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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 Jiangxi Bank Co., Ltd.*, you should at once hand this circular, together with the accompanying form of proxy for the AGM and the reply slip for the AGM, to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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JIANGXI BANK CO., LTD.*
江西銀行股份有限公司*

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1916)

**PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS,
PROPOSED RE-ELECTION AND ELECTION OF SUPERVISORS,
2018 ANNUAL FINANCIAL STATEMENTS AND 2019 FINANCIAL BUDGET,
2018 PROFIT DISTRIBUTION PLAN,
2019 INVESTMENT PLAN,
2018 BOARD OF DIRECTORS' REPORT,
2018 BOARD OF SUPERVISORS' REPORT,
WITHDRAWAL OF THE ISSUANCE OF FINANCIAL BONDS,
ISSUANCE OF GREEN FINANCIAL BONDS,
ISSUANCE OF UNDATED CAPITAL BONDS,
RETROACTIVE APPOINTMENT OF AUDITOR FOR 2018,
APPROVAL OF THE APPOINTMENT OF AUDITOR FOR 2019,
AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF
JIANGXI BANK CO., LTD.,
AMENDMENTS TO THE WORKING RULES FOR EXTERNAL
SUPERVISORS OF JIANGXI BANK,
AMENDMENTS TO THE MEASURES FOR EQUITY MANAGEMENT OF
JIANGXI BANK,
REPORT ON SIGNIFICANT RELATED PARTY TRANSACTIONS IN 2018
AND
NOTICE OF THE 2018 AGM**

The Letter from the Board is set out on pages 3 to 29 of this circular.

The Bank will convene the AGM at Meeting Room, 3/F, Jiangxi Bank Tower, No. 699 Financial Street, Honggutan New District, Nanchang, Jiangxi Province, the PRC at 9:30 a.m. on May 31, 2019 (Friday). The notice of the AGM is set out on pages 70 to 74 of this circular.

Whether or not you are attending and/or voting at the AGM, you are requested to (i) complete the reply slip attached to this circular in accordance with the instructions printed thereon, and to return the reply slip to the H Share Registrar (for H Shareholders) or the office of the Board of the Bank (for Domestic Shareholders) on or before May 10, 2019 (Friday); (ii) and complete the form of proxy attached to this circular in accordance with the instructions printed thereon, and return it to the H Share Registrar (for H Shareholders) or to the office of the Board of the Bank (for Domestic Shareholders) in any event not less than 24 hours before the scheduled time for holding the AGM (i.e. by 9:30 a.m. on May 30, 2019 (Thursday)) 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.

* *Jiangxi 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/deposit-taking business in Hong Kong.*

April 15, 2019

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DEFINITIONS

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

“AGM” or “Annual General Meeting”	the 2018 annual general meeting of the Bank to be held at Meeting Room, 3/F, Jiangxi Bank Tower, No. 699 Financial Street, Honggutan New District, Nanchang, Jiangxi Province, the PRC at 9:30 a.m. on May 31, 2019 (Friday)
“Articles of Association”	articles of association of the Bank (as amended from time to time)
“Bank”	Jiangxi Bank Co., Ltd.*, a joint stock company incorporated in the PRC with limited liability and the H shares of which are listed on the Main Board of the Hong Kong Stock Exchange
“Board” or “Board of Directors”	the board of Directors of the Bank
“Board of Supervisors”	the board of Supervisors of the Bank
“CBIRC”	China Banking and Insurance Regulatory Commission
“China” or “PRC”	the People’s Republic of China, but for the purposes of this circular only, excluding Hong Kong, Macau and Taiwan
“CSRC”	China Securities Regulatory Commission
“Director(s)”	the director(s) of the Bank
“Domestic Share(s)”	ordinary shares in the Bank’s share capital, with a nominal value of RMB1.00 each, which are subscribed for or credited as paid in full in RMB
“Domestic Shareholder(s)”	holder(s) of Domestic Shares
“H Share Registrar”	Computershare Hong Kong Investor Services Limited, the H Share Registrar of the Bank
“H Share(s)”	overseas listed shares in the Bank’s share capital, with a nominal value of RMB1.00 each, which are listed on the Main Board of the Hong Kong Stock Exchange

DEFINITIONS

“H Shareholder(s)”	holder(s) of H Shares
“HK\$” or “HKD” or “Hong Kong dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong” or “HK”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Latest Practicable Date”	April 10, 2019, being the latest practicable date for the purpose of ascertaining certain information contained in this circular prior to its printing
“Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange
“Macau”	the Macau Special Administrative Region of the PRC
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
“Share(s)”	the Domestic Share(s) and the H Share(s)
“Shareholder(s)”	the shareholder(s) of the Bank
“Supervisor(s)”	the supervisor(s) of the Bank
“%”	percent

* *Jiangxi 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/deposit-taking business in Hong Kong.*

LETTER FROM THE BOARD



JIANGXI BANK CO., LTD.*

江西銀行股份有限公司*

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

(Stock Code: 1916)

Executive Directors:

Mr. CHEN Xiaoming (*Chairman*)
Mr. LUO Yan
Mr. XU Jihong

Non-executive Directors:

Mr. QUE Yong
Mr. LI Zhanrong
Mr. LIU Sanglin
Mr. DENG Jianxin
Ms. CHEN Yu
Mr. ZENG Zhibin
Mr. TANG Xianqing

Independent Non-executive Directors:

Ms. ZHANG Rui
Mr. GUO Tianyong
Ms. ZHANG Wangxia
Mr. WONG Hin Wing
Ms. WANG Yun

Registered office in the PRC:

Jiangxi Bank Tower
No. 699 Financial Street,
Honggutan New District
Nanchang
Jiangxi Province
the PRC

*Principal place of business
in Hong Kong:*

40/F, Sunlight Tower
No. 248 Queen's Road East
Wanchai, Hong Kong

Dear Shareholders,

**PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS,
PROPOSED RE-ELECTION AND ELECTION OF SUPERVISORS,
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AND
NOTICE OF THE 2018 AGM**

I INTRODUCTION

The Bank will convene the AGM on May 31, 2019 (Friday) and a notice thereof is set out on pages 70 to 74 of this circular. At the AGM, resolutions will be proposed to approve, among other things, the followings: proposed re-election and election of Directors, proposed

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re-election and election of Supervisors, 2018 annual financial statements and 2019 financial budget, 2018 profit distribution plan, 2019 investment plan, 2018 Board of Directors' report, 2018 Board of Supervisors' report, withdrawal of the issuance of financial bonds, issuance of green financial bonds, issuance of undated capital bonds, retroactive appointment of auditor for 2018, approval of the appointment of auditor for 2019, proposed amendments to the Articles of Association of Jiangxi Bank Co., Ltd., proposed amendments to the Working Rules for External Supervisors of Jiangxi Bank, proposed amendments to the Measures for Equity Management of Jiangxi Bank and report on significant related party transactions in 2018 will be debriefed on.

The purpose of this circular is to set out the notice of the AGM and provide you with the details of the aforesaid resolutions.

II MATTERS TO BE HANDLED AT THE AGM

1. Proposed Re-election and Election of Directors

Reference is made to the announcement of the Bank dated April 7, 2019 in relation to, among other things, the proposed re-election and election of Directors.

The term of the first session of the Board of Directors will expire upon conclusion of the AGM. Upon expiry of such term, the Directors, if eligible, may offer themselves for re-election. All the incumbent Directors shall retire from office and shall be eligible for re-election of the AGM. Among members of the first session of the Board, Ms. CHEN Yu, Mr. ZENG Zhibin, Mr. TANG Xianqing and Mr. GUO Tianyong will not be candidates for the second session of the Board due to changes in work. Their retirement will become effective after new directors have been appointed at the Annual General Meeting of the Bank. After making all reasonable enquiries and to the best knowledge and belief of the Directors, Ms. CHEN Yu, Mr. ZENG Zhibin, Mr. TANG Xianqing and Mr. GUO Tianyong have confirmed respectively that they have no disagreement with the Board on any issues, and no other matter in respect of their retirement is required to be brought to the attention of the Shareholders and creditors of the Bank.

In accordance with the relevant requirements of the Company Law and the Articles of Association, after qualification review by the Remuneration and Nomination Committee and after having considered a series of diversified standards including but not limited to the gender, age, cultural and educational background, professional experience, skills and knowledge, as set out in the board diversity policy of the Company, the Remuneration and Nomination Committee proposed:

1. to re-elect Mr. CHEN Xiaoming, Mr. LUO Yan and Mr. XU Jihong as executive Directors of the second session of the Board; Mr. QUE Yong, Mr. LI Zhanrong, Mr. LIU Sanglin and Mr. DENG Jianxin as non-executive Directors of the

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second session of the Board; and Ms. ZHANG Rui, Mr. WONG Hin Wing, Ms. ZHANG Wangxia, and Ms. WANG Yun as independent non-executive Directors of the second session of the Board; and

2. to nominate Ms. ZHUO Liping, Mr. HUANG Zhenping as non-executive Directors of the second session of the Board; Mr. OU Minggang and Mr. YAN Hongbo as independent non-executive Directors of the second session of the Board.

Each of the current independent non-executive Directors who are subject to re-election in the Annual General Meeting, namely Ms. ZHANG Rui, Mr. WONG Hin Wing, Ms. ZHANG Wangxia and Ms. WANG Yun, has given to the Bank an annual confirmation of his/her independence pursuant to Rule 3.13 of the Listing Rules. Each of Mr. OU Minggang and Mr. YAN Hongbo has confirmed that they have met all the independence criteria as set out in Rule 3.13 of the Listing Rules. The Remuneration and Nomination Committee has assessed and reviewed the independence of Ms. ZHANG Rui, Mr. WONG Hin Wing, Ms. ZHANG Wangxia, Ms. WANG Yun, Mr. OU Minggang and Mr. YAN Hongbo. The Remuneration and Nomination Committee and the Board are of the view that the above-named independent non-executive Directors have satisfied all the criteria for independence set out in Rule 3.13 of the Listing Rules.

The Remuneration and Nomination Committee consider that each of the independent non-executive Director candidates can contribute to the board diversity and bring personal perspectives, skills and experience. Please refer to the detailed description of the biography of the independent non-executive Director candidates below.

The biographical details of the above Director candidates are set out below:

Executive Directors

Mr. CHEN Xiaoming, aged 52, is an executive Director and the chairman of the Board of the Bank and has been the secretary to the party committee and the chairman of the Bank since December 2015. He joined the Bank as the president of the Bank in March 2006 and has been the chairman of the Board and secretary to the party committee of the Bank since 2012. Prior to joining the Bank, Mr. Chen was with China Construction Bank (中國建設銀行) (formerly known as the People's Construction Bank of China (中國人民建設銀行)) from July 1988 to March 2006, during which he successively served as (i) a cadre at credit division of business department of Nanchang Branch, (ii) a cadre of Nanchang Changbei Sub-branch, (iii) a deputy director of international business department of Nanchang Branch, (iv) the director of business department of Nanchang Branch, (v) a vice president and a member of the party group of Nanchang Branch, (vi) a member of the party committee and a vice president of Nanchang Branch, (vii) a deputy general manager and a member of the party committee of business department of Jiangxi Branch, (viii) a deputy secretary to the party committee and a deputy general manager of

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business department of Jiangxi Branch, (ix) the secretary to the party committee and president of Jiujiang Branch, and (x) the general manager of the planning and financial department of Jiangxi Branch. Mr. Chen was awarded the “National Labor May 1st Medal” (全國五一勞動獎章) by China National Union (中華全國總工會) in 2017. He was elected as a representative of the Fourteenth Congress of Communist Party of China Jiangxi Province (中國共產黨江西省第十四次代表大會) and a member of Twelfth Jiangxi Provincial Committee of the Chinese People’s Political Consultative Conference (中國人民政治協商會議江西省第十二屆委員會) in 2016 and 2018, respectively.

Mr. Chen received a bachelor’s degree in infrastructure construction financial credit from Jiangxi Institute of Finance and Economics (江西財經學院) (currently known as Jiangxi University of Finance and Economics (江西財經大學)) in Jiangxi Province, China, in July 1988, and a doctorate degree in industrial economics from Jiangxi University of Finance and Economics in June 2008. Mr. Chen was accredited as a senior economist by China Construction Bank in December 1999.

Mr. LUO Yan, aged 50, is an executive Director, the president and the vice chairman of the Bank. He joined the Bank as the president of the Bank in February 2018. From August 2016 to January 2018, Mr. Luo successively served as the president, a director and a deputy secretary to the party committee of Guangdong Nanyue Bank Co., Ltd. (廣東南粵銀行股份有限公司). From October 2004 to February 2016, Mr. Luo was with China CITIC Bank Corporation Limited (中信銀行股份有限公司) (formerly known as CITIC Industrial Bank (中信實業銀行)), where he successively served as (i) an assistant to the head of the general office, (ii) a deputy head of the general office, (iii) the secretary to the board, head of the general office and head of the office of board of directors and supervisors, (iv) the president and secretary to the party committee of Guangzhou Branch, and (v) the president and secretary to the party committee of Shenyang Branch. From June 1996 to October 2004, Mr. Luo was with China Merchants Bank Co., Ltd. (招商銀行股份有限公司), where he successively served as (i) a deputy manager and a manager of the business division, and (ii) a senior manager of the secretarial office of general office and assistant to the head of general office. From August 1990 to June 1996, he successively served as a loan officer and deputy section chief of credit department in Bank of Communications Yangzhou Branch (交通銀行揚州分行).

Mr. Luo obtained a bachelor’s degree in industrial financial accounting from Inner Mongolia University of Finance and Economics (內蒙古財經大學) (formerly known as Inner Mongolia Institute of Finance and Economics (內蒙古財經學院)) in Inner Mongolia Autonomous Region in July 1990 and a master’s degree in management science and engineering from Zhejiang University (浙江大學) in Zhejiang Province in June 2008. Mr. Luo also obtained an executive master of business administration from Peking University (北京大學) in Beijing in July 2011.

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Mr. XU Jihong, aged 53, is an executive Director, a vice president of the Bank and the secretary to the Board. Mr. Xu joined the Bank when it was established in 1998 as the president of a sub-branch of the Bank and was promoted as the secretary to the Board in September 2006. Since April 2008, Mr. Xu has also been the vice president of the Bank. Prior to joining the Bank, Mr. Xu was the director and legal representative of Nanchang Science and Technology City Credit Union (南昌科技城市信用社) from May 1995 to January 1998. From July 1986 to May 1995, Mr. Xu was with Nanchang Branch of China Construction Bank and successively worked at the business department and the financial and accounting department.

Mr. Xu completed his correspondence course and obtained a diploma in finance from Jiangxi Institute of Finance and Economics in July 1992. He also completed his long distance learning courses in political education offered by Jiangxi Normal University and obtained a college diploma in December 1999. Mr. Xu was accredited as an accountant by the Ministry of Finance of the PRC in May 1996.

Non-executive Directors

Mr. QUE Yong, aged 42, is a non-executive Director of the Bank. Mr. Que has over 18 years of experience in financial management and banking industry. Since September 2015, he has been an expert consultant with respect to monetary policy in Nanchang Central Sub-branch of the People's Bank of China (中國人民銀行南昌中心支行). Mr. Que joined Jiangxi Expressway Investment, a company primarily engaged in the investment and financing, construction and operation of expressways, as the head of financial audit department in February 2010 and has been the chief accountant since May 2014. He has been responsible for accounting, financial and budget management of this company. From July 1999 to May 2010, Mr. Que was with Jiangxi Ganyue Expressway Co., Ltd. (江西贛粵高速公路股份有限公司) (SSE stock code: 600269), a company primarily engaged in the investment, construction and management of transportation infrastructure and successively served as the person in charge of the financial department, a deputy manager and the general manager of the financial department and the chief financial officer.

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Please see the following table for the directorships in other listed companies held by Mr. Que.

Name of listed company	Position	Duration
Jiangzhong Pharmaceutical Co., Ltd. (江中藥業股份有限公司) (SSE stock code: 600750)	Independent director	March 2013 – May 2016
Jiangxi Ganyue Expressway Co., Ltd. (江西贛粵高速公路股份有限公司) (SSE stock code: 600269)	Director	September 2012 – June 2018

Mr. Que was accredited as a “National Advanced Accounting Worker” (全國先進會計工作者) by the Ministry of Finance of the PRC (中華人民共和國財政部) in December 2015.

Mr. Que obtained a master degree of business administration from Jiangxi University of Finance and Economics in June 2009. Mr. Que was accredited as a senior account by the Shanghai Accreditation Committee for the Qualifications of Senior Professional and Technical Positions for Accountants (上海市會計系列高級專業技術職務任職資格評審委員會) in June 2006. He was also accredited as a senior account by the Jiangxi Accreditation Committee for the Qualifications of Accountant Senior Professional and Technical (江西省會計高級專業技術資格評審委員會) in October 2017. Mr. Que also completed the program designed for national leading accountants and obtained a certificate of “National Leading Accountant” (全國會計領軍人才證書) issued by the Ministry of Finance of the PRC in December 2012.

Mr. LI Zhanrong, aged 49, is a non-executive Director of the Bank. Since January 2015, Mr. Li has been the assistant to the general manager and a member of the party committee of Jiangxi Expressway Investment, where he was primarily responsible for cost control, enterprise reform and equity asset management. Mr. Li was accredited as “2013 Provincial Advanced Worker in Grain Production” (“2013年度全省糧食生產先進工作者”) by Jiangxi Government in March 2014.

Mr. Li obtained a college diploma in national economy management through correspondence course from Nanchang University in July 2001. He also obtained an advanced master of business administration degree from Jiangxi University of Finance and Economics in December 2015. Mr. Li was accredited as an intermediate industrial economist (中級工業經濟師資格) accredited by the Ministry of Personnel (中華人民共和國人事部) (currently known as Ministry of Human Resources and Social Security of the PRC (中華人民共和國人力資源和社會保障部)) in October 1996.

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Mr. LIU Sanglin, aged 53, is a non-executive Director of the Bank. Since October 2015, Mr. Liu has been a director of Jiangxi Ganpo Foreign Trade Development Co., Ltd. (江西贛鄱外貿發展有限公司) (currently known as Jiangxi Financial Holding Foreign Trade Co., Ltd. (江西省金控外貿股份有限公司)), a company primarily engaged in import and export of merchandise and technologies. Since September 2014, Mr. Liu has been with Jiangxi Financial Holding, a company primarily engaged in banking, insurance, guarantee, re-guarantee, funds, securities, trust, futures, assets management, financial leasing and investment, where he successively served as the head of asset management department, an assistant to the general manager and the head of human resources department and has been responsible for assets inspection and management, and human resources management of this company. Since December 2009, he has also been a deputy general manager of Jiangxi Provincial Credit Guarantee Co., Ltd. (江西省信用擔保股份有限公司), a company primarily engaged in financing guarantee businesses, where he has been responsible for the risk management department, legal affairs department and office of this company. Mr. Liu's previous working experiences include serving as (i) the director of asset management division of Asset Management Center of Jiangxi Provincial Administrative Institution from June 2009 to August 2016, (ii) senior staff member and principal staff member of Treasury Department of the Jiangxi Provincial Department of Finance (省財政廳國庫處) from January 2001 to June 2009, and (iii) cadre, clerk, staff member and senior staff member of Budget Department of Jiangxi Provincial Department of Finance (省財政廳預算處) from August 1986 to January 2001.

Mr. Liu obtained a diploma in public finance from Jiangxi Finance and Economics Vocational College (江西省財務會計學校) (currently known as Jiangxi Vocational College of Finance and Economics (江西財經職業學院)) in Jiangxi Province, China, in July 1986 and completed his correspondence undergraduate course in Party School of the Central Committee of Communist Party of China, majoring in economics management and graduated in December 1997. He then obtained his postgraduate diploma in international trade from Jiangxi University of Finance and Economics in July 2004.

As at the date of this announcement, Mr. Liu was considered to be interested in 4,000 shares of the Bank within the meaning of Part XV of the SFO.

Ms. ZHUO Liping, aged 46, has served as deputy director of the finance department of China National Tobacco Corporation Jiangxi Branch (中國煙草總公司江西省公司) since March 2018. From February 2006 to March 2018, she served as a senior staff member, principal staff member, deputy director of the planning department of China National Tobacco Corporation Jiangxi Branch. From August 1996 to January 2006, Ms. Zhuo served as a staff member of the planning department of China National Tobacco Corporation Jiangxi Branch.

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Ms. Zhuo obtained an MBA from Shanghai University of Finance and Economics in January 2004 and was awarded the title of intermediate statistician by National Bureau of Statistics in October 2005.

Mr. DENG Jianxin, aged 55, is a non-executive Director of the Bank. Since June 2015, Mr. Deng has been a director of Jiangxi Hongcheng Waterworks Co., Ltd. (江西洪城水業股份有限公司) (SSE stock code: 600461). Since April 2014, Mr. Deng has served as the chairman and secretary to the party committee of Nanchang Municipal Public Investment Holding Co., Ltd. (南昌市政公用投資控股有限責任公司). Mr. Deng also serves as a director of Jiangxi Hongcheng Yikatong Investment Co., Ltd. (江西省洪城一卡通投資有限公司) and a director of Nanchang Gas Group Co., Ltd. (南昌市燃氣集團有限公司). From September 2011 to April 2014, Mr. Deng served as the secretary to the leading party group and head of Nanchang Municipal Commission of Development and Reform (南昌市發展和改革委員會). From February 2007 to September 2011, he served as the secretary to the leading party group and head of Safety Production Supervision and Administration Bureau of Nanchang (南昌市安全生產監督管理局). From December 2004 to February 2007, Mr. Deng served as a deputy head and a member of leading party group of Nanchang Municipal Commission of Development and Reform. From September 2002 to February 2007, he served as the head of Nanchang Information Office (南昌市信息化辦公室). From September 2002 to December 2004, Mr. Deng was a deputy head and a member of leading party group of Nanchang Municipal Commission of Development Planning (南昌市發展計劃委員會). From June 1990 to September 2002, Mr. Deng successively held various positions in Nanchang Municipal Commission of Planning (南昌市計委) including a deputy head and a member of leading party group. Mr. Deng was accredited as a “2014 Excellent Entrepreneur of Jiangxi Province” (2014年度江西省優秀企業家) in 2015 by Jiangxi Provincial Association of Enterprises (江西省企業聯合會) and Jiangxi Provincial Association of Entrepreneurs (江西省企業家協會).

Mr. Deng obtained a college diploma in plant protection from Jiangxi Agricultural University (江西農業大學) in Jiangxi Province, China, in July 1986. Mr. Deng was qualified as a senior economist by Jiangxi Provincial Title Commission Office (江西省職稱工作辦公室) in December 2015.

Mr. HUANG Zhenping, aged 47, is the Bank’s Shareholder representative Supervisor. He has been the principal of Pingxiang Huixiang Construction Development Co., Ltd., since July 2016, where he has been responsible for overall management of this company. Since July 2011, Mr. Huang has been a party committee member and deputy head of management committee of Pingxiang Economic Development Zone (萍鄉經濟開發區). His previous working experiences include serving as (i) a member of the party group and assistant to head of Luxi County government from February 2009 to July 2011, (ii) the secretary to party committee of Luxi Town from February 2006 to February 2009, (iii) the deputy secretary to the party committee and town chief of Luxi Town from September 2005

LETTER FROM THE BOARD

to February 2006, (iv) the head of general office of county council of Luxi County from February 2004 to September 2005. From September 1994 to February 2004, Mr. Huang was with People's Court in Luxi County and took various positions including a deputy chief justice and a member of party group. From August 1993 to September 1994, he was a teacher at Pingxiang Luxi Changfeng Middle School (萍鄉市蘆溪縣長豐鄉學校).

Mr. Huang obtained a diploma in politics and history from Pingxiang Junior College (萍鄉高等專科學校) (currently known as Pingxiang University (萍鄉學院)) in Jiangxi Province, China, in July 1993 and completed his master program in economic law from Nanchang University in March 2004.

Independent Non-executive Directors

Ms. ZHANG Rui, aged 56, is an independent non-executive Director of the Bank. Since September 1984, Ms. Zhang has been with Jiangxi University of Finance and Economics (formerly known as Jiangxi Institute of Finance and Economics (江西財經學院)), where she successively served as a teacher in department of finance and accounting, the head of the teaching and research section for auditing of department of finance and accounting, a deputy head of department of finance and accounting, the dean of faculty of accounting and a director of research and development center for accounting development. Please see the following table for the other directorships held by Ms. Zhang.

Name of company	Position	Duration
Huayi Compressor Co., Ltd. (華意壓縮機股份有限公司) (SZSE stock code: 000404)	Independent director	April 2016 – Present
Chengzhi Co., Ltd. (誠志股份有限公司) (SZSE stock code: 000990)	Independent director	June 2011 – December 2017
Tellhow Polytron Technologies Co., Ltd. (泰豪科技股份有限公 司) (SSE stock code: 600590)	Independent director	April 2002 – April 2008
Golden Sun Securities Co., Ltd. (國盛證券有限責任公司)	Independent director	October 2009 – August 2015
Jiangxi Copper Company Limited (江西銅業股份有限公司) (SSE stock code: 600362, SEHK stock code: 00358)	Independent director	March 2007 – June 2015
		June 2006 – June 2012

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Ms. Zhang has been an expert entitled to special allowance granted by the State Council since August 2005. She also obtained a certificate of Star Teacher in Higher Education Institutions (“高等學校教學名師獎”等學校教學名師獎”has been an expert entitled to special all’s Republic of China in September 2009.

Ms. Zhang received a bachelor’s degree in commercial finance and accounting from Jiangxi Institute of Finance and Economics in July 1984, a master’s degree in accounting from Jiangxi Institute of Finance and Economics in July 1990 and a doctorate degree in accounting from Zhongnan University of Economics and Law (中南財經政法大學) in Hubei Province, China, in December 2001. Ms. Zhang was accredited as a professor by Jiangxi Title Reform Committee (江西省職稱改革領導小組) in March 1999.

Mr. WONG Hin Wing, aged 56, is an independent non-executive Director of the Bank. Mr. Wong has over 34 years of experience in accounting, finance, investment management and advisory. Since 1997, Mr. Wong has served various positions including the managing director at China Silk Road International Capital Limited, where he has been primarily responsible for offering services in asset management, securities advisory and corporate finance as well as providing financial advisory and investment management services to enterprises in Asia. He is currently a responsible officer of China Silk Road International Capital Limited. From August 1989 to September 1996, he was the chief financial officer of a Hong Kong listed company. From July 1985 to August 1989, Mr. Wong worked with an international audit firm. Please see the following table for the directorships in other listed companies held by Mr. Wong in the past.

Name of listed company	Position	Duration
Wine’s Link International Holdings Limited (威揚酒業國際控股有限公司) (SEHK stock code: 08509)	Independent non-executive director	December 2017 – present
Guangzhou Baiyunshan Pharmaceutical Holdings Co., Ltd. (廣州白雲山醫藥集團股份有限公司) (SSE stock code: 600332, SEHK stock code: 00874)	Independent non-executive director	June 2017 – present
Inner Mongolia Yitai Coal Co., Ltd. (內蒙古伊泰煤炭股份有限公司) (SSE stock code: 900948, SEHK stock code: 03948)	Independent non-executive director	May 2017 – present

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Name of listed company	Position	Duration
China Agri-Products Exchange Limited (中國農產品交易有限公司) (SEHK stock code: 00149)	Independent non-executive director	December 2016 – November 2018
CRCC High-Tech Equipment Corporation Limited (中國鐵建高新裝備股份有限公司) (SEHK stock code: 01786)	Independent non-executive director	November 2015 – present
Dongjiang Environmental Company Limited (東江環保股份有限公司) (SZSE stock code: 002672, SEHK stock code: 00895)	Independent non-executive director	June 2014 – present
AEON Credit Service (Asia) Co., Ltd. (SEHK stock code: 00900)	Independent non-executive director	October 2004 – present

Mr. Wong has been a member of Anhui Provincial Committee of the Chinese People's Political Consultative Conference (中國人民政治協商會議安徽省委員會委員) since January 2013 and a member of the Nursing Council of Hong Kong since May 2014. He has also been a member of the Securities and Futures Appeals Tribunal since April 2017 and a member of the Construction Industry Council since February 2018.

Mr. Wong obtained his master's degree in business administration from The Chinese University of Hong Kong in December 1996. Mr. Wong has been a fellow member of the Hong Kong Institute of Certified Public Accountants since July 1995, the Institute of Chartered Accountants in England and Wales since March 2015, the Chartered Association of Certified Accountants since July 1992, the Hong Kong Institute of Directors since April 2002 and the Institute of Chartered Secretaries and Administrators since June 1995. He has also been a member of the American Institute of Certified Public Accountants since February 1991 and a chartered member of the Chartered Institute for Securities & Investment since March 2011.

The Board is of the view that Mr. Wong will be able to continuously devote sufficient time to discharge his responsibilities and functions as an independent non-executive director of the Bank because (i) Mr. Wong expects that the time to be spent for his above roles occupies approximately 80% of his working time and the remaining 20% of his working time is sufficient for him to continuously discharge his responsibilities as an independent non-executive Director; and (ii) Mr. Wong has extensive experience in acting as independent non-executive director of companies listed on the Hong Kong Stock Exchange, thus he will be able to continuously handle the matters of the Bank efficiently.

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Mr. OU Minggang, aged 51, is currently a professor in the International Finance Institution (Department) of China Foreign Affairs University where Mr. Ou served as a lecturer, associate professor and professor from August 2002 to present. Mr. Ou served as a deputy director and a financial economist of the Finance Teaching and Research Office of the Financial Administration Cadres College of the Industrial and Commercial Bank of China from July 1989 to September 1997.

Mr. Ou obtained a PhD in Industrial Economics from the Graduate School of Chinese Academy of Social Sciences in June 2002.

Ms. ZHANG Wangxia, aged 41, is an independent non-executive Director of the Bank. From August 2018 to present, she has been the vice chairman of China International Futures Co., Ltd. Ms. Zhang previously worked in the institution department II (機構二處) of Beijing Bureau of China Securities Regulatory Commission (the “CSRC”) and was appointed as a deputy head (person in charge) in June 2013. Before that, she was a deputy head of inspection department (稽查處) of Beijing Bureau of CSRC.

Ms. Zhang obtained her bachelor’s degree in philosophy from Beijing Normal University (北京師範大學) in Beijing, China, in July 1999 and a master’s degree in law from Peking University in June 2004. Ms. Zhang also obtained an executive master of business administration from the Hong Kong University of Science and Technology in November 2013. Ms. Zhang received the certificate of the legal profession qualifications granted by Ministry of Justice of the PRC in February 2005.

Mr. YAN Hongbo, aged 42, has been the vice president and head of Investment Department in Qingdao Huahang Zhiyuan Investment Management Co., Ltd. (青島華行致遠投資管理有限公司) since October 2018. Mr. Yan served as the general manager of Investment Banking Department in Shenzhen Jushenghua Co., Ltd. (深圳市鉅盛華股份有限公司) from April 2016 to September 2018. Mr. Yan worked as an assistant to the general manager of Product Department in Ping An Trust Co., Ltd. (平安信託有限責任公司) from February 2014 to April 2016. Mr. Yan served as the business director of Investment Banking Department in Huatai Securities Co., Ltd. from July 2008 to February 2014.

Mr. Yan obtained a PhD in Finance from Fudan University in Shanghai in June 2008.

Ms. WANG Yun, aged 52, is an independent non-executive Director of the Bank. Since May 2017, she has been an independent director of Jiangxi 3L Medical Products Group Co., Ltd. (江西3L醫用製品集團有限公司), a company primarily engaged in scientific research, production and sales of disposable medical high polymer products, medical equipment and purification equipment for medical use, where she has also served as a member of audit committee and remuneration and

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appraisal committee under the board of this company. Since September 1989, Ms. Wang has been with East China Jiaotong University and successively served as a teaching assistant, lecturer, head of accounting department, associate professor, deputy dean of faculty of economic management. She is currently a professor of accounting department of faculty of economic management as well as a supervisor of postgraduates. From September 2007 to January 2008, she was a visiting scholar at faculty of management, Fudan University (復旦大學) in Shanghai, China. Please see the following table for the directorships in other listed companies held by Ms. Wang.

Name of listed company	Position	Duration
Jiangxi Wannianqing Cement Co., Ltd. (江西萬年青水泥股份有限公司) (SZSE stock code: 000789)	Independent director	September 2012 – September 2018
Anyuan Coal Industry Group Co., Ltd. (安源煤業集團股份有限公司) (Formerly known as Anyuan Industry Co., Ltd.(安源實業股份有限公司)) (SSE stock code: 600397)	Independent director	February 2012 – present April 2002 – November 2008
Jiangxi Special Electric Motor Co., Ltd. (江西特種電機股份有限公司) (SZSE stock code: 002176)	Independent director	December 2009 – May 2016
Winall Hi-tech Seed Co., Ltd. (安徽荃銀高科種業股份有限公司) (SZSE stock code: 300087)	Independent director	February 2008 – April 2014
Tellhow Sci-tech Co., Ltd. (泰豪科技股份有限公司) (SSE stock code: 600590)	Independent director	April 2003 – October 2009

Ms. Wang obtained a bachelor's degree in financial accounting and a master's degree in accounting from East China Jiaotong University in June 1993 and June 2005, respectively. She also obtained her doctorate degree in industrial economics from Jiangxi University of Finance and Economics in January 2009. Ms. Wang was accredited as a professor by Jiangxi Provincial Title Commission Office in November 2005.

As of the Latest Practicable Date, save as disclosed above, each of the Director candidates confirms that: (i) he/she does not have any relationship with any Directors, Supervisors, senior management or substantial Shareholders or controlling Shareholders of the Bank or its subsidiaries; (ii) he/she does not hold any other position in the Bank or its subsidiaries and did not hold any directorship or

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supervisorship in any other companies listed in Hong Kong or overseas in the last three years; (iii) he/she does not have or is not deemed to have any interests in the shares, underlying shares or debentures of the Bank or any of its associated corporations within the meaning of Part XV of the SFO; and (iv) there is no other matter with respect to their appointment that needs to be brought to the attention of the Shareholders of the Bank or the Hong Kong Stock Exchange or that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Bank will determine the remuneration packages of the Director candidates based on its remuneration policy and will disclose the remuneration of its Directors in its annual report each year.

The election of the above Director candidates will be proposed at the Annual General Meeting for approval by Shareholders. Pursuant to the Articles of Association, the term of office of the Board shall be three years per term. Their terms of office will commence from the date of Shareholders' approval and will end upon the termination of the 2nd session of the Board. The appointment of Ms. ZHUO Liping, Mr. HUANG Zhenping, Mr. OU Minggang and Mr. YAN Hongbo is subject to the notification of their eligibility by the CBIRC. Accordingly, their terms of office will commence upon the notification of their eligibility by the CBIRC and end upon the termination of the 2nd session of the Board.

2. Proposed Re-election and Election of Supervisors

Reference is made to the announcement of the Bank dated April 7, 2019 in relation to, among other things, the proposed re-election and election of Supervisors.

The term of the first session of the Board of Supervisors will expire upon conclusion of the AGM. Upon expiry of such term, the Supervisors, if eligible, may offer themselves for re-election. All the incumbent shareholder representative Supervisors and external Supervisors shall retire from office and shall be eligible for re-election of the AGM. Among members of the first session of the Board of Supervisors of the Bank, Mr. HUANG Zhenping and Mr. CHEN Chuxin will not be the candidates for the second session of the Board of Supervisors due to changes in work. Their retirement will become effective after the new Supervisors have been appointed at the Annual General Meeting. After making all reasonable enquiries and to the best knowledge and belief of the Board of Supervisors, Mr. HUANG Zhenping and Mr. CHEN Chuxin have confirmed respectively that they have no disagreement with the Board of Supervisors on any issues, and no other matter in respect of their retirement is required to be brought to the attention of the Shareholders and creditors.

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In accordance with the relevant requirements of the Company Law and the Articles of Association, after qualification review and recommendation by the Nomination Committee of the first session of the Board of Supervisors of the Bank, the Board of Supervisors proposed:

1. to re-elect Mr. SHI Zhongliang, Ms. LI Danlin and Mr. SHI Jing as external Supervisors for the second session of the Board of Supervisors and Mr. ZHOU Minhui as shareholder representative Supervisor of the second session of the Board of Supervisors; and
2. to nominate Ms. CHEN Jun and Mr. YU Han as shareholder representative Supervisors for the second session of the Board of Supervisors.

The biographical details of the above Supervisor candidates are set out below:

External Supervisors

Mr. SHI Zhongliang, aged 75, is an external Supervisor of the Bank. From February 1995 to October 2004, Mr. Shi served as the principal and a professor of Jiangxi University of Finance and Economics. Please see the following table for the directorships in other listed companies held by Mr. Shi.

Name of listed company	Position	Duration
Jiangxi Changjiu Biochemical Industry Company Ltd. (江西昌九生物化工股份有限公司) (SSE stock code: 600228)	Independent director	September 2014 – present
Anyuan Coal Industry Group Co., Ltd. (安源煤業集團股份有限公司) (Formerly known as Anyuan Industry Co., Ltd. (安源實業股份有限公司)) (SSE stock code: 600397)	Independent director	April 2002 – November 2008
Jiangxi Hongcheng Waterworks Co., Ltd. (江西洪城水業股份有限公司) (SSE stock code: 600461)	Independent director	May 2005 – April 2010
Tellhow Polytron Technologies Co., Ltd. (泰豪科技股份有限公司) (SSE stock code: 600590)	Independent director	January 2001 – June 2006

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Name of listed company	Position	Duration
Jiangxi Copper Company Limited (江西銅業股份有限公司) (SSE stock code: 600362, SEHK stock code: 0358)	Independent director	October 2000 – June 2006

Mr. Shi received his diploma in political economy from Fudan University in July 1967. Mr. Shi was accredited as a researcher by Jiangxi Title Reform Committee in June 1992.

Ms. LI Danlin, aged 54, is an external Supervisor of the Bank.

Since July 1986, Ms. Li has been a teacher of Communication University of China (中國傳媒大學) or its predecessors. She is currently the head and a professor of the department of law. Ms. Li obtained a bachelor's degree in law and a master's degree in economic law from Peking University in July 1986 and January 2002, respectively. She also obtained her doctorate degree in communication from Communication University of China (中國傳媒大學) in Beijing, China, in June 2011. In June 1993, Ms. Li was qualified as a lawyer by Beijing Municipal Bureau of Justice (北京市司法局).

Mr. SHI Jing, aged 51, is an external Supervisor of the Bank. He has been a professor within the Faculty of Business & Economics of Macquarie University since February 2018. Prior to this, Mr. Shi was a professor of Royal Melbourne Institute of Technology University from March 2014 to February 2018. From February 1997 to March 2014, he was with The Australian National University and successively served as an associate lecturer, a lecturer of finance, a senior lecturer of finance and an associate professor of finance.

Mr. Shi obtained a bachelor's degree in finance from University of Otago in New Zealand in July 1998 and a doctorate degree in finance from the Australian National University in Australia in September 2001, respectively.

Shareholder Supervisors

Ms. CHEN Jun, aged 43, has served as the deputy head of the financial management department of Jiangxi Provincial Investment Group Co., Ltd. (江西省投資集團有限公司) since March 2013. From November 2008 to March 2013, she served as a staff member of the planning and finance department and financial management department of Jiangxi Provincial Investment Group Co., Ltd.. From January 2006 to November 2008, she served as a staff member of Jiangxi Branch of Guangdong Hengxin Delv Certified Public Accountants (廣東恒信德律會計師事務所江西分所); from June 2004 to January 2006, she served as the project manager of Jiangxi Branch of Guangdong Shenzhen Nanfang-Minhe Certified Public

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Accountants (廣東省深圳南方民和會計師事務所江西分所); from December 2003 to June 2004, she was the accountant of Jiangxi Hengmao Real Estate Development Co., Ltd. (江西恒茂房地產開發有限公司); from February 1998 to December 2003, she was the accountant of Jiangxi Zhongyuan Co., Ltd. (江西中苑有限責任公司); from October 1994 to February 1998, she served as a staff member of Jiangxi Nanchang Yufeng Group Co., Ltd. (江西省南昌裕豐集團公司).

Ms. Chen Jun studied accounting at Jiangxi University of Finance and Economics from June 2000 to June 2004 and graduated in June 2004.

Mr. YU Han, aged 37, has served as the general manager of Ganshang Union Jiangxi Company (贛商聯合江西公司) since March 2015. From August 2012 to March 2015, he served as a senior staff member and principal staff member of the Division of Foreign Economics of the Department of Commerce of Gansu Province (甘肅省商務廳外經處); from July 2010 to July 2012, he was selected to serve as a deputy party secretary of Sangke Township, Xiahe County, Tibetan Autonomous Prefecture of Gannan, Gansu Province by the Organization Department of the Provincial Party Committee; from December 2009 to July 2010, he served as a senior staff member of the Office of Department of Commerce of Gansu Province (甘肅省商務廳辦公室); from May 2006 to December 2009, he served as a staff member of the Office of Department of Commerce of Gansu Province; from December 2005 to May 2006, he served as a cadre of the Division of Planning and Development of the Department of Commerce of Gansu Province (甘肅省商務廳規劃發展處).

Mr. YU Han studied economics undergraduate course in Lanzhou University from September 2001 to July 2005 and was granted a bachelor's degree in economics.

Mr. ZHOU Minhui is a shareholder representative Supervisor of the Bank. Since 1982, Mr. Zhou has been working in Jiangxi Copper Company Limited (SSE stock code: 600362, SEHK stock code: 0358). He currently acts as the full-time directorate supervisor of corporate investment of Jiangxi Copper Company Limited. From July 2016 to April 2018, he was the general manager of the financial management department of this company and was responsible for financial management.

Mr. Zhou completed his long distance learning courses in industrial accounting offered by Jiangxi Radio & TV University (江西廣播電視大學) in Jiangxi Province, PRC in July 1986. He also completed his correspondence undergraduate course in Party School of the Central Committee of Communist Party of China, majoring in law in December 2004. Mr. Zhou was qualified as an accountant by the Ministry of Finance of the PRC in December 1992.

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As of the Latest Practicable Date, save as disclosed above, each of the Supervisor candidates confirms that: (i) he/she does not have any relationship with any Directors, Supervisors, senior management or substantial Shareholders or controlling Shareholders of the Bank or its subsidiaries; (ii) he/she does not hold any other position in the Bank or its subsidiaries and did not hold any directorship or supervisorship in any other companies listed in Hong Kong or overseas in the last three years; (iii) he/she does not have or is not deemed to have any interests in the shares, underlying shares or debentures of the Bank or any of its associated corporations within the meaning of Part XV of the SFO; and (iv) there is no other matter with respect to their appointment that needs to be brought to the attention of the Shareholders of the Bank or the Hong Kong Stock Exchange or that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

The Bank will determine the remuneration packages of the candidates of Supervisors based on its remuneration policy and will disclose the remuneration of its Supervisors in its annual report each year.

The re-election of the above candidates of Supervisors will be proposed at the Annual General Meeting for approval by Shareholders. Pursuant to the Articles of Association, the term of office of the Board of Supervisors shall be three years per term. Their terms of office will commence upon Shareholders' approval and end upon the second session of the Board of Supervisors.

3. 2018 Annual Financial Statements and 2019 Financial Budget

For details of the audited financial statements of the Bank for the year ended December 31, 2018 prepared in accordance with the International Financial Reporting Standards, please refer to the financial statements in the 2018 Annual Report published by the Bank.

The general principle for the preparation of the Bank's operation plan for 2019 is to maintain a moderate increase in our business scale, continue to optimize the asset structure, increase the intensity of business development and transformation, maintain a steady increase in market share, ensure liquidity security, improve asset quality, and further enhance profitability.

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Budget for main financial expenditures:

Operating expenses: operating expenses are planned to be RMB8.23 billion, representing an increase of RMB262 million or 3.29% from the previous year. In particular: business and management fees are planned to be RMB3.798 billion, representing an increase of RMB342 million or 9.89% from the previous year; provision for impairment losses of assets is planned to be RMB4.336 billion, representing a decrease of RMB102 million or 2.30% from the previous year (non-performing assets of RMB2 billion are planned to be written off that year).

This 2019 financial budget was considered and passed at the meeting of the Board held on March 29, 2019, which is currently proposed to the AGM by way of ordinary resolution for Shareholders' consideration and approval.

Note: The financial information in this resolution is the financial information and statistics of the Group.

4. 2018 Profit Distribution Plan

In accordance with the provisions of relevant laws and regulations, the profit distribution plan for the year ended December 31, 2018 proposed by the Board for consideration and approval by Shareholders is as follows:

As confirmed by the auditor, the Bank's audited net profit in 2018 was approximately RMB2.651 billion, which is intended to be distributed in the following order:

- (i) The statutory surplus reserve fund will be appropriated as to 10% of the net profit of the Bank in 2018, amounting to approximately RMB265 million;
- (ii) Approximately RMB742 million will be appropriated as general risk reserve;
- (iii) After appropriation for the statutory surplus reserve fund and general risk reserve in respect of profit available for distribution at the end of 2018, profit available for distribution to shareholders is approximately RMB1.644 billion, of which approximately RMB482 million is intended to be distributed to shareholders at an amount of RMB0.08 (including tax) per Share. The amount of proposed dividend accounts for approximately 18.18% of the net profit in 2018; and
- (iv) The balance of net profit in 2018 after the distribution of the above items is approximately RMB1.162 billion.

The Bank will distribute to the Shareholders whose name appears in the register of members of the Bank on June 12, 2019 (Wednesday), a final dividend in cash for the year ended December 31, 2018 in an aggregate amount of approximately RMB482 million,

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representing a dividend of RMB0.08 per Share (including tax). The final dividend of the Bank for the year ended December 31, 2018 will be denominated and declared in RMB. Distribution of the dividends to Domestic Shareholders will be paid in RMB, while dividends to H Shareholders will be paid in Hong Kong dollars. For the purpose of conversion, RMB will be converted into Hong Kong dollars based on the average middle exchange rate as announced by the People's Bank of China prevailing five business days before May 31, 2019 (Friday) (inclusive), i.e. the date of the Bank's 2018 AGM. It is expected the dividend will be paid on July 30, 2019 (Tuesday).

The H Share register of members of the Bank will be closed from June 7, 2019 (Friday) to June 12, 2019 (Wednesday), both days inclusive, during which period no transfer of H Shares will be effected. All transfers, accompanied by the relevant share certificates, must be lodged for registration with 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, by no later than 4:30 p.m. on June 6, 2019 (Thursday).

The profit distribution plan was considered and passed at the meeting of the Board held on March 29, 2019, which is currently proposed to the AGM by way of ordinary resolution for Shareholders' consideration and approval.

5. 2019 Investment Plan

In order to promote the orderly development of the Bank's business, and use reasonable financial resources to provide effective back-office guarantees for operation, the Bank has prepared the 2019 investment plan based on the principle of prudence, rationality and optimization of cost. The full text of the plan is set out in Appendix I to this circular.

6. 2018 Board of Directors' Report

For details of the Report of the Board of Directors for the year ended December 31, 2018, please refer to the chapter of "Report of the Board of Directors" included in the 2018 Annual Report published by the Bank.

7. 2018 Board of Supervisors' Report

For details of the Report of the Board of Supervisors for the year ended December 31, 2018, please refer to the chapter of "Report of the Board of Supervisors" included in the 2018 Annual Report published by the Bank.

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8. Withdrawal of the Issuance of Financial Bonds

The Bank passed the Proposal on Reviewing the Issuance of Financial Bonds at the Board Meeting held on March 30, 2017 and the 2016 Annual General Meeting held on April 20, 2017.

The Proposal on Reviewing the Issuance of Financial Bonds is summarized as follows:

- (1) Aggregate amount of issuance: issuance of financial bonds in an aggregate amount of no more than RMB10 billion on a one-off or multi-tranche basis;
- (2) Term of bonds: 3 or 5 years;
- (3) Interest rates of bonds: to be determined by reference to market interest rates;
- (4) Method to repay principal and pay interest: to be determined taking into consideration the specific circumstances at the time of the issuance;
- (5) Targets of issuance: members of the national interbank bond market;
- (6) Use of proceeds: to optimize the asset and liability structure of the issuer and replenish working capital;
- (7) Method of issuance: public issuance in the national interbank bond market;
- (8) Validity period of the resolution: 24 months from the date of approval by the general meeting.

After the original proposal was passed, the preparations for the issuance proceeded smoothly. However, after comprehensively taking into account various factors, the Bank intends to adjust the variety of financial bonds to be issued. The variety to be issued was adjusted from financial bond to green financial bond. Therefore, the Bank decided to propose that the original proposal regarding the issuance of financial bonds should be withdrawn, and the general meeting should otherwise resolve to issue green financial bonds. The preparations for the implementation of the original proposal, the relevant intermediaries engaged and the relevant agreements signed remain effective, and continue to provide support for the issuance of the green financial bonds so adjusted.

A special resolution will be proposed at the AGM to approve the withdrawal of the issuance of financial bonds.

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9. Issuance of Green Financial Bonds

After obtaining approval from CBIRC Jiangxi Office and the People's Bank of China, the Bank intends to publicly issue green financial bonds in the interbank market in accordance with the following terms and conditions. The green financial bonds will not be listed on the Hong Kong Stock Exchange, and the basic information of the issuance is as follows:

- (1) Aggregate amount of issuance: issuance of green financial bonds in an aggregate amount of no more than RMB10 billion on a one-off or multi-tranche basis;
- (2) Variety of bonds: green financial bonds
- (3) Term of bonds: 3 or 5 years
- (4) Interest rates of bonds: to be determined by reference to market interest rates
- (5) Method to repay principal and pay interest: to be determined taking into consideration the specific circumstances at the time of the issuance
- (6) Targets of issuance: members of the national interbank bond market
- (7) Use of proceeds: green financial bonds will be used in green industry projects to support the development of green industries (the proceeds can be invested in green bonds issued by non-financial companies and money market instruments with good credit ratings and market liquidity during the idle period of proceeds);
- (8) Method of issuance: public issuance in the national interbank bond market
- (9) Validity period of the resolution: 36 months from the date of approval by the AGM

In terms of the issuance of green financial bonds, the Directors proposed that the general meeting authorize the Board and agree that the Board further authorizes the senior management to handle all matters concerning the issuance of green financial bonds in their absolute discretion according to the relevant laws and regulations and the opinions and suggestions of the regulatory authorities.

This authorization includes but is not limited to: deciding or modifying the specific terms of the issuance of financial bonds within the scope permitted by the relevant regulatory authorities; specifically deciding the variety of issuance, timing of issuance,

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size of issuance, items of issuance, method of issuance, term of issuance, interest rate of issuance, use of proceeds and other actions required to complete the issuance of the financial bonds according to the Bank's asset and liability structure and market conditions.

A special resolution will be proposed at the AGM to approve the issuance of green financial bonds.

10. Issuance of Undated Capital Bonds

After obtaining approval from CBIRC Jiangxi Office and the People's Bank of China, the Bank intends to publicly issue undated capital bonds in the interbank market in accordance with the following terms and conditions. The bonds will not be listed on the Hong Kong Stock Exchange, and the basic information of the issuance is as follows:

- (1) Size of issuance: not more than RMB9 billion
- (2) Type of capital instruments: undated capital bonds, which meet the relevant requirements as stipulated in the Capital Administrative Measures for Commercial Banks (Provisional) (商業銀行資本管理辦法(試行)) and People's Bank of China Announcement [2018] No. 3 (中國人民銀行公告[2018]第3號), and can be used to replenish capital of commercial banks
- (3) Term of bonds: the duration of the bonds is consistent with the duration of the Bank's continuing operations and is to be determined depending on regulatory policies and regulations and market practices
- (4) Means of loss absorption: upon the occurrence of triggering events as specified in the issuance documents, the loss shall be absorbed in the manner agreed in the issuance documents;
- (5) Interest rates of issuance: to be determined by reference to market interest rates
- (6) Use of proceeds: to replenish other Tier-1 capital of the Bank;
- (7) Validity period of the resolution: 36 months from the date of approval by the AGM.

In terms of the issuance of undated capital bonds, the Board proposed that the general meeting authorize the Board and agree that the Board further authorizes the senior management to handle all matters concerning the issuance of undated capital bonds in their absolute discretion according to the relevant laws and regulations and the opinions and suggestions of the regulatory authorities.

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This authorization includes but is not limited to: deciding the specific terms of bond issuance according to the issuance plan and the regulations and approval requirements issued by relevant regulatory agencies, including but not limited to the term that upon the occurrence of triggering events, the loss for undated capital bonds can be immediately absorbed according to the agreement; determining all related matters such as the time of issuance, batch of issuance, size of issuance, term of bonds, interest rate of bonds, price of issuance, market for issuance, items of issuance, method of issuance, use of proceeds, redemption method for the bonds and the selection and appointment of intermediaries to assist in the issuance as well as other actions required to complete the issuance of the undated capital bonds; and authorizing the senior management to handle all related matters such as redemption during the duration of the bonds in accordance with the regulations and approval requirements issued by relevant regulatory agencies.

A special resolution will be proposed at the AGM to approve the issuance of undated capital bonds.

11. Retroactive Appointment of Auditor for 2018

On August 27, 2018, the Board passed the proposal to re-appoint KPMG Certified Public Accountants and KPMG Huazhen (SGP) as the Bank's international and domestic auditors for 2018 respectively, whose term of office ends after the conclusion of the Bank's 2018 Annual General Meeting, and authorized the Board to determine their remuneration. However, since the time of the board meeting is later than the time of the 2017 Annual General Meeting of the Bank, it is now proposed to retrospectively confirm the appointment of KPMG Certified Public Accountants and KPMG Huazhen (SGP) in 2018.

12. Appointment of Auditor for 2019

The Board proposes to re-appoint KPMG Certified Public Accountants and KPMG Huazhen (SGP) as the Bank's international and domestic auditors for 2019 respectively, whose term of office ends after the conclusion of the Bank's 2019 Annual General Meeting, and authorizes the Board to determine their remuneration.

13. Proposed Amendments to the Articles of Association of Jiangxi Bank Co., Ltd.

Reference is made to the announcement of the Bank dated April 7, 2019.

According to the Interim Measures for the Equity Management of Commercial Banks (《商業銀行股權管理暫行辦法》) issued by the CBRC, the Bank intends to amend the Articles of Association. At the Board meeting held on August 27, 2018, the resolution on amending the Articles of Association was approved.

LETTER FROM THE BOARD

The proposed amendments to the Articles of Association are subject to the approval of the Shareholders at the AGM by way of special resolution and approval from the China banking regulatory authorities, and shall take effect from the date on which the Bank has obtained all necessary approvals. The Bank intends to propose at the AGM to approve the authorization to the Board, to agree that the Board delegates such authorization to other persons to make adjustments or amendments to the Articles of Association (including but not limited to language, sections, terms, effective conditions or appendices) in accordance with the laws and regulations and the opinions on the amendments to the Articles of Association from the regulatory authorities in or out of the PRC, and to deal with procedural matters such as approval, filing and information disclosure.

The full text of the amendments is set out in Appendix II to this circular.

14. Proposed Amendments to the Working Rules for External Supervisors of Jiangxi Bank

According to the PRC Company Law, the PRC Commercial Banking Law, the Corporate Governance Guidelines for Commercial Banks (《商業銀行公司治理指引》), the Guidelines on the Functioning of Supervisory Board of Commercial Banks (《商業銀行監事會工作指引》), the Guidelines on Independent Directors and External Supervisors of Joint Stock Commercial Banks (《股份制商業銀行獨立董事和外部監事制度指引》) and other relevant domestic and foreign laws and regulations, regulatory documents and the Articles of Association, the Bank intends to adjust, add or delete some of the clauses of the Working Rules for External Supervisors of Jiangxi Bank, whose number of clauses will change from 27 to 29 after the amendments, and whose name will be changed to the Working Rules for External Supervisors of Jiangxi Bank. At the meeting of the board of Supervisors held on August 27, 2018, the resolution on amending the Working Rules for External Supervisors of Jiangxi Bank was approved.

The full text of the amendments is set out in Appendix III to this circular.

15. Proposed Amendments to the Measures for Equity Management of Jiangxi Bank

After listing in Hong Kong, in accordance with the requirements of the CSRC, the Bank's non-overseas listed shares are required to be deposited with China Securities Depository and Clearing Corporation Limited. Therefore, the Bank amended the relevant contents of the Measures for Equity Management of Jiangxi Bank. At the Board meeting held on March 29, 2019, the resolution on amending the Measures for Equity Management of Jiangxi Bank was approved.

The full text of the amendments is set out in Appendix IV to this circular.

LETTER FROM THE BOARD

Others: Debriefing Report on Significant Related Party Transactions in 2018

The Shareholders will debrief the Bank's report on significant related party transactions of Jiangxi Bank in 2018 at the AGM, the full text of which is set out in Appendix V to this circular.

III THE AGM

The Bank proposes to convene the AGM at Meeting Room, 3/F, Jiangxi Bank Tower, No. 699 Financial Street, Honggutan New District, Nanchang, Jiangxi Province, the PRC at 9:30 a.m. on May 31, 2019 (Friday) to consider and, if thought fit, approve the matters set out in the Notice of AGM. The form of proxy and the reply slip have been sent in accordance with the Listing Rules and the Articles of Association on April 15, 2019 (Monday). The Notice of AGM is set out in Appendix VI to this circular.

Whether or not you intend to attend and/or vote at the AGM, you are requested to complete and return the form of proxy attached to this circular in accordance with the instructions printed thereon. If you are attending the AGM (in person or by a proxy), you are requested to complete the reply slip attached to this circular, and return it to the H Share Registrar (for H Shareholders) or to the Board office of the Bank (for Domestic Shareholders) on or before May 10, 2019 (Friday).

Completion and return of the form of proxy will not preclude you from attending or voting in person at the AGM or any adjournment thereof should you so wish, and the completion and return of the reply slip will not preclude any Shareholder from attending and voting at the meeting.

IV METHODS OF VOTING AT THE AGM

Pursuant to the requirements of Rule 13.39(4) of the Listing Rules, voting by the Shareholders at the AGM shall be taken by the way of poll.

Please be advised that pursuant to Article 72 of the Articles of Association, if Shareholders fail to repay the loans granted by the Bank when due, or when the number of shares pledged by them reaches or exceeds fifty percent of the total shares in the Bank held by them, the voting rights of such Shareholders at Shareholders' general meetings and the voting rights of the Directors appointed by such Shareholders at meetings of the Board shall be correspondingly terminated until the relevant circumstances come to an end.

LETTER FROM THE BOARD

V CLOSURE OF REGISTER OF SHAREHOLDERS AND THE ELIGIBILITY FOR ATTENDING AND VOTING AT THE AGM

In order to determine the list of Shareholders who are entitled to attend and vote at the AGM, the Bank's register of members will be closed from May 1, 2019 (Wednesday) to May 31, 2019 (Friday), both days inclusive, during which period no transfer of Shares will be effected. The Shareholders listed on the Bank's register of Shareholders on May 31, 2019 (Friday) shall be entitled to attend and vote at the AGM.

In order to be eligible for attending and voting at the AGM, all transfer documents together with relevant share certificates and other appropriate documents shall be sent for registration to the H Share Registrar, namely, 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 to the Board office of the Bank at No. 699 Financial Street, Honggutan New District, Nanchang, Jiangxi Province, the PRC (for Domestic Shareholders) before 4:30 p.m. on April 30, 2019 (Tuesday).

VI RECOMMENDATION

The Board (including the independent non-executive Directors) considers that each of the ordinary and special resolutions to be proposed at the AGM is in the interests of the Bank and the Shareholders as a whole. Accordingly, the Board recommends that the Shareholders vote in favor of all resolutions to be proposed at the AGM.

VII OTHER INFORMATION

You are kindly requested to pay attention to other information as set out in Appendices I to VI to this circular.

By Order of the Board
Jiangxi Bank Co., Ltd.*
CHEN Xiaoming
Chairman

Hong Kong, April 15, 2019

* *Jiangxi 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/deposit-taking business in Hong Kong.*

Jiangxi Bank Co., Ltd.
2019 Investment Plan

In accordance with the requirements of the Bank's strategic development plan, in order to better allocate reasonable financial resources and provide effective back-office guarantees for business development, the Bank formulated the 2019 investment plan based on the principle of prudence and rationality. The execution of investment in 2018 and the 2019 investment plan are reported as follows:

I. EXECUTION OF THE 2018 INVESTMENT PLAN

(I) Overall capital expenditure

In 2018, through the effective divestiture and merger of inefficient outlets, the Bank effectively cleared non-interest-bearing assets and rationally arranged capital investment. As of the end of December 2018, the net value of capital expenditure of the Bank totaled RMB3,641.26 million, representing an increase of RMB23.47 million or 0.65% from the end of the previous year. In particular:

1. The net value of premises was RMB2,659.42 million (including: original value of RMB3,217.08 million and accumulated depreciation of RMB557.66 million), representing an increase of RMB17.18 million or 0.65% from the previous year.
2. The net value of IT technology systems and equipment was RMB255.69 million (including: original value of RMB866.97 million and accumulated depreciation of RMB611.28 million), representing an increase of RMB9.82 million or 4% from the previous year.
3. The net value of property decoration costs was RMB309.72 million (including: original value of RMB401.97 million and accumulated amortization of RMB92.26 million), representing a decrease of RMB16.14 million or 4.95% from the previous year.
4. The net value of other equipment assets was RMB416.43 million (including: original value of RMB599.8 million and accumulated amortization of RMB183.37 million), representing an increase of RMB12.61 million or 3.12% from the previous year.

(II) The balance of interest in associates was RMB113.72 million and the balance of investment in subsidiaries was RMB1,734 million. An additional RMB1,224 million was invested in Jiangxi Financial Leasing Co., Ltd.

(III) Execution of the 2018 Investment Plan

1. Investment in subsidiaries was planned to be RMB1.4 billion

A proposed investment of RMB1.4 billion in direct sales bank subsidiary independently listed by the Internet Finance Department was not carried out due to market changes.

2. The fixed assets and long-term deferred expenses were planned to be RMB833.76 million, the actual investment in 2018 was RMB394.44 million, and 47.31% of the annual plan was completed. The main information of projects whose plans were not completed is as follows:

First, the investment in properties and infrastructure was RMB225 million less than the plan. In particular: RMB150 million for self-built business premises in Ganjiang New District was not invested due to the fact that the government has not yet started to auction the land, so the project has not yet entered the construction period; the payment for Shangrao Branch was RMB23 million less due to payment ratio arrangements; the payment for power transformation of the new building of the head office was RMB13 million less due to payment ratio arrangements; the payment for decoration of outlets was RMB39 million less due to payment ratio arrangements.

Second, the investment in IT technology systems and equipment was RMB159 million less than the plan, mainly due to the fact that some systems have not been implemented due to the project approachment was not finished or the upstream system was not ready.

II. 2019 INVESTMENT PLAN

The total investment budget for 2019 is RMB1,523.88 million. In particular: the investment in subsidiaries is RMB1,000 million, the investment in fixed assets and intangible assets is expected to increase by RMB472.49 million, and the capital expenditure of long-term deferred expenses is expected to increase by RMB51.39 million.

(I) Investment in subsidiaries

In order to strengthen the strategic planning of Jiangxi Bank group companies, the Bank plans to set up a financial subsidiary, in which RMB1,000 million is expected to be invested.

(II) Fixed assets and intangible assets

In 2019, it is estimated that the investment in fixed assets and intangible assets of the Bank is RMB472.49 million. In particular: the investment in building and infrastructure is RMB218.32 million; the investment in information technology system construction and equipment, office equipment and others is RMB254.17 million.

1. Purchase and renovation of buildings. In 2019, it is estimated that the total investment in properties is RMB218.32 million. In particular:

(1) Purchased and self-built properties: it is estimated that the infrastructure funds to be spent in 2019 will be RMB174.78 million. Mainly including:

① New projects with an estimated investment of RMB146.79 million. In particular:

First, in respect of Financial Service Center in Ganjiang New District, the total area of the first phase of the project is 37,000 m² (excluding underground), the underground area is 15,800 m², and the total cost is RMB390 million (including decoration). It is estimated that RMB88.44 million will be spent in 2019 (declared but not implemented in 2018).

Second, it is planned to relocate Pingxiang Branch to Pingxiang Financial Center. It is required to repurchase and replace the existing branch building. The total investment is estimated to be RMB50 million. It is estimated that RMB50 million will be spent in 2019.

Third, Ganzhou Nankang Branch purchases the business premises with a total investment budget of RMB8.35 million. It is estimated that RMB8.35 million will be spent in 2019.

② Continued construction of projects already started with an estimated investment of RMB27.99 million:

First, Shangrao Branch purchases business premises with a total investment of RMB39.5 million, and has invested RMB17.09 million. There is still a need to spend RMB22.41 million to purchase premises in 2019;

Second, Suzhou Branch purchases business premises with a total investment of RMB185.76 million, and has invested RMB180.18 million. It is estimated that RMB5.58 million will be spent for the payment of house purchase tax in 2019;

(2) Renovation of self-owned properties. Renovation of self-owned properties in 2019 includes renovation of new outlets and final payment for implemented but unfinished projects with a total investment of RMB43.54 million, including:

① Renovation of 5 new outlets in 2019 with an estimated amount of RMB2,159. In particular:

First, the total investment in renovation of Shangrao Branch will be RMB14.56 million and it is estimated that RMB11.65 million will be spent in 2019;

Second, the total investment in renovation of Pingxiang Branch will be RMB11.49 million and it is estimated that RMB9.19 million will be spent in 2019;

Third, the total investment in renovation of some office areas of Jingdezhen Branch will be RMB0.54 million and it is estimated that RMB0.42 million will be spent in 2019;

Fourth, the total investment in renovation of some office areas of Jingdezhen Fuliang Sub-Branch will be RMB0.16 million and it is estimated that RMB0.13 million will be spent in 2019;

Fifth, the total investment in renovation of some office areas of Bayi Sub-Branch will be RMB0.25 million and it is estimated that RMB0.2 million will be spent in 2019;

② Continued construction and renovation of 4 outlets with a budget expenditure of RMB21.95 million. In particular:

First, the total budget for renovation of Suzhou Branch will be RMB18.21 million, RMB4.87 million has been invested in the early stage and it is estimated that RMB13.34 million will be spent in 2019;

Second, the total budget for renovation of Railway Xinhua Sub-Branch will be RMB0.7 million, RMB0.49 million has been invested and it is estimated that RMB0.21 million will be spent in 2019;

Third, the total budget for renovation of Honggutan Honggu Building Sub-Branch will be RMB0.3 million, RMB0.14 million has been invested and it is estimated that RMB0.16 million will be spent in 2019;

Fourth, the total budget for power transformation of the financial service center of the head office will be RMB27.47 million, RMB19.23 million has been invested and it is estimated that RMB8.24 million will be spent in 2019;

2. Information technology system construction and equipment, office equipment and others.

The Bank's investment in information technology system construction and equipment, office equipment and others is estimated to be RMB254.17 million in 2019.

- (1) The Bank's investment in information technology system construction and equipment is estimated to be RMB179.38 million.

① There are 69 projects for construction of new information technology system with a total investment of RMB153.36 million and RMB108.22 million is planned to be invested;

② The estimated investment in equipment for new branches and sub-branches and intelligent transformation of outlets is RMB21.64 million; the estimated investment in new and updated electronic devices of various organizations is RMB8.88 million;

③ The final payment for the technology projects that have been contracted and implemented in the previous year is RMB40.64 million.

- (2) Other equipment

In 2019, the Bank is expected to invest RMB74.79 million, including:

① Security equipment: in 2019, the investment in security equipment of the Bank is expected to be RMB34.85 million. In particular:

First, the total investment in new establishment of branches and sub-branches and relocation of security equipment is RMB4.72 million;

Second, the total investment in implemented but unfinished security projects in the previous year is RMB8.97 million;

Third, the total investment in the installation of protective cover for ATM machines at each outlet is RMB10.07 million;

Fourth, the investment in renovation to meet the security standard GA745 is RMB5.8 million;

Fifth, the new investment in head office's monitoring platform and time-sharing UPS is RMB5.29 million.

② Air conditioning equipment: the Banks' investment in air conditioning equipment for new establishment of sub-branches, relocation of outlets or renovation is expected to be RMB11.02 million in 2019.

③ Business hall facilities: the total investment in purchase of calling machine, electronic receipt printer, counter machine, coin exchange machine, etc. is expected to be RMB12.99 million in 2019.

④ Office equipment and others: the Banks' investment in office furniture, office equipment and other equipment for new establishment of sub-branches, relocation of outlets or renovation is expected to be RMB15.93 million in 2019.

(III) Capital expenditure of long-term deferred expenses

In 2019, it is estimated that the total capital expenditure of long-term deferred expenses of the Bank is RMB51.39 million. In particular:

1. Renovation of leased outlets. In 2019, it is planned to renovate 15 outlets across the Bank, and the workplaces of 3 marketing teams in the small business credit centers in Ganzhou, Shangrao and Jiujiang together with security rectification, intelligent outlet renovation and redecoration of outlets decorated more than 10 years ago in Nanchang's urban area, with an estimated amount of RMB35.62 million.
 - (1) Nanchang area: renovation of 1 new outlet, 4 relocations or increased part of the business area, including: Nanchang County Hongcheng Market Sub-Branch, Anyi Square Sub-Branch, Xiangnan Wanshou Sub-Branch, Hongcheng Hongda Sub-Branch and Xinjian Wanli Sub-Branch, with an estimated amount of RMB2.04 million;
 - (2) Branches in the province: 1 new county sub-branch (Ji'an Yongfeng Sub-Branch) and 2 new city sub-branches (Fuzhou Linchuan District Sub-Branch and Yingtan Science and Technology Talents Sub-Branch); due to the government's demolition and the control of leasing costs, 7 branches need to be relocated and renovated, with a total amount of RMB9.77 million;
 - (3) The workplaces of marketing teams in the small business credit centers in Ganzhou, Shangrao and Jiujiang need to be relocated due to the relocation of the branch's sales department and the control of leasing costs; the renovation amount is RMB2.26 million and it is estimated that RMB1.81 million will be spent in 2019;

- (4) The amount for infrastructure renovation due to security rectification is RMB1 million and it is estimated that RMB0.8 million will be spent in 2019;
 - (5) The amount for infrastructure renovation due to the construction of intelligent outlets across the Bank is RMB1.5 million and it is estimated that RMB1.2 million will be spent in 2019.
 - (6) The investment in the redecoration and renovation of business premises renovated more than 10 years ago in Nanchang's urban area is expected to be RMB20 million.
- 2. There are 24 projects which were already started and under construction in 2018 with an estimated unpaid amount of RMB11.46 million.
 - 3. The renovation of the Bank's archway is expected to cost RMB4.31 million.

APPENDIX II AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The English version of this appendix is an unofficial translation of its Chinese version, for reference purpose only. In case of any discrepancies, the Chinese version shall prevail.

	Original Clause	Amended Clause
1.	<p>Article 70 Shareholders of the Bank shall have the following obligations:</p> <p>(I) To abide by the laws and regulations and the Articles;</p> <p>(V) To support the reasonable capital plans formulated by the Board of Directors, and in the case that the capital adequacy ratio is lower than the legal requirements, shall support the measures of increasing the capital adequacy ratio which shall be proposed by the Board of Directors, including the development of reasonable capital supplement plans, the increase in core capital and so on; Substantial shareholders shall make long-term commitments of the capital supplement to the Bank in writing and those commitments shall become a part of the capital planning of the Bank; Substantial shareholders shall not hinder the replenishment of capital by other shareholders or the entry of new qualified shareholders;</p> <p>(XVII) Other obligations as required by the laws, regulations and the Articles.</p> <p>Shareholders shall not be liable for making any additional contribution to the share capital of the Bank other than according to the terms agreed by the subscriber of the shares at the time of subscription.</p>	<p>Article 70 Shareholders of the Bank shall have the following obligations:</p> <p>(I) To abide by the laws and regulations, <u>regulatory requirements</u> and the Articles;</p> <p>(V) To support the reasonable capital plans formulated by the Board of Directors, and in the case that the capital adequacy ratio is lower than the legal requirements, shall support the measures of increasing the capital adequacy ratio which shall be proposed by the Board of Directors, including the development of reasonable capital supplement plans, the increase in core capital and so on; Substantial shareholders <u>shall replenish the Bank with capital when necessary and</u> make long-term commitments of the capital supplement to the Bank in writing and those commitments shall become a part of the capital planning of the Bank; Substantial shareholders shall not hinder the replenishment of capital by other shareholders or the entry of new qualified shareholders;</p> <p><u>(XVII) Shareholders who fail to apply to the regulatory authority for approval or fail to report to the regulatory authority, despite being required to do so, are not permitted to exercise the right to request convening of a shareholders' general meeting, right of voting, right of nomination, right of submitting proposals and right of disposal, etc.;</u></p>

APPENDIX II AMENDMENTS TO THE ARTICLES OF ASSOCIATION

	Original Clause	Amended Clause
		<p><u>(XVIII) For a shareholder that makes any false statement, abuses shareholders’ rights or otherwise harms the interests of the Bank, the CBRC or its local offices may restrict or prohibit related party transactions between the Bank and the shareholder, restrict his/her limit of equity held in the Bank and equity pledge ratio, etc., and restrict his/her right to request convening of a shareholders’ general meeting, right of voting, right of nomination, right of submitting proposals and right of disposal, etc.;</u></p> <p><u>(XIX) Other obligations as required by the laws, regulations and the Articles.</u></p> <p>Shareholders shall not be liable for making any additional contribution to the share capital of the Bank other than according to the terms agreed by the subscriber of the shares at the time of subscription.</p> <p><i>Note: New Clauses (XVII) and (XVIII) are added to Article 70 and the original Clause (XVII) therein is re-ordered as (XIX)</i></p>
2.	<p>Article 184 The Board of Directors shall be accountable to the shareholders’ general meeting and bear ultimate responsibility for operation and management of the Bank. The Board of Directors shall exercise the following functions and powers:</p> <p>...</p>	<p>Article 184 The Board of Directors shall be accountable to the shareholders’ general meeting and bear ultimate responsibility for operationand₂ management and equity management of the Bank. The Board of Directors shall exercise the following functions and powers:</p> <p>...</p>

APPENDIX II AMENDMENTS TO THE ARTICLES OF ASSOCIATION

	Original Clause	Amended Clause
3.	<p>Article 346 Definitions</p> <p>(III) Substantial shareholders means the shareholder who can directly, indirectly, or jointly hold or control more than 5% of the shares or voting rights of the Bank and have a significant impact upon the decision-making of the Bank.</p>	<p>Article 346 Definitions</p> <p>(III) Substantial shareholders means the shareholder who can directly, indirectly, or jointly hold or control more than 5% of the shares or voting rights of the Bank <u>or the shareholders who hold less than 5% of the total number of shares but have a significant impact upon the decision-making operation management of the Bank.</u></p> <p><u>“significant impact” above shall include (but not limited to) the right to nominate directors, supervisors or senior management personnel of the Bank, to influence the Bank’s financial, operation and management decisions through agreements or other means, and other circumstances as identified by the CBRC or its local offices.</u></p>

The English version of this appendix is an unofficial translation of its Chinese version, for reference purpose only. In case of any discrepancies, the Chinese version shall prevail.

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
1.	<p>Article 1 The Working Rules are worked out to further improve the corporate governance of Jiangxi Bank Co., Ltd. (hereinafter referred to as “the Bank”) and establish and improve the work system of the Bank’s external supervisors in accordance with <u>relevant domestic and foreign laws and regulations, regulatory documents like the PRC Company Law, the PRC Commercial Banking Law, the Corporate Governance Guidelines for Commercial Banks (《商業銀行公司治理指引》), the Guidelines on the Functioning of Supervisory Board of Commercial Banks (《商業銀行監事會工作指引》), the Guidelines on Independent Directors and External Supervisors of Joint Stock Commercial Banks (《股份制商業銀行獨立董事和外部監事制度指引》), the Articles of Association of Jiangxi Bank Co., Ltd. (hereinafter referred to as “the Articles”) and other relevant laws, regulations and rules.</u></p>	<p>Article 1 The Working Rules are worked out to further improve the corporate governance of Jiangxi Bank (hereinafter referred to as the Bank) and establish and improve the work system of the Bank’s external supervisors in accordance with the Law of the People’s Bank of China of the PRC (《中華人民共和國人民銀行法》), the PRC Commercial Banking Law, the PRC Company Law, the Guidelines on Independent Directors and External Supervisors of Joint Stock Commercial Banks (《股份制商業銀行獨立董事和外部監事制度指引》), the Guidelines on the Functioning of Supervisory Board of Commercial Banks (《商業銀行監事會工作指引》), the Corporate Governance Guidelines for Commercial Banks (《商業銀行公司治理指引》) and other relevant regulations.</p>	<p>The basis for the formulation of the Working Rules has been adjusted, added or deleted according to the Articles, in conjunction with the listing of the Bank.</p> <p>Additionally, the Bank has adjusted the order of the laws and regulations pursuant to which this article is formulated.</p>
2.	<p><u>Article 2 External supervisors of the Bank refer to supervisors who do not hold any position in the Bank other than as supervisor and who do not have any relation with the Bank and major shareholders that may affect their independent and objective judgement.</u></p>	-	Amended according to article 246 of the Articles.

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
3.	<p>Article 3 An external supervisor shall possess high professional quality and good reputation and at the same time meet the following requirements:</p> <p><u>(I) Being qualified to serve as a supervisor of the Bank pursuant to laws, regulations, provisions of the regulatory authority of the locality in which the Bank's shares are listed and the Articles;</u></p> <p>(II) Performing duties independently without being influenced by the Bank's major shareholders, effective controllers and other units or persons having interest relations with the Bank;</p> <p>(III) Having a bachelor degree or above, or senior vocational titles of relevant professions or above;</p> <p>(IV) Having above five (5) years' experience in law, economics, finance, accounting or other work experience in favour of performing the duties of an external supervisor;</p> <p>(V) Being familiar with the operation and management of a commercial bank and relevant laws, administrative regulations and rules;</p> <p>(VI) Being able to read, understand and analyze credit reports and financial statements of commercial banks;</p>	<p>Article 2 An external supervisor shall possess high professional quality and good reputation and at the same time meet the following requirements:</p> <p>(I) Performing duties independently without being influenced by the Bank's major shareholders, effective controllers and other units or persons having interest relations with the Bank;</p> <p>(II) Having a bachelor degree or above, or senior vocational titles of relevant professions or above;</p> <p>(III) Having above five (5) years' experience in law, economics, finance, accounting or other work experience in favour of performing the duties of an external supervisor;</p> <p>(IV) Being familiar with the operation and management of a commercial bank and relevant laws, administrative regulations and rules;</p> <p>(V) Being able to read, understand and analyze credit reports and financial statements of commercial banks;</p> <p>(VI) Ensuring that he/she has sufficient time and energy to effectively perform duties and undertake that he/she will observe the obligation of honesty and be diligent.</p>	<p>Amended according to article 8 of the Guidelines for the board of supervisors of Commercial Banks and articles 169 and 247 of the Articles.</p>

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
	<p>(VII) <u>Making a statement to the Board of Supervisors before taking office to ensure that he/she has sufficient time and energy to effectively perform duties and undertake that he/she will observe the obligation of honesty and be diligent.</u></p>		
4.	<p><u>Article 4 The following persons shall not act as external supervisors of the Bank in any of the following circumstances:</u></p> <p><u>(I) A person and his/her close relatives jointly hold more than 1% of shares of the Bank;</u></p> <p><u>(II) A person or his/her close relatives hold positions in the shareholder entity which holds more than 1% of shares of the Bank;</u></p> <p><u>(III) A person or his/her close relatives hold positions in the Bank or in enterprises under the control or de facto control of the Bank;</u></p> <p><u>(IV) A person or his/her close relatives have worked for the Bank or one institution controlled or actually controlled by the Bank in the three years prior to assumption of external supervisor;</u></p> <p><u>(V) A person or his/her close relatives who hold positions in enterprises which fail to repay the loans to the Bank in due time;</u></p>	<p>Article 3 The following persons shall not act as external supervisors of the Bank:</p> <p>(I) Individual shareholder or a person holds positions in the shareholder entity which directly or indirectly holds more than 1% of shares of the Bank;</p> <p>(II) A person holds positions in the Bank or in enterprises under the control or de facto control of the Bank;</p> <p>(III) A person has worked for the Bank in the three years prior to assumption of external supervisor;</p> <p>(IV) A person holds positions in the enterprises that have business connections or conflict of interests with the Bank in such aspects as legal, accounting, auditing and management consulting;</p> <p>(V) Any other person may be controlled or materially influenced by the Bank by various means;</p>	Amended according to articles 170, 247 and 347 of the Articles.

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
	<p>(VI) The enterprises in which a person or his/her close relatives hold positions have business connections or debtor-creditor relationship with the Bank in such aspects as legal, accounting, auditing and management consulting and guarantee cooperation, <u>thereby affecting the independence of their performance of duties;</u></p> <p><u>(VII) A person or his/her close relatives may be controlled or materially influenced by the Bank's major shareholders or senior management, thereby affecting the independence of their performance of duties;</u></p> <p>(VIII) A person who works in a government agency;</p> <p>(IX) Any other person who is not permitted to serve as external supervisor of a commercial bank by laws, regulations, banking regulatory authorities, <u>regulatory authority at the place where the Bank's shares are listed</u> and other regulatory authorities.</p> <p>Close relatives mentioned in this article refer to spouses, parents, children, brothers and sisters, grandparents, maternal grandparents, grandchildren and maternal grandchildren.</p>	<p>(VI) Close relatives of the above-mentioned items (I) to (V);</p> <p>(VII) A person who works in a government agency;</p> <p>(VIII) Any other person who is not permitted to serve as external supervisor by the China banking regulatory authorities and other regulatory authorities.</p> <p>Immediate relatives mentioned in this article refer to spouses, parents, children, brothers and sisters, grandparents and material grandparents.</p>	

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
5.	<p><u>Article 5 The number of external supervisors shall be at least two and at least one third of the total number of supervisors.</u></p>	<p>Article 6 The number of external supervisors shall be at least one third of the total number of supervisors.</p>	<p>Amended according to article 7 of the Guidelines on Independent Directors and External Supervisors of Joint Stock Commercial Banks and article 5 of the Guidelines for the Board of Supervisors of Commercial Banks</p>
6.	<p>Article 6 External supervisors shall be nominated by the Board of Supervisors or shareholder(s) individually or jointly holding more than <u>1%</u> of the total number of the Bank's voting shares.</p> <p><u>In principle, the same shareholder and his/her connected person shall nominate only one candidate for independent director or external supervisor and shall not nominate candidates for both independent director and external supervisor. If a waiver is required due to a special shareholding structure, an application setting out the reasons shall be made to the banking regulatory authority.</u></p> <p><u>A shareholder who has already nominated a candidate for supervisor shall not nominate any candidate for external supervisor.</u></p>	<p>Article 7 External supervisors shall be nominated by the Board of Supervisors or shareholder(s) individually or jointly holding more than 1% of the total number of the Bank's voting shares. The same shareholder and his/her connected person shall not nominate a candidate for a director and another candidate for a supervisor at the same time.</p>	<p>Amended according to article 59 of the Guidelines on the Corporate Governance of Commercial Banks and articles 72, 171 and 247 of the Articles.</p>
7.	<p><u>Article 7 The nominator of the external supervisor shall obtain the consent of the nominee before the nomination. The nominator shall fully understand the nominee's occupation, academic qualifications, professional title, detailed work experience, all part-time works, etc., and express his/her opinions on the qualifications and independence of the external supervisor.</u></p>	-	<p>With reference to article 7 of the Working Rules for Independent Directors of Jiangxi Bank Co., Ltd..</p>

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
8.	<p>Article 8 <u>The candidates for external supervisors shall, before the convening of the shareholders' general meeting, make written undertakings, expressing their consent to their nomination, confirming the truthfulness and completeness of the publicly disclosed personal information and undertaking that they will duly perform their duties upon being elected.</u></p>	-	Amended according to articles 45 and 59 of the Guidelines on the Corporate Governance of Commercial Banks.
9.	<p>Article 9 <u>The Nomination Committee of the Board of Supervisors shall conduct preliminary verification on the qualification and conditions of appointment of the candidates for external supervisors and propose the qualified candidates to the Board of Supervisors for consideration. The Board of Supervisors shall propose the candidates for external supervisors to the shareholders' general meeting by way of written proposal after they are considered and approved by the Board of Supervisors. Each candidate for external supervisors shall be voted for separately at the shareholders' general meeting. Such resolutions shall be approved by more than half of the voting rights of the shareholders attending the shareholders' general meeting.</u></p> <p><u>The Board of Supervisors shall, before the convening of the shareholders' general meeting, disclose the detailed information on the candidates for external supervisors to the shareholders of the Bank in accordance with laws and regulations and the Articles, so as to ensure that the shareholders will have sufficient knowledge on the candidates when casting their votes.</u></p>	-	Amended according to articles 45 and 59 of the Guidelines on the Corporate Governance of Commercial Banks.

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
10.	<p>Article 10 The term of office of an external supervisor shall be three years, and is renewable upon re-election. The cumulative term of office for external supervisors shall not exceed six (6) years, and external supervisors shall not hold positions in more than two commercial banks at the same time, or serve concurrently as external supervisor in a financial institution which may have interest conflict with the Bank. <u>The external supervisor's term of office shall be calculated from the date on which he/she takes up the office until the term of office of the current Board of Supervisors expires. An external supervisor, before his/her term of office expires, shall not be dismissed by the shareholders' general meeting without any reason.</u></p>	<p>Article 9 The term of office of an external supervisor shall be three years, and is renewable upon re-election. The cumulative term of office for external supervisors shall not exceed six (6) years, and external supervisors shall not hold positions in more than two commercial banks at the same time, or serve concurrently as external supervisor in a financial institution which may have interest conflict with the Bank.</p>	<p>Amended according to article 240 of the Articles.</p>

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
11.	<p>Article 11 An external supervisor may resign before his/her term of office expires. The shareholders' general meeting can or may authorize the Board of Supervisors to decide whether or not to approve an external supervisor's resignation. Before the shareholders' general meeting or the Board of Supervisors approves an external supervisor's resignation, the said external supervisor shall continue to perform his/her duties.</p> <p>An external supervisor shall submit a written resignation to the Board of Supervisors and submit a written statement to the most recent general meeting to specify any circumstances related to the resignation or any fact that he/she believes necessary to draw the attention of the shareholders and creditors.</p> <p>If the resignation of an external supervisor causes the number of external supervisors in the Board of Supervisors to fall short of the quorum, <u>the Bank's shareholders' general meeting shall elect additional new external supervisors in a timely manner.</u></p> <p>The resignation of the external supervisor shall not become effective until the successor fills up the vacancy.</p>	<p>Article 13 An external supervisor may resign before his/her term of office expires. The shareholders' general meeting can or may authorize the Board of Supervisors to decide whether or not to approve an external supervisor's resignation. Before the shareholders' general meeting or the Board of Supervisors approves an external supervisor's resignation, the said external supervisor shall continue to perform his/her duties.</p> <p>An external supervisor shall submit a written resignation to the Board of Supervisors and submit a written statement to the most recent general meeting to specify any circumstances related to the resignation or any fact that he/she believes necessary to draw the attention of the shareholders and creditors.</p> <p>If the resignation of an external supervisor causes the number of external supervisors in the Board of Supervisors to fall short of the quorum, the resignation of the external supervisor shall not become effective until the successor fills up the vacancy.</p>	Amended according to articles 178 and 247 of the Articles.

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
12.	<p>Article 12 External supervisors shall have committed a serious dereliction of duty in any of the following circumstances:</p> <p>(I) Divulgence of the trade secrets of the Bank and impairment of the legitimate interests of the Bank;</p> <p><u>(II) Acceptance of illicit benefits in the performance of their duties;</u></p> <p><u>(III) Seeking of private benefits by taking advantage of the capacity of an external supervisor;</u></p> <p><u>(IV) Failure to spot any abnormalities or the failure to report any abnormalities during supervision inspection, thereby causing great losses to the Bank;</u></p> <p><u>(V) Other serious dereliction as prescribed by the banking regulatory authorities.</u></p>	<p>Article 15 External supervisors shall have committed a serious dereliction of duty in any of the following circumstances:</p> <p>(I) Divulgence of the trade secrets of the Bank and impairment of the legitimate interests of the Bank;</p> <p>(II) Acceptance of illicit benefits in the performance of their duties, or the seeking of private benefits by taking advantage of the capacity of an external supervisor;</p> <p>(III) Failure to raise an opposing opinion despite being fully aware that a resolution of the Board of Directors violates the laws, administrative regulations or the Articles;</p> <p>(IV) Other serious dereliction as prescribed by the China banking regulatory authorities.</p> <p>If an external supervisor has been disqualified by the China banking regulatory authorities due to serious dereliction of duty, he/she shall be automatically dismissed from the position from the date when he/she is disqualified.</p>	Amended according to article 252 of the Articles.

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
13.	<p>Article 13 The Board of Supervisors may propose to the shareholders' general meeting to remove an external supervisor in any of the following circumstances:</p> <p><u>(I) Serious dereliction of duty specified in Article 12 of the Working Rules;</u></p> <p><u>(II) Failure to resign from the position when he/she is no longer qualified to be an external supervisor;</u></p> <p><u>(III) Other circumstances provided by the laws and regulations or the listing rules of the stock exchange where the Bank's shares are listed or these Articles where an external supervisor is not suitable to continue holding such position.</u></p> <p><u>An external supervisor who is dismissed by the shareholders' general meeting for committing a serious dereliction of his duties shall not serve as external supervisors of the Bank for life.</u></p>	<p>Article 11 The Board of Supervisors may propose to the shareholders' general meeting to remove an external director in any of the following circumstances:</p> <p>(I) Failure to resign from the position when he/she is no longer qualified to be an external supervisor due to position changes;</p> <p>(II) Other circumstances provided by the laws and regulations where an external supervisor is not suitable to continue holding such position.</p>	<p>Amended according to article 252 of the Articles.</p>

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
14.	<p><u>Article 16 External supervisors shall observe laws, regulations and the Articles, shall fulfill the duty of fidelity and diligence to the Bank, and shall not abuse their official powers to take any bribe or other illegal gains or misappropriate the Bank's assets for personal use.</u></p> <p><u>External supervisors shall indemnify the Bank for any losses incurred to the Bank resulting from their violation of the laws, regulations or the Articles when performing their duties.</u></p>	<p>Article 16 External supervisors shall fulfill their obligations of integrity and be diligent.</p>	<p>Amended according to articles 237 and 245 of the Articles.</p>
15.	<p><u>Article 17 External supervisors of the Bank shall inform the Bank about their holdings of the shares in the Bank and any changes in their shareholding. During their terms of office, the shares transferred each year shall not exceed 25% of the total number of shares of the Bank held by them. Such shares of the Bank held shall not be transferable within one year from the date on which the Bank's shares are listed. External supervisors shall not transfer shares of the Bank held by them within half a year after they cease to be employed.</u></p> <p><u>If the securities regulatory authorities in the place where the shares of the Bank are listed have other provisions regarding the restrictions on transfers of overseas-listed shares, those provisions shall prevail.</u></p>	<p>-</p>	<p>Amended according to article 39 of the Articles.</p>

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
16.	<p>Article 19 External supervisors shall be entitled to the rights conferred to supervisors, shall supervise the work of the Board of Directors and senior management personnel, and shall organise to carry out activities within the terms of reference of the Board of Supervisors according to the resolutions of the Board of Supervisors.</p>	<p>Article 17 External supervisors shall be entitled to the rights conferred to supervisors, shall supervise the work of the Board of Directors and senior management personnel, and shall organise to carry out audit work within the terms of reference of the Board of Supervisors according to the resolutions of the Board of Supervisors.</p>	<p>Amended according to article 251 of the Articles.</p>
17.	<p>Article 20 <u>The person in charge of each special committee of the Board of Supervisors shall be external supervisor in principle.</u></p>	<p>Article 18 The Board of Supervisors shall establish a supervision committee and a nomination committee. The charger of each special committee shall be external supervisor in principle.</p>	
18.	<p>Article 21 <u>When all the external Supervisors reach a consensus, they shall have the right to propose to the Board of Supervisors to propose to the Board of Directors to convene an extraordinary general meeting, and the Board of Supervisors shall reply its agreed or disagreed opinions in writing upon receipt of such proposals.</u></p> <p><u>When all the external supervisors make such proposal in writing, the board of supervisors shall convene a meeting.</u></p> <p><u>When all the external supervisors consider that the information on the resolutions presented at the meeting of the board of supervisors is not adequate or accurate, they may jointly make a written proposal to postpone the convening of such meeting or the consideration and approval of relevant resolutions, and the board of supervisors shall adopt such proposal.</u></p>	<p>Article 19 More than half of the external supervisors shall have the right to propose to the Board of Directors to convene an extraordinary general meeting.</p>	<p>Amended according to article 19 of the Guidelines for the board of supervisors of Commercial Banks.</p>

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
19.	<p>Article 22 <u>To ensure the effective performance of duties by external supervisors, the Bank shall provide necessary conditions for external supervisors.</u></p> <p>The expenses required for duty performance by external supervisors shall be borne by the Bank.</p>	<p>Article 23 The expenses required for duty performance by external supervisors shall be borne by the Bank.</p>	<p>Amended according to article 177 of the Articles.</p>
20.	<p>Article 24 <u>The Board of Supervisors of the Bank shall conduct annual performance assessment of external supervisors.</u></p>	-	<p>Amended according to article 43 of the Guidelines for the board of supervisors of Commercial Banks.</p>
21.	<p>Article 25 The remuneration and allowance standard for external supervisors shall be determined <u>with reference to the remuneration and allowance standard for independent directors</u> and reported to the shareholders' general meeting for approval.</p>	<p>Article 22 The Bank shall pay remunerations and allowances to external supervisors. The remunerations shall be considered and approved by the shareholders' general meeting.</p>	<p>Amended according to article 253 of the Articles.</p>
22.	<p>Article 26 All "over", "<u>no lower than</u>", "<u>no less than</u>" in the Working Rules <u>include the relevant figure itself</u>; "<u>less than</u>"; "<u>exceed</u>" <u>do not include the relevant figure itself.</u></p> <p><u>Unless otherwise indicated, the terms are used synonymously in the Working Rules and the Articles.</u></p>	<p>Article 24 All "over", "at least", "less than" in the Working Rules include the relevant figure itself.</p>	<p>Adjusted according to actual condition.</p>

No.	Amended Provisions in the Working Rules for External Supervisors of Jiangxi Bank Co., Ltd.	Existing Provisions in the Working Rules for External Supervisors of Jiangxi Bank	Basis of Amendment or Description
23.	<p>Article 27 Matters not covered in the Working Rules shall be implemented in accordance with the relevant national laws, regulations, rules, regulatory documents, the listing rules of the stock exchange in the place where the shares of the Bank are listed, and the Articles; Where the Working Rules conflict with the provisions of the relevant national laws, regulations, rules, regulatory documents, the listing rules of the stock exchange in the place where the shares of the Bank are listed, and the Articles, the provisions of the relevant national laws, regulations, rules, normative documents, the listing rules of the stock exchange in the place where the shares of the Bank are listed, and the Articles shall prevail.</p>	<p>Article 25 Where the matters not covered by the Working Rules conflict with the provisions of laws, regulations and the Articles promulgated from time to time after the entry into force of the Working Rules, the provisions of laws, regulations and the Articles shall prevail.</p>	<p>Amended according to the Articles and article 31 of the Working Rules for Independent Directors of Jiangxi Bank Co., Ltd..</p>
24.	<p>Article 28 The Board of Supervisors shall be responsible for the interpretation of the Working Rules.</p>	<p>Article 26 Jiangxi Bank shall be responsible for the formulation, revision and interpretation of the working rules.</p>	<p>Amended according to article 33 of the Working Rules for Independent Directors of Jiangxi Bank Co., Ltd..</p>
25.	<p>Article 29 The Working Rules shall become effective as of the date of issuance. <u>The Working Rules for External Supervisors of Jiangxi Bank shall be repealed simultaneously.</u></p>	<p>Article 27 The Working Rules shall become effective as of the date of issuance.</p>	<p>The effective date of the new Working Rules for External Supervisors of Jiangxi Bank Co., Ltd. and the expiration date of the original Working Rules for External Supervisors of Jiangxi Bank were clarified.</p>

The English version of this appendix is an unofficial translation of its Chinese version, for reference purpose only. In case of any discrepancies, the Chinese version shall prevail.

No.	Amended Provisions in the Measures for Equity Management of Jiangxi Bank	Existing Provisions in the Measures for Equity Management of Jiangxi Bank	Basis of Amendment or Description
1.	<p>Article 1 These Measures are formulated before the listing of Jiangxi Bank Co., Ltd. (the "Bank") to strengthen the standardized equity management of the Bank, regulate the behavior of the Bank' shareholders, protect the legitimate rights and interests of the Bank, depositors and other customers, safeguard the legitimate interests of the Bank's shareholders, and promote the sustained and sound development of the Bank, in accordance with the Company Law of the People's Republic of China, Securities Laws of the PRC, Administrative Measures for Registration and Settlement of Securities, Notice of Centralized Registration and Deposit of Non-overseas Listed Shares of Companies Listed on an Overseas Stock Exchange Issued by the CSRC, Interim Measures for Management of Commercial Bank Equity, and other relevant laws, regulations, rules and regulatory documents (collectively "laws and regulations") as well as the Articles of Association of Jiangxi Bank Co., Ltd. ("Articles of Association of the Bank").</p> <p>Article 2 These Measures shall apply to the ordinary shares of the Bank, whereas relevant laws and regulations shall apply to the equity management of preference shares.</p>	<p>Article 1 These Measures are formulated before the listing of Jiangxi Bank Co., Ltd. (the "Bank") to strengthen the standardized equity management of the Bank, regulate the behavior of the Bank' shareholders, protect the legitimate rights and interests of the Bank, depositors and other customers, safeguard the legitimate interests of the Bank's shareholders, and promote the sustained and sound development of the Bank, in accordance with the Company Law of the People's Republic of China, Securities Laws of the PRC, Interim Measures for Management of Commercial Bank Equity, Opinion on Provisional Equity Custody of Unlisted Joint-Stock Companies in Jiangxi Province and other relevant laws, regulations, rules and regulatory documents (collectively "laws and regulations") as well as the Articles of Association of Jiangxi Bank Co., Ltd. ("Articles of Association of the Bank").</p>	<p>Add and delete the relevant legal basis.</p>
2.	-	-	<p>This article involving the plan for future issuance of preference shares has been added. The serial numbers of subsequent articles move backward accordingly.</p>

No.	Amended Provisions in the Measures for Equity Management of Jiangxi Bank	Existing Provisions in the Measures for Equity Management of Jiangxi Bank	Basis of Amendment or Description
3.	<p>Article 5 The Office of the Board of Directors of the Bank (the “Board Office”), authorized by the Board of Directors as a daily management department for handling the equity affairs of the Bank, shall be responsible for the preliminary review of the shareholders’ qualifications, verify the information of substantial shareholders and their controlling shareholders, actual controllers, related parties, persons acting in concert and ultimate beneficiaries and follow up the changes thereof, cooperate with the Bank’s shareholders and China Securities Depository and Clearing Corporation Limited in equity <u>management</u>, and assist the Board of Directors in the management of pledge of equity interest.</p>	<p>Article 4 The Office of the Board of Directors of the Bank (the “Board Office”), authorized by the Board of Directors as a daily management department for handling the equity affairs of the Bank, shall be responsible for the preliminary review of the shareholders’ qualifications, verify the information of substantial shareholders and their controlling shareholders, actual controllers, related parties, persons acting in concert and ultimate beneficiaries and follow up the changes thereof, cooperate with the Bank’s shareholders and Jiangxi Assets and Equity Exchange in equity custody, and assist the Board of Directors in the management of pledge of equity interest.</p>	<p>The equity management institution of our bank is changed to China Securities Depository and Clearing Corporation Limited.</p>
4.	<p>Article 6 <u>Non-overseas listed shares shall be registered and deposited with China Securities Depository and Clearing Corporation Limited under regulations.</u></p> <p><u>China Securities Depository and Clearing Corporation Limited and other institutions entrusted with equity management</u> shall properly keep the equity certificate (original), other certificates of rights <u>and related documents</u> as entrusted by the Bank’s shareholders; and shall keep confidential the information and trade secret of the Bank and its shareholders that are known to them due to the custody business and that <u>need</u> to be kept confidential.</p> <p><u>The original documentation of the shareholders at the time of the establishment of the Bank is still kept by the Planning and Finance Departments of the Head Office and Jingdezhen Branch (the “PFDs”). Shares that have not been registered and deposited are packaged for management by the Board Office.</u></p>	<p>Article 5 As the equity registration and depository institution of the non-overseas listed shares of the Bank, Jiangxi Assets and Equity Exchange, as entrusted by the Bank, shall be responsible for dealing with equity custody registration, managing the Bank’s register of Shareholders in a centralized manner, and providing equity custody services, including: equity registration (including but not limited to initial registration, change registration, cancellation registration, pledge registration, loss reporting registration, freezing registration, and deregistration) and equity management (agency dividend payout, share inquiry, equity certificate, loss reporting, information dissemination, and consulting service).</p> <p>Jiangxi Assets and Equity Exchange shall properly keep the equity certificate (original) and other certificates of rights as entrusted by the Bank’s shareholders; and shall keep confidential the information and trade secret of the Bank and its shareholders that are known to them due to the custody business and that shall be kept confidential.</p>	<p>The equity management institution of our Bank is changed to China Securities Depository and Clearing Corporation Limited.</p> <p>The original Article 7 replaces this article.</p>

No.	Amended Provisions in the Measures for Equity Management of Jiangxi Bank	Existing Provisions in the Measures for Equity Management of Jiangxi Bank	Basis of Amendment or Description
5.	<p>Article 7 <u>The shareholders of the Bank may pledge the shares of the Bank according to relevant laws and regulations. Among other things, China Securities Depository and Clearing Corporation Limited</u> is the Bank's registry of pledge of equity interests of non-overseas listed shares. The Bank shall assist the shareholders in going through the formalities relating to discharging share from pledge according to relevant regulations of the banking regulatory authorities, <u>China Securities Depository and Clearing Corporation Limited.</u></p>	<p>Article 6 Jiangxi Assets and Equity Exchange and the Bank's competent department in charge of industry and commerce are the Bank's registries of pledge of equity interests of non-overseas listed shares. The Bank shall assist the shareholders in going through the formalities relating to discharging equity from pledge according to relevant regulations of the banking regulatory authorities.</p>	<p>The registry of pledge of equity interests of our bank is changed to China Securities Depository and Clearing Corporation Limited.</p>
6.	-	<p>Article 7 The original documentation of the shareholders at the time of the establishment of the Bank is still kept by the Planning and Finance Departments of the Head Office and Jingdezhen Branch (the "PFDS"). As for the equity under custody, Jiangxi Assets and Equity Exchange will provide the equity custody services for the Bank and its shareholders based on the Equity Custody Agreement signed by and between Jiangxi Assets and Equity Exchange and the Bank. Shares that have not been registered and deposited are packaged for management by the Board Office. A copy of the Register of Shareholders (excluding any shares that have not been registered and deposited) shall be kept by Jiangxi Assets and Equity Exchange, the Board Office, and the PFDS and shall be updated synchronously. The Bank shall establish and perfect an equity information management system, and the Board Office shall be responsible for coordinating registration of equity information and other work required by laws and regulations.</p>	<p>Moved Articles 6, 9, and 48 of the Measures.</p>

No.	Amended Provisions in the Measures for Equity Management of Jiangxi Bank	Existing Provisions in the Measures for Equity Management of Jiangxi Bank	Basis of Amendment or Description
7.	<p><u>Article 9 The Bank shall keep a complete register of shareholders. The register of shareholders includes the following:</u></p> <p><u>(I) Registers of shareholders which are saved in the Bank's domicile other than those stated in items (II) and (III) of this article;</u></p> <p><u>(II) Registers of shareholders holding the Bank's overseas listed shares which are saved in the place of the stock exchange where the Bank's shares are listed;</u></p> <p><u>(III) Registers of shareholders which are saved in other places as decided by the Board of Directors for the listing of the shares of the Bank.</u></p> <p><u>The Bank shall establish and perfect an equity information management system, and the Board Office shall be responsible for coordinating registration of equity information and other work required by laws and regulations.</u></p>	-	According to the new contents of Article 48 of the Articles of Association of Jiangxi Bank, the original Article 7 of these Measures replaces this Article.

No.	Amended Provisions in the Measures for Equity Management of Jiangxi Bank	Existing Provisions in the Measures for Equity Management of Jiangxi Bank	Basis of Amendment or Description
8.	<p>Article 11 A domestic financial institution as a shareholder of the Bank shall meet the following conditions:</p> <p>(I) Having main prudential supervision indicators meet regulatory requirements;</p> <p>(II) Having effective and efficient corporate governance and internal control system;</p> <p>(III) Be solidly profitable in the last three years;</p> <p>(IV) Having good social reputation, with no occurrence of major violation of laws and regulations and incidents caused by internal management problems in the last two years; and</p> <p>(V) Other prudential requirements imposed by CBIRC.</p>	<p>Article 10 A domestic financial institution as a shareholder of the Bank shall meet the following conditions:</p> <p>(I) Having main prudential supervision indicators meet regulatory requirements;</p> <p>(II) Having effective and efficient corporate governance and internal control system;</p> <p>(III) Be solidly profitable in the last three years;</p> <p>(IV) Having good social reputation, with no occurrence of major violation of laws and regulations and incidents caused by internal management problems in the last two years; and</p> <p>(V) Other prudential requirements imposed by CBIRC.</p>	CBRC is changed to CBIRC.

No.	Amended Provisions in the Measures for Equity Management of Jiangxi Bank	Existing Provisions in the Measures for Equity Management of Jiangxi Bank	Basis of Amendment or Description
9.	<p>Article 12 A foreign financial institution as a shareholder of the Bank shall meet the following conditions:</p> <p>(I) In principle, the total assets at the end of the last year are no less than USD10 billion;</p> <p>(II) The international rating agency accredited by <u>CBIRC</u> has granted it a good credit rating in the last two years;</p> <p>(III) Be solidly profitable in the last two years;</p> <p>(IV) The capital adequacy ratio of commercial banks shall reach the average capital adequacy ratio of the banking industry at the place of registration and not be less than 10.5%; and the total capital of non-banking institutions shall not be less than 10% of the total weighted risk assets;</p> <p>(V) Internal control is sound and effective;</p> <p>(VI) The financial institutions at the place of registration have established a perfect supervision and management system;</p> <p>(VII) The economy in the country (region) is healthy; and</p> <p>(VIII) Other prudential requirements imposed by <u>CBIRC</u>.</p> <p>As a strategic investor, a foreign financial institution shall abide by the principles of long-term shareholding, optimized governance, business cooperation, and competition avoidance for shareholding in the Bank.</p>	<p>Article 11 A foreign financial institution as a shareholder of the Bank shall meet the following conditions:</p> <p>(I) In principle, the total assets at the end of the last year are no less than USD10 billion;</p> <p>(II) The international rating agency accredited by <u>CBRC</u> has granted it a good credit rating in the last two years;</p> <p>(III) Be solidly profitable in the last two years;</p> <p>(IV) The capital adequacy ratio of commercial banks shall reach the average capital adequacy ratio of the banking industry at the place of registration and not be less than 10.5%; and the total capital of non-banking institutions shall not be less than 10% of the total weighted risk assets;</p> <p>(V) Internal control is sound and effective;</p> <p>(VI) The financial institutions at the place of registration have established a perfect supervision and management system;</p> <p>(VII) The economy in the country (region) is healthy; and</p> <p>(VIII) Other prudential requirements imposed by <u>CBRC</u>.</p> <p>As a strategic investor, a foreign financial institution shall abide by the principles of long-term shareholding, optimized governance, business cooperation, and competition avoidance for shareholding in the Bank.</p>	<p>CBRC is changed to <u>CBIRC</u>.</p>

No.	Amended Provisions in the Measures for Equity Management of Jiangxi Bank	Existing Provisions in the Measures for Equity Management of Jiangxi Bank	Basis of Amendment or Description
10.	<p>Article 14 A domestic non-financial institution as a shareholder of the Bank shall meet the following conditions:</p> <p>(I) Be established according to law and have the capacity of a legal person;</p> <p>.....</p> <p>(X) Other prudential requirements imposed by CBIRC.</p>	<p>Article 13 A domestic non-financial institution as a shareholder of the Bank shall meet the following conditions:</p> <p>(I) Be established according to law and have the capacity of a legal person;</p> <p>.....</p> <p>(X) Other prudential requirements imposed by CBIRC.</p>	CBRC is changed to CBIRC.
11.	<p>Article 16 Substantial shareholders and their controlling shareholders plus actual controllers of the Bank must not involve in any of the following events:</p> <p>(I) named as joint object of punishment by the relevant authority for breach of trust;</p> <p>(II) serious default of escaping from bank liabilities;</p> <p>(III) provision of false materials or misrepresentation;</p> <p>(IV) responsible for serious liabilities in the operation failure of a commercial bank or committed serious violations in laws and regulations;</p> <p>(V) refuse or obstruct the implementation of regulatory measures by the CBIRC or its delegated authority in accordance with the laws;</p> <p>(VI) subject to investigation or punishment by the financial regulatory authority or relevant government department that resulted in extremely bad impact; and</p> <p>(VII) other events which may have adverse effects on the operational management of the Bank.</p>	<p>Article 15 Substantial shareholders and their controlling shareholders plus actual controllers of the Bank must not involve in any of the following events:</p> <p>(I) named as joint object of punishment by the relevant authority for breach of trust;</p> <p>(II) serious default of escaping from bank liabilities;</p> <p>(III) provision of false materials or misrepresentation;</p> <p>(IV) responsible for serious liabilities in the operation failure of a commercial bank or committed serious violations in laws and regulations;</p> <p>(V) refuse or obstruct the implementation of regulatory measures by the CBRC or its delegated authority in accordance with the laws;</p> <p>(VI) subject to investigation or punishment by the financial regulatory authority or relevant government department that resulted in extremely bad impact; and</p> <p>(VII) other events which may have adverse effects on the operational management of the Bank.</p>	CBRC is changed to CBIRC.

No.	Amended Provisions in the Measures for Equity Management of Jiangxi Bank	Existing Provisions in the Measures for Equity Management of Jiangxi Bank	Basis of Amendment or Description
12.	Article 17 The same investor and related parties thereof and persons acting in concert shall abide by the shareholding ratio requirements stipulated by the <u>CBIRC</u> in the case of shareholding in the Bank.	Article 16 The same investor and related parties thereof and persons acting in concert shall abide by the shareholding ratio requirements stipulated by the <u>CBRC</u> in the case of shareholding in the Bank.	CBRC is changed to CBIRC.
13.	Article 19 The shareholders of the Bank (including new enterprises that invest in the Bank and original shareholders) shall promptly, completely, truthfully, and accurately report to the Board Office about their related parties, their related relationship or acting-in-concert relationship with other shareholders, and shareholding in other city commercial banks; and substantial shareholders shall enunciate their shareholding structure to the level of actual controllers and ultimate beneficiaries, and specify their related relationship or acting-in-concert relationship with other shareholders. Where any shareholder conceals the related relationship, upon verification by the <u>CBIRC</u> or its agencies, restrictions may be imposed on the rights of the shareholders and supervisors despatched by the shareholder entity; where any shareholder engages in related party transactions in violation of applicable laws or regulations, the <u>CBIRC</u> or its agencies will re-examine or cancel the shareholder's qualification; and such a shareholder causing damage to the Bank shall bear the responsibilities of compensation.	Article 18 The shareholders of the Bank (including new enterprises that invest in the Bank and original shareholders) shall promptly, completely, truthfully, and accurately report to the Board Office about their related parties, their related relationship or acting-in-concert relationship with other shareholders, and shareholding in other city commercial banks; and substantial shareholders shall enunciate their shareholding structure to the level of actual controllers and ultimate beneficiaries, and specify their related relationship or acting-in-concert relationship with other shareholders. Where any shareholder conceals the related relationship, upon verification by the <u>CBRC</u> or its agencies, restrictions may be imposed on the rights of the shareholders and supervisors despatched by the shareholder entity; where any shareholder engages in related party transactions in violation of applicable laws or regulations, the <u>CBRC</u> or its agencies will re-examine or cancel the shareholder's qualification; and such a shareholder causing damage to the Bank shall bear the responsibilities of compensation.	CBRC is changed to CBIRC.
14.	Article 21 The <u>CBIRC</u> or its agencies shall have the right to cancel the qualification of the shareholder who has acquired the qualification through providing false information. Such a shareholder who causes damage to the Bank shall bear the responsibilities of compensation.	Article 20 The legal person who intends to invest in the Bank shall provide a formal audit report issued by a qualified intermediary institution and other documents as required by laws and regulations. The <u>CBRC</u> and its agencies shall have the right to cancel the qualification of the shareholder who has acquired the qualification through providing false information. Such a shareholder who causes damage to the Bank shall bear the responsibilities of compensation.	This article is deleted considering that H Shares are freely transferable. <u>CBRC</u> is changed to <u>CBIRC</u> .

No.	Amended Provisions in the Measures for Equity Management of Jiangxi Bank	Existing Provisions in the Measures for Equity Management of Jiangxi Bank	Basis of Amendment or Description
15.	<p>Article 23 The shareholder qualification of the person who intends to invest in the Bank Article shall be reviewed according to the following procedures:</p> <p>(I) The Bank's Board Office conducts a preliminary review of the shareholder qualification of the person who intends to invest in the Bank according to relevant laws and regulations and these Measures, sends the Notice on Conditions of the Shareholder Qualification for the Bank (refer to Appendix 1 for details) to the eligible person, and archives the receipt affixed with the person's signature. The Board Office will explain the situation to the person who is not eligible, and if the person who intends to invest in the Bank has been a shareholder of the Bank or falls under any of the circumstances as stipulated items (II) and (III) of this article, the Board Office shall mark the person on the Notice on Conditions of the Shareholder Qualification for the Bank.</p> <p>(II) In case the person who intends to invest in the Bank, after investment, intends to hold or accumulate more than 5% of the total shares of the Bank for the first time individually or jointly with the related parties thereof and persons acting in concert, and a foreign financial institution has invested in the Bank, the application of such a person for changing equity interests shall be handled, reviewed, and decided by <u>CBIRC</u> Jiangxi Office.</p> <p>If the person intends to hold more than 5% of the total shares of the Bank through domestic and overseas stock markets, the approval of the specific administrative license will be valid for six months.</p> <p>(III) In case the person who intends to invest in the Bank, after investment, intends to hold more than 1% but less than 5% of the total shares of the Bank individually or jointly with the related parties thereof and persons acting in concert, the Bank shall report the application for changing equity interests for filing by <u>CBIRC</u> Jiangxi Office within ten working days after the change of equity interests.</p>	<p>Article 22 The shareholder qualification of the person who intends to invest in the Bank shall be reviewed according to the following procedures:</p> <p>(I) The Bank's Board Office conducts a preliminary review of the shareholder qualification of the person who intends to invest in the Bank according to relevant laws and regulations and these Measures, sends the Notice on Conditions of the Shareholder Qualification for the Bank (refer to Appendix 1 for details) to the eligible person, and archives the receipt affixed with the person's signature. The Board Office will explain the situation to the person who is not eligible, and if the person who intends to invest in the Bank has been a shareholder of the Bank or falls under any of the circumstances as stipulated items (II) and (III) of this article, the Board Office shall mark the person on the Notice on Conditions of the Shareholder Qualification for the Bank.</p> <p>(II) In case the person who intends to invest in the Bank, after investment, intends to hold or accumulate more than 5% of the total shares of the Bank for the first time individually or jointly with the related parties thereof and persons acting in concert, and a foreign financial institution has invested in the Bank, the application of such a person for changing equity interests shall be handled, reviewed, and decided by <u>CBRC</u> Jiangxi Office.</p> <p>If the person intends to hold more than 5% of the total shares of the Bank through domestic and overseas stock markets, the approval of the specific administrative license will be valid for six months.</p> <p>(III) In case the person who intends to invest in the Bank, after investment, intends to hold more than 1% but less than 5% of the total shares of the Bank individually or jointly with the related parties thereof and persons acting in concert, the Bank shall report the application for changing equity interests for filing by <u>CBRC</u> Jiangxi Office within ten working days after the change of equity interests.</p>	<p>CBRC Jiangxi Office is changed to CBIRC Jiangxi Office.</p>

No.	Amended Provisions in the Measures for Equity Management of Jiangxi Bank	Existing Provisions in the Measures for Equity Management of Jiangxi Bank	Basis of Amendment or Description
16.	<p>(IV) If the eligible person who intends to invest in the Bank is the legal person and does not fall under any of the circumstances as stipulated items (II) and (III) of this article, the application shall be examined and approved by the Board of Directors of the Bank. The person who intends to invest in the Bank shall assist the Bank's Board Office in submitting the application to <u>CBIRC Jiangxi Office</u> or filing the application.</p> <p>Apart from cases in which investors holding equity interests of commercial banks as authorized by the State Council, financial institutions of the banking industry, and entities otherwise prescribed by laws and regulations invest in commercial banks and in which investors merge and reorganize high-risk commercial banks as authorized by <u>CBIRC</u>, if the person who intends to invest in the Bank and his related parties and parties acting in concert, as substantial shareholders, invest in two commercial banks or control one commercial bank, the person shall not be allowed to invest in the Bank.</p>	<p>(IV) If the eligible person who intends to invest in the Bank is the legal person and does not fall under any of the circumstances as stipulated items (II) and (III) of this article, the application shall be examined and approved by the Board of Directors of the Bank. The person who intends to invest in the Bank shall assist the Bank's Board Office in submitting the application to <u>CBRC Jiangxi Office</u> or filing the application.</p> <p>Apart from cases in which investors holding equity interests of commercial banks as authorized by the State Council, financial institutions of the banking industry, and entities otherwise prescribed by laws and regulations invest in commercial banks and in which investors merge and reorganize high-risk commercial banks as authorized by <u>CBRC</u>, if the person who intends to invest in the Bank and his related parties and parties acting in concert, as substantial shareholders, invest in two commercial banks or control one commercial bank, the person shall not be allowed to invest in the Bank.</p>	
	<p>Article 24 Provided that the Bank increases registered capital, after verifying that the person who intends to invest in the Bank and who proves eligible through the preliminary review by the Board Office contributes capital properly, the Board Office will issue a Confirmation of Capital Contribution to the person. The person shall go to the PFDs of the Bank for obtaining the Equity Interest Certificate, with the Notice on Conditions of the Shareholder Qualification for the Bank, the approval, record and other documents of <u>CBIRC Jiangxi Office</u>, and Confirmation of Capital Contribution in his hand; and if the person has been a shareholder of the Bank, the PFDs shall mark the person on the Equity Interest Certificate. <u>The Bank shall go through the formalities of registration at China Securities Depository and Clearing Corporation Limited for the person.</u></p>	<p>Article 23 Provided that the Bank increases registered capital, after verifying that the person who intends to invest in the Bank and who proves eligible through the preliminary review by the Board Office contributes capital properly, the Board Office will issue a Confirmation of Capital Contribution to the person. The person shall go to the PFDs of the Bank for obtaining the Equity Interest Certificate, with the Notice on Conditions of the Shareholder Qualification for the Bank, the approval and record of <u>CBRC Jiangxi Office</u>, and Confirmation of Capital Contribution in his hand; and if the person has been a shareholder of the Bank, the PFDs shall mark the person on the Equity Interest Certificate. The person shall go through the formalities of equity custody at Jiangxi Assets and Equity Exchange pursuant to the provisions thereof with the Equity Interest Certificate in his hand and received the Equity Custody Card.</p>	<p>The equity management institution of our Bank is changed to China Securities Depository and Clearing Corporation Limited, and <u>CBRC Jiangxi Office</u> is changed to <u>CBIRC Jiangxi Office</u> in the light of actual situations of the Bank.</p>

No.	Amended Provisions in the Measures for Equity Management of Jiangxi Bank	Existing Provisions in the Measures for Equity Management of Jiangxi Bank	Basis of Amendment or Description
17.	<p>Article 25 In the event of equity transfer, <u>the transferor or transferee of overseas unlisted shares shall go through the formalities of registration of equity change at China Securities Depository and Clearing Corporation Limited</u> pursuant to the provisions thereof. If the person who intends to invest in the Bank falls under any of the circumstances as stipulated in (II) and (III) of Article 23 of these Measures, the person shall provide the approval, record and other documents of CBIRC Jiangxi Office to <u>China Securities Depository and Clearing Corporation Limited</u>. <u>If the above formalities are not completed, the transfer shall be deemed unsuccessful, and the relevant consequences shall be borne by both parties to the transaction.</u> <u>The Bank and China Securities Depository and Clearing Corporation Limited shall take no responsibility for the consequences.</u></p> <p><u>The transfer of the Bank's shares shall comply with the regulations of relevant regulatory authorities such as the banking regulatory authorities.</u></p>	<p>Article 24 In the event of equity transfer, the person who intends to invest in the Bank shall go through the formalities of registration of equity change and equity custody at Jiangxi Assets and Equity Exchange pursuant to the provisions thereof with the Notice on Conditions of the Shareholder Qualification for the Bank in his hand and received the Equity Custody Card. If the person who intends to invest in the Bank falls under any of the circumstances as stipulated in (II) and (III) of Article 22 of these Measures, the person shall provide the approval, record and other documents of CBRC Jiangxi Office to Jiangxi Assets and Equity Exchange.</p>	<p>The equity management institution of our Bank is changed to China Securities Depository and Clearing Corporation Limited in the light of actual situations of the Bank.</p>
18.	<p>Article 26 After the registered capital of the Bank is changed, the PFDs shall cooperate with the Board Office in registering and putting on record new shareholders and registered capital at <u>relevant regulatory authorities and registries.</u></p>	<p>Article 25 After the registered capital of the Bank is changed, the PFDs shall cooperate with the Board Office in registering and putting on record new shareholders and registered capital at the Bank's competent department in charge of industry and commerce.</p>	<p>Modify in the light of actual situations of the Bank.</p>
19.	<p>Article 27 In respect of equity change arising from the division, merger, liquidation, cancellation, death, or enforcement of the Bank's shareholders, please refer to Articles <u>22, 23, and 25</u> of these Measures.</p>	<p>Article 26 In respect of equity change arising from the division, merger, liquidation, cancellation, death, or enforcement of the Bank's shareholders, please refer to Articles 21, 22, and 24 of these Measures.</p>	<p>The serial numbers of articles are adjusted.</p>
20.	<p>Article 32 A shareholder applying for pledge of equity interest shall make a request to <u>China Securities Depository and Clearing Corporation Limited</u> for going through the formalities of pledge, with the Reply of the Bank on Approving the Application for Pledge of Equity Interest or Putting on Record in his hand.</p>	<p>Article 31 A shareholder applying for pledge of equity interest shall make a request to Jiangxi Assets and Equity Exchange for going through the formalities of pledge, with the Reply of the Bank on Approving the Application for Pledge of Equity Interest or Putting on Record in his hand.</p>	<p>The institution of pledge of equity interests of the Bank is changed to China Securities Depository and Clearing Corporation Limited.</p>

No.	Amended Provisions in the Measures for Equity Management of Jiangxi Bank	Existing Provisions in the Measures for Equity Management of Jiangxi Bank	Basis of Amendment or Description
21.	<p>Article 45 <u>China Securities Depository and Clearing Corporation Limited</u> shall notify the Board Office of the Bank in writing of the change, cancellation, pledge, and freezing of equity from the date of completion of equity change registration, pledge registration, and freezing registration to the <u>beginning of the following month</u>.</p>	<p>Article 44 Jiangxi Assets and Equity Exchange shall notify the Board Office of the Bank in writing of the change, cancellation, pledge, and freezing of equity from the date of completion of equity change registration, cancellation registration, pledge registration, and freezing registration to three working days.</p>	<p>The equity management institution of our Bank is changed to China Securities Depository and Clearing Corporation Limited in the light of actual situations of the Bank.</p>
22.	<p>Article 46 <u>China Securities Depository and Clearing Corporation Limited</u> and the Board Office of the Bank shall, in accordance with provisions of the relevant laws and regulations, deal with equity change matters such as initial registration, change registration, pledge registration, dividend payout (if any), equity freezing, and prohibition or restriction on sales of equity of shareholders that have the obligations of sales prohibition or restriction.</p> <p><u>The Bank may also entrust other registration and depository institutions to deal with dividend payout.</u></p>	<p>Article 45 Jiangxi Assets and Equity Exchange shall, according to the instructions of the Board Office, deal with initial registration, change registration, pledge registration, dividend payout, information dissemination, equity freezing, and prohibition or restriction on sales of equity of shareholders that have the obligations of sales prohibition or restriction.</p>	<p>The equity management institution of our Bank is changed to China Securities Depository and Clearing Corporation Limited in the light of actual situations of the Bank.</p>
23.	<p>Article 49 The definitions of the following terms in these Measures are:</p> <p>(VII) The banking regulatory authorities <u>refer to China Banking and Insurance Regulatory Commission and its agencies.</u></p> <p>(VIII) <u>CBIRC refers to China Banking and Insurance Regulatory Commission.</u></p>	<p>Article 48 The definitions of the following terms in these Measures are:</p> <p>(VII) The banking regulatory authorities refer to China Banking Regulatory Commission and its agencies.</p> <p>(VIII) CBRC refers to China Banking Regulatory Commission.</p>	<p>CBRC is changed to CBIRC.</p>

**REPORT ON SIGNIFICANT RELATED PARTY TRANSACTIONS OF
JIANGXI BANK IN 2018**

Dear Shareholders,

According to the relevant regulations of Interim Measures for Management of Commercial Bank Equity and Administrative Measures for the Related Party Transactions between the Commercial Banks and their Insiders or Shareholders adopted by China Banking Regulatory Commission and the Administrative Measures for Related (Connected) Transactions of Jiangxi Bank Co., Ltd. issued by the Bank, significant related party transactions of the Bank in 2018 are reported as follows:

I. BASIC INFORMATION

According to Article 19 of the Administrative Measures for Related (Connected) Transactions of Jiangxi Bank Co., Ltd., the related transactions of the Bank are classified into general related party transactions and significant related party transactions.

General related party transactions refer to a transaction between the Bank and a single related party with an amount of less than 1% of the net capital of the Bank and the balance of the transaction between the Bank and the related party after such transaction amounts to less than 5% of the net capital of the Bank.

Significant related party transactions refer to a transaction between the Bank and a single related party with an amount of more than 1% of the net capital of the Bank or the balance of the transaction between the Bank and the related party after such transaction amounts to more than 5% of the net capital of the Bank.

In 2018, the Bank considers eight significant related party transactions involving RMB11.47 billion. Among which, new credit is RMB6.2 billion, and existing credit is RMB5.27 billion.

II. SIGNIFICANT RELATED PARTY TRANSACTIONS

1. The Bank is the largest shareholder of Jiangxi Financial Leasing Co., Ltd., holding 1.53 billion shares of the latter and accounting for 75.74% of the total. In 2018, Jiangxi Financial Leasing Co., Ltd. has one significant related party transaction involving RMB3.6 billion (existing credit is RMB2.3 billion and new credit is RMB1.3 billion), among which, the exposure credit of bank acceptances is RMB0.8 billion with the pledge of lease beneficiary rights and the term is one year.

2. Ganshang Union (Jiangxi) Co., Ltd. holds 0.148 billion shares of the Bank, accounting for 2.46% of the total. In 2018, there are three significant related party transactions between Ganshang Union (Jiangxi) Co., Ltd. and its related parties involving RMB2.47 billion.
 - (1) Jiangxi Lianchuang Optoelectronic Science and Technology Co., Ltd. renew the credit limit by RMB0.995 billion and secure the limit using its own account as pledges, and Jiangxi Electronic Group Corporation Ltd. being jointly liable in securing the credit limit with guarantees for a credit period of one year. The specific credit instruments are as follows: RMB0.25 billion liquid loan is used for renewing loans, which is one-time limit, with an interest rate 5.22%; RMB0.545 billion liquid loan is used for purchasing materials for manufacturing LEDs, which can be revolving, with an interest rate of 6.96%; and RMB0.2 billion liquid loan is used for trade finance, mainly accepting guarantees from domestic entity as security for loans granted to overseas enterprise, which can be revolving, with a guarantee rate of 1.5%.
 - (2) Jiangxi Electronic Group Corporation Ltd. renew a RMB0.48 billion loan for a period of two years, with an interest rate of 8%, and Ganshang Union Co., Ltd., DENG Kaiyuan, LIN Yu, QIAN Jing, and WU Rui being jointly liable in securing the loan with guarantees.
 - (3) Jiangxi Lianchuang Optoelectronic Science and Technology Co., Ltd. renew the credit limit by RMB0.995 billion in the form of liquid loan, where RMB0.25 billion liquid loan is used for renewing loans, which is one-time limit; and RMB0.745 billion liquid loan is used for purchasing materials for manufacturing LEDs, which can be revolving, with an interest rate of 6.96% and a period of one year, and Jiangxi Electronic Group Corporation Ltd. being jointly liable in securing the credit limit with guarantees.
3. Jiangxi Provincial Expressway Investment Group Co., Ltd. holds 0.938 billion shares of the Bank, accounting for 15.56% of the total. In 2018, the Bank subscribes for the second tranche of the super short-term commercial papers of 2018, which is issued by Jiangxi Provincial Expressway Investment Group Co., Ltd. on China's interbank market, with the limit of RMB0.4 billion for a term of 180 days and with an annual yield of 4.7%. Proceeds raised are used for paying interest-bearing debts.

4. Jiangxi Financial Holding Group Co., Ltd. holds 0.348 billion shares of the Bank, accounting for 5.77% of the total. In 2018, there are two significant related party transactions between Jiangxi Financial Holding Group Co., Ltd. and its related parties involving RMB1 billion.
- (1) The related party Jiangxi Financial Asset Management Co., Ltd. makes a RMB0.5 billion working capital loan with a term of one year and a loan interest rate of 5.655% for replacing other bank loans, and Jiangxi Financial Holding and Commercial Factoring Co., Ltd. (江西金控商業保理有限公司) being jointly liable in securing the loan with guarantees.
- (2) The related party Jiangxi Re-guarantee Co., Ltd. provides a non-financing guarantee limit of RMB0.5 billion with a term of two years for issuing a separate project performance guarantee, and the partner Jiangxi Huiying Non-financing Guarantee Co., Ltd. (江西匯贏非融資性擔保有限公司) designated by the applicant actually uses the re-guarantee limit of the performance guarantee. A fee of being not less than 0.5% of the amount of guarantee issued, and at least RMB500 per transaction, shall be charged.
5. China National Tobacco Corporation Jiangxi Branch (including Jiangxi Jinfeng Investment Management Co., Ltd.) holds 0.263 billion shares of the Bank, accounting for 4.37% of the total. In 2018, there is one significant related party transactions between China National Tobacco Corporation Jiangxi Branch and its related parties involving RMB4 billion. Among which, the credit granted to Jiangxi Tobacco Corporation Nanchang Branch is RMB0.56 billion, Jiangxi Tobacco Corporation Jingdezhen Branch is RMB0.2 billion, Jiangxi Tobacco Corporation Xinyu Branch is RMB0.16 billion, Jiangxi Tobacco Corporation Fuzhou Branch is RMB0.36 billion, Jiangxi Tobacco Corporation Shangrao Branch is RMB0.52 billion, Jiangxi Tobacco Corporation Yichun Branch is RMB0.44 billion, Jiangxi Tobacco Corporation Pingxiang Branch is RMB0.2 billion, Jiangxi Tobacco Corporation Jiujiang Branch is RMB0.4 billion, Jiangxi Tobacco Corporation Ganzhou Branch is RMB0.6 billion, Jiangxi Tobacco Corporation Yingtan Branch is RMB0.16 billion, Jiangxi Tobacco Corporation Ji'an Branch is RMB0.4 billion, with an interest rate of 3.6% for a term of three years (which can be revolving), and with a single credit period of being not more than one year, for purchasing tobacco. China National Tobacco Corporation Jiangxi Branch being jointly liable secures the credits with guarantees.

III. ELEMENTS OF RELATED PARTY TRANSACTIONS

In 2018, the related party transactions of the Bank are credit businesses, including loans, bank acceptances, and bonds. The price of credit business is determined based on the customer rating and risk profiles in light of the Bank's pricing management method. Trading gains include interest income, intermediary business income and so on. By the end of December 2018, the five levels of credit of the legal person's related parties who have credit balance in the Bank are normal with no non-performing loans.

IV. APPROVAL PROCEDURES OF RELATED PARTY TRANSACTIONS

Significant related party transactions will be submitted to the Board of Directors for approval after consideration by the Related Party Transactions Control Committee under the Board of Directors. Significant related party transactions approved by the Bank will be reported to local banking regulatory authorities through the issuance of documents.

The above related party transactions comply with the relevant regulations and requirements of Interim Measures for Management of Commercial Bank Equity and Administrative Measures for the Related Party Transactions between the Commercial Banks and their Insiders or Shareholders adopted by China Banking Regulatory Commission and Administrative Measures for Related (Connected) Transactions of Jiangxi Bank Co., Ltd. issued by the Bank.



JIANGXI BANK CO., LTD.*

江西銀行股份有限公司*

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

(Stock Code: 1916)

NOTICE OF THE 2018 AGM

NOTICE IS HEREBY GIVEN that the 2018 Annual General Meeting (the “AGM”) of Bank of Jiangxi Bank Co., Ltd.* (the “Bank”) will be held at 9:30 a.m. on May 31, 2019 (Friday) at Meeting Room, 3/F, Jiangxi Bank Tower, No. 699 Financial Street, Honggutan New District, Nanchang, Jiangxi Province, the PRC, to consider, and if thought fit, pass the following resolutions:

ORDINARY RESOLUTIONS

1. to consider and approve the election and appointment of directors of the second session of the Board of Directors:
 - (a) to consider and approve the appointment of Mr. CHEN Xiaoming as an executive Director;
 - (b) to consider and approve the appointment of Mr. LUO Yan as an executive Director;
 - (c) to consider and approve the appointment of Mr. XU Jihong as an executive Director;
 - (d) to consider and approve the appointment of Mr. QUE Yong as a non-executive Director;
 - (e) to consider and approve the appointment of Mr. LI Zhanrong as a non-executive Director;
 - (f) to consider and approve the appointment of Mr. LIU Sanglin as a non-executive Director;
 - (g) to consider and approve the appointment of Ms. ZHUO Liping as a non-executive Director;
 - (h) to consider and approve the appointment of Mr. DENG Jianxin as a non-executive Director;

- (i) to consider and approve the appointment of Mr. HUANG Zhenping as a non-executive Director;
 - (j) to consider and approve the appointment of Ms. ZHANG Rui as an independent non-executive Director;
 - (k) to consider and approve the appointment of Mr. WONG Hin Wing as an independent non-executive Director;
 - (l) to consider and approve the appointment of Mr. OU Minggang as an independent non-executive Director;
 - (m) to consider and approve the appointment of Ms. ZHANG Wangxia as an independent non-executive Director;
 - (n) to consider and approve the appointment of Mr. YAN Hongbo as an independent non-executive Director;
 - (o) to consider and approve the appointment of Ms. WANG Yun as an independent non-executive Director;
2. to consider and approve the election and appointment of supervisors of the second session of the Board of Supervisors:
- (a) to consider and approve the appointment of Mr. SHI Zhongliang as an external Supervisor;
 - (b) to consider and approve the appointment of Ms. LI Danlin as an external Supervisor;
 - (c) to consider and approve the appointment of Mr. SHI Jing as an external Supervisor;
 - (d) to consider and approve the appointment of Ms. CHEN Jun as a shareholder representative Supervisors;
 - (e) to consider and approve the appointment of Mr. YU Han as a shareholder representative Supervisors;
 - (f) to consider and approve the appointment of Mr. ZHOU Minhui as a shareholder representative Supervisors;
3. to consider and approve the 2018 annual financial statements and 2019 financial budget;
4. to consider and approve the 2018 profit distribution plan;
5. to consider and approve the 2019 investment plan;

6. to consider and approve the 2018 Board of Directors' report;
7. to consider and approve the 2018 Board of Supervisors' report;
8. to consider and approve the retroactive appointment of auditor for 2018;
9. to consider and approve the appointment of auditor for 2019;
10. to consider and approve the amendments to the Working Rules for External Supervisors of Jiangxi Bank;
11. to consider and approve the amendments to the Measures for Equity Management of Jiangxi Bank.

SPECIAL RESOLUTIONS

12. to consider and approve the amendments to the Articles of Association;
13. to consider and approve the issuance of green financial bonds;
14. to consider and approve the issuance of undated capital bonds;
15. to consider and approve the withdrawal of the issuance of financial bonds.

REPORTABLE MATTERS

16. Report on significant related party transactions in 2018.

By Order of the Board
Jiangxi Bank Co., Ltd.*
CHEN Xiaoming
Chairman

Hong Kong, April 15, 2019

As at the date of this notice, the board of directors of the Bank comprises Mr. CHEN Xiaoming, Mr. LUO Yan and Mr. XU Jihong as executive Directors, Mr. QUE Yong, Mr. LI Zhanrong, Mr. LIU Sanglin, Mr. DENG Jianxin, Ms. CHEN Yu, Mr. ZENG Zhibin and Mr. TANG Xianqing as non-executive Directors, Ms. ZHANG Rui, Mr. GUO Tianyong, Ms. ZHANG Wangxia, Mr. WONG Hin Wing and Ms. WANG Yun as independent non-executive Directors.

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

Notes:

1. Pursuant to the Listing Rules, all resolutions proposed at the meeting will be voted by poll (except for the resolutions concerning relevant procedures or administrative matters which the chairman decides to permit the vote by a show of hands). The voting results will be published on both the websites of Hong Kong Stock Exchange (www.hkexnews.hk) and the Bank (www.jx-bank.com) in accordance with the Listing Rules.
2. **CLOSURE OF THE REGISTER OF MEMBERS AND THE ELIGIBILITY FOR ATTENDING AND VOTING AT THE AGM**

In order to determine the list of Shareholders who are entitled to attend and vote at the AGM, the Bank's register of members will be closed from May 1, 2019 (Wednesday) to May 31, 2019 (Friday), both days inclusive, during which period no transfer of the shares of the Bank will be effected. The Shareholders included in the Bank's register of Shareholders on May 31, 2019 (Friday) shall be entitled to attend and vote at the AGM. In order to be eligible for attending and voting at the AGM, all transfer documents together with relevant share certificates and other appropriate documents shall be sent for registration to the Board office of the Bank at Jiangxi Bank Tower, No. 699 Financial Street, Honggutan New District, Nanchang, Jiangxi Province, the PRC (for holders of Domestic Shares) or to the H Share Registrar, namely, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H shares) before 4:30 p.m. on April 30, 2019 (Tuesday).

3. **REPLY SLIP**

The Shareholders who intend to attend and vote at the AGM (in person or by proxy) shall complete the reply slip, and return it by hand, by email or by fax on or before May 10, 2019 (Friday) to the H Share Registrar, namely, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares), or to the Board office of the Bank at Jiangxi Bank Tower, No. 699 Financial Street, Honggutan New District, Nanchang, Jiangxi Province, the PRC (for holders of Domestic Shares), so that the Bank can receive such reply slip 20 days before the AGM is convened. Completion and return of the reply slip will not preclude you from attending or voting at the AGM.

However, in the event that the number of Shares with voting rights represented by those Shareholders intending to attend the AGM fails to reach more than a half of the total number of Shares with rights to vote of the Bank, the AGM may be postponed.

4. **PROXY**

Any Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more persons (if the Shareholder holds two or more issued Shares of the Bank with a nominal value of RMB1.00 each), whether 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 representative duly authorized in writing by the principal. If the principal is a legal person, the power of attorney shall be affixed with the seal of the legal person or signed by its Director or a representative duly authorized in writing. If the power of attorney of the proxy is signed by the authorized person of the principal under a power of attorney or other authorization documents given by the appointer, such power of attorney or other authorization documents shall be notarized, and served at the same time as the power of attorney. The power of attorney of the Shareholders' proxy shall be served to the H Share Registrar, namely, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares), or to the Board office of the Bank at Jiangxi Bank Tower, No. 699 Financial Street, Honggutan New District, Nanchang, Jiangxi Province, the PRC (for holders of Domestic Shares) not less than 24 hours before the scheduled time for holding of the AGM (i.e. by 9:30 a.m. on May 30, 2019 (Thursday)) or 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 this case, the power of attorney will be deemed to have been revoked.

In case of registered joint holders of any shares, one of the registered joint holders can vote on such shares in person or by proxy as if he/she is the only holder entitled to vote. If more than one registered joint holders attend the AGM in person or by proxy, only the vote of the person whose name appears first in the register of members relating to the shares (in person or by proxy) will be accepted as the only vote of the joint holders.

5. MISCELLANEOUS

- (i) The Shareholders or their proxies shall present their identity documents when attending the AGM (or any adjournment thereof). If the legal representative of corporate Shareholders or any other persons officially authorized by the corporate Shareholders is present at the AGM (or any adjournment thereof), such legal representative or other persons shall present their identity documents and the certifying documents for appointment as a legal representative or valid authorization documents (as the case may be).
- (ii) The AGM is expected to last for no more than half a day. Shareholders and representatives attending the meeting shall be responsible for their own traveling and accommodation expenses.
- (iii) Address of Computershare Hong Kong Investor Services Limited:

Shops 1712-1716, 17th Floor
Hopewell Centre, 183 Queen's Road East
Wanchai
Hong Kong

Tel: (852) 2862 8555
Fax: (852) 2865 0990

Address of the Board office of the Bank:

Jiangxi Bank Tower
No. 699 Financial Street, Honggutan New District
Nanchang
Jiangxi Province
the PRC

Tel: (86) 791 86791008/(86) 791 86791009
Fax: (86) 791 86771100

- 6. The details about the aforesaid resolutions proposed for the consideration and approval of the AGM are set out in the circular of the AGM to be despatched by the Bank in due course. Unless otherwise indicated, the capitalized terms used in this notice shall have the same meaning as those defined in the circular of the AGM to be despatched by the Bank. Shareholders should also read the Bank's 2018 annual report announced on April 12, 2019, where the Bank's 2018 Board of Directors' report, 2018 Board of Supervisors' report, audited 2018 financial statements and the 2018 profit distribution plan are set out.