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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)

DISCLOSEABLE TRANSACTION

BACKGROUND

The Bank, as the principal promoter of Panzhou Wanhe, intends to assume all deposits of Panzhou Wanhe, which has been considered and approved at the shareholders' meeting of the Bank held on 30 June 2026.

DEPOSIT ASSUMPTION AGREEMENT

The Deposit Assumption Agreement shall become effective upon signing a confirmation agreement on 4 August 2026. Its principal terms are as follows:

PARTIES

- (1) Panzhou Wanhe (as the transferor)
- (2) the Bank (as the transferee)

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, Panzhou Wanhe and all ultimate beneficial owners of Panzhou Wanhe other than the Bank, are third parties independent of the Bank and connected persons of the Bank.

SUBJECT DEPOSIT

Pursuant to the Deposit Assumption Agreement, effective as of the Assumption Date, the Bank shall assume all liabilities and related rights of Panzhou Wanhe arising from the Subject Deposit. As at the Assumption Date, the aggregate principal and interest of the Subject Deposit totaled RMB1.784 billion. In accordance with the regulations of the People's Bank of China, the corresponding deposit reserves^{Note 1} totalling RMB85 million have been paid in respect of such Subject Deposit. The amount of debt assumed by the Bank shall therefore be reduced by such statutory deposit reserves. Consequently, the amount of debt assumed by the Bank shall be RMB1.699 billion.

CONSIDERATION AND TRUST DETAILS

As the principal promoter, the Bank shall assume deposits of Panzhou Wanhe. Panzhou Wanhe will entrust its income rights of all cash and assets to establish a trust (the “**Trust**”), and the Bank shall receive beneficial right interest in the Trust with its debt entitlement arising from the assumption of Panzhou Wanhe's deposits, as the consideration for the assumption of deposits. The relevant details of the Trust are set out below:

1. As at the date of this announcement, the Trust has been formally established by Panzhou Wanhe.
2. The trustee of the Trust is an independent third party of the Bank.
3. The assets of the Trust (the “**Trust Assets**”) consist of the income rights to all assets of Panzhou Wanhe. The assets of Panzhou Wanhe mainly include creditor's rights assets, tangible assets and cash assets. As of 1 August 2026, the book balance of the Trust Assets held by Panzhou Wanhe was RMB1.978 billion.
4. The Trust is expected to generate income primarily through receiving principal and interest repayments on the debts comprised in the Trust Assets and/or disposing of the Trust Assets.
5. As at the date of this announcement, the Bank has assumed all deposits of Panzhou Wanhe. In consideration thereof, Panzhou Wanhe shall grant the Bank beneficial interests in the Trust of approximately 1.699 billion units. Upon the grant of such beneficial interests, Panzhou Wanhe's obligation to pay the consideration to the Bank for the assumption of deposits shall be fully fulfilled.

Note 1 The deposit reserves form part of Panzhou Wanhe's assets. In accordance with relevant legal provisions, commercial banks shall deposit a certain proportion of the deposits they take in with the People's Bank of China. In other words, the statutory deposit reserves are integral of the deposits assumed by the Bank. The total amount of statutory deposit reserves shall be the aggregate of the Subject Deposit multiplied by the statutory deposit reserve ratio of the People's Bank of China applicable to Panzhou Wanhe.

6. Shareholders and investors of the Bank should be reminded that: The present transaction is intended to implement the initiatives of the Central Committee of the Communist Party of China and the State Council regarding the reform and risk mitigation of village and town banks, to uphold the political and people-centred nature of financial work, and to earnestly fulfil the responsibilities of the lead initiator and its social responsibilities.

The Trust Assets cover the income interests in all assets of Panzhou Wanhe, and all other creditors of Panzhou Wanhe (subject to recognition through judicial or other legal procedures) may claim interests in the Trust. The actual interests in the Trust that may be distributed to the Bank depend on the final realisation of the Trust Assets (i.e. the higher the amount realised from the disposal of the Trust Assets, the higher the amount distributable to the Bank and other creditors) and the Bank's final proportion of interest in the Trust Assets (i.e. the higher the amount of valid claims held by other eligible creditors, the lower the Bank's proportion of interest in the Trust).

In accordance with the provisions of the relevant trust agreement, the Bank's provisional Trust Shares is 80%. As of 1 August 2026, the book balance of the Trust Assets was RMB1.978 billion. Apart from the Trust interest received by the Bank and the priority creditors comprising Panzhou Wanhe's employees, no other creditors have asserted any rights to the Trust. Therefore, as at that date, the book value of the Trust Assets corresponding to the Bank's interest in the Trust was RMB1.977 billion (without taking into account any asset impairment). However, its actual value and the potential financial impact shall remain to be confirmed following evaluation and outcome of disposal and collection.

REASONS FOR AND BENEFITS OF THIS TRANSACTION

To implement the guiding principles of the CPC Central Committee and the State Council on reforming and mitigating risks of village and township banks, the Bank, as a principal promoter of Panzhou Wanhe, has formulated the reform plan for Panzhou Wanhe after reaching a consensus with Panzhou Wanhe. This reform plan adheres to the political nature and people-centered orientation of financial work, earnestly fulfills the responsibilities and social obligations of the principal promoter, and safeguards the legitimate rights and interests of all parties.

By assuming deposit and related rights of Panzhou Wanhe, the Bank will undertake the obligation to repay relevant deposits and fully protected the legitimate rights and interests of relevant depositors.

In accordance with the overall requirements on the reform of village and township banks, and in order to effectively fulfil the responsibilities of the principal promoter and further demonstrate the social responsibility of state-owned financial enterprises, the Bank considers the terms of the Deposit Assumption Agreement and the transactions thereunder are fair and reasonable and in the interests of the Bank and its Shareholders as a whole.

INFORMATION ABOUT THE PARTIES

The Bank

Officially listed on 11 October 2012, and headquartered in Guiyang City, Guizhou Province, the Bank is a legal person financial institution established through the merger and reorganization of Zunyi City Commercial Bank, Anshun City Commercial Bank and Liupanshui City Commercial Bank. Its principal business activities include taking public deposits and granting loans.

Panzhou Wanhe

Panzhou Wanhe was established in April 2012. Its principal business activities include taking deposits from the public, granting loans, etc.

As of the date of this announcement, the Bank is a principal promoter of Panzhou Wanhe (holding a 20% shareholding interest in Panzhou Wanhe). The Shareholders of Panzhou Wanhe include: (i) eight state-owned enterprises, namely Guizhou Hongcai Investment Group Co., Ltd., Guizhou Panzhou Tourism and Culture Investment Co., Ltd., Guizhou Rongcheng Investment Development Co., Ltd., Guizhou Libo Human Resources Service Co., Ltd., Panzhou Rongqi Enterprise Management Co., Ltd., Panzhou Water Investment Co., Ltd., Guizhou Province Panzhou Hongteng Development and Investment Co., Ltd. and Guizhou Panbei Economic Development Zone Investment Co., Ltd., each with a shareholding interest of 7.69%; (ii) four private enterprises, namely Guizhou Yinfa Trading Co., Ltd., Guizhou Tianli Huifeng Trading Co., Ltd., Guizhou Qianyunfang Wine Industry Co., Ltd., each with a shareholding interest of 2.31%, and Guizhou Kangxinyuan Trading Co., Ltd., with a shareholding interest of 1.18%; and (iii) nine individual Shareholders, each with a shareholding interest of less than 5%. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, Panzhou Wanhe and all ultimate beneficial owners of Panzhou Wanhe other than the Bank, are third parties independent of the Bank and connected persons of the Bank.

IMPLICATIONS OF THE HONG KONG LISTING RULES

As the highest applicable percentage ratio in respect of the Transfer of Subject Deposit, calculated in accordance with the Hong Kong Listing Rules, is higher than 5% but lower than 25%, the Transfer of Subject Deposit constitutes a discloseable transaction of the Bank and is therefore subject to the reporting and announcement requirements pursuant to Chapter 14 of the Hong Kong Listing Rules.

GENERAL INFORMATION

The Bank will continue to disclose details regarding the Trust, including the proportion of its interests, number of shares and corresponding value in the Trust Assets, in its periodic reports appropriately.

Attention is drawn to the Shareholders and investors of the Bank: The Trust assets cover the income interests in all assets of Panzhou Wanhe, and all other creditors of Panzhou Wanhe (subject to recognition through judicial or other legal procedures) may claim interests in the Trust. The Bank's actual interests in the distributable Trust shall depend on the final realisation of the Trust assets and the Bank's final proportion of interest in the Trust assets.

Shareholders and potential investors of the Bank are advised to exercise caution when dealing in the shares of the Bank.

DEFINITIONS

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

“Assumption Date”	1 August 2026
“Bank”	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, China, with limited liability in accordance with the laws and regulations of the People's Republic of China and, if the context requires, includes its predecessors, subsidiaries, branches and sub-branches
“Board” or “Board of Directors”	the board of directors of the Bank
“connected person(s)”	has the meaning ascribed thereto under the Hong Kong Listing Rules
“Deposit Assumption Agreement”	the deposit assumption agreement entered into between Panzhou Wanhe and the Bank in relation to the Transfer of Subject Deposit, which shall take effect upon a signing of the confirmation agreement by both parties on 4 August 2026
“Director(s)”	the director(s) of the Bank

“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise revised from time to time
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“independent third party(ies)”	a person who is not a connected person of the Bank and the phrase “third party independent of the Bank” or other similar expression shall be construed accordingly
“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
“RMB”	Renminbi, the lawful currency of the People’s Republic of China
“Share(s)”	Domestic Share(s) and/or H Share(s) of the Bank
“Shareholder(s)”	holder(s) of Share(s)
“Subject Deposit”	the relevant deposits set out in the Deposit Assumption Agreement as the subject of transfer

“Transfer of Subject Deposit”	the transaction in which Panzhou Wanhe transfers the Subject Deposit to the Bank pursuant to the Deposit Assumption Agreement
“%”	per cent

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

Guiyang, the PRC
5 August 2026

As of the date of this announcement, 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.*