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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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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) 2025 WORK REPORT OF THE BOARD OF DIRECTORS**
 - (2) 2025 FINANCIAL STATEMENTS REPORT**
 - (3) 2025 PROFIT DISTRIBUTION PLAN**
 - (4) 2026 FINANCIAL BUDGET PLAN**
 - (5) APPOINTMENT OF ACCOUNTING FIRMS FOR 2026**
 - (6) APPOINTMENT OF MR. YANG HONGJUN AS AN EXECUTIVE DIRECTOR OF THE FOURTH SESSION OF THE BOARD OF DIRECTORS**
 - (7) APPOINTMENT OF MR. WEN ZHICHAO AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE FOURTH SESSION OF THE BOARD OF DIRECTORS**
 - (8) AMENDMENTS TO THE RULES OF PROCEDURE OF THE SHAREHOLDERS' MEETING OF BANK OF GUIZHOU CO., LTD.**
 - (9) AMENDMENTS TO THE RULES OF PROCEDURE OF THE BOARD OF DIRECTORS OF BANK OF GUIZHOU CO., LTD.**
 - (10) AMENDMENTS TO THE ADMINISTRATIVE MEASURES FOR THE RELATED PARTY/CONNECTED TRANSACTIONS OF BANK OF GUIZHOU CO., LTD**
 - (11) AMENDMENTS TO THE MEASURES ON THE EQUITY ADMINISTRATION OF BANK OF GUIZHOU CO., LTD.**
 - (12) FORMULATION OF THE 2026-2028 CAPITAL PLANNING OF BANK OF GUIZHOU CO., LTD.**
 - (13) AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF BANK OF GUIZHOU CO., LTD.**
 - (14) ISSUANCE OF FINANCIAL BONDS IN 2026**
 - (15) REFORM PLAN FOR PANZHOU WANHE RURAL BANK AND**
- NOTICE OF THE 2025 ANNUAL GENERAL MEETING**

A letter from the Board is set out on pages 1 to 17 of this circular.

The AGM will be held at 2:30 p.m. on Tuesday, 30 June 2026 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 AGM is set out on pages 64 to 68 of this circular.

Whether or not you intend to attend in person and vote at the AGM, you are required to complete the form of proxy in accordance with the instructions 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 AGM or any adjournment thereof. Completion and return of the form of proxy will not preclude you from attending in person or voting at the AGM 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.

9 June 2026

* 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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DEFINITIONS

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

“AGM”	the 2025 annual general meeting of the Bank to be held at 2:30 p.m. on Tuesday, 30 June 2026 at the Conference Room 4501, Bank of Guizhou Head Office Building, No. 9 Yongchang Road, Guanshanhu District, Guiyang, Guizhou Province, the PRC
“Articles of Association”	the articles of association of the Bank, which may be amended, supplemented or otherwise amended from time to time
“Bank”, “Our 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 PRC laws and regulations and, if the context requires, includes its predecessors, 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
“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
“NFRA Guizhou Office”	the National Financial Regulatory Administration Guizhou Office
“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
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited

DEFINITIONS

“Independent Third Party”	a party who is not a connected person of the Bank; “third party independent of the Bank” or other similar expressions shall be interpreted accordingly
“Panzhou Wanhe”	Panzhou Wanhe Rural Bank, a limited liability company established in April 2012 in accordance with the laws and regulations of the People’s Republic of China
“independent Director(s)” or “independent non-executive Director(s)”	the independent director(s) within the meaning of the Articles of Association and the independent non-executive director(s) under the Listing Rules
“Latest Practicable Date”	8 June 2026 (Unless otherwise stated), being the latest practicable date for ascertaining certain information included herein preceding the printing of this circular
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“NFRA” or “CBIRC” or “CBRC”	the China Banking and Insurance Regulatory Commission (中國銀行保險監督管理委員會) (before 18 May 2023)/China Banking Regulatory Commission (中國銀行業監督管理委員會) (before 17 March 2018). On 18 May 2023, the NFRA was formed on the basis of the former China Banking and Insurance Regulatory Commission
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	Domestic Shares and H Shares
“Shareholder(s)”	the holder(s) of the Shares
“%”	per cent

Certain amounts and percentage figures in this circular have been subject to rounding adjustments. Accordingly, figures shown as currency conversion or percentage equivalents may not be an arithmetic sum of such figures.

In this circular, unless otherwise stated, the amounts shall be presented in RMB.

LETTER FROM THE BOARD



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:

Ms. WU Fan
Mr. CAI Dong

Non-executive Directors:

Ms. ZHANG Yan
Mr. CHEN Duohang
Ms. GONG Taotao

Independent non-executive Directors:

Mr. LEE Hoey Simon
Ms. SUN Li
Ms. CHEN Rong
Mr. ZHANG Junjie
Mr. XU Liang

Registered office in the PRC:

No. 9 Yongchang Road
Guanshanhu District, Guiyang
Guizhou Province, the 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) 2025 WORK REPORT OF THE BOARD OF DIRECTORS
- (2) 2025 FINANCIAL STATEMENTS REPORT
- (3) 2025 PROFIT DISTRIBUTION PLAN
- (4) 2026 FINANCIAL BUDGET PLAN
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- (15) REFORM PLAN FOR PANZHOU WANHE RURAL BANK AND NOTICE OF THE 2025 ANNUAL GENERAL MEETING

LETTER FROM THE BOARD

I. INTRODUCTION

The AGM of the Bank will be held at 2:30 p.m. on Tuesday, 30 June 2026. The following ordinary resolutions and special resolutions will be proposed at the AGM for consideration and approval, as appropriate, by the Shareholders:

ORDINARY RESOLUTIONS

1. To consider and approve the 2025 Work Report of the Board of Directors of the Bank
2. To consider and approve the 2025 Financial Statements Report of the Bank
3. To consider and approve the 2025 Profit Distribution Plan of the Bank
4. To consider and approve the 2026 Financial Budget Plan of the Bank
5. To consider and approve the appointment of accounting firms for 2026
6. To consider and approve the appointment of Mr. YANG Hongjun as an executive Director of the fourth session of the Board of Directors
7. To consider and approve the appointment of Mr. WEN Zhichao as an Independent Non-executive Director of the fourth session of the Board of Directors
8. To consider and approve amendments to the Rules of Procedure of the Shareholders' Meeting of Bank of Guizhou Co., Ltd.
9. To consider and approve amendments to the Rules of Procedure of the Board of Directors of Bank of Guizhou Co., Ltd.
10. To consider and approve amendments to the Administrative Measures for the Related Party/Connected Transactions of Bank of Guizhou Co., Ltd.
11. To consider and approve amendments to the Measures on the Equity Administration of Bank of Guizhou Co., Ltd.
12. To consider and approve the 2026–2028 Capital Planning of Bank of Guizhou Co., Ltd.

LETTER FROM THE BOARD

SPECIAL RESOLUTIONS

13. To consider and approve the amendments to the Articles of Association of Bank of Guizhou Co., Ltd.
14. To consider and approve the issuance of financial bonds in 2026
15. To consider and approve the reform plan for Panzhou Wanhe Rural Bank

The purpose of this circular is to provide you with details of the aforementioned resolution(s) to be considered at the AGM. The notice of the AGM is set out on pages 64 to 68 of this circular.

II. PROPOSED MATTERS FOR THE AGM

1. 2025 Work Report of the Board of Directors

An ordinary resolution will be proposed at the AGM to consider and approve the 2025 Work Report of the Board of Directors of the Bank. For the detailed content of the 2025 Work Report of the Board of Directors of the Bank, please refer to Appendix I to this circular.

The above resolution has been considered and approved by the Board on 31 March 2026 and is hereby presented at the AGM for consideration and approval by way of an ordinary resolution.

2. 2025 Financial Statements Report

An ordinary resolution will be proposed at the AGM to consider and approve the 2025 Financial Statements Report of the Bank. Details are as follows:

As of the end of 2025, total assets amounted to RMB610,381 million, representing an increase of RMB20,394 million or 3.46% as compared with the end of the previous year; total liabilities amounted to RMB556,889 million, representing an increase of RMB19,209 million or 3.57% as compared with the end of the previous year; owner's equity amounted to RMB53,492 million, representing an increase of RMB1,185 million or 2.27% as compared with the end of the previous year.

LETTER FROM THE BOARD

In 2025, operating income amounted to RMB12,596 million, representing a year-on-year increase of RMB178 million or 1.44%; net interest income amounted to RMB10,100 million, representing a year-on-year increase of RMB937 million or 10.23%; net fee and commission income amounted to RMB1,062 million, representing a year-on-year increase of RMB761 million or 252.71%; profit before tax was RMB4,573 million, representing a year-on-year increase of RMB419 million or 10.08%; net profit amounted to RMB4,021 million, representing a year-on-year increase of RMB243 million or 6.42%; cost-to-income ratio was 28.90%, representing a year-on-year increase of 0.35%.

For details of the financial information for the year ended 31 December 2025, please refer to the financial statements contained in the 2025 annual report published by the Bank.

The above resolution has been considered and approved by the Board on 31 March 2026 and is hereby presented at the AGM for consideration and approval by way of an ordinary resolution.

3. 2025 Profit Distribution Plan

An ordinary resolution will be proposed at the AGM to consider and approve the 2025 Profit Distribution Plan of the Bank. Details are as follows:

- (1) RMB402.1022 million will be appropriated to the statutory surplus reserve based on 10% of the net profit.
- (2) According to the Administrative Measures for Provision of Reserves of Financial Enterprises (Cai Jin [2012] No. 20) issued by the Ministry of Finance, the balance of the general risk reserve shall not be less than 1.5% of the period-end balance of risk-bearing assets in principle. As at the end of 2025, the balance of the general risk reserve of the Bank should reach RMB6,390 million, and RMB6,150 million had been accrued, with an additional provision of RMB240 million made in the current year.
- (3) Based on the share capital of 14,588,046,700 shares as at the end of 2025, the Bank distributed the dividend to all Shareholders at 6% of the share capital, totaling RMB875,282,800 (tax inclusive) in cash. The Bank will withhold and pay the income tax on behalf of individual Shareholders in accordance with the relevant provisions of the national tax law.

The above resolution has been considered and approved by the Board on 31 March 2026 and is hereby presented at the AGM for consideration and approval by way of an ordinary resolution.

LETTER FROM THE BOARD

Upon the above profit distribution plan being approved, the Bank expects to pay cash dividends for the year ended 31 December 2025 to the Shareholders on 27 August 2026. Dividends to Domestic Shareholders will be paid in RMB, and the Bank provides H Shareholders with a RMB dividend currency election, under which H Shareholders have the right to elect to receive all (and HKSCC Nominees Limited may elect to receive all or part) of the dividend in RMB or the HKD equivalent. For H Shareholders who do not make an election as to the dividend currency, the Bank will pay the dividend in the HKD equivalent, and RMB will be converted into Hong Kong dollars at the exchange central parity rate announced by the People's Bank of China on Tuesday, 30 June 2026 (i.e. the date of the AGM of the Bank). The register of members in respect of the H Shares of the Bank will be closed from Monday, 20 July 2026 to Friday, 24 July 2026 (both days inclusive). In order to be entitled to the final dividend, H Shareholders of the Bank who have not registered the relevant transfer documents are required to deliver all transfer documents together with the relevant share certificates and other appropriate documents 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 not later than 4:30 p.m. on Friday, 17 July 2026. H Shareholders whose names appear on the register of members of the H Shares on Friday, 24 July 2026 are entitled to receive the final dividend. The Bank will further announce detailed cash dividends arrangement after the convening of the AGM.

4. 2026 Financial Budget Plan

An ordinary resolution will be proposed at the AGM to consider and approve the 2026 Financial Budget Plan of the Bank. Details are as follows:

In 2026, the Bank's financial budget expenses are expected to be RMB3,970 million, representing a year-on-year increase of RMB154 million or 4.04%. Details are as follows:

(1) Taxes and surcharges and other expenses

In 2026, the taxes and surcharges and other expenses are estimated to be RMB220 million, representing a year-on-year decrease of RMB13 million.

(2) Operating and administrative expenses

In 2026, the operating and administrative expenses are estimated to be RMB3,750 million, representing a year-on-year increase of RMB167 million.

The above resolution has been considered and approved by the Board on 31 March 2026 and is hereby presented at the AGM for consideration and approval by way of an ordinary resolution.

LETTER FROM THE BOARD

5. Appointment of Accounting Firms for 2026

An ordinary resolution will be proposed at the AGM to consider and approve the appointment of accounting firms for 2026. Details are as follows:

In view of KPMG's sound professional competence, independence, investor-protection capabilities and integrity record, in light of the Bank's development needs and in accordance with the relevant systems and measures for the selection and appointment of accounting firms, to ensure the quality and stability of the Bank's audit work, the Bank proposes at the AGM to consider and approve the continuous appointment of KPMG Huazhen LLP and KPMG as the domestic auditor and international auditor of the Bank respectively for the year 2026. The services to be rendered include audit of the annual report, review of the interim report, execution of agreed-upon procedures for the quarterly financial statements and other services. Their remuneration for the year 2026 shall be RMB4.28 million, representing an increase of RMB380,000 compared with that of the previous year. Such remuneration shall be determined by the Bank's competent approval authority with reference to factors including fair market benchmarks, the Bank's business plans and complexity, anticipated audit scope, audit time and audit resources of the auditor, and cover relevant taxes and sundry expenses such as travel expenses, office expenses and travelling allowances.

The above resolution has been considered and approved by the Board on 29 April 2026 and is hereby presented at the AGM for the consideration and approval by way of an ordinary resolution.

6. Appointment of Mr. YANG Hongjun as an Executive Director of the Fourth Session of the Board of Directors

An ordinary resolution will be proposed at the AGM to consider and approve the appointment of Mr. YANG Hongjun ("Mr. YANG") as an executive Director of the fourth session of the Board of Directors of the Bank. Details are as follows:

Reference is hereby made to the announcement of this Bank dated 8 June 2026 regarding the proposed appointment of an executive Director. An ordinary resolution will be proposed at the AGM to consider and approve the appointment of Mr. YANG as an executive Director of the fourth session of the Board of Directors of the Bank for a term of office commencing on the date of the approval of NFRA Guizhou Office after the approval of his appointment at the AGM and expiring on the date of expiry of the fourth session of the Board of Directors of the Bank.

The biographical details for Mr. YANG are set out in Appendix II to this circular.

LETTER FROM THE BOARD

Mr. YANG, a candidate for executive Director, was selected by the Bank after considering the Board members diversity in multiple aspects, including but not limited to age, cultural and educational background, professional skills and knowledge as well as his experience and contribution to be provided to the Board of Directors. The above resolution has been considered and approved by the Board of Directors on 8 June 2026 and is hereby presented at the AGM for consideration and approval by way of an ordinary resolution.

To the best of the Board's knowledge, save as disclosed in this circular: (a) in the past three years, Mr. YANG has not held any directorship in a public company on any other securities market; (b) Mr. YANG has no other connections with any Director, senior management or substantial Shareholder of the Bank; (c) Mr. YANG does not held any Share of the Bank or its associated corporations within the meeting of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)); and (d) there are no other matters that need to be brought to the attention of the Shareholders of the Bank, nor is there any other information that needs to be disclosed (as required by paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules).

If appointed, the Bank will enter into a service contract with Mr. YANG, and his salary during his tenure will be calculated and executed according to the Bank's salary settlement plan.

7. Appointment of Mr. WEN Zhichao as an Independent Non-executive Director of the Fourth Session of the Board of Directors

An ordinary resolution will be proposed at the AGM to consider and approve the appointment of Mr. WEN Zhichao ("Mr. WEN") as an independent non-executive Director of the fourth session of the Board of Directors of the Bank. Details are as follows:

Reference is hereby made to the announcement of this Bank dated 8 June 2026 regarding the proposed appointment of an independent non-executive Director. An ordinary resolution will be proposed at the AGM to consider and approve the appointment of Mr. WEN as an independent non-executive Director of the fourth session of the Board of Directors of the Bank for a term of office commencing on the date of the approval of NFRA Guizhou Office after the approval of his appointment at the AGM and expiring on the date of expiry of the fourth session of the Board of Directors of the Bank.

The biographical details for Mr. WEN are set out in Appendix II to this circular.

LETTER FROM THE BOARD

Mr. WEN, a candidate for independent non-executive Director, was selected by the Bank after considering the Board members diversity in multiple aspects, including but not limited to age, cultural and educational background, professional skills and knowledge as well as his experience and contribution to be provided to the Board of Directors. The above resolution has been considered and approved by the Board of Directors on 8 June 2026 and is hereby presented at the AGM for consideration and approval by way of an ordinary resolution.

Mr. WEN, if appointed, will receive an annual independent non-executive Director's allowance of RMB150,000 (after tax) during his term of office as an independent non-executive Director of the Bank. Such allowance is determined in accordance with applicable laws, regulations, and the Bank's relevant remuneration policies.

To the best of the Board's knowledge, save as disclosed in this circular: (a) in the past three years, Mr. WEN has not held any directorship in a public company on any other securities market; (b) Mr. WEN did not hold any position with the Bank; (c) Mr. WEN has no other connections with any Director, senior management or substantial Shareholder of the Bank; (d) Mr. WEN does not held any Share of the Bank or its associated corporation within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)); and (e) there are no other matters that need to be brought to the attention of the Shareholders of the Bank, nor is there any other information that needs to be disclosed (as required by paragraphs (h) to (v) of Rule 13.51(2) of the Listing Rules). Mr. WEN has confirmed that (a) he complies with the independence criteria set out in Rules 3.13(1) to (8) of the Listing Rules; (b) he does not have any past or present financial or other interests in the business of the Bank or its subsidiaries, nor is he connected with any of the Bank's core connected persons (as defined in the Listing Rules); and (c) there are no other factors that may affect his independence.

8. Amendments to the Rules of Procedure of the Shareholders' Meeting of Bank of Guizhou Co., Ltd.

An ordinary resolution will be proposed at the AGM to consider and approve the amendments to the Rules of Procedure of the Shareholders' Meeting of Bank of Guizhou Co., Ltd. Details are as follows:

To further enhance the institutionalized and standardized level of corporate governance, and in light of the amendments to the Articles of Association and the actual corporate governance of the Bank, it is proposed to amend the rules of procedure of the shareholders' meeting. For details of the proposed amendments, please refer to Appendix III.

LETTER FROM THE BOARD

The amendments to the rules of procedure for the shareholders' meeting shall be carried out simultaneously with the amendments to the Articles of Association and shall take effect simultaneously with the Articles of Association after they are approved by NFRA Guizhou Office. In the event of any inconsistencies between the revised content and the regulatory authorities' approval opinions, adjustments will be made in accordance with the regulatory authorities' opinions. It is hereby proposed to authorize the Board of Directors to, and to agree that the Board of Directors may further authorize the Chairman (who may in turn authorize others), to make appropriate and necessary modifications to the revised content of these rules in accordance with the regulatory authorities' review opinions.

The aforementioned resolution has been considered and approved by the Board of Directors on 26 December 2025 and is hereby presented at the AGM for the consideration and approval by way of an ordinary resolution.

9. Amendments to the Rules of Procedure of Board Meetings of Bank of Guizhou Co., Ltd.

An ordinary resolution will be proposed at the AGM to consider and approve the amendments to the Rules of Procedure of the Board Meetings of Bank of Guizhou Co., Ltd. Details are as follows:

To further enhance the institutionalized and standardized level of corporate governance, and in light of the amendments to the Articles of Association and the actual corporate governance of the Bank, it is proposed to amend the rules of procedure for the Board meetings. For details of the proposed amendments, please refer to Appendix IV.

The amendments to the rules of procedure for such Board meeting shall be carried out simultaneously with the amendments to the Articles of Association and shall take effect simultaneously with the Articles of Association after they are approved by NFRA Guizhou Office. In the event of any inconsistencies between the revised content and the regulatory authorities' approval opinions, adjustments will be made in accordance with the regulatory authorities' opinions. It is hereby proposed to authorize the Board of Directors to, and to agree that the Board of Directors may further authorize the Chairman (who may in turn authorize others), to make appropriate and necessary modifications to the revised content of these rules in accordance with the regulatory authorities' review opinions.

The aforementioned resolution has been considered and approved by the Board of Directors on 26 December 2025 and is hereby presented at the AGM for the consideration and approval by way of an ordinary resolution.

LETTER FROM THE BOARD

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

An ordinary resolution will be proposed at the AGM to consider and approve the amendments to the Administrative Measures for the Related Party/Connected Transactions of Bank of Guizhou Co., Ltd. Details are set out as follows:

In order to further improve the related party transaction management system of the Bank and standardise its related party/connected transaction practices in light of the adjustments to the Bank's corporate governance structure, the Bank proposes to amend the Administrative Measures for the Related Party/Connected Transactions based on the actual circumstances of the Bank. For detailed articles after amendment, please refer to Appendix V.

The aforementioned resolution has been considered and approved by the Board of Directors on 8 June 2026 and is hereby presented at the AGM for the consideration and approval by way of an ordinary resolution.

11. Amendments to the Measures on the Equity Administration of Bank of Guizhou Co., Ltd.

An ordinary resolution will be submitted at the AGM to consider and approve the amendments to the Measures on Equity Management of Bank of Guizhou Co., Ltd. Details are set out as follows:

In order to further optimise the Bank's equity management system in light of the adjustments to the Bank's corporate governance structure, the Bank proposes to amend the the Measures on Equity Management based on the actual circumstances of the Bank. For detailed articles after amendment, please refer to Appendix VI.

The aforementioned resolution has been considered and approved by the Board of Directors on 8 June 2026 and is hereby presented at the AGM for the consideration and approval by way of an ordinary resolution.

12. Formulation of the 2026–2028 Capital Planning of Bank of Guizhou Co., Ltd.

An ordinary resolution will be proposed at the AGM to consider and approve the 2026–2028 Capital Planning of Bank of Guizhou Co., Ltd. Details are as follows:

LETTER FROM THE BOARD

According to the requirements of the Measures for the Capital Management of Commercial Banks (“**Capital Measures**”), commercial banks should formulate capital planning to ensure that it is in line with the Bank’s operating conditions, risk trends and long-term development strategies. The Bank has successfully accomplished the objectives set out in the capital planning for 2023–2025 and is required to prepare a new round of capital planning for 2026–2028 to provide strong safeguard for the Bank’s support in the development of real economy and strategic transformation.

On the basis of comprehensive consideration of the macroeconomic situation, the Bank’s operation and development strategy, and the experience gained from the formulation and implementation of capital planning in previous periods, the Bank prepared the 2026–2028 Capital Planning of Bank of Guizhou Co., Ltd. (the “**Capital Planning**”) in accordance with the relevant requirements of the Capital Measures to continuously meet regulatory requirements and further enhance the capital management of the Bank.

The Capital Planning consists of five main parts, namely, formulation principles of Capital Planning, internal and external factors of the Capital Planning, Capital Planning objectives, capital replenishment plan and capital management measures. According to the Capital Planning, in order to ensure the continuous and stable development of the business and maintain the Bank’s favorable image as a well-capitalized bank, the Bank maintains a buffer space of 1.5 percentage points on top of the minimum regulatory targets. Specifically, the Bank’s minimum capital adequacy ratio targets for 2026–2028 shall be: core tier 1 capital adequacy ratio not less than 9%, tier 1 capital adequacy ratio not less than 10%, capital adequacy ratio not less than the level commensurate with the regulatory rating 2B standard. For details, please refer to Appendix VII.

In order to ensure the smooth realization of the Capital Planning objectives, the Bank will strictly implement policies and regulatory requirements on financial support for the real economy, diversify and improve capital replenishment channels, conduct scientific capital allocation, optimize capital assessment, adopt a package of measures to enhance capital management, continuously improve the full-chain capital management system, and lay a solid foundation for the high-quality transformation and development of the Bank.

The aforementioned resolution has been considered and approved by the Board of Directors on 26 December 2025 and is hereby presented at the AGM for the consideration and approval by way of an ordinary resolution.

13. Amendments to the Articles of Association

A special resolution will be proposed at the AGM to consider and approve amendments to the Articles of Association. Details are as follows:

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To further enhance the institutionalized and standardized level of corporate governance and in light of the actual corporate governance of the Bank, the Bank proposes to amend the Articles of Association. The amendments mainly include improving and clarifying the convocation procedures of the shareholders' meeting, optimizing the composition of the Board members, etc. For details of the amendment clauses, please refer to Appendix VIII. The Articles of Association are prepared in Chinese and there is no official English version. Therefore, any English translation is for reference only. In case of any inconsistency, the Chinese version shall prevail.

The amended Articles of Association shall be submitted to NFRA Guizhou Office for approval after being considered and approved at the AGM. If the amendments are inconsistent with the approval of the regulatory authorities, they shall be adjusted in accordance with the opinions of the regulatory authorities. It is proposed that the shareholders' meeting authorize the Board of Directors and agree that the Board of Directors may further delegate the authority to the Chairman (who may further delegate the authority) to make appropriate and necessary amendments to the amendments to the Articles of Association in accordance with the review opinions of the regulatory authorities, and to handle matters such as registration of changes and filing with the market supervision and administration agency and other relevant government departments (if applicable) in relation to the relevant matters.

The aforementioned resolution has been considered and approved by the Board of Directors on 26 December 2025 and is hereby presented at the AGM for the consideration and approval by way of a special resolution.

14. Issuance of Financial Bonds in 2026

A special resolution will be proposed at the AGM to consider and approve the issuance of financial bonds by the Bank in 2026. Please refer to Appendix IX for details.

The above resolution has been considered and approved by the Board of Directors on 29 April 2026 and is hereby presented at the AGM for consideration and approval by way of a special resolution.

15. Reform Plan for Panzhou Wanhe Rural Bank

To implement the spirit of the Party Central Committee and the State Council on the reform and risk mitigation of rural banks and to comply with relevant regulatory requirements, the Bank, as the sponsor of Panzhou Wanhe Rural Bank (hereinafter referred to as “**Panzhou Wanhe**”), has, following good faith negotiations with Panzhou Wanhe on market-oriented and law-based principles, formulated a reform plan for Panzhou Wanhe, which has been considered and approved by the Board of Directors and is hereby submitted to the shareholders’ meeting of the Bank for consideration.

I. Basic Information of Panzhou Wanhe

Panzhou Wanhe was established in April 2012 with a registered capital of RMB130 million. Its principal business activities include taking deposits from the public, granting loans, etc. As of the date of this circular, the Bank holds 26,000,000 shares in Panzhou Wanhe, representing a 20.00% shareholding interest. Twelve corporate shareholders hold an aggregate of 90,530,000 shares in Panzhou Wanhe, representing an aggregate shareholding interest of 69.64%. Nine other individual shareholders hold an aggregate of 13,470,000 shares in Panzhou Wanhe, representing an aggregate shareholding interest of 10.36%. To the best of the Bank’s knowledge, all shareholders of Panzhou Wanhe other than the Bank are third parties independent of the Bank and its connected persons, including Guizhou Hongcai Investment Group Co., Ltd. (7.69% shareholding), Guizhou Panzhou Tourism and Culture Investment Co., Ltd. (7.69% shareholding), Guizhou Rongcheng Investment Development Co., Ltd. (7.69% shareholding), Guizhou Libo Human Resources Service Co., Ltd. (7.69% shareholding), Panzhou Rongqi Enterprise Management Co., Ltd. (7.69% shareholding), Panzhou Water Investment Co., Ltd. (7.69% shareholding), Guizhou Province Panzhou Hongteng Development and Investment Co., Ltd. (7.69% shareholding), Guizhou Panbei Economic Development Zone Investment Co., Ltd. (7.69% shareholding), Guizhou Yinfa Trading Co., Ltd. (2.31% shareholding), Guizhou Tianli Huifeng Trading Co., Ltd. (2.31% shareholding), Guizhou Qianyunfang Wine Industry Co., Ltd. (2.31% shareholding), Guizhou Kangxinyuan Trading Co., Ltd. (1.18% shareholding), and nine individuals (each with a shareholding of less than 5%).

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II. Reform Plan

The reform plan is designed to uphold the political and people-centric nature of financial work, to fulfill the Bank's responsibilities and social obligations as the sponsor, and to protect the legitimate rights and interests of all relevant parties. Under the plan, the Bank, as the sponsor, proposes to assume the deposits and deposit-related banking card operations of Panzhou Wanhe, as well as its branch services, and to arrange for the employment of Panzhou Wanhe's staff. Panzhou Wanhe will establish a trust through the entrustment of all of its cash and asset income rights, and the Bank will, in consideration for assuming the deposits of Panzhou Wanhe, receive a beneficial interest in such trust in accordance with the plan as consideration for assuming such deposits.

III. Implications of the Listing Rules

The reform plan remains subject to approval by the competent regulatory authorities and the shareholders' meeting, and the Bank will make appropriate disclosures in due course in accordance with the Listing Rules and applicable legal requirements (as applicable). Based on the information currently available, calculated under the Hong Kong Listing Rules, the highest applicable percentage ratio for the transactions contemplated under the reform plan is expected to be "5% or more but less than 25%". Accordingly, the transactions under the reform plan may constitute a discloseable transaction of the Bank and is subject to the reporting and announcement requirements under Chapter 14 of the Hong Kong Listing Rules. In addition, as at the Latest Practical Date, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, Panzhou Wanhe and its ultimate beneficial owners (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. Authorisation Matters

Pursuant to the Company Law of the People's Republic of China and other relevant laws and regulations as well as the Articles of Association, the Bank hereby proposes to seek authorisation from the shareholders' meeting to the Board of Directors, and the Board of Directors shall have the authority, within the scope of the authorisation granted by the shareholders' meeting, to further authorise the management, to make decisions on, organise and implement matters relating to the reform of Panzhou Wanhe within the framework and principles approved by the shareholders' meeting, including, but not limited to, the following:

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- (i) to undertake the business of deposit, and deposit-related bank card etc. of Panzhou Wanhe, as well as its branch services; to receive and arrange for the employees of Panzhou Wanhe in accordance with the rules approved by the Board of Directors; to accept the beneficial interest shares of the trust established by Panzhou Wanhe; to act as trustee to manage the underlying assets of the trust established by Panzhou Wanhe; and to carry out data migration and management as required for the undertaking of the business and the entrusted management of assets.
- (ii) to formulate and implement the reform implementation plan in accordance with relevant requirements and opinions; to prepare, supplement and revise, and execute and confirm, documents and information relating to the reform plan, including negotiation records, decisions, requests, reports, implementation plans, minutes, and agreements, in accordance with relevant laws and regulations, regulatory requirements and the actual circumstances of the reform of Panzhou Wanhe; to handle administrative licensing filings and approval matters relating to the reform plan; and to take necessary measures, make decisions and handle other specific matters relating to the reform plan (excluding matters that are required by laws, regulations, regulatory requirements or the Bank's internal policies to be separately considered by the Board of Directors or the shareholders' meeting).
- (iii) the authorisation period shall commence from the effective date of the resolution of the shareholders' meeting and shall continue until the completion of the reform plan.

III. REPORTING MATTERS FOR THE AGM

In addition, Shareholders will hear the 2025 Report on the Assessment of Major Shareholders, the 2025 Performance Evaluation Report on Board of Directors and Board of Supervisors and Senior Management and Their Members, the 2025 Performance Report of Independent Non-executive Directors, the 2025 Report on Related-Party Transactions and the 2025 Report on Implementation of Resolutions of AGM of the Bank at the AGM.

IV. AGM

The AGM will be held at 2:30 p.m. on Tuesday, 30 June 2026 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 notice. The notice of the AGM is set out on pages 64 to 68 of this circular.

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Whether or not you intend to attend in person and vote at the AGM, you should complete the form of proxy in accordance with the instructions thereon. Completion and return of the form(s) of proxy will not preclude you from attending in person or voting at the AGM or any adjournment thereof should you so wish.

V. VOTING BY WAY OF POLL

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

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 AGM, and accordingly, no Shareholder is required to abstain from voting on any resolutions at the AGM.

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

VI. CLOSURE OF THE REGISTER OF MEMBERS

In order to determine the list of Shareholders who are entitled to attend and vote at the AGM, the register of members of the Bank will be closed from Thursday, 25 June 2026 to Tuesday, 30 June 2026 (both days inclusive), during which period no transfer of Shares will be effected. The record date for entitlement to attend and vote at the AGM is Tuesday, 30 June 2026. In order to be qualified to attend and vote at the AGM, all transfer documents accompanied by the relevant share certificates 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 Directors of the Bank at 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 Wednesday, 24 June 2026 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 AGM.

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VII. RECOMMENDATIONS

The Board (including the independent non-executive Directors) considers that all resolutions to be proposed at the AGM 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 all resolutions to be proposed at the AGM.

VIII. OTHER INFORMATION

Please pay attention to the information as set out in Appendices I to IX to this circular.

By Order of the Board
Bank of Guizhou Co., Ltd.*
WU Fan
Executive Director

Guiyang, the PRC, 9 June 2026

* *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.*

2025 WORK REPORT OF THE BOARD OF DIRECTORS OF BANK OF GUIZHOU

The year 2025 marks the decisive year for the conclusion of the “14th Five-Year Plan” and the strategic planning for the “15th Five-Year Plan”. Faced with profound challenges stemming from a complex and volatile external environment, intensifying market competition, and growing risks and uncertainties, the Board of Directors of Bank of Guizhou adheres to the guidance of Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era. It thoroughly studies and implements the spirit of General Secretary Xi Jinping’s important speeches during his inspection tour of Guizhou and his key expositions on financial work. Closely aligning with the decisions and arrangements of the Guizhou Provincial Party Committee and Guizhou Provincial People’s Government, and strictly complying with all regulatory requirements, the Board pursues high-quality development as the overarching principle. It fully exercises its roles in “formulating strategies, making decisions and preventing risks”, focuses on its core business, continuously strengthens financial services, and drives solid progress in the high-quality development of the Bank. 2025 work report of the Board of Directors is hereby reported as follows:

I. OVERALL OPERATION IN 2025

In 2025, under the strategic guidance of the Board of Directors, the Bank thoroughly upheld the political nature and people-oriented attribute of financial work. Closely centering on the key development strategies and positioning of Guizhou Province, the Bank advanced development transformation through value creation. All business segments achieved steady progress, laying a solid foundation for the high-quality development of the Bank as a whole. **First, steady growth of assets and liabilities scale.** As at the end of 2025, the total assets amounted to RMB610.4 billion, representing an increase of RMB20.4 billion or 3.46% as compared with the beginning of the year. The total liabilities amounted to RMB556.9 billion, representing an increase of RMB19.2 billion or 3.57% as compared with the beginning of the year. Among them: the balance of loans amounted to RMB379.2 billion, representing an increase of RMB32.1 billion or 9.24% as compared with the beginning of the year; the balance of deposits amounted to RMB385.2 billion, representing an increase of RMB10.2 billion or 2.73% compared with the beginning of the year. **Secondly, steady improvement in operating efficiency.** In 2025, the Bank recorded an operating income of RMB12.596 billion, representing a year-on-year increase of RMB0.178 billion or 1.44%; the net profit amounted to RMB4.021 billion, representing a year-on-year increase of RMB0.243 billion or 6.42%; the net interest spread amounted to 1.89%, representing an increase of 8 basis points (BP) as compared with the corresponding period of the previous year; the net interest margin amounted to 1.88%, representing an increase of 11 basis points (BP) compared with the previous corresponding period. **Thirdly, steady improvement for risk management.** The non-performing loan ratio was 1.65%, representing a decrease of 0.07 percentage points as compared with the beginning of the year; the provision coverage ratio was 329.10%, representing an increase of 13.12 percentage points as compared with the beginning of the year, reflecting a continued enhancement in the risk offsetting capacity; all key regulatory indicators including liquidity risk, credit risk, market risk, and capital adequacy fully met the regulatory requirements.

II. MAJOR WORK IN 2025

(I) Upholding strategic positioning and serving the new development paradigm.

1. **Focusing on the core and the overall situation to serve the real economy.** The Bank has formulated its annual business plan in a scientific manner, resolutely implemented the decisions and arrangements of the central authorities as well as the Guizhou Provincial Party Committee and Guizhou Provincial People's Government, continuously optimised the structure of financial supply, and steadily improved the quality and efficiency of financial services serving the real economy. Firstly, we continuously strengthened financial services for the development of the modern industrial system. Taking financial empowerment for the high-quality development of the province as the core objective, the Bank closely followed the overall requirements for building Guizhou's modern industrial system, targeted the "six prominent industrial clusters" and "three characteristic industries", and scaled up financial support. As at the end of 2025, the balance of loans related to the "Four Modernisations (urbanization, industrialization, informatization, and agricultural modernization)" of the Bank exceeded RMB250.0 billion, representing an increase of RMB21.7 billion as compared with the beginning of the year. Secondly, we continuously strengthened financial services for rural revitalisation. We adhered to taking the integrated development of industrial prosperity, county strengthening and people prosperity as the fundamental guideline for financially supporting rural revitalisation. The Bank supported the development of efficient featured mountain industries in light of local conditions, continuously strengthened financial supply in rural areas relying on agricultural benefit service outlets, and fully underpinned the high-quality development of rural revitalisation. As at the end of 2025, the balance of agriculture-related loans of the Bank reached RMB117.4 billion, representing an increase of RMB10.1 billion as compared with the beginning of the year. Thirdly, we continuously strengthened financial services for consumer credit. Actively responding to the call of the State, Guizhou Provincial Party Committee and Guizhou Provincial People's Government to "expand domestic demand and boost consumption", the Bank has increased credit support in the consumer sector and galvanised the vitality of the consumer credit market. As at the end of 2025, the consumer financial assets of the Bank exceeded RMB40 billion, representing a new increase of RMB4.5 billion as compared with the beginning of the year, effectively unlocking consumption potential.

2. **Focusing on the “Five Major Financial Services (五大金融)” and improving service quality and efficiency.** We assumed responsibilities with a broader strategic vision and delivered remarkable results in advancing the “five major articles” of financial services. Firstly, accelerated development of technology finance: the Bank has fostered a dual-product matrix covering the corporate banking and micro and small enterprise banking lines, and further improved the exclusive credit product system for technology finance. It has achieved full coverage of full-life-cycle financing services for technology-based enterprises, ranking among the leading local corporate banking institutions in Guizhou in the assessment of technological innovation service capability conducted by the People’s Bank of China. Secondly, vigorous growth of green finance: the Bank has completed the functional upgrading of its credit system and continued to step up efforts to advance green transformation businesses. It has successfully issued two tranches of green financial bonds totalling RMB8 billion, with cumulative issuance volume reaching RMB21 billion, effectively broadening funding channels for green projects. Thirdly, continued efforts in inclusive finance: the Bank has further improved the long-term mechanism for the sustainable development of inclusive finance. Focusing on key sectors including micro and small enterprises, new citizens, and specialised, refined, distinctive and innovative enterprises across the province, the Bank has continuously optimised the provision of financial services and steadily enhanced the coverage and accessibility of inclusive financial services. Fourthly, steady progress in pension finance: focusing on new business forms and models of the silver economy such as health and elderly care as well as tourism-based elderly care, the Bank has continuously increased credit lending. The proportion of loans granted to the pension industry exceeded the provincial average, and the Bank was rated “Excellent” in the service quality and efficiency assessment conducted by the People’s Bank of China. Fifthly, empowerment of digital finance to high-quality development. Adhering to the dual-driven approach of data factors and digital technologies, the Bank continued to enrich digital and intelligent application scenarios. It has launched functions such as quick payment for Heli Supermarkets (合力超市), together with systems including post-loan early warning and monitoring for micro and small enterprises, and advance provision of capital flow credit information, further promoting in-depth integration and empowerment of data, technology and business operations.

3. **Accelerating digital transformation to empower high-quality development.** Firstly, we continuously consolidated the technical foundation for digital transformation. Actively embracing the digital wave, the Bank independently developed and launched the Guixiaozhi (貴小智) large model application platform, building an AI capability closed loop of “computing power – model – platform – application”. A total of 52 large model application scenarios have been put into production, covering business areas including office management, research and development, credit business, risk management, data governance and exhibition halls. The platform has been recognised as a “Typical Application Case of Industry Large Models in Guizhou Province (貴州省行業大模型典型應用案例)” by the Guizhou Provincial Big Data Administration. Secondly, we further deepened the digital layout. We deepened the integrated application of digital technologies and data elements, and actively built an open financial service ecosystem. The Bank has successfully launched projects including intelligent customer service outbound calls, the second phase of the Tea Green Platform, the second phase of the HarmonyOS mobile banking app, and WeCom. The Bank has also advanced in-depth empowerment through the “Artificial Intelligence Plus” initiative, embedding tools such as credit assistants into business processes, and exploring intelligent training of credit product approval models with sound results. The patent entitled Method and Device for Intelligent Optimization of Digital Credit Strategies Driven by Digital Twin 《(基於數字孿生驅動的數字信貸策略智能優化方法及裝置)》 has been granted a national invention patent. Thirdly, we continuously upgraded data management and cybersecurity capabilities. The Bank guided the establishment of an enterprise-level data verification system covering nearly ten thousand rules, and put in place a comprehensive security management system encompassing data security governance, classification and grading, business management, technical protection, personal information protection and risk monitoring. It completed sensitivity classification for over 40,000 fields across systems including the data warehouse and marketing data mart, and conducted security assessments for key areas such as data sharing and external cooperation, effectively consolidating the line of defence for data security.

(II) **Strengthening internal governance and enhancing corporate governance efficiency.**

1. **Continuously improving the operational mechanism of corporate governance.**

Firstly, we adhered to the organic integration of Party leadership and corporate governance. The Bank fully implemented the Two Unswervingly Principles, unswervingly integrates Party leadership into all links of corporate governance, and further optimised the scope of matters subject to prior deliberation by the Party Committee. It incorporated the opinions and propositions of the Party Committee into the strategic decision-making system of the Board of Directors, ensuring that the Party Committee sets the direction, oversees the overall situation and safeguards the implementation. Secondly, we steadily advanced the adjustment of the corporate governance structure. We have earnestly implemented the new Company Law and the regulatory requirements on aligning with the new Company Law, and steadily advanced the reform of the Board of Supervisors. Upon deliberation and approval at the General Meeting of Shareholders and verification by the regulatory authorities, the Articles of Association were adopted. The Bank will no longer establish a Board of Supervisors; instead, the Audit Committee of the Board of Directors shall exercise the functions and powers of the Board of Supervisors as stipulated by laws, regulations and regulatory rules, achieving a smooth transition of the corporate governance structure. Thirdly, the corporate governance system has been improved. In accordance with the new Company Law and relevant regulatory requirements, the Bank has timely revised and improved the Articles of Association and the rules of procedure for relevant governance bodies to enhance the compliance, timeliness and standardisation of internal systems. It has also amended the authorisation scheme from the General Meeting of Shareholders to the Board of Directors, further consolidating the foundation for the compliant and standard operation of the corporate governance system.

2. **Continuously improving the operational quality and efficiency of the Board of Directors.** Firstly, the composition of the Board of Directors has been optimised. Adhering to the principles of diversification and specialisation, three industry experts have been appointed as independent non-executive Directors. A scientifically rational board composition has supported effective decision-making by the Board of Directors. Taking into account the work experience and professional expertise of each director, and in light of the performance requirements of the Audit Committee under the unitary corporate governance structure, the Bank has reasonably adjusted the membership of the specialised committees under the Board, so as to better ensure the professional advisory role of such committees. Secondly, directors continuously strengthened the performance of duties. All directors faithfully performed their duties as conferred by laws, regulations and the Articles of Association. They actively participated in special training organised by the Bank on anti-money laundering, the new Company Law and other topics, regularly kept abreast of operation and management of the Bank as well as the latest regulatory developments, and steadily enhanced their professional competency in discharging duties. The Bank has formulated the measures for the remuneration of directors, conducted annual performance evaluation of directors, further consolidated accountability for duty performance and encouraged diligent and responsible performance of duties. In addition, the Bank fully safeguarded the legitimate rights and interests of directors and renewed the performance liability insurance for directors. Thirdly, capability of the Board of Directors for scientific decision-making has been continuously enhanced. The Bank strengthened advance communication on major matters and in-session decision-making, maintained rolling follow-up on resolutions of the “two meetings” and suggestions from directors, and fully upheld the core role of the Board of Directors in strategic decision-making. In 2025, the Board convened 4 general meetings of shareholders and considered 24 proposals; held 13 Board meetings, considering 105 proposals (including Operating Plan of Bank of Guizhou for 2025, Profit Distribution Plan of Bank of Guizhou for 2024, 2024 Annual Report Bank of Guizhou and Results Announcement, Comprehensive Risk Management Policy of Bank of Guizhou for 2025, and Promoting Reform and Risk Resolution of Relevant Rural Banks) and reviewed 37 proposals. The six specialised committees under the Board held a total of 31 meetings, considering 90 proposals and reviewing 15 proposals.

3. **Continuously deepening the management of shareholders, equity interests and related-party transactions.** Firstly, we continuously deepened the management of Shareholder behaviours. The Bank has promoted the issuance of a handbook on shareholders' rights and obligations to guide shareholders to exercise their rights properly and perform their obligations in compliance with regulations. It further strengthened the regular assessment of substantial and substantial shareholders. Focusing on Shareholder qualifications and the performance of committed matters, the Bank continuously optimised the assessment framework and kept abreast of any changes in Shareholder qualifications in a timely manner. In addition, the Company strictly enforced the qualification review for incoming shareholders to ensure their qualifications comply with regulatory requirements. Secondly, we continuously improved the working mechanism for equity management. With the revision of the equity management measures, the Bank has further standardised equity management procedures, strengthened full-cycle equity management, and enhanced the file and information management of substantial shareholders. It has intensified equity monitoring and transparent layered management, regularly verified the equity penetration status of shareholders, and steadily improved the standardisation and effectiveness of equity management. Thirdly, the control and management effectiveness of related-party transactions has been continuously improved. In compliance with the new regulatory requirements, we revised the Management Measures for Related-Party Transactions and its implementing rules, and established a management mechanism for related-party transactions involving directors, supervisors, senior management and their related parties, providing solid safeguards for the compliance management of connected transactions. The Bank has reviewed the estimated annual quota for deposit-type connected transactions and material related-party transaction matters, and regularly received reports on related-party transaction arrangements. It closely monitored the compliance, fairness and necessity of related-party transactions to ensure all such transactions have been conducted in accordance with applicable laws and regulations. The Bank also promoted functional optimisation of the related-party transaction management system to raise the intelligentisation level of related-party transaction governance.

4. **Continuously strengthening information disclosure and the management of investor relations.** Firstly, we strengthened proactive management of information disclosure. Strictly adhering to the bottom line of compliant disclosure, the Bank regarded timely, accurate, complete, fair and effective information disclosure as an important window to demonstrate its operating value. It continuously gave play to the value transmission function of information disclosure, actively explored diversified disclosure initiatives, and further established a good image in the capital market. During the year, the Bank completed the preparation and disclosure of 147 announcements. The Bank further enhanced non-financial information disclosure in the ESG sector to boost market recognition of its sustainable development value. Its Wind ESG rating was upgraded from BB to A. The Bank's outstanding ESG performance earned it honours including the 2025 "China Banking Industry ESG Practice Tianji Award (中國銀行業ESG實踐天璣獎)" presented by Securities Times and the "Best Sustainable Financial Institution (最佳可持續金融機構)" in 2025 Sustainability Selection held by GF60. Secondly, we deepened the proactive management of investor relations. The Bank continuously improved investor communication channels, received on-site research visits from securities analysts, actively presented operating achievements of the Bank to the capital market, and effectively communicated the investment value of the Bank. Attaching great importance to Shareholder returns on investment, the Bank maintained a stable cash dividend policy and effectively safeguarded shareholders' legitimate right to investment income. It strengthened the protection of minority investors' rights and interests, collected feedback and inquiries from market investors and registered shareholders through multiple channels, and actively responded to investor concerns.

(III) Strictly guarding risk bottom lines and consolidating the foundation for high-quality development

1. Continuously strengthening comprehensive risk management and control.

Firstly, we improved the comprehensive risk management system. The Bank carefully analysed the macroeconomic situation, adhered to a prudent and balanced risk appetite, and scientifically formulated the Comprehensive Risk Management Policies for 2025. It actively channelled credit resources towards the “Four Modernisations”, “Five Major Financial Services”, the modern industrial system and the real economy, ensuring the operational direction of the Bank was aligned with national policies and strategic guidelines. The Bank appropriately optimised the threshold indicators for risk appetite, strengthened refined management of risk appetite and limits, and promoted the iterative upgrading and effective implementation of comprehensive risk management. It urged the management to continuously improve the risk management system, address institutional shortcomings, and ensured that risk management rules were coordinated with business development. Secondly, we strengthened process control over comprehensive risk management. The Bank regularly reviewed various risk management reports, reports on the implementation of the expected credit loss method, and reports on the risk classification of financial assets. It strengthened dynamic analysis and application of stress test results, and continuously enhanced the risk function’s capability to identify, measure, assess, monitor, control and mitigate comprehensive and material risks. The Bank regularly evaluated and updated key parameters of the expected credit loss model, guided regular monitoring of risk classification, strengthened dynamic management of risk classification, and conducted forward-looking overall management. Also, the Bank intensified the prevention and resolution of major risks, updated the annual recovery plan, improved the risk prevention mechanism, clarified risk response measures, and enhanced risk response capacity. Thirdly, we promoted the intelligent management of risks. The Bank continued to improve the measurement system for Risk-Weighted Assets (RWA) for credit risk, further enhancing the automated measurement capability of RWA. In light of the characteristics of retail credit business, the Bank completed the iterative upgrading of risk control models for key products, further improving the accuracy and efficiency of risk identification for consumer credit. The Bank also continuously strengthened the effectiveness of monitoring and early warning, promoted the development of a retail risk management dashboard based on the BI platform, and enhanced the identification capability of the retail risk early warning model.

2. **Continuously strengthening capital management.** Firstly, we strengthened the foundation of capital management. The Bank has formulated the management measures for internal capital adequacy assessment, clarified the risk governance structure and internal capital adequacy assessment procedures, and adhered to the prudent assessment of various risks, capital adequacy levels and capital quality, ensuring that capital levels were commensurate with the risk appetite and risk management capabilities. We regularly reviewed the Pillar 3 information disclosure reports, received work reports on capital management and capital adequacy conditions, and conducted internal capital adequacy assessments. The Bank reinforced internal capital constraints and enhanced the capacity for endogenous capital accumulation. Secondly, we solidly carried out works related to capital replenishment. The Bank guided and coordinated the arrangement of endogenous capital accumulation and exogenous capital replenishment, and issued tier 2 capital bonds of RMB30 billion. The capital structure was further optimized, with the capital strength continuously enhanced. All capital indicators outperformed regulatory requirements. Thirdly, we strengthened forward-looking capital management. The Bank scientifically formulated the Capital Plan of Bank of Guizhou for 2026–2028, taking into full account the overall risk profile, future capital needs, regulatory capital requirements and capital availability, so as to ensure that the target capital level was compatible with the business development strategy, risk appetite and external operating environment. It continuously optimised the economic capital allocation strategy, strengthened asset-liability portfolio management, guided businesses to adjust toward low-risk and low capital consumption areas, and steadily improved capital utilisation efficiency and comprehensive management capability of the Bank.

3. **Continuously deepening internal control and compliance management.** Firstly, we improved the internal control and compliance management system. The Bank earnestly implemented the Measures for the Compliance Management of Financial Institutions, strictly fulfilled the primary responsibility for compliance management, and guided the revision of compliance management rules. It further improved the framework of the compliance management system, optimised compliance management procedures, and strengthened support guarantees for compliance work, ensuring that internal systems were aligned with regulatory requirements and the actual operations of the Bank. The Bank strengthened the building of the compliance management team, promoted the appointment of compliance officers concurrently held by the principal person-in-charge at branch institutions, and improved the top-down accountability system for compliance management. Secondly, we improved the long-term mechanism for internal control and compliance management. The Bank regularly reviewed and considered reports on compliance management, anti-money laundering work, regulatory inspection opinions and rectification progress, as well as internal control evaluation reports. It guided the improvement of the long-term internal control and compliance mechanism, steadily strengthened compliance management, case prevention and money laundering risk management, intensified monitoring and inspection in key fields, effectively enhanced the effectiveness of internal control, and further consolidated the foundation of compliant operation and management. The Bank strengthened technological empowerment and application, promoted the continuous upgrading of the anti-fraud application platform and anti-money laundering system, and developed and applied large-model scenarios such as the regulatory compliance assistant and internal policy Q&A assistant. Thirdly, the culture of compliance and integrity has been built. The Bank guided the launch of the 2025 Compliance Management Year campaign, issued a compliance culture handbook, and established a compliance philosophy “compliance starts from the senior management; all employees take ownership of compliance; compliance creates value; everyone is accountable for compliance; compliance is honourable and violation is disgraceful”. It upheld the bottom line of preventing systemic risks, adhered to the fundamental principle of strict governance of the Bank, strengthened the management of employees’ behaviours, and enhanced post-inspection of compliance management. The Bank organised compliance advocacy, special training and warning education activities to reinforce employees’ awareness of rules and code of conduct.

4. **Continuously strengthening the effectiveness of audit supervision.** Firstly, we improved the quality and efficiency of internal audit work. The Bank adhered to the vertical management system of the internal audit function, continuously strengthened the development of the internal audit team, advanced the improvement of the internal audit institutional framework, enhanced the professional competence of audit personnel, and consolidated the long-term foundation of audit work. Focusing on risk prevention and control in key areas, it guided the continuous optimisation of off-site audit monitoring plans, conducted regular dynamic monitoring of core businesses, and further reinforced the supervisory responsibilities of the “third line of defence”. Secondly, we strengthened the supervision and guidance of internal audit work. The Bank coordinated annual work arrangements, guided the formulation of the internal audit plan, and carried out special audits covering business continuity, protection of consumer rights, anti-money laundering and other key areas. It reinforced closed-loop audit management, strengthened coordination with external regulatory authorities, obtained internal audit reports on a regular basis, and timely reviewed the progress of internal audit implementation. In addition, the Bank dynamically tracked the rectification of identified problems, strictly supervised the fulfilment of rectification responsibilities and evaluated rectification outcomes, thereby enabling internal audit to effectively perform its functions. Thirdly, we strengthened the management of external audit institutions. The Bank enhanced the appointment management of external audit firms, completed the replacement of the external auditor, and ensured a smooth handover of external audit work. It further improved the communication mechanism between external audit institutions, the Audit Committee, the internal audit department and regulatory authorities, followed up on the rectification and implementation of issues raised in external audits, and regularly supervised and evaluated the service quality and efficiency of external auditors, so as to drive continuous improvement in audit quality.

(IV) Fulfilling social responsibility and promoting sustainable development

Firstly, we fully protected consumer rights and interests. We attached great importance to consumer rights and interests protection, strictly implemented mechanisms including consumer rights review, suitability management, standardized marketing and publicity management, and traceable sales behaviour management. The Bank integrated consumer protection into the entire business chain, fostered a working mechanism featuring tiered accountability, universal responsibility and dedicated accountability for consumer rights protection, and achieved full coverage of consumer protection work in all vertical and horizontal dimensions. In addition, the Bank strengthened source governance and diversified resolution of complaints, and scaled up financial education and publicity efforts. The total number of complaints decreased by 30.46% year-on-year. Throughout the year, the Bank carried out 2,551 financial education and publicity activities including the “The 3.15 Consumer Rights Protection Campaign”, reaching nearly 2.05 million audiences. Secondly, we earnestly fulfilled our social responsibilities. The Bank devoted itself to rural financial services, enhanced the development of financial service scenarios at rural benefit stations, and provided one-stop comprehensive financial and non-financial services for rural customers, so as to enhance the sense of happiness and gain of farmers. Adhering to the positioning of urban commercial banks in “Three-Services”, the Bank carried out the special campaign of “Visiting Thousands of Enterprises and Households (千企萬戶大走訪)”. It continued to deliver benefits to real enterprises, constantly enriched the product portfolio for private, small and micro enterprises, and provided diversified financing solutions for the development of real enterprises. The Bank actively engaged in public welfare undertakings, with a total donation of RMB6.46 million for the year. The donations supported projects including the “Goodwill Guizhou Yi Tong Paradise (善行貴州益童樂園)”, infrastructure construction in assisted villages, post-disaster reconstruction, and support for workers in new forms of employment, earnestly shouldering the responsibilities of a state-owned enterprise. Thirdly, we strengthened the protection of rights and interests for employees. The Bank adhered to a people-oriented philosophy, issued the annual key work guidelines for talent development, refined talent-related objectives and tasks, and improved the quality of talent work and its strategic supporting capacity. It guided the continuous implementation of professional rank evaluation, gave full play to the guiding and leading role of the professional rank system, and effectively empowered the career growth of employees.

III. WORK PLAN FOR 2026

2026 marks the inaugural year of “15th Five-Year Plan”. The Board of Directors of the Bank will continue to thoroughly study and implement Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era, as well as the spirit of General Secretary Xi Jinping’s important speeches delivered during his inspection of Guizhou and his important discourses on financial work. It will firmly implement the decisions and arrangements of the central government, the Guizhou Provincial Party Committee and the Provincial Government, fully uphold the political and people-oriented nature of financial work, and adhere to the general work principle of pursuing progress while maintaining stability. Based on the positioning of urban commercial banks in “Three-Services”, the Board will continuously improve the governance system, advance the implementation of the development strategies of the Bank, unswervingly serve the real economy, and strive to usher in a new chapter of high-quality development.

(I) To strengthen strategic management and elevate the quality and efficiency of development.

Firstly, scientifically formulate a new round of strategic plans. The Bank will comprehensively and prudently analyze economic trends, regulatory situations and peer practices, closely align with the national, provincial and financial industry development arrangements for the “15th Five-Year Plan” period, and scientifically formulate a new round of bank-wide strategic plans. It will strive to achieve coordinated development in scale, speed, structure, efficiency, quality and safety, and support the high-quality modernization drive of Guizhou Province through high-standard financial services. The Bank will also strengthen strategic implementation, refine and decompose strategic initiatives, and enhance the tracking, monitoring, evaluation and dynamic correction of strategic progress to ensure the effective implementation of the strategic plan. Secondly, fully improve the quality and efficiency of financial services. We will focus on the core business, fully support the national strategic arrangements for boosting consumption and expanding investment, precisely align with consumption upgrading and investment demands, and stimulate the endogenous driving force of economic growth through effective financial supply. The Bank will fully support the expansion and quality improvement of the “Five Major Financial Services”, and channel credit resources into key fields including “Four News and Four Modernisations”, inclusive micro and small enterprises, the private economy, the real economy, and “Two Majors” projects throughout the province. The Bank will strengthen industry research and full-chain financial services, and elevate its operational capability while empowering the high-quality economic and social development of Guizhou Province. Thirdly, continuously deepen reform and innovation. The Bank will further strengthen the application of digital technologies and artificial intelligence, regard the new generation of digital technologies represented by AI as a core driving force for enhancing comprehensive competitiveness, and accelerate the development of computing power and the private deployment of open-source large models.

It will speed up the construction and practical application of AI scenarios in customer marketing, risk identification, compliance management, customer service, loan collection, decision support and other fields. The Bank will continue to optimize branch network layout and human resource allocation, and further improve the efficiency of resource allocation and refined management capability.

(II) To improve governance mechanisms and consolidate the foundation for development

Firstly, further integrate Party leadership with corporate governance. The Bank will continuously strengthen Party leadership and Party building, take Party building-led business development as an effective path for high-quality growth, and give full play to the leadership role of the Party Committee in setting the direction, managing the overall situation and ensuring implementation. It will deepen the in-depth integration of Party building and business operations, consistently strengthen the pre-review and deliberation by the Party Committee on major operational and management matters, further improve the communication mechanism between the Party Committee and other governance bodies, and fully embed Party leadership into all links of corporate governance. Secondly, optimize the operating mechanism of the new corporate governance structure. The Bank will effectively deliver follow-up outcomes of the board of supervisors reform, ensure the smooth and effective handover of relevant functions from the original board of supervisors to the Audit Committee of the Board of Directors, and continuously improve corporate governance in line with the requirements of the modern enterprise system with Chinese characteristics. Employee directors will be selected to the Board of Directors to further diversify the composition of the Board. The Bank will give full play to the core role of the Board in corporate governance, further improve the communication mechanism with directors, and continuously promote the implementation and feedback of suggestions from directors. In addition, the Bank will deepen the professional empowerment of independent directors and effectively leverage their roles in decision-making, supervision and consultation. Thirdly, continuously standardize internal governance. The Bank will advance the implementation of the new round of corporate governance evaluation, adhere to the combination of evaluation and continuous improvement, and steadily enhance the scientificity and effectiveness of corporate governance. It will continuously strengthen the qualification evaluation of major shareholders, expand evaluation dimensions, and improve the refinement and accuracy of evaluation work. Functions of the related-party transaction management system will be optimised and upgraded to further expand the scope of system control and continuously improve intelligent management capabilities. In compliance with international ESG standards and domestic regulatory requirements, we will explore and establish a bank-wide ESG indicator system to support the sustainable and high-quality development of the Bank.

(III) To consolidate the cornerstone of risk control and solidify the foundation of steady development.

Firstly, enhance the level of comprehensive risk management. The Bank will uphold a bottom-line mindset, balance business development and operational security, continuously improve the risk management system, and formulate sound and targeted risk management strategies. It will tilt resources toward key areas such as expanding domestic demand, technological innovation, and micro, small and medium-sized enterprises, so as to guide and facilitate the optimization of the credit structure. Focusing on key areas of risk management, the Bank will strengthen forward-looking analysis, judgment and response regarding risk trends, enrich tools and methods for preventing and resolving risks in key fields, and improve mechanisms for risk monitoring, assessment, prevention and control to address risks in key areas in a proactive, prudent, well-organized and orderly manner. With the technological empowerment strengthened, the Bank will continuously enhance the forward-looking, effective and systematic capacity of risk prevention and control, and firmly underpin the bottom line for the secure and sound development of businesses. Secondly, deepen internal control and compliance management. The Bank will fully compact compliance management responsibilities at all levels, formulate compliance responsibility lists covering all management tiers, and accelerate the development of a comprehensive compliance management system that covers all businesses, processes and posts. It will advance the digital and intelligent transformation of compliance and case prevention, and build an integrated digital management platform encompassing problem rectification, employee behaviour monitoring, special risk investigation and early-warning for compliance risks. With the continued intensive investigation for risks in key fields and critical posts, The Bank will strengthen rectification efforts for internal and external audit findings, and establish a long-term risk prevention and control mechanism. The Bank will enhance the management of abnormal employee behaviours, consolidate the achievements of the Compliance Management Year campaign, and foster a corporate culture where compliance becomes a conscious mindset and behavioral norm for all employees. Thirdly, improve the quality and efficiency of audit supervision. The Bank will strengthen the development of internal audit culture, further improve the vertically managed internal audit system, and steadily enhance the overall efficiency of internal audit work. It will advance full-process management of internal audit, optimize the system of digital audit models on an ongoing basis, and deepen off-site audit monitoring. The Bank will consolidate supervisory synergy, fully enforce the rectification accountability of responsible entities, deliver high-quality rectification outcomes, and drive continuous improvement in corporate management effectiveness.

BIOGRAPHICAL DETAILS FOR MR. YANG

Mr. YANG Hongjun, born in December 1968. Mr. YANG worked at the Qiandongnan Branch, Qianxinan Branch and Guizhou Branch of the Agricultural Bank of China, among other units, from September 1991 to February 2024, and successively served as secretary of the Party Committee and president of the Jinping County Sub-branch; vice director of the Office of Party Committee, deputy head of the Party promotion department and vice director of general office of the Guizhou Branch; secretary of the Party Committee and president of the Qianxinan Branch; general manager of the personal finance department, general manager of the housing finance and personal credit department, general manager of the private banking department, general manager of the retail banking department, and secretary of the Party Committee and president of the business department of the Guizhou Branch; member of the Party Committee and vice president of the Guizhou Branch and concurrently secretary of the Party Committee and president of the Guiyang Branch. He successively served as deputy secretary of the Party Committee, vice chairman and director of Guizhou Rural Credit Cooperatives Union from February 2024 to November 2025; and successively served as deputy secretary of the Party Committee, vice chairman and president of Guizhou Rural Commercial United Bank Co., Ltd. from November 2025. Mr. YANG currently serves as the secretary of the Party Committee of the Bank.

Mr. YANG graduated from Southwest College of Political Science and Law (currently known as Southwest University of Political Science and Law) with a bachelor's degree in economic law in September 1991; graduated from Guizhou University with a master's degree in law in June 2009. He holds the professional title of senior economist and is qualified as a lawyer.

BIOGRAPHICAL DETAILS FOR MR. WEN

Mr. WEN Zhichao, born in April 1971. Mr. WEN worked in the Evaluation Department of the Guizhou Branch of Zhonghe Zhengxin Certified Public Accountants Limited, and served as the lead auditor, project manager, deputy department manager, and deputy director from July 1994 to June 2008; the director of Guizhou Qianyuan Assets Appraisal Co., Ltd. (貴州黔元資產評估事務所有限公司) and deputy director of Guizhou Qianyuan Certified Public Accountants Co., Ltd. (貴州黔元會計師事務所有限公司) from June 2008 to June 2013; the general manager of the Guizhou Branch of Beijing Zhongtianhua Asset Appraisal Co., Ltd. from June 2013 to present (from April 2021 to present, concurrently serving as Party branch secretary); an independent director of Guiyang Guanshanhu Modern Service Industry Development Co., Ltd. (貴陽觀山湖現代服務業發展有限公司) from January 2024 to present; an independent director of Guiyang Comprehensive Bonded Zone Industrial Development Co., Ltd. (貴陽綜保產業發展有限公司) from March 2024 to present; and an independent director of Guiyang Investment Holdings Group Co., Ltd. (貴陽市投資控股集團有限公司) from October 2024 to present.

Mr. WEN graduated from Jiangxi University of Finance and Economics in July 1994 with a bachelor's degree in auditing. He holds the qualifications of certified public accountant, asset appraiser and land appraiser, and the professional title of senior economist.

COMPARISON TABLE OF AMENDMENTS TO THE RULES OF PROCEDURE OF
SHAREHOLDERS' MEETING OF BANK OF GUIZHOU CO., LTD.

Note:

For the following content, “~~shares~~” shall mean deletion, while “shares” shall mean new content;

Original Articles	Articles after Amendments	Basis of Amendments
Article 34 Shareholders' meetings shall be convened and presided over by the Chairman of the Board. If the Chairman is unable to attend the meeting for any reason, the Chairman may designate another Director to act as the chairman of the meeting on his behalf. If no chairman of the meeting is designated, the shareholders present at the meeting may elect one person to act as the chairman. If, for any reason, the shareholders are unable to elect a chairman, the shareholder (including a proxy of a shareholder, but excluding Hong Kong Securities Clearing Company Limited) present at the meeting who holds the highest number of voting shares shall act as the chairman of the meeting. 	Article 34 <u>Where</u> Shareholders' meetings shall be <u>are</u> convened and presided over by the Chairman of the Board, <u>the Chairman shall preside over the meeting.</u> If the Chairman is unable to attend the meeting for any reason, <u>unable or fails to perform his duties,</u> the Chairman may designate another Director to act as the chairman of the meeting on his behalf. <u>the Vice Chairman shall preside (if the Company has two Vice Chairmen, the Vice Chairman jointly nominated by a majority of the Directors shall preside).</u> If the Vice Chairman is unable or fails to perform his duties, <u>unable or fails to perform his duties,</u> a Director <u>jointly nominated by a majority of the Directors shall preside.</u> If no chairman <u>presider</u> of the meeting is designated, the shareholders present at the meeting may elect one person to act as the chairman <u>presider</u>. If, for any reason, the shareholders are unable to elect a chairman <u>presider</u>, the shareholder (including a proxy of a shareholder, but excluding Hong Kong Securities Clearing Company Limited) present at the meeting who holds the highest number of voting shares shall act as the chairman <u>presider</u> of the meeting. 	Revised based on the actual situation of the Company, to remain consistent with the Articles of Association.

Original Articles	Articles after Amendments	Basis of Amendments
Article 47 If any Shareholder cannot exercise or waive his/her voting right or is restricted to cast only affirmative or dissenting vote on a certain proposal according to laws and regulations or the securities regulatory rules in the place where the Bank's shares are listed, any vote cast by the said Shareholder or proxy thereof in violation of the said rule or restriction shall not be counted into voting results. The shareholders' meeting shall take a poll vote except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to procedures or administrative matters to be voted by a show of hands.	Article 47 If any Shareholder cannot exercise or waive his/her voting right or is restricted to cast only affirmative or dissenting vote on a certain proposal according to laws and regulations or the securities regulatory rules in the place where the Bank's shares are listed, any vote cast by the said Shareholder or proxy thereof in violation of the said rule or restriction shall not be counted into voting results. The shareholders' meeting shall take a poll vote except where the chairman presider of the meeting, in good faith, decides to allow a resolution which relates purely to procedures or administrative matters to be voted by a show of hands.	Revised based on the actual situation of the Company, to remain consistent with the Articles of Association.
Article 51 The chairman shall be responsible for determining whether a resolution of the shareholders' meeting is passed or not. His/her decision, which shall be final and conclusive, shall be announced at the meeting and recorded in the minutes.	Article 51 The chairman presider shall be responsible for determining whether a resolution of the shareholders' meeting is passed or not. His/her decision, which shall be final and conclusive, shall be announced at the meeting and recorded in the minutes.	Revised based on the actual situation of the Company, to remain consistent with the Articles of Association.

COMPARISON TABLE OF AMENDMENTS TO THE RULES OF PROCEDURE
OF THE BOARD OF DIRECTORS OF BANK OF GUIZHOU CO., LTD.

Note:

For the following content, “~~shares~~” shall mean deletion, while “shares” shall mean new content;

Original Articles	Articles after Amendments	Basis of Amendments
Article 5 The Board shall be composed of 11 to 17 Directors and shall have one Chairman.	Article 5 The Board shall be composed of 11 to 17 Directors and shall have one Chairman, <u>and may have one or two Vice Chairmen.</u>	Revised based on the actual situation of the Company, to remain consistent with the Articles of Association.
Article 11 The Chairman shall be members of the Board of the Bank and shall be elected or dismissed by a majority vote of all Directors.	Article 11 The Chairman <u>and Vice Chairman</u> shall be members of the Board of the Bank and shall be elected or dismissed by a majority vote of all Directors.	Revised based on the actual situation of the Company, to remain consistent with the Articles of Association.
Article 13 The Chairman shall exercise the following functions and powers: (X) other functions and powers conferred by the Board. When the Chairman is unable to perform his/her duties, a Director nominated by more than half of the Directors shall perform the functions and powers of the Chairman and the legal representative.	Article 13 The Chairman shall exercise the following functions and powers: (X) other functions and powers conferred by the Board. When the Chairman is unable to perform his/her duties, a Director nominated by more than half of the Directors shall perform the functions and powers of the Chairman and the legal representative. <u>The Vice Chairman assists the Chairman in the performance of his duties. If the Chairman is unable to perform his duties or fails to do so, the Vice Chairman shall assume those duties (if there are two Vice Chairmen, the Vice Chairman jointly nominated by a majority of the Directors shall assume those duties); if the Vice Chairman is unable to perform his duties or fails to do so, a Director jointly nominated by a majority of the Directors shall assume those duties.</u>	Revised based on the actual situation of the Company, to remain consistent with the Articles of Association.

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

**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. also involve the following adjustments:
 - (1) Terminology unification: For certain expressions, the “related party” throughout these Measures was revised to “related party/connected” as required;
 - (2) Numbering updates: Due to the addition, deletion or modification of the articles, the numbering of some articles was changed accordingly.

All aforesaid changes are non-substantive revisions. Specific revisions are not listed item by item for the sake of document conciseness.

Original Articles	Articles after Amendments	Basis of Amendments
Article 3 The Bank shall improve the corporate governance structure, internal control and risk management system, and ensure that related party/connected transactions are conducted in compliance with the principles of good faith, openness and fairness, transparent identification and clear structure. When conducting related party transactions, the Bank shall not engage in interest transfer or regulatory arbitrage via such transactions. Effective measures shall be adopted to prevent related parties from impairing interests of the Bank by virtue of their special status through related party transactions.	Article 3 The Bank shall improve the corporate governance structure, internal control and risk management system, and ensure that related party/connected transactions are conducted in compliance with the principles of good faith, openness and fairness, transparent identification and clear structure. When conducting related party transactions, the Bank shall not engage in interest transfer or regulatory arbitrage via such transactions. Effective measures shall be adopted to prevent related parties from impairing interests of the Bank by virtue of their special status through related party transactions.	The Bank has abolished the Board of Supervisors. The wording “supervisors” was removed, and relevant contents were adjusted in light of actual circumstances.

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

Original Articles	Articles after Amendments	Basis of Amendments
The Bank shall strive to maintain operational independence and enhance market competitiveness, control the quantity and scale of related party transactions, avoid complicated arrangements such as multi-layer nesting, and focus on preventing risks of interest transfer to Shareholders, Directors, supervisors and their related/connected parties.	The Bank shall strive to maintain operational independence and enhance market competitiveness, control the quantity and scale of related party transactions, avoid complicated arrangements such as multi-layer nesting, and focus on preventing risks of interest transfer to Shareholders, Directors, supervisors senior management and their related/connected parties.	
Article 5 Regulatory authorities including the National Financial Regulatory Administration and its local offices, and The Stock Exchange of Hong Kong Limited (“ Hong Kong Stock Exchange ”) shall supervise and administer the related party/connected transactions of the Bank in accordance with laws.	Article 5 Regulatory authorities including t The National Financial Regulatory Administration and its local offices, and The Stock Exchange of Hong Kong Limited (“ Hong Kong Stock Exchange ”) shall supervise and administer the related party/connected transactions of the Bank in accordance with laws.	Adjusted the wording.
Article 11 Member departments of the related party/connected transaction management working group shall perform their respective duties and jointly implement the related party/connected transaction management. The main responsibilities are set out as follows: (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 Member departments of the related party/connected transaction management working group shall perform their respective duties and jointly implement the related party/connected transaction management. The main responsibilities are set out as follows: (IV) Planning and Finance Department: To assist in extracting and verifying data related to related party/connected transactions and t 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. (V) <u>Digital Finance Department: To assist in extracting and verifying data related to related party/connected transactions.</u> 	Adjusted based on the actual circumstances.

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

Original Articles	Articles after Amendments	Basis of Amendments
Article 21 Directors and supervisors of the Bank and senior management of the head office and branches, as well as staff vested with approval or decision-making power over core businesses including large-sum credit granting and asset transfer, shall report their related/connected relationships to the Connected Transaction Committee within 15 working days upon taking office or becoming a connected natural person of the Bank.	Article 21 Directors and supervisors of the Bank and senior management of the head office and branches, as well as staff vested with approval or decision-making power over core businesses including large-sum credit granting and asset transfer, shall report their related/connected relationships to the Connected Transaction Committee within 15 working days upon taking office or becoming a connected natural person of the Bank.	The Bank has abolished the Board of Supervisors. The wording “supervisors” was removed.
Article 38 Approval of the related party transactions as defined by the NFRA. 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. 	Article 38 Approval of the related party transactions as defined by the NFRA. 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. 	The Bank has abolished the Board of Supervisors. The wording “supervisors” was removed.

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

Original Articles	Articles after Amendments	Basis of Amendments
Article 49 The Audit Department shall conduct at least one special audit on the Bank’s related party transactions annually, and submit the audit results to the Board of Directors and the Board of Supervisors.	Article 49 The Audit Department shall conduct at least one special audit on the Bank’s related party transactions annually, and submit the audit results to the Board of Directors and the Board of Supervisors <u>the Audit Committee of the Board of Directors</u>.	The Bank has abolished the Board of Supervisors. The special audit results on related party transactions were submitted to the Board of Directors and its Audit Committee instead.
Article 53 In the event of one of the following circumstances, the Bank may conduct accountability in accordance with the internal accountability system. Where criminal offenses are suspected, the case shall be transferred to the relevant authorities for handling in accordance with the law. (I) Directors, supervisors and senior management of the Bank. 	Article 53 In the event of one of the following circumstances, the Bank may conduct accountability in accordance with the internal accountability system. Where criminal offenses are suspected, the case shall be transferred to the relevant authorities for handling in accordance with the law. (I) Directors, supervisors and senior management of the Bank. 	The Bank has abolished the Board of Supervisors. The wording “supervisors” was removed.
Article 55 Meanings of terms as defined by the NFRA in these Measures. A related party relationship refers to connections between controlling Shareholders, de facto controllers, Directors, supervisors and senior management of the Bank and enterprises directly or indirectly controlled by them, as well as other relationships that may give rise to interest transfer. 	Article 55 Meanings of terms as defined by the NFRA in these Measures. A related party relationship refers to connections between controlling Shareholders, de facto controllers, Directors, supervisors and senior management of the Bank and enterprises directly or indirectly controlled by them, as well as other relationships that may give rise to interest transfer. 	The Bank has abolished the Board of Supervisors. The wording “supervisors” was removed.

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

Original Articles	Articles after Amendments	Basis of Amendments
Article 57 The Measures are formulated, interpreted and revised by the Shareholders' meeting. Matters not covered herein shall be governed by applicable laws and regulations, listing rules of the place where the Bank's shares are listed and the Articles of Association of the Bank; where any provisions of these Measures conflict with newly issued laws and regulations, listing rules of the place where the Bank's shares are listed or duly revised Articles of Association, relevant laws, regulations, listing rules of the place where the Bank's shares and the Articles of Association shall prevail.	Article 57 The Measures are formulated, interpreted and revised by the Shareholders' meeting. <u>Matters concerning anti-money laundering and counter-terrorist financing shall be strictly implemented in accordance with relevant national laws and regulations, regulatory normative documents, as well as the internal management systems and operational procedures of the Bank;</u> matters not stipulated herein shall be subject to applicable laws and regulations, listing rules of the place where the Bank's shares are listed and the Articles of Association of the Bank;. Where any provisions of these Measures conflict with newly issued laws and regulations, listing rules of the place where the Bank's shares are listed or duly revised Articles of Association, relevant laws, regulations, listing rules of the place where the Bank's shares and the Articles of Association shall prevail.	Requirements for anti-money laundering and counter-terrorist financing management are specified pursuant to Article 15 of the Guidelines for Risk Management of Money Laundering and Terrorist Financing of Corporate Financial Institutions (Trial) (《法人金融機構洗錢和恐怖融資風險管理指引(試行)》).
Article 58 These Measures shall be implemented from the date of issuance following approval by the Shareholders' meeting. The Administrative Measures for the Related Party/Connected Transactions of Bank of Guizhou Co., Ltd. (Qian Yin Regulation [2023] No. 74) shall be simultaneously repealed.	Article 58 These Measures shall be implemented from the date of issuance following approval by the Shareholders' meeting. The Administrative Measures for the Related Party/Connected Transactions of Bank of Guizhou Co., Ltd. (Qian Yin Regulation [20235] No. 74121) shall be simultaneously repealed.	Adjusted expressions based on the actual circumstances.

COMPARISON TABLE OF AMENDMENTS TO THE MEASURES ON THE EQUITY
ADMINISTRATION OF BANK OF GUIZHOU CO., LTD.*Notes:*

1. For the following content, “~~the Bank~~” shall mean deletion, while “the Bank” shall mean new content;
2. In addition to the amendments already listed in this comparison table, the Measures on the Equity Administration of Bank of Guizhou Co., Ltd. also involve the following adjustments:
 - (1) Terminology unification: Terms “Shareholders’ General Meeting” and “CBIRC and its local offices” have been uniformly revised to “Shareholders’ Meeting” and “SAFR and its local offices” respectively throughout the document;
 - (2) Format optimisation: The layout and formatting of some articles were adjusted to enhance the standardisation of the text;
 - (3) Numbering updates: Due to the addition, deletion or modification of the articles, the numbering of some articles was changed accordingly;

All aforesaid changes are non-substantive revisions. Specific revisions are not listed item by item for the sake of document conciseness.

Original Articles	Articles after Amendments	Basis of Amendments
Article 6 A major Shareholder as referred to herein means a Shareholder who holds or controls more than 5% of the shares or voting rights of the Company, or holds less than 5% of the total capital or total shares yet exerts significant influence over operation and management of the Company. “Significant influence” mentioned in the preceding paragraph includes but is not limited to appointing Directors, supervisors or senior management to the Company, influencing the financial and operational decisions of the Company through agreements or other means, and other circumstances as determined by the banking regulatory authority. The shareholdings of a Shareholder and its related parties and persons acting in concert shall be calculated on a consolidated basis.	Article 6 A major Shareholder as referred to herein means a Shareholder who holds or controls more than 5% of the shares or voting rights of the Company<u>Bank</u>, or holds less than 5% of the total capital or total shares yet exerts significant influence over operation and management of the Company<u>Bank</u>. “Significant influence” mentioned in the preceding paragraph includes but is not limited to appointing Directors, supervisors or and senior management to the Company<u>Bank</u>, influencing the financial and operational decisions of the Company<u>Bank</u> through agreements or other means, and other circumstances as determined by the banking regulatory authority. The shareholdings of a Shareholder and its related parties and persons acting in concert shall be calculated on a consolidated basis.	1. The Bank has abolished the Board of Supervisors. The wording “supervisors” was removed; 2. “Company” was changed to “Bank”.

Original Articles	Articles after Amendments	Basis of Amendments
	<u>Article 7 The Bank shall strictly comply with regulatory requirements on anti-money laundering, counter-terrorist financing and counter-proliferation financing, and adhere to the risk-based management principle. Shareholding management shall be incorporated into the anti-money laundering compliance control system. The Bank shall conduct due diligence on Shareholders and investors, conduct transparent identification of beneficial owners, identify and inspect shareholding-related risks, assess abnormal and suspicious acts of Shareholders and fulfill reporting obligations in accordance with regulations. It shall rigorously implement the system for retaining and preserving Shareholder identity and business documents, abide by information confidentiality requirements, and effectively guard against money laundering and terrorist financing risks arising from shareholding, equity changes and relevant businesses.</u>	Relevant provisions concerning anti-money laundering, counter-terrorist financing and counter-proliferation financing are clarified pursuant to Article 15 of the Guidelines for Risk Management of Money Laundering and Terrorist Financing of Corporate Financial Institutions (Trial) (《法人金融機構洗錢和恐怖融資風險管理指引(試行)》).

Original Articles	Articles after Amendments	Basis of Amendments
Article 18 In the event of one of the following circumstances, shares held by Shareholders of the Bank shall not be transferred: (I) Directors, supervisors, the President and other senior management personnel of the Company shall not transfer shares of the Company held by them within six months after they cease to be employed; (IV) the Shareholders who intend to transfer the shares have outstanding credit borrowings (excluding related parties) or overdue loans in the Company (unless the proceeds from the intended transfer are for repaying borrowings from the Company); 	Article 189 In the event of one of the following circumstances, shares held by Shareholders of the Bank shall not be transferred: (I) Directors, <u>supervisors</u>, the President and other senior management personnel of the Company-Bank shall not transfer shares of the Company-Bank held by them within six months after they cease to be employed; (IV) the Shareholders who intend to transfer the shares have outstanding credit borrowings (excluding related parties) or overdue loans in the Company-Bank (unless the proceeds from the intended transfer are for repaying borrowings from the Company-Bank); 	1. The Bank has abolished the Board of Supervisors. The wording “supervisors” was removed; 2. “Company” was changed to “Bank”.

Original Articles	Articles after Amendments	Basis of Amendments
Article 41 Where a Shareholder, who has representation on the Board of Directors and 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/her shares in the Bank, he/she shall make a filing to the Board of Directors of the Bank prior to the pledge. The filing shall state the basic information of the pledge, including the reasons, 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 control of risk and related party transactions, the filing shall not be accepted. The director(s) nominated by a Shareholder proposing to pledge his/her shares in the Bank shall abstain from voting at the meeting of the Board of Directors at which such proposal is considered.	Article 412 Where a Shareholder, who has representation on the Board of Directorsand 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/her shares in the Bank, he/she shall make a filing to the Board of Directors of the Bank prior to the pledge. The filing shall state the basic information of the pledge, including the reasons, 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 control of risk and related party transactions, the filing shall not be accepted. The director(s) nominated by a Shareholder proposing to pledge his/her shares in the Bank shall abstain from voting at the meeting of the Board of Directors at which such proposal is considered.	The Bank has abolished the Board of Supervisors. The wording "supervisors" was removed.
Article 61 These Measures shall be implemented from the date of issuance following approval by the Shareholders' general meeting. The Measures on the Equity Administration of Domestic Shares of Bank of Guizhou Co., Ltd. (Qian Yin Regulation [2022] No. 92) shall be simultaneously repealed.	Article 612 These Measures shall be implemented from the date of issuance following approval by the Shareholders' general meeting. The Measures on the Equity Administration of Domestic Shares of Bank of Guizhou Co., Ltd. (Qian Yin Regulation [2022] No. 92) shall be simultaneously repealed. <u>The Measures on the Equity Administration of the Bank of Guizhou (Qian Yin Regulation [2025] No. 127) shall be simultaneously repealed.</u>	Adjusted expressions based on the actual circumstances.

2026–2028 CAPITAL PLANNING OF BANK OF GUIZHOU CO., LTD.

The Bank has consistently adhered to the overarching principle of high-quality development, adopting practical measures, performing substantive work, and seeking tangible results. It has spared no effort in promoting the coordinated development of scale, structure, quality, efficiency, and safety. Adhering to the service concept of “Serving with Heart”, the Bank has consolidated and strengthened urban business, extended the rural market with great efforts, and strived to become the most dedicated first-class regional bank in China. In accordance with the Measures for the Capital Management of Commercial Banks (NFRA Order No. 4), the Guidelines for the Comprehensive Risk Management of Banking Financial Institutions and other relevant regulatory requirements, the 2026–2028 Capital Planning of Bank of Guizhou Co., Ltd. (“Capital Planning”) is hereby formulated.

I. FORMULATION PRINCIPLES OF CAPITAL PLANNING

- (i) **Prudence.** The Bank takes full account of the current and future changes in capital regulatory policies, the uncertainties in the external operating environment, and assesses the possible adverse impacts on the Bank’s capital adequacy ratio arising from various major risks and shock of stress test, etc., and prudently maintains appropriate capital buffer range on the basis of the minimum regulatory requirements, so as to ensure that the capital level adequately covers major risks and maintains reasonable margin of safety.
- (ii) **Adequacy.** The Bank sets reasonable capital adequacy targets in strict accordance with regulatory requirements, which are in line with the Bank’s business development plan, risk preference, risk management level and external operating environment to ensure capital adequacy.
- (iii) **Forward-looking.** The Bank actively plays the guiding and constraining role of capital and promotes capital-intensive operations and refined capital management to ensure that the capital level meets the long-term capital needs of business operations, thereby effectively supporting the achievement of the Bank’s strategic objectives and steady business growth.
- (iv) **Feasibility.** The objectives of the Bank’s Capital Planning and capital replenishment measures are in line with external supervision, economic situation and actual situation of the Bank’s Strategic Plan, and are feasible.

II. INTERNAL AND EXTERNAL FACTORS IN CAPITAL PLANNING

(I) Macroeconomic situation

From the perspective of the international situation, the global macroeconomic situation has recently exhibited a complex and divergent trend. Growth in major developed economies has slowed, and while inflationary pressures have eased to some extent, they remain stubborn. Geopolitical conflicts and high global debt levels have exacerbated uncertainty in the economic environment. The global economy is entering a period of adjustment characterised by slowing growth and rising risks. From the perspective of the domestic situation, China's macroeconomy has recently shown a trend of steady recovery, though the foundation still needs to be consolidated. Manufacturing and service sectors continued to strengthen, while challenges in real estate persisted. Macroeconomic policies continued to exert force, promoting the sustained recovery and improvement of the economy. In addition, under the background of interest rate liberalisation and surrendering benefits to the real economy, interest spread of banks has become narrower, and the internal capital replenishment capabilities have been challenged. Commercial banks need to adapt to the new situation and challenges, improve capital management capabilities, keep the bottom line of risks, constantly adjust and optimise business structure, maintain balanced growth of capital and business so as to achieve quality development.

(II) Capital regulatory requirements

According to the provisions of the Measures for the Capital Management of Commercial Banks, non-systemically important banks shall meet the minimum requirements of core tier 1 capital adequacy ratio of 7.5%, tier 1 capital adequacy ratio of 8.5%, and capital adequacy ratio of 10.5%.

At the same time, commercial banks are required to establish a comprehensive risk management framework and a robust internal capital adequacy assessment process, clearly define the risk governance structure, prudently assess various types of risks, capital adequacy levels and capital quality, and formulate capital planning and capital adequacy ratio management plans, so as to ensure that the banks' capital can fully resist the risks they face and meet the needs of business development.

(III) Strategic development needs

The Bank will continue to adhere to the political and people-oriented nature of financial work, accelerate the cultivation of new quality productive forces in finance, and focus on the “five major tasks”, leading the transformation of development models, business structures, operational capabilities, and management methods through digital transformation. Therefore, in light of its own development and strategic needs, it is crucial to set reasonable capital targets, replenish capital in a timely manner, enhance risk resilience, and satisfy capital requirements for the moderate growth of asset scale.

(IV) Business development needs

In terms of capital supply, with the deepening of interest rate marketization and increased policy support for the real economy, the Bank’s overall interest rate spread is expected to be narrowed gradually, and its internal capital replenishment capabilities have been challenged. In terms of capital demand, according to the Bank’s development strategy, it is expected that the Bank’s total assets will maintain a steady growth in the future, and capital requirements will increase accordingly. There will be a certain gap between capital requirements and endogenous capital replenishment, necessitating the commencement of exogenous capital replenishment.

In summary, commercial banks are facing an increasingly complex and severe external operating environment and intensifying industry competition. The Bank needs to prepare capital reserves in advance, improve its asset and liability management capabilities, further consolidate its capital base and enhance its risk resilience, and adjust and optimise its business structure so as to achieve its own high-quality development.

III. CAPITAL PLANNING OBJECTIVES

Taking into comprehensive consideration factors such as the external economic environment, capital regulatory requirements, the Bank's strategic planning, and the determination of additional capital requirements through internal capital adequacy assessments, the Bank's capital adequacy ratio planning objective is to strive to maintain a buffer of 1.5 percentage points for each tier of capital adequacy ratio above the minimum regulatory requirements, as follows:

Target Value	2026	2027	2028
Capital adequacy ratio	A level commensurate with no less than the standard for a regulatory rating of 2B		
Tier 1 capital adequacy ratio	≥10%	≥10%	≥10%
Core tier 1 capital adequacy ratio	≥9%	≥9%	≥9%
Leverage ratio	≥4%	≥4%	≥4%

Subsequently, the Bank will continue to evaluate relevant impacts such as the economic and financial situation and regulatory policies, and dynamically adjust the planning objective for the Bank's capital adequacy ratios at all levels.

IV. CAPITAL REPLENISHMENT PLAN

During the planning period, the Bank will adhere to the principle of accumulation of internal capital and replenishment of external capital, and make overall arrangements for internal and external capital replenishment.

(I) Accumulation of internal capital

The Bank will adhere to the fundamental role of internal capital accumulation in capital replenishment, actively respond to changes in the external operating environment, adhere to the main line of “light capital” transformation, and consolidate the foundation for sustainable operation by strengthening operation and management, so as to build the foundation for high-quality development and improve internal capital replenishment capacity. Firstly, optimising the business structure and enhancing comprehensive competitiveness. Closely following the “five major tasks” of finance, the Bank will actively serve the real economy, accelerate digital transformation, promote financial innovation, focus on liability cost control, enhance risk pricing capabilities, and expand sources of intermediary business income. Secondly, continuously enhancing value creation capabilities and maintaining basic stability in capital returns. The Bank will scientifically formulate business development plans, and on the basis of ensuring liquidity security, continuously optimise the structure of asset and liability business, provide key support to the Bank’s key development businesses in terms of credit resources, financial resources, and performance appraisal, etc., prioritise the allocation of projects with low capital consumption and high value returns, coordinate the calculation of comprehensive benefit accounts, and properly balance the three key elements of “volume, price and risk”, so as to promote high-quality development through organic growth. Thirdly, maintaining a reasonable and stable dividend policy. The Bank will formulate a scientific and reasonable dividend policy to practically enhance the reasonable investment returns of shareholders, balance the relationship between dividend and long-term return to shareholders, and keep the consistency and stability of the dividend distribution policy. While ensuring shareholders’ interests, the Bank will properly enhance capital accumulation to ensure the continuous replenishment of internal capital and promote the long-term sustainable development of the Bank. Fourthly, sufficient provision for losses. The Bank will defend the bottom line for risk management, continue to enhance the ability for risk resistance, maintain stable and controllable asset quality, make full provision for various reserves to meet regulatory standard requirements, and further consolidate capital and improve capital adequacy level in the meantime of enhancing risk resistance ability.

(II) Replenishment of external capital

Based on the accumulation of internal capital, the Bank will take into account the market environment, financing efficiency, financing costs and other factors, and implement the plan of external capital replenishment at the right time. The Bank will make full use of various capital replenishment tools in the capital markets, reasonably arrange external capital replenishment methods, innovate capital instruments, broaden capital replenishment channels, and adopt methods including but not limited to the issuance of ordinary shares, perpetual capital bonds, and tier-2 capital bonds, so as to establish a diversified and dynamic capital replenishment mechanism and a scientific and reasonable capital structure to improve capital utilisation efficiency.

V. CAPITAL MANAGEMENT MEASURES

During the planning period, the Bank will actively implement relevant policies and regulatory requirements in terms of financial support for the real economy, and capital management measures will serve the Bank's actual business and development needs, proactively adapt to changes in the Measures for the Capital Management of Commercial Banks, comprehensively cover all major types of risks, take multiple measures to improve the level of capital management, continuously improve the whole chain management system of capital, establish a remuneration allocation system that is linked to risk and capital, give full play to the role of the capital assessment baton, and reinforce the concepts of capital adequacy, return on capital and value creation, in order to safeguard the smooth implementation of Capital Planning.

(I) Boosting business transformation to meet the needs of high-quality development

Capital management shall serve business transformation, development and strategic planning. The primary objective of the Bank's capital management is to adhere to high-quality development as the overarching principle for the entire scope of operations, closely align with the Bank's strategic development direction, and guide the allocation of capital toward key areas such as "Sannong" (agriculture, rural areas, and farmers), inclusive small and micro enterprises, green ecology, and strategic emerging industries by establishing and improving institutional systems for capital planning, capital measurement, capital allocation, and performance evaluation. The capacity of capital to serve the real economy shall be further strengthened to facilitate the transformation and development of the Bank's overall business, enhance the level of refined capital management, and satisfy the needs of the Bank's high-quality development.

(II) Improving capital allocation management mechanism, enhancing asset utilisation efficiency

Capital allocation is a core component of refined capital management and serves as a universal tool for a bank's strategic and business decision-making. The Bank has always regarded capital allocation as a key task of capital management, guiding the reasonable and moderate growth of business scale through rational and efficient capital allocation. Firstly, the Bank will continuously optimise the economic capital allocation mechanism based on risk-adjusted return on capital (RAROC). Based on the strategic objectives and risk preferences, the annual capital allocation guidelines and the minimum capital return rate are determined, the annual capital allocation plan is formulated, and capital is allocated on the basis of economic capital and RAROC to make full and effective use of capital resources, with a focus on developing businesses with low capital consumption and high capital returns. The Bank will prioritise the allocation of capital to key industries and fields with less capital consumption, such as inclusive micro and small businesses, agricultural business, green finance, medium, small and micro enterprises and personal retail, and actively prevent and reduce the ineffective capital occupancy. Secondly, the Bank will strengthen the asset-liability portfolio management, and use the combination optimisation strategy to promote business structure adjustment. The Bank will guide the business departments and institutions to adjust the asset structure through capital allocation, so as to constrain the growth of assets with capital and improve the efficiency of capital utilization. The Bank will actively fulfil the social responsibility of financial services in supporting local economic development, provide strong support for the development of key industries in Guizhou Province, and help boost the market economy. Thirdly, the Bank will strengthen capital management incentive and constraint mechanisms. It will give full play to the "baton" role of assessment, focus on the economic value-added assessment indicator system based on capital cost, incorporate EVA into the evaluation of business targets and utilise it as a key basis for the allocation of performance-based wages, thereby guiding operating institutions at all levels to strengthen capital management, proactively expand businesses with low capital consumption, gradually reduce the proportion of businesses with high capital consumption, and transform into light-capital businesses. Fourthly, the Bank will conduct regular monitoring and analysis of capital utilization and capital adequacy to dynamically balance the supply and demand of capital, with a view to realizing optimised capital allocation through capital management to guide, regulate and restrain the allocation of assets and liabilities, take full advantage of the critical role of capital management in strategy implementation, and ensure the realization of annual capital management objectives.

(III) Perfecting internal capital adequacy assessment mechanism, enhancing capital management levels

The Bank will optimise internal capital adequacy assessment procedures, fully identify, measure, monitor and report on the material risks faced by the Bank, to ensure that Capital Planning is commensurate with operating conditions, changes in risks and development strategies. The Bank will regularly conduct relevant work to prudently assess the impact of various material risks on capital adequacy ratio in accordance with regulatory requirements, monitor the risk, capital and liquidity conditions in a timely manner, establish a capital emergency planning mechanism, enhance the Bank's forward-looking risk management capabilities, to ensure that the capital level of the Bank is commensurate with the level of material risks faced and the level of risk management. The Bank will use the internal capital adequacy assessment procedures as an integral part of the Bank's internal management and decision-making process, and apply the results of the assessment to the capital budgeting and allocation, credit and strategic decision-making, so as to ensure that the capital of the Bank is sufficiently able to withstand risks and satisfy business development needs.

(IV) Improving stress testing system, optimising capital emergency replenishment plan

The Bank will set a reasonable management target for capital adequacy ratio, with a certain margin of safety and a buffer range to ensure the robust level of capital adequacy ratio for the Bank. On this basis, the Bank will conduct regular stress tests to fully consider changes in capital requirements and availability under various stress scenarios. If the external commercial environment severely deteriorates or there are other adverse circumstances, the Bank will take appropriate measures based on the extent of impact of the emergency incident. In addition to taking such management measures as controlling the growth rate of risk-weighted assets, carrying out asset securitization and issuing capital instruments, the Bank may also activate the emergency capital replenishment mechanism, and replenish the capital by selling assets, limiting dividend distribution, writing down or converting eligible capital instruments, emergency capital injection and other means, so as to maintain the stability and compliance of capital adequacy ratio and achieve the objectives of Capital Planning.

(V) Comprehensive capital management information system to enhance the level of refined capital measurement

The Bank will gradually establish a dynamic capital management and capital value realization mechanism that integrates strategy, capital, business and risk in a holistic and full-process manner. It will steadily improve data foundation, risk measurement methods, business operation models, various risks and changes in business models, refined cost apportionments, etc. related to capital management, so as to clarify the capital accounts of each institution, line, and major product. The Bank will build a capital management information system that is integrated with business system and management system, connecting business operation, risk management and capital management, realizing the integration and connection of business data, financial data and risk data, and connecting the front-, middle- and back-office data and system networks around capital value-added data, so as to realize intelligent management and online operation for capital allocation, capital assessment, risk management and business continuity, and to enhance the level of informatization, digitization and automation of capital management work.

COMPARISON TABLE OF AMENDMENTS TO THE
ARTICLES OF ASSOCIATION OF BANK OF GUIZHOU CO., LTD.*Notes:*

1. For the following content, “~~shares~~” shall mean deletion, whole “share” shall mean new content;
2. In addition to the amendments listed in this comparison table, the numbering of some articles has been correspondingly updated due to the addition, deletion, or modification of certain articles;

The aforementioned changes are all non-substantive amendments. To maintain the conciseness of the document, the specific details of each amendment were not listed exhaustively.

Original Articles	Articles after Amendments	Basis of Amendments
Article 83 Shareholders’ meetings shall be convened by the Board and presided over by the Chairman of the Board. Where the Chairman cannot attend the meeting for any reason, the Chairman may appoint another Director to preside over the meeting on his/her behalf; if no presider is appointed, the attending Shareholders may elect a person to preside over the meeting; if for any reason, the Shareholders fail to elect a presider, the Shareholder (including proxy thereof other than Hong Kong Securities Clearing Company Limited) holding the most voting shares among the attending Shareholders shall preside over the meeting.	Article 83 Where Shareholders’ meetings are convened by the Board and presided over by, the Chairman of the Board <u>shall preside over the meeting</u>. Where the Chairman cannot attend the meeting for any reason, the Chairman may appoint another Director to preside over the meeting on his/her behalf <u>is unable or fails to perform his/her duties, the Vice Chairman shall preside over the meeting (where the Company has two Vice Chairmen, the Vice Chairman jointly nominated by a majority of the Directors shall preside over the meeting); where the Vice Chairman is unable or fails to perform his/her duties, a Director jointly elected by more than half of the Directors shall preside over the meeting</u>; if no chairman <u>presider</u> is appointed, the attending Shareholders may elect a person to serve as the <u>chairman presider of the meeting</u>; if for any reason, the Shareholders fail to elect a presider, the Shareholder (including proxy thereof other than Hong Kong Securities Clearing Company Limited) holding the most voting shares among the attending Shareholders shall serve as the <u>chairman presider of the meeting</u>.	Amended in accordance with the actual situation of the Company and with reference to Article 72 of the Guidelines for the Articles of Association of Listed Companies.

Original Articles	Articles after Amendments	Basis of Amendments
	<u>A Shareholders' meeting convened by the Audit Committee on its own shall be presided over by the convener of the Audit Committee. If the convener of the Audit Committee is unable or fails to perform his/her duties, a member of the Audit Committee shall be jointly elected by more than half of the members of the Audit Committee to preside over the meeting.</u> <u>A Shareholders' meeting convened by Shareholders on their own shall be presided over by the conveners or a representative elected by them.</u> <u>When a Shareholders' meeting is held, if the presider of the meeting violates the rules and makes it impossible for the Shareholders' meeting to continue, the Shareholders' meeting may, with the consent of more than half of the voting rights of the Shareholders present at the meeting, elect a person to act as the presider of the meeting and continue the meeting.</u>	
Article 108 Any voting of the Shareholders at a Shareholders' meeting must be taken by poll except where the chairman of the meeting, in good faith, decides to allow a resolution which relates purely to procedures or administrative matters to be voted by a show of hands.	Article 108 Any voting of the Shareholders at a Shareholders' meeting must be taken by poll except where the chairman presider of the meeting, in good faith, decides to allow a resolution which relates purely to procedures or administrative matters to be voted by a show of hands.	Standardized terminology.

Original Articles	Articles after Amendments	Basis of Amendments
Article 109 If the matter required to be voted by ballot relates to election of chairman of the meeting or termination of the meeting, voting by ballot shall be conducted immediately; in respect of other matters required to be voted by ballot, the chairman of the meeting may decide the time of voting, and the meeting may proceed to consider other issues, and the voting results shall be deemed as resolutions passed at the said meeting.	Article 109 If the matter required to be voted by ballot relates to election of chairman <u>presider of the meeting</u> or termination of the meeting, voting by ballot shall be conducted immediately; in respect of other matters required to be voted by ballot, the chairman <u>presider of the meeting</u> may decide the time of voting, and the meeting may proceed to consider other issues, and the voting results shall be deemed as resolutions passed at the said meeting.	Standardized terminology.
Article 118 An on-site Shareholders' meeting shall not end before that held online. The presider shall be responsible for determining whether a resolution is passed or not. His/her decision, which shall be final and conclusive, shall be announced at the meeting and recorded in the minutes. 	Article 118 An on-site Shareholders' meeting shall not end before that held online. The presider <u>of the meeting</u> shall be responsible for determining whether a resolution is passed or not. His/her decision, which shall be final and conclusive, shall be announced at the meeting and recorded in the minutes. 	Standardized terminology.
Article 119 If the presider has any doubt as to the result of a resolution which has been put to vote at the Shareholders' meeting, he/she may have the ballots counted. If the presider has not counted the ballots, any Shareholder who is present in person or by proxy and who objects to the result announced by the presider may, immediately after the declaration of the voting result, demand that the ballots be counted and the presider shall have the ballots counted immediately.	Article 119 If the presider <u>of the meeting</u> has any doubt as to the result of a resolution which has been put to vote at the Shareholders' meeting, he/she may have the ballots counted. If the presider has not counted the ballots, any Shareholder who is present in person or by proxy and who objects to the result announced by the presider may, immediately after the declaration of the voting result, demand that the ballots be counted and the presider shall have the ballots counted immediately.	Standardized terminology.
Article 170 The Board shall comprise 11 to 17 Directors, of which 1 to 4 Directors shall be executive Directors, 7 to 16 Directors shall be non-executive Directors (including independent Directors and employee Directors), including one Chairman.	Article 170 The Board shall comprise 11 to 17 Directors, of which 1 to 4 Directors shall be executive Directors, 7 to 16 Directors shall be non-executive Directors (including independent Directors and employee Directors), including one Chairman, <u>and 1 to 2 Vice Chairmen may be appointed.</u>	Amended in accordance with the actual situation of the Company.

Original Articles	Articles after Amendments	Basis of Amendments
Article 178 The Chairman of the Board shall be elected and dismissed by a majority of all the Directors and is eligible for re-election, and shall accept audit by the audit department when leaving his/her office. The qualifications of the Chairman of the Board shall be reported to the banking regulatory authorities for review.	Article 178 The Chairman <u>and Vice Chairman</u> of the Board shall be elected and dismissed by a majority of all the Directors and is eligible for re-election, and shall accept audit by the audit department when leaving his/her office. The qualifications of the Chairman <u>and Vice Chairman</u> of the Board shall be reported to the banking regulatory authorities for review.	Amended in accordance with the actual situation of the Company.
Article 179 The Chairman shall exercise the following functions and powers: (IX) other functions and powers conferred by the Board. When the Chairman is unable to perform his/her duties, a Director nominated by more than half of the Directors shall perform the duties on behalf of the Chairman and the legal representative.	Article 179 The Chairman shall exercise the following functions and powers: (IX) other functions and powers conferred by the Board. When the Chairman is unable to perform his/her duties, a Director nominated by more than half of the Directors shall perform the duties on behalf of the Chairman and the legal representative. <u>The Vice Chairman shall assist the Chairman in his/her work. Where the Chairman is unable or fails to perform his/her duties, the Vice Chairman shall perform his/her duties (where the Company has two Vice Chairmen, the Vice Chairman jointly nominated by a majority of the Directors shall perform his/her duties); where the Vice Chairman is unable or fails to perform his/her duties, a Director jointly elected by more than half of the Directors shall perform his/her duties.</u>	Amended in accordance with the actual situation of the Company and with reference to Article 115 of the Guidelines for the Articles of Association of Listed Companies.

Original Articles	Articles after Amendments	Basis of Amendments
Article 182 If the Chairman is unable to convene and preside over the Board meeting, a Director nominated by more than half of the Directors shall act on his/her behalf.	Article 182 If the Chairman is unable to convene and preside over the Board meeting, a Director nominated by more than half of the Directors shall act on his/her behalf.	Deleted contents overlapping with Article 179.
Article 207 The President shall be accountable to the Board, shall have the right to organize and carry out the Company's operation and management in accordance with laws and regulations, these Articles of Association and the authorization of the Board, and shall perform the following functions and powers: (VIII) to determine the salary, welfare, reward and punishment schemes of the Company's employees and implement them upon the approval of the Board of Directors; (IX) to decide on the appointment and dismissal of employees of the Company; 	Article 207 The President shall be accountable to the Board, shall have the right to organize and carry out the Company's operation and management in accordance with laws and regulations, these Articles of Association and the authorization of the Board, and shall perform the following functions and powers: (VIII) to determine the salary, welfare, reward and punishment schemes of the Company's employees and implement them upon the approval of the Board of Directors <u>to formulate performance, welfare, reward and penalty schemes for employees within the scope of the Company's authority;</u> (IX) to decide on the appointment and dismissal of employees of the Company; 	Adjusted in accordance with the actual situation of the Bank.

ISSUANCE OF FINANCIAL BONDS IN 2026

Dear Shareholders,

In order to cope with the changes in the regulatory policy of issuance for financial bonds, further implement the requirements of macro-prudential management, timely replenish the sources of long-term high-quality liabilities, and optimize the balance sheet structure, the Bank intends to issue RMB13.5 billion of financial bonds in 2026, of which the issuance plan for financial bonds in an amount of RMB9 billion was considered and approved at the 2025 first meeting of the fourth session of the Board of Directors held on 31 March 2025 and the 2024 annual general meeting held on 27 June 2025; and the issuance plan for the remaining amount of RMB4.5 billion was newly added this year, which was considered and approved by the Board of Directors on 29 April 2026. The particulars of issuance plan for financial bonds are as follows:

I. ISSUANCE ARRANGEMENT

- (I) Total issuance amount: not more than RMB13.5 billion (inclusive) (including financial bonds in an amount of RMB9 billion, which have been approved and authorized previously).
- (II) Issuance type: including general financial bonds, special financial bonds for small and micro-enterprise loans, financial bonds for science and technology innovation, “Sannong” special financial bonds and other types of non-capital supplemental bonds. Specific issuance types and the issuance size of single type shall be determined based on market conditions.
- (III) Issuance market: Interbank bond market.
- (IV) Issuance time: It shall be issued on an opportunistic basis in accordance with the Bank’s asset and liability structure, project reserves, liquidity management requirements and financial market conditions.
- (V) Issuance method: It shall be issued in one or multiple tranches, and issuance type, tranches of issuance and each issuance size shall be determined in accordance with the Company’s actual business development and market conditions.
- (VI) Issuance term: not more than 5 years (inclusive).
- (VII) Issuance Interest rate: It shall be determined with reference to the market interest rate.

(VIII) Use of proceeds: The proceeds shall be used according to the laws governing their use and regulatory approvals. The proceeds of general financial bonds shall be used to optimize the Bank's asset and liability structure, and to supplement working capital in accordance with applicable laws and regulations and the approvals of the supervisory authorities; the proceeds of financial bonds for small and micro-enterprise loans shall be used for projects of small and micro-enterprises to support their development; the proceeds of bonds for science and technology innovation shall be used to support the development of businesses in the science and technology innovation sectors; the proceeds of "Sannong" financial bonds shall be used for the granting of agriculture-related loans. If there is any adjustment to the purpose of proceeds from regulatory policies, the effective policies and regulations at the time of issuance shall prevail.

II. AUTHORIZATION

The Shareholders' meeting is requested to authorize the Board of Directors, which also authorizes the Bank's management to handle the following matters in connection with the bond issuance:

- (I) including but not limited to, deciding the specific issuance type, issuance time, issuance amount, issuance method, issuance target, issuance term, issuance pricing, issuance expenses, underlying assets selection, selection and appointment of issuance intermediaries and preparation for the issuance;
- (II) conducting any negotiations, signing contracts and documents related to the issuance of financial bonds;
- (III) handling the application for the issuance of financial bonds with the relevant regulatory authorities and to make appropriate adjustments to the relevant specific issuance plan based on the opinions of the regulatory authorities (if any);
- (IV) other specific matters related to the issuance of financial bonds;
- (V) the issuance plan for financial bonds in an amount of RMB9 billion was considered and approved at the 2025 first meeting of the fourth session of the Board of Directors held on 31 March 2025 and the 2024 annual general meeting held on 27 June 2025. Authorization from the Board of Directors and Shareholders' meeting has been obtained and shall be continuously valid, therefore no more authorization is needed thereof.

III. VALIDITY PERIOD OF THE RESOLUTION

The resolution and the authorization shall be valid until the completion of the issuance of all the aforesaid financial debts and shall take effect from the date of approval of this resolution by the Shareholders' meeting of the Bank.

NOTICE OF THE 2025 ANNUAL GENERAL MEETING



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 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 annual general meeting (the “**AGM**”) of 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 Tuesday, 30 June 2026, for the Shareholders of the Bank to consider and, if thought fit, to approve the following resolutions. Unless otherwise defined, capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Bank dated 9 June 2026 (the “**Circular**”).

ORDINARY RESOLUTIONS

1. To consider and approve the 2025 Work Report of the Board of Directors of the Bank
2. To consider and approve the 2025 Financial Statements Report of the Bank
3. To consider and approve the 2025 Profit Distribution Plan of the Bank
4. To consider and approve the 2026 Financial Budget Plan of the Bank
5. To consider and approve the appointment of accounting firms for 2026

NOTICE OF THE 2025 ANNUAL GENERAL MEETING

6. To consider and approve the appointment of Mr. YANG Hongjun as an executive Director of the fourth session of the Board of Directors
7. To consider and approve the appointment of Mr. WEN Zhichao as an Independent Non-executive Director of the fourth session of the Board of Directors
8. To consider and approve amendments to the Rules of Procedure of the Shareholders' Meeting of Bank of Guizhou Co., Ltd.
9. To consider and approve amendments to the Rules of Procedure of the Board of Directors of Bank of Guizhou Co., Ltd.
10. To consider and approve amendments to the Administrative Measures for the Related Party/ Connected Transactions of Bank of Guizhou Co., Ltd.
11. To consider and approve amendments to the Measures on the Equity Administration of Bank of Guizhou Co., Ltd.
12. To consider and approve the 2026–2028 Capital Planning of Bank of Guizhou Co., Ltd.

SPECIAL RESOLUTIONS

13. To consider and approve the amendments to the Articles of Association of Bank of Guizhou Co., Ltd.
14. To consider and approve the issuance of financial bonds in 2026
15. To consider and approve the reform plan for Panzhou Wanhe Rural Bank

NOTICE OF THE 2025 ANNUAL GENERAL MEETING

REPORTING ITEMS

16. 2025 Report on the Assessment of Major Shareholders of Bank of Guizhou
17. 2025 Performance Evaluation Report on Board of Directors and Board of Supervisors and Senior Management and their Members of Bank of Guizhou
18. 2025 Performance Report of Independent Non-executive Directors of Bank of Guizhou
19. 2025 Report on Related-Party Transactions of Bank of Guizhou
20. 2025 Report on Implementation of Resolutions of AGM of Bank of Guizhou

By Order of the Board
Bank of Guizhou Co., Ltd.*
WU Fan
Executive Director

Guiyang, the PRC, 9 June 2026

As of the date of this notice, the Board of the Bank comprises Ms. WU Fan and Mr. CAI Dong as executive Directors; Ms. ZHANG Yan, Mr. CHEN Duohang and Ms. GONG Taotao as non-executive Directors; and Mr. LEE Hoey Simon, Ms. SUN Li, Ms. CHEN Rong, Mr. ZHANG Junjie and Mr. XU Liang 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.*

NOTICE OF THE 2025 ANNUAL GENERAL MEETING

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 AGM 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 Hong Kong Stock Exchange (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 AGM

In order to determine the Shareholders who are eligible to attend and vote at the AGM, the register of members of the Bank will be closed from Thursday, 25 June 2026 to Tuesday, 30 June 2026 (both days inclusive), during which period no transfer of shares will be effected. H Shareholders whose names appear on the register of members of the Bank on Tuesday, 30 June 2026 are entitled to attend and vote at the AGM. For a holder of the Shares of the Bank to be eligible for attending and voting at the AGM, 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) no later than 4:30 p.m. on Wednesday, 24 June 2026 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 AGM.

3. Proxy

Any Shareholder entitled to attend and vote at the AGM 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 AGM.

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 power of attorney of the Shareholders’ proxy 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 AGM (i.e. at 2:30 p.m. on Monday, 29 June 2026) 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 power of attorney, you can attend and vote in person at the AGM or any adjournment thereof should you so wish. In the event that you attend the AGM and vote at the meeting, the power of attorney 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 AGM 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 AGM, 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).

NOTICE OF THE 2025 ANNUAL GENERAL MEETING

4. Miscellaneous

- (i) The Shareholders or their proxies shall present their identity documents when attending the AGM (or any adjournment thereof). The legal representative of or any other persons officially authorized by a corporate Shareholder shall present his/her 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 AGM (or any adjournment thereof).
- (ii) The AGM 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 ordinary resolutions and special resolution proposed for the consideration and approval at the AGM were set out in the circular of the Bank dated 9 June 2026.