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CZBANK 浙商银行

CHINA ZHESHANG BANK CO., LTD.
浙 商 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: 2016)

NOTICE OF 2022 SECOND EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2022 second extraordinary general meeting (the "**EGM**") of China Zheshang Bank Co., Ltd. (the "**Bank**") will be held at Main Conference Room, 1/F, Head Office of China Zheshang Bank, No. 288, Qingchun Road, Hangzhou, Zhejiang, the People's Republic of China (the "**PRC**"), at 2:30 p.m. on Monday, November 21, 2022 for the purposes of considering and, if thought fit, passing the following resolutions (capitalised terms used in this notice shall have the same meanings as those defined in the circular of the Bank dated November 1, 2022 unless otherwise stated):

SPECIAL RESOLUTIONS

1. Resolution in relation to the extension of the validity period of the resolutions in relation to the public issuance of shares by way of rights issue of China Zheshang Bank Co., Ltd.

2. Resolution in relation to the extension of the validity period of the authorization to the Board and person(s) authorized to deal with matters related to the Rights Issue to be proposed in the general meeting

3. Resolution in relation to the issuance of tier two capital bonds from 2023 to 2025

By order of the Board
China Zheshang Bank Co., Ltd.
Zhang Rongsen
Executive Director,
President of the Bank

Hangzhou, the PRC,
November 1, 2022

As at the date of this notice, the executive directors of the Bank are Mr. Zhang Rongsen, Ms. Ma Hong and Mr. Chen Haiqiang; the non-executive directors are Mr. Hou Xingchuan, Mr. Ren Zhixiang, Ms. Gao Qinhong, Mr. Hu Tiangao and Mr. Zhu Weiming; the independent non-executive directors are Mr. Zheng Jindu, Mr. Zhou Zhifang, Mr. Wang Guocai, Mr. Wang Wei and Mr. Xu Yongbin.

Notes:

1. Individual Shareholder who wish to attend the meeting in person shall produce his/her identity cards or other effective document or proof of identity. Proxies of individual Shareholder shall produce his/her effective proof of identity and proxy form. A corporate Shareholder should attend the meeting by its legal representative or a person authorized by its board of directors or other decision-making body upon resolution. A legal representative or an authorized person who wishes to attend the meeting should produce his/her identity card or other effective document or proof of identity. If appointed to attend the meeting, the proxy should produce his/her identity card and the proxy form which bears the corporate Shareholder's seal or is signed by its director or a proxy duly appointed.

2. Any Shareholder entitled to attend and vote at the 2022 Second EGM is entitled to appoint one or more persons (whether such person is a shareholder or not) as his/her proxy or proxies to attend and vote on his/her behalf

3. The instrument appointing a proxy must be in writing under the hand of the Shareholder or his/her attorney duly authorised in writing. For a corporate Shareholder, the proxy instrument must be affixed with the common seal or signed by its director or attorney duly authorised in writing.

4. For H Shareholders who wish to attend the 2022 Second EGM, the form of proxy (together with a notarized copy of the power of attorney or other authority (if any) if the form of proxy is signed by a person on behalf of the H Shareholder) must be delivered to the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time for holding the 2022 Second EGM or any adjournment thereof (i.e. before 2:30 p.m. on Sunday, November 20, 2022) in order to be valid. If no direction is given, the proxy will be entitled to vote or abstain as he/she thinks fit. The proxy will also be entitled to vote at his/her discretion on any resolution properly put to the 2022 Second EGM other than those referred to in the notice convening the EGM.

5. The H Shares register of members of the Bank will be closed from Wednesday, November 16, 2022 to Monday, November 21, 2022 (both days inclusive), during which period no transfer of H Shares of the Bank will be effected. For unregistered holders of H Shares who intend to attend the 2022 Second EGM, all share certificates and the transfer documents must be lodged with the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Tuesday, November 15, 2022. The holder of H Shares whose names appear on the register of members of the Bank at the close of business on Tuesday, November 15, 2022 will be entitled to attend and vote at the 2022 Second EGM.

6. Pursuant to the Hong Kong Listing Rules, each of the resolutions set out in the notice of the 2022 Second EGM will be voted by poll. Results of the poll voting will be published on the Bank's website at www.czbank.com and the website of the Hong Kong Stock Exchange at www.hkexnews.hk after the 2022 Second EGM.

7. Shareholders who attend the EGM in person or by proxy shall bear their own traveling, dining and accommodation expenses.