中原銀行股份有限公司*
ZHONGYUAN BANK CO., LTD.*

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

(Stock Code: 1216)

FORM OF PROXY FOR THE 2026 THIRD EXTRAORDINARY GENERAL MEETING TO BE HELD ON DECEMBER 4, 2026 (FRIDAY) (OR ANY ADJOURNMENT THEREOF)

No. of Shares to which this form of proxy relates(Note 1)	Domestic Shares
	H Shares

I/We(Note 2) _____

of _____

being the holder(s) of _____ domestic shares (the "**Domestic Shares**")/H shares (the "**H Shares**")(Note 3) of RMB1.00 each of Zhongyuan Bank Co., Ltd. (the "**Bank**"), hereby appoint(Note 4) _____

of _____

as my/our proxy(ies) to attend the 2026 third extraordinary general meeting (the "**2026 Third EGM**") of the Bank to be physically held at 3:00 p.m. on December 4, 2026 (Friday) at Zhongyuan Bank Building, No. 9 Waihuan Road, Financial Island, Zhengdong New District, Zhengzhou, Henan Province, the PRC or any adjournment thereof, and to vote at such meeting in respect of the resolutions set out in the Notice of the 2026 Third Extraordinary General Meeting dated November 16, 2026 (Monday) as indicated below on behalf of me/us, or if no such indication is given, as my/our proxy(ies) think(s) fit. Unless otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the circular of the Bank dated November 16, 2026 (the "**Circular**").

	Ordinary Resolution	**For**(Note 5)	**Against**(Note 5)	**Abstain**(Note 5)
1.	To consider and approve the resolution on the amendments to the Measures for the Equity Management of Zhongyuan Bank Co., Ltd.			
	Special Resolutions	**For**(Note 5)	**Against**(Note 5)	**Abstain**(Note 5)
2.	To consider and approve the resolution in relation to the implementation plan for the acquisition of Qixian Zhongyuan County Bank and establishment of a branch.			
3.	To consider and approve the resolution in relation to authorizing the Chairman to handle matters related to the acquisition and merger by absorption.			

Dated this: _____ day of _____ 2026 Signature(s)(Note 6): _____

Notes:

1. Please insert the number of shares of the Bank (the "**Shares**") registered in your name(s) to which this form of proxy relates. If a number is inserted, this form of proxy will be deemed to relate only to those shares. If no number is inserted, this form of proxy will be deemed to relate to all Shares registered in your name(s) (whether alone or jointly with others).
2. Please insert the full name(s) and address(es) as registered in the register of members of the Bank in **BLOCK LETTERS**.
3. Please insert the number of Shares registered in your name(s) and delete as appropriate.
4. Please insert the name and address of the proxy you intend to appoint. If no name is inserted, the chairman of the meeting will act as your proxy, provided that, to the extent permitted by applicable laws and the Articles of Association of the Bank, the chairman of the meeting may decline to accept such appointment on reasonable grounds, including but not limited to potential conflicts of interest or other circumstances where it would be inappropriate to act as proxy. If the chairman of the meeting decides not to accept such appointment, the Bank will notify the relevant Shareholder as soon as practicable, so that he/she may re-appoint another proxy or attend the 2026 Third EGM in person and vote. You may appoint one or more proxies to attend and vote on your behalf. A proxy need not be a Shareholder of the Bank. Any alteration made to this form of proxy must be initialed by the person who signs it.
5. Important: If you wish to vote for any resolution, please put a tick in the box marked "For" or insert the number of Shares held by you. If you wish to vote against any resolution, please put a tick in the box marked "Against" or insert the number of Shares held by you. If you wish to abstain from voting on any resolution, please put a tick in the box marked "Abstain" or insert the number of Shares held by you. If no direction is given, your proxy shall vote at his/her own discretion. The Shares abstained will be counted in the calculation of the required majority.
6. This form of proxy must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its director or attorney or a representative duly authorized in writing. In case of joint holders of the Shares, this form of proxy may be signed by any of such joint holders.
7. To be valid, this form of proxy and, if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority must be delivered to the office of the Board of Directors at Zhongyuan Bank Building, No.9 Waihuan Road, Financial Island, Zhengdong New District, Zhengzhou, Henan Province, the PRC (for holders of the Domestic Shares), or the H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of the H Shares), not less than 24 hours before the time for the holding of the 2026 Third EGM or any adjournment thereof.
8. In case of joint holders of the Shares, any one of such joint holders may vote at the 2026 Third EGM either in person or by proxy in respect of such Shares as if he/she was solely entitled thereto. However, if more than one of such joint holders of the Shares is present at the 2026 Third EGM in person or by proxy, the vote of the person (in person or by a proxy) whose name appears first in the register of members of the Bank will be accepted as the sole and exclusive vote of such joint holders.
9. You are reminded that completion and return of the form of proxy will not preclude you from attending and voting in person at the 2026 Third EGM or any adjournment thereof if you so wish.

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