareholders' general meeting, the Bank will commence the relevant works of merger by absorption and formulate the implementation plan for merger by absorption, as well as submit it to the Board and shareholders' general meeting for consideration based on its progresses.

III. 2025 THIRD EGM

The 2025 Third EGM will be held at 2:30 p.m. on Wednesday, 10 December 2024 at the Conference Room 4501, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC to consider and, if thought fit, to approve the proposed matters as set out in the relevant notice.

Whether or not you intend to attend and vote at the 2025 Third EGM, you are required to complete the form of proxy in accordance with the instructions printed thereon. Completion and return of the form of proxy will not preclude you from attending in person or voting at the 2025 Third EGM or any adjournment thereof should you so wish. The form of proxy for the 2025 Third EGM was published on the website of the Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.bgzchina.com) on 21 November 2025.

IV. VOTING BY WAY OF POLL

Pursuant to the Rule 13.39(4) of the Listing Rules, all voting by the Shareholders at the general meeting shall be taken by the way of poll. As such, the chairman of the meeting will request a poll for each resolution proposed at the 2025 Third EGM.

As far as the Directors are aware, no Shareholder or its associate (as defined in the Listing Rules) is deemed to have a material interest in any of the resolutions to be proposed at the 2025 Third EGM, and accordingly, no Shareholder is required to abstain from voting on any resolutions at the 2025 Third EGM.

The voting results of the 2025 Third EGM will be published on the websites of the Hong Kong Stock Exchange (www.hkexnews.hk) and the Bank in accordance with the Listing Rules.

V. CLOSURE OF THE REGISTER OF MEMBERS AND THE ELIGIBILITY FOR ATTENDING AND VOTING AT THE 2025 THIRD EGM

The register of members of the Bank will be closed from Friday, 5 December 2025 to Wednesday, 10 December 2025 (both days inclusive), during which period no transfer of Shares will be effected. Shareholders whose names appear on the register of members of the Bank on Wednesday, 10 December 2025 are entitled to attend and vote at the 2025 Third EGM.

For a holder of the Shares of the Bank to be eligible for attending and voting at the 2025 Third EGM, all transfer documents together with the relevant share certificates and other appropriate documents of the holders of the Shares of the Bank shall be delivered to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for the holders of the H Shares) or the office of the Board of the Bank at the 43rd floor, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC (for the holders of the Domestic Shares) not later than 4:30 p.m. on Thursday, 4 December 2025 for registration.

Pursuant to the requirement of the Articles of Association, if any Shareholder pledges over 50% (inclusive) of his/her/its equity in the Bank, in the duration of pledge, he/she/it shall not exercise voting right over the pledged equity at the 2025 Third EGM.

VI. RECOMMENDATIONS

The Board (including the independent non-executive Directors) considers that resolutions to be proposed at the 2025 Third EGM are in the interests of the Bank and the Shareholders as a whole. As such, the Board recommends the Shareholders to vote in favour of resolutions to be proposed at the 2025 Third EGM.

VII. OTHER INFORMATION

Please pay attention to the information as set out in Appendix I to Appendix III in this circular.

By Order of the Board
Bank of Guizhou Co., Ltd.*
YANG Mingshang
Chairman

Guiyang, the PRC, 21 November 2025

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

COMPARISON TABLE OF AMENDMENTS TO THE MEASURES ON THE EQUITY ADMINISTRATION OF DOMESTIC SHARES OF BANK OF GUIZHOU CO., LTD.

Notes:

1. In the table below, "~~shares~~" shall mean deletion, while "**shares**" shall mean new content;

2. In addition to the amendments listed in this comparison table, the current revision of the Measures on the Equity Administration also includes the following adjustments:

   (1) Terminology unification: The term "CBIRC" has been uniformly revised to "NFRA" throughout the document;

   (2) Numbering updates: Due to the addition, deletion or modification of the articles, the numbering of some articles was changed accordingly.

3. The Measures on the Equity Administration are written in Chinese without an official English version. Therefore, any English translation is for reference only. In case of any inconsistency, the Chinese version shall prevail.

Original Articles	Articles after Amendments	Basis of Amendments
The Measures on the Equity Administration of Domestic Shares of Bank of Guizhou Co., Ltd.	The Measures on the Equity Administration of ~~Domestic Shares of~~ Bank of Guizhou ~~Co., Ltd.~~	To further improve the equity management system, the original Measures on the Equity Administration of Domestic Shares has been adjusted to the Measures on the Equity Administration

Original Articles	Articles after Amendments	Basis of Amendments
Article 1 For the purposes of regulating the equity management of domestic shares and safeguarding the legitimate rights and interests of holders of domestic shares of Bank of Guizhou Co., Ltd. (the "Bank"), the Bank has formulated the Measures on Equity Escrow of Domestic Shares of Bank of Guizhou Co., Ltd. (the "Measures") in accordance with the Company Law of the People's Republic of China, the Law of the People's Republic of China on Commercial Banks and other laws, administrative regulations, departmental rules and normative documents (collectively, the "Laws and Regulations") as well as the rules of China Securities Depository and Clearing Corporation Limited ("CSDC") and the Articles of Association of Bank of Guizhou Co., Ltd. (the "Articles of Association").	**Article 1** For the purposes of regulating the equity management ~~of domestic shares~~ and safeguarding the legitimate rights and interests of **Shareholders** ~~holders~~ of ~~domestic shares of~~ Bank of Guizhou Co., Ltd. (the "Bank"), the Bank has formulated the Measures on Equity Escrow of Domestic Shares of Bank of Guizhou Co., Ltd. (the "Measures") in accordance with the Company Law of the People's Republic of China, the Law of the People's Republic of China on Commercial **Banks, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules")** and other laws, administrative regulations, departmental rules and normative documents (collectively, the "**relevant** laws and regulations") as well as the ~~rules of China Securities Depository and Clearing Corporation Limited ("CSDC")~~ **share registration and depository agency of the Bank** and the Articles of Association of Bank of Guizhou Co., Ltd. (the "Articles of Association").	1. Applicable laws and regulations for H shares are added; 2. Standardized expression.

Original Articles	Articles after Amendments	Basis of Amendments
Article 2 The Bank's equity is divided into domestic shares and H shares. The term "equity management" used in the Measures refers to the equity management of shareholders' holdings of domestic shares of the Bank, including but not limited to equity change registration management, shareholder information update management, equity freezing, equity pledge, equity information inquiries and other matters. Equity management matters to be considered and approved by the shareholders' general meeting or the Board of Directors of the Bank shall be implemented in accordance with relevant laws and regulations and the Articles of Association. The management of H shares is subject to the relevant requirements of the regulatory authorities of the Hong Kong Special Administrative Region.	**Article 2** The Bank's equity is divided into domestic shares and H shares. **Shares issued by the Bank to domestic investors for subscription in Renminbi shall be referred to as domestic shares, which are deposited with a centralized depository in compliance with the relevant requirements. The overseas listed shares of the Bank issued and listed on The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") are referred to as H shares, which are mainly deposited with the securities depository and clearing corporation in Hong Kong and may also be held by our shareholders in their own names.** **Article 3** The term "equity management" used in the Measures refers to the equity management of shareholders' holdings of domestic shares **and H shares** of the Bank, including but not limited to equity change registration management, shareholder information update management, equity freezing, equity pledge, equity information inquiries and other matters. Equity management matters to be considered and approved by the shareholders' general meeting or the Board of Directors of the Bank shall be implemented in accordance with relevant laws and regulations and the Articles of Association. ~~The management of H shares is subject to the relevant requirements of the regulatory authorities of the Hong Kong Special Administrative Region~~. **Matters which the Bank cannot actually implement management under the Measures due to the differences in the jurisdictions in which H shares are located shall be handled in accordance with the relevant provisions or practices of relevant jurisdictions.**	1. In accordance with standard of comprehensive equity management, definitions for domestic shares and H shares and standardized expression are added with reference to the Articles of Association; 2. Adjusted H share management fallback provision according to actual management.

Original Articles	Articles after Amendments	Basis of Amendments
Article 4 Unless otherwise specified, the term "Shareholder(s)" used in these Measures shall mean the holder(s) of domestic shares of the Bank, and the term "equity" used in these Measures shall mean the domestic shares held by the Shareholders.	~~**Article 4** Unless otherwise specified, the term "Shareholder(s)" used in these Measures shall mean the holder(s) of domestic shares of the Bank, and the term "equity" used in these Measures shall mean the domestic shares held by the Shareholders.~~	Deleted the relevant reference to domestic shares management.
Article 5 The major Shareholder referred to in these Measures shall mean a Shareholder of the Bank who meets one of the following conditions: …… (V) Other circumstances as identified by the China Banking and Insurance Regulatory Commission (hereinafter referred to as CBIRC) or its local offices.	**Article 5** The major Shareholder referred to in these Measures shall mean a Shareholder of the Bank who meets one of the following conditions: …… (V) Other circumstances as identified by the ~~China Banking and Insurance Regulatory Commission~~ **National Financial Regulatory Administration** (hereinafter referred to as ~~CBIRC~~ **"NFRA"**) or its local offices.	Adjusted the name of regulatory authority.
Article 7 The Board of the Bank shall exercise due diligence and assume the ultimate responsibility for the management of equity affairs. The Chairman of the Board shall be the first person responsible for handling equity affairs of the commercial bank. The secretary to the Board shall assist the Chairman of the Board and shall be the person directly responsible for handling equity affairs.	**Article 7** The Board of the Bank shall exercise due diligence and assume the ultimate responsibility for the management of equity affairs. The Chairman of the Board shall be the first person responsible for handling equity affairs ~~of the commercial bank~~. The secretary to the Board shall assist the Chairman of the Board and shall be the person directly responsible for handling equity affairs.	Standardized expression.
Article 14 The Bank will assist people's court, people's procuratorate and public security organ and other competent authorities as stipulated by Laws and Regulations to implement compulsory measures, such as going through the procedures with CSDC for freezing of Shareholders' equity interest in the Bank in accordance with relevant laws and regulations.	~~**Article 14** The Bank will assist people's court, people's procuratorate and public security organ and other competent authorities as stipulated by Laws and Regulations to implement compulsory measures, such as going through the procedures with CSDC for freezing of Shareholders' equity interest in the Bank in accordance with relevant laws and regulations.~~	Deleted according to the actual situation.

Original Articles	Articles after Amendments	Basis of Amendments
Article 20 For acquisition of equity interest in the Bank, the acquirer shall meet the following criteria: …… (II) Where the acquirer is an overseas financial institution, the following conditions shall be met: 1. its total assets at the end of the immediately preceding year being not less than US$10 billion in principle; 2. having been assigned "good" long-term credit rating by an international rating agency recognized by the CBIRC in the last two years; ……	**Article ~~20~~19** For acquisition of equity interest in the Bank, the acquirer shall meet the following criteria: …… (II) Where the acquirer is an overseas financial institution, the following conditions shall be met: ~~1. its total assets at the end of the immediately preceding year being not less than US$10 billion in principle;~~ ~~2~~1. having been assigned "good" long-term credit rating by an international rating agency recognized by the CBIRC in the last two years; ……	1. Serial number adjustment; 2. Deleted this Article according to the amended contents of the Decision on Amending Some Administrative License Regulations of the China Banking and Insurance Regulatory Commission (CBIRC 2022 Order No. 5) dated 2 September 2022.
Article 25 The transfer of shares of the Bank shall be approved according to the following authority and procedures: …… Within six months after the end of each year, the office of the Board shall compile the equity transfers in the preceding year, and report to the Board and the Board of Supervisors.	**Article 25~~4~~** The transfer of shares of the Bank shall be approved according to the following authority and procedures: …… Within six months after the end of each year, the office of the Board shall compile the equity transfers in the preceding year, and report to the Board ~~and the Board of Supervisors~~.	1. Serial number adjustment; 2. Deleted the expression "Board of Supervisors" according to the progress of reform of the Board of Supervisors of the Bank.
Article 62 These Measures shall come into effect upon approval at the shareholders' general meeting of the Bank on the date of issuance.	**Article 6~~2~~1** These Measures shall come into effect upon approval at the shareholders' general meeting of the Bank on the date of issuance. **The original Measures on the Equity Administration of Domestic Shares of Bank of Guizhou Co., Ltd. (Qian Yin Regulations) ([2020] No. 92) shall be repealed at the same time.**	1. Serial number adjustment; 2. The original system is explicitly repealed.

COMPARISON TABLE OF AMENDMENTS TO THE ADMINISTRATIVE MEASURES FOR THE RELATED PARTY/CONNECTED TRANSACTIONS OF BANK OF GUIZHOU CO., LTD.

Notes:

1. For the following content, "~~shares~~" shall mean deletion, while "**shares**" shall mean new content;

2. In addition to the amendments already listed in this comparison table, the Administrative Measures for the Related Party/Connected Transactions of Bank of Guizhou Co., Ltd. uniformly adjusts "shareholders' general meeting" to "shareholders' meeting" throughout the text, and replaces "China Banking and Insurance Regulatory Commission" and "CBIRC" with "National Financial Regulatory Administration". Concurrently, due to revisions in national laws, regulations, supervisory rules, and relevant provisions, referenced content within the regulations has been correspondingly adjusted. Specific revisions for the above instances are not listed item by item.

Original Articles	Articles after Amendments	Basis of Amendments
Article 11 (I) Legal Compliance Department: To be responsible for reviewing the rules and regulations in relation to related party/connected transactions; and to provide advice on corresponding laws and regulations and compliance review opinions for the management of related party/connected transactions. ... (IV) Planning and Finance Department: To assist in extracting and verifying data related to related party/connected transactions and to confirm that the financial data of related party/connected transactions in the financial reports are in compliance with the requirements of domestic accounting standards.	**Article 11** (I) Legal Compliance Department: To be responsible for reviewing the rules and regulations in relation to related party/connected transactions; and to provide advice on corresponding laws ~~and regulations and compliance review opinions~~ for the management of related party/connected transactions. ... (IV) Planning and Finance Department: To assist in extracting and verifying data related to related party/connected transactions and to confirm that the financial data of related party~~/connected~~ transactions in the financial reports are in compliance with the requirements of domestic accounting standards.	Adjusted based on the actual circumstances.

Original Articles	Articles after Amendments	Basis of Amendments
(V) Human Resources Department: to cooperate with the daily offices of the Related Party/Connected Transaction lead departments on the management of related party/connected transactions to collect information on related/connected parties within the Bank, and to update and maintain information on employee positions and information on employees' close relatives in the human resources system in a timely manner. ...	(V) Human Resources Department: to cooperate with the daily offices of the Related Party/Connected Transaction lead departments on the management of related party/connected transactions to collect information on related/connected parties within the Bank, and to update and maintain information on employee positions and **organize employees to submit** information on **their** close relatives in the human resources system in a timely manner. ...	
(VII) Information Technology Department: According to the management needs of related party/connected transactions, it is responsible for the development, upgrading, follow-up technical support and operation management of the related transaction management system.	(VII) Information Technology Department: According to the management needs of related party/connected transactions, it is responsible for the development, ~~upgrading, follow-up technical support and operation management~~ **SIT testing, launch and production, and system operation and maintenance** of the related transaction management system.	

Original Articles	Articles after Amendments	Basis of Amendments
Article 38 Approval of the related party transactions as defined by the CBIRC. The Bank shall continuously improve the internal control mechanism of related party transactions, optimize the management process of related party transactions, and the review opinions of key links as well as the resolutions and records of the meetings of the Related Party Transaction Committee and other meetings shall be clearly traceable. The Bank shall enter into written agreements for related party transactions, which shall be conducted in accordance with commercial principles and on terms no favorable than those for similar transactions with non-related parties of the Bank. When necessary, the Related Party Transaction Committee may engage an independent third party such as a financial advisor to issue a report as a basis for judgment. General related party transactions are approved in accordance with the Bank's internal management system or authorization procedures and reported to the Related Party Transaction Committee for record. Material related party transactions are reviewed in accordance with the Bank's internal authorization procedures and then submitted to the Related Party Transaction Committee for review and, after review, to the Board of Directors for approval. When the Board of Directors considers material related party transactions, the resolution made must be passed by more than 2/3 of non-related Directors. If the number of non-related Directors present at the Board Meeting is less than three, it shall be submitted to the shareholders' meeting of for consideration.	**Article 38** Approval of the related party transactions as defined by the ~~CBIRC~~ **National Financial Regulatory Administration**. The Bank shall continuously improve the internal control mechanism of related party transactions, optimize the management process of related party transactions, and the review opinions of key links as well as the resolutions and records of the meetings of the Related Party Transaction Committee and other meetings shall be clearly traceable. The Bank shall enter into written agreements for related party transactions, which shall be conducted in accordance with commercial principles and on terms no favorable than those for similar transactions with non-related parties of the Bank. When necessary, the Related Party Transaction Committee may engage an independent third party such as a financial advisor to issue a report as a basis for judgment. General related party transactions are approved in accordance with the Bank's internal management system or authorization procedures and reported to the Related Party Transaction Committee for record. Material related party transactions are reviewed in accordance with the Bank's internal authorization procedures and then submitted to the Related Party Transaction Committee for review and, after review, to the Board of Directors for approval. When the Board of Directors considers material related party transactions, the resolution made must be passed by more than 2/3 of non-related Directors. If the number of non-related Directors present at the Board Meeting is less than three, it shall be submitted to the shareholders' meeting of for consideration.	1. Revised in accordance with the amended provisions of Article 45 of the Administrative Measures for Related Party Transactions of Banking and Insurance Institutions; 2. Concurrently adjusted in accordance with Article 80(12) of the Articles of Association as approved by the shareholders' meeting;

Original Articles	Articles after Amendments	Basis of Amendments
If the amount involved in a material related party transaction meets the criteria for consideration at the shareholders' meeting, it shall be submitted to the shareholders' meeting for consideration. The independent Directors of the Bank shall express written opinions on the fairness and compliance of material related party transactions on a case-by-case basis and the fulfillment of internal approval procedures. The independent Directors may engage an independent third party such as an intermediary to provide opinions if necessary.	**Related party transactions between the Bank and Directors, supervisors, senior management, their close relatives, enterprises directly or indirectly controlled by the aforementioned individuals, as well as related parties with other related party relationships with Directors, supervisors and senior management shall be reviewed by the Related Party Transaction Committee and submitted to the Board of Directors for consideration and approval. The provisions of the paragraphs 1, 2 and 5 of the Article 52 of these Measures regarding exemption from consideration shall not apply. Where the subject matter of the aforementioned related-party transactions involves routine financial products or services provided by the Bank, and both the single transaction amount and cumulative transaction amount fail to meet the threshold for material related-party transactions, the Board of Directors may adopt a unified resolution for such transactions.** If the amount involved in a material related party transaction meets the criteria for consideration at the shareholders' meeting **(excluding deposit-related-party transactions)**, it shall be submitted to the shareholders' meeting for consideration. The independent Directors of the Bank shall express written opinions on the fairness and compliance of material related party transactions on a case-by-case basis and the fulfillment of internal approval procedures. The independent Directors may engage an independent third party such as an intermediary to provide opinions if necessary.	

Original Articles	Articles after Amendments	Basis of Amendments
Article 44 ... (II) The Bank's auditors shall annually issue a letter to the Board of Directors of the Bank (a copy of which shall be submitted to the Stock Exchange at least 10 business days prior to the printing of the annual report of the Bank) confirming the following regarding continuing connected transactions: ...	**Article 44** ... (II) The Bank's auditors shall annually issue a letter to the Board of Directors of the Bank ~~(a copy of which shall be submitted to the Stock Exchange at least 10 business days prior to the printing of the annual report of the Bank)~~ confirming the following regarding continuing connected transactions: ...	Adjusted in accordance with the relevant requirements of the Stock Exchange.
Article 48 ... (II) External reporting matters Material related party transactions shall be reported to the CBIRC or its local offices by the lead departments on the management of related party transactions within fifteen business days upon approval, and the relevant information shall also be reported through the information system for the supervision of related party transactions. ...	**Article 48** ... (II) External reporting matters Material related party transactions shall be reported through the information system for the supervision of related party transactions ~~to the CBIRC or its local offices by the lead departments on the management of related party transactions~~ within fifteen business days upon ~~approval, and the relevant information shall also be reported~~ **occurrence**. ...	Adjusted in accordance with regulatory system.

Original Articles	Articles after Amendments	Basis of Amendments
Article 53 In the event of one of the following circumstances, the Bank may conduct accountability in accordance with the internal accountability system and report to the Related Party Transaction Committee, and in serious cases, may impose corresponding penalties in accordance with the relevant provisions issued by the CBIRC. ... (II) Operating departments and management departments: ... 3. Failed to conduct transactions in accordance with paragraph 1 of Article 45 of these Measures; ...	**Article 53** In the event of one of the following circumstances, the Bank may conduct accountability in accordance with the internal accountability system ~~and report to the Related Party Transaction Committee,. and in serious cases, may impose corresponding penalties in accordance with the relevant provisions issued by the CBIRC~~. **Where criminal offenses are suspected, the case shall be transferred to the relevant authorities for handling in accordance with the law.** ... (II) Operating departments and management departments: ... 3. ~~Failed to c~~**C**onduct**ed** transactions in **violation of the** ~~accordance with~~ paragraph 1 of Article 45 of these Measures; ...	Adjusted according to the regulatory system.
Article 58 These Measures shall be implemented from the date of approval by the Shareholders' general meeting. The Administrative Measures for the Related Party/Connected Transactions of Bank of Guizhou Co., Ltd. (applicable after H Share listing) shall automatically lapse from the effective date of these Measures.	**Article 58** These Measures shall be implemented from the date of **issuance following** approval by the Shareholders' ~~general~~ meeting. The Administrative Measures for the Related Party/Connected Transactions of Bank of Guizhou Co., Ltd. **(Qian Yin Regulation [2023] No. 74)** ~~(applicable after H Share listing)~~ shall **be simultaneously repealed** ~~automatically lapse from the effective date of these Measures~~.	Adjusted based on actual circumstances.

PLAN ON AUTHORIZATION OF THE SHAREHOLDERS' GENERAL MEETING TO THE BOARD OF DIRECTORS

Subject to compliance with relevant laws and regulations, departmental rules, the requirements of the securities regulatory authority where the Bank's shares are listed, and the Articles of Association of the Bank:

I. APPROVAL AUTHORITY FOR EQUITY INVESTMENT

Any individual (single) external equity investment with self-owned funds (including promotion and establishment, shareholding, conversion of bonds into shares, merger and acquisition, subscription of preference shares, subscription of convertible bonds, subscription of perpetual bonds and subscription of tier-two capital bonds, etc.) with an amount not exceeding 10% of the latest audited net assets shall be considered and approved by the Board.

II. APPROVAL AUTHORITY FOR THE PURCHASE AND DISPOSAL OF FIXED ASSETS

1. Purchase of fixed assets: any individual (single) purchase amount below RMB0.5 billion shall be considered and approved by the Board;

2. Disposal of fixed assets: for any individual (single) proposed disposal of fixed assets with the net carrying value below RMB0.1 billion, and the aggregate amount of the expected value of the fixed assets proposed to be disposed and the value obtained from the fixed assets which have been disposed within 4 months before such proposed disposal not exceeding 33% of the value of fixed assets as shown in the latest audited balance sheet, it shall be considered and approved by the Board.

III. APPROVAL AUTHORITY FOR THE DISPOSAL OF NON-PERFORMING ASSETS

For any individual proposed disposal of non-performing assets[1] (in a single account or single transaction) with the net carrying value1 below RMB1 billion and the net carrying value of the annual accumulated disposal not exceeding 10% of the latest audited net values, it shall be considered and approved by the Board.

IV. APPROVAL AUTHORITY FOR THE WRITE-OFF OF NON-PERFORMING ASSETS

The write-off of non-performing assets shall be considered and approved by the Board.

1 If the non-performing assets proposed to be disposed are non-performing credit assets, it refers to the principal amount of the loan to be disposed in a single account

V. APPROVAL AUTHORITY FOR GUARANTEE OTHER THAN CREDIT GRANTING BUSINESS

Any external guarantee (excluding guarantees for commercial banking businesses such as letters of guarantee, bill acceptance and letters of credit, hereinafter the same) of less than RMB0.3 billion for a single account shall be considered and approved by the Board. However, the following guarantees shall be submitted to the shareholders' general meeting for consideration:

1. any guarantee provided when the aggregate amount of external guarantees of the Bank and its controlled subsidiaries has reached or exceeded 50% of the latest audited net assets;

2. any guarantee provided when the aggregate amount of external guarantees of the Bank has reached or exceeded 30% of the latest audited total asset;

3. any guarantee provided to a guaranteed party with the gearing ratio exceeding 70%；

4. the amount of a single guarantee exceeding 10% of the latest audited net assets;

5. any guarantee provided to the shareholders, the actual controller or their respective related parties.

VI. APPROVAL AUTHORITY FOR EXTERNAL DONATIONS

For any individual (single) external donation (including charity donations and commercial sponsorship, etc.) with expenses not exceeding RMB20 million, and the total expenses of external donations made during the year not exceeding RMB50 million, it shall be considered and approved by the Board.

VII. Within the scope of authorities involving in this plan on authorization, the Board may, based on actual needs and in compliance with laws, delegate all or part of the authorities granted by the shareholders' general meeting in this plan on authorization to the chairman of the Board, special committees under the Board and the president of the Bank.

VIII. The shareholders' general meeting may, according to actual circumstance, supplement or adjust relevant authorizations by the way of resolution(s) of the shareholders' general meeting, or grant other specific authorizations to the Board in addition to this plan on authorization.

IX. As the Bank's Shares have been listed on The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange"), the above approval authorities of the Board are also subject to the following requirements:

1. If any relevant matter constitutes a connected transaction under the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange, all the applicable size tests (other than the profits ratio) in respect of such transaction shall be less than 5%, or less than 25% and the total consideration of the transaction less than HK$10 million;

2. If any relevant matter constitutes a discloseable transaction under the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange, all the applicable size tests in respect of such transaction shall be less than 25%.

When calculating the amount of a transaction, if the transaction constitutes one of a series of transactions under the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange, the transaction shall be aggregated with other transactions in the series.

X. This plan on authorization shall take effective from the date of approval at the shareholders' general meeting and be valid until the new authorization is made at the next shareholders' general meeting.

Notes:

1. The amounts involved in this plan on authorization are denominated in RMB, and shall be converted into RMB if the relevant matters involve foreign currencies.

2. The term "exceeding" in this plan on authorization does not include the underlying figures, while the term "not exceeding" includes the underlying figures; the term "above" does not include the underlying figures, while the term "below" includes the underlying figures.

3. In this plan on authorization, the term "net assets" represents the latest audited net assets of the Bank, the term "total assets" represents the latest audited total assets of the Bank, the term "net profit" represents the latest audited net profit of the Bank, and the term "value of fixed assets" represents the latest audited value of fixed assets of the Bank.

4. In this plan on authorization, the term "disposal" includes disposal by sales, transfer and replacement, and also includes the disposal of interests in such assets, but excludes the provision of guarantees with such assets.

5. In case of inconsistency for financial statements prepared by the Bank based on the PRC accounting standards and the international accounting standards or the accounting standards of foreign place of listing and data under various accounting standards, the lower one shall prevail.

6. The size tests and calculation methods as required by the Hong Kong Stock Exchange are:

Total assets ratio = total assets involved in the transaction ÷ total assets of the Bank × 100% ;

Profits ratio = profits of the assets involved in the transaction ÷ profits of the Bank (all amounts other than tax, but excluding minority interests and net profit from non-recurring items) × 100% ;

Revenue ratio = revenue of the assets involved in the transaction ÷ revenue of the Bank × 100% ;

Consideration ratio = consideration of the transaction ÷ total market capitalization of the Bank (based on the average closing price of the Bank's shares for the five trading days prior to the transaction) × 100% ;

Equity capital ratio = the number of shares to be issued by the Bank or its subsidiaries as consideration of the transaction ÷ total share capital of the Bank before the transaction × 100%.



Bank of Guizhou Co., Ltd. *
貴州銀行股份有限公司*

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

(Stock Code: 6199)

NOTICE OF THE THIRD EXTRAORDINARY GENERAL MEETING OF 2025

NOTICE IS HEREBY GIVEN that the third extraordinary general meeting of 2025 (the "**EGM**") of the Bank of Guizhou Co., Ltd. (the "**Bank**") will be held at the Conference Room 4501, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC, at 2:30 p.m. on Wednesday, 10 December 2025, for the Shareholders to consider and, if thought fit, to approve the following resolutions:

ORDINARY RESOLUTIONS

1. To consider and approve the amendments to the Measures on the Equity Administration of Domestic Shares of Bank of Guizhou Co., Ltd.;

2. To consider and approve the amendments to the the Administrative Measures for the Related Party/ Connected Transactions of Bank of Guizhou Co., Ltd.;

SPECIAL RESOLUTIONS

3. To consider and approve the amendments to the plan on authorization of the shareholders' general meeting to the Board of Directors of the Bank;

4. To consider and approve the resolution on the reform plan for Longli Guofeng Rural Bank;

5. 5.1 To consider and approve the resolution on the acquisition of Panzhou Wanhe Rural Bank and establishment of branches;

   5.2 To consider and approve the resolution on the acquisition of Kaili Dongnan Rural Bank and establishment of branches; and

   5.3 To consider and approve the resolution on the acquisition of Baiyun Dexin Rural Bank and establishment of branches.

The specific authorization is set out in the Circular dated 21 November 2025.

By order of the Board
Bank of Guizhou Co., Ltd.*
YANG Mingshang
Chairman

Guiyang, the PRC, 21 November 2025

As of the date of this notice, the Board of the Bank comprises Mr. YANG Mingshang, Ms. WU Fan and Mr. CAI Dong as executive Directors; Mr. CHEN Duohang and Ms. GONG Taotao as non-executive Directors; and Mr. LEE Hoey Simon, Ms. SUN Li and Ms. CHEN Rong, Mr. TANG Xin and Mr. SONG Ke as independent non-executive Directors.

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

Notes:

1. 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 decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. The voting results will be published on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the website of the Bank (www.bgzchina.com) in accordance with the Listing Rules.

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

   In order to determine the list of Shareholders who are entitled to attend and vote at the EGM, the register of members of the Bank will be closed from Friday, 5 December 2025 to Wednesday, 10 December 2025 (both days inclusive), during which period no transfer of shares will be effected. Shareholders whose names appear on the register of members of the Bank on Wednesday, 10 December 2025 are entitled to attend and vote at the EGM.

For a holder of the shares of the Bank to be eligible for attending and voting at the EGM, all transfer documents together with the relevant share certificates and other appropriate documents of the holders of the shares of the Bank shall be delivered to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shareholders) or the office of the board of directors of the Bank at the 43rd floor, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC (for Domestic Shareholders) not later than 4:30 p.m. on Thursday, 4 December 2025 for registration.

Pursuant to the requirement of the Articles of Association of the Bank, if any Shareholder pledges over 50% (inclusive) of his/her/its equity in the Bank, in the duration of pledge, he/she/it shall not exercise voting right over the pledged equity at the EGM.

3. Proxy

Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more person(s) (if the Shareholder holds two or more issued shares), whether (each of) such person is a Shareholder of the Bank or not, as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the EGM.

The proxy concerned must be appointed with a power of attorney. The power of attorney concerned must be signed by the principal or the person duly authorized in writing by the principal. If the principal is a corporation, the power of attorney shall be affixed with the common seal or signed by its director or other representative duly authorized in writing. If the power of attorney of the proxy is signed by the authorized person of the principal, such power of attorney or other authorization documents shall be notarized and served at the same time as the power of attorney. To be valid, the form of proxy, together with a notarially certified copy of the power of attorney or other authority must be delivered to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for H Shareholders) or the office of the board of directors of the Bank at the 43rd floor, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC (for Domestic Shareholders) no later than 24 hours before the scheduled time for the holding of the EGM (i.e. Tuesday, 9 December 2025 at 2:30 p.m.) or no later than 24 hours before the convening of any adjournment thereof (as the case may be).

After the completion and return of the form of proxy and the power of attorney, you can attend and vote in person at the EGM or any adjournment thereof should you so wish. In the event that you attend the EGM and vote on the meeting, the authority of your proxy will be deemed to have been revoked.

In the case of joint holders of the shares of the Bank, any one of such holders may vote at the EGM either in person or by proxy in respect of such shares as if he/she/it was solely entitled thereto. However, if more than one of such joint registered holders be present at the EGM, either in person or by proxy, the vote of that one of them so present, whose name stands first on the register of members of the Bank in respect of such shares shall be accepted to the exclusion of the votes of the other joint registered holder(s).

4. Miscellaneous

(i) The Shareholders or their proxies shall present their identity documents when attending the EGM (or any adjournment thereof). The legal representative of or any other persons officially authorized by a Shareholder shall present his/her/its identity documents and the notarially certified documents for appointment as a legal representative or valid authorization document(s) (as the case may be) when attending the EGM (or any adjournment thereof).

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

(iii) Address of Computershare Hong Kong Investor Services Limited:

17M Floor, Hopewell Centre 183 Queen's Road East Wanchai, Hong Kong
Tel: (852) 2862 8555
Fax: (852) 2865 0990

Address of the office of the board of directors:

43rd floor, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC
Tel: (86) 0851-8698 7798
Fax: (86) 0851-8620 7999

5. The details about the aforesaid resolutions proposed for the consideration and approval at the EGM will be set out in the circular of the 2025 Third EGM to be despatched by the Bank on 21 November 2025.