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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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If you are in any doubt as to any content of this circular or as to the action to be taken, you should consult licensed securities dealers or registered institutions in securities, bank managers, solicitors, professional accountants or other professional advisers.

If you have sold or transferred all your shares in Jinshang Bank Co., Ltd.\*, you should at once hand this circular, together with the accompanying form of proxy to the purchaser or the transferee or to a licensed securities dealer or registered institutions in securities or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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

**(stock code: 2558)**

**(1) PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS  
FOR THE SIXTH SESSION OF THE BOARD;  
(2) PROPOSED RE-ELECTION AND ELECTION  
OF SHAREHOLDER SUPERVISORS  
AND EXTERNAL SUPERVISORS FOR THE SIXTH SESSION  
OF THE BOARD OF SUPERVISORS;  
(3) DETERMINATION OF THE WRITE-OFF AMOUNT  
FOR NON-PERFORMING ASSETS (CREDIT AND NON-CREDIT)  
AND BAD DEBTS FOR 2023;  
AND  
(4) NOTICE OF THE 2022 FIRST EXTRAORDINARY  
GENERAL MEETING**

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The letter from the Board is set out on pages 3 to 10 of this circular.

The Bank will convene the EGM at the Conference Room, 22nd Floor, No. 59 Changfeng Street, Xiaodian District, Taiyuan, Shanxi Province, the PRC at 10:00 a.m. on Thursday, December 22, 2022. The notice of the EGM is set out on pages 27 to 30 of this circular and was despatched by the Bank on Friday, December 2, 2022.

Whether or not you intend to attend and/or vote at the EGM in person, you are requested to complete the proxy form in accordance with the instructions printed thereon and H Shareholders shall return the proxy form 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 as soon as possible and in any event, not later than 24 hours before the scheduled time (at 10:00 a.m. on Wednesday, December 21, 2022) for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude you from attending in person and voting at the EGM should you so wish, in this case, the proxy form should be deemed withdrawn. The proxy forms for the EGM were despatched on Friday, December 2, 2022.

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

December 2, 2022

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## DEFINITIONS

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

“Articles of Association”	the articles of association of the Bank, as amended, modified or otherwise supplemented from time to time
“associate(s)”	has the same meaning ascribed to it under the Listing Rules
“Bank”	Jinshang Bank Co., Ltd.*, a joint stock company established on October 16, 1998 in the PRC with limited liability pursuant to the relevant PRC laws and regulations, and, if the context requires, includes its predecessor, branches and sub-branches, excluding its subsidiary
“Board” or “Board of Directors”	the board of Directors
“Board of Supervisors”	the board of Supervisors
“CBIRC”	China Banking and Insurance Regulatory Commission (中國銀行保險監督管理委員會)
“China” or “PRC”	the People’s Republic of China, for the purpose of this circular, unless the context otherwise requires, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Director(s)”	the director(s) of the Bank
“Domestic Shareholders”	holders of the Domestic Shares of the Bank
“Domestic Shares”	the ordinary shares issued by the Bank with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in Renminbi
“Extraordinary General Meeting” or “EGM”	the 2022 first extraordinary general meeting of the Bank to be held at the Conference Room, 22nd Floor, No. 59 Changfeng Street, Xiaodian District, Taiyuan, Shanxi Province, the PRC at 10:00 a.m. on Thursday, December 22, 2022, or any adjournment thereof
“H Share Registrar”	Computershare Hong Kong Investor Services Limited

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## DEFINITIONS

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“H Shareholders”	holders of H Shares
“H Shares”	H shares of the Bank which are subscribed for and traded in Hong Kong dollars and listed and traded on the Hong Kong Stock Exchange
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, modified or otherwise supplemented from time to time
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“SFO”	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, modified, or otherwise supplemented from time to time
“Shareholder(s)”	holder of Shares in the share capital of the Bank with a nominal value of RMB1.00 each
“Shares”	the Domestic Shares and H Shares
“Supervisors”	the supervisors of the Bank
“%”	percentage

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LETTER FROM THE BOARD

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晋商银行  
Jinshang Bank

Jinshang Bank Co., Ltd.\*  
晉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: 2558)

*Executive Directors:*

Ms. Hao Qiang (郝強) (Chairwoman)

Mr. Zhang Yunfei (張雲飛) (Vice Chairman)

*Non-executive Directors:*

Mr. Li Shishan (李世山)

Mr. Xiang Lijun (相立軍) (Vice Chairman)<sup>Δ</sup>

Mr. Liu Chenhang (劉晨行)

Mr. Li Yang (李楊)

Mr. Wang Jianjun (王建軍)

*Independent non-executive Directors:*

Mr. Jin Haiteng (金海騰)

Mr. Sun Shihu (孫試虎)

Mr. Wang Liyan (王立彥)

Mr. Duan Qingshan (段青山)

Mr. Sai Zhiyi (賽志毅)

Mr. Ye Xiang (葉翔)

*Registered Address and Address  
of Head Office:*

No. 59 Changfeng Street

Xiaodian District

Taiyuan

Shanxi Province, the PRC

*Principal place of business  
in Hong Kong:*

40th Floor, Dah Sing Financial Centre

No. 248 Queen's Road East

Wanchai

Hong Kong

Δ Subject to the approval of vice chairman qualification by the regulatory authorities for the banking industry.

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## LETTER FROM THE BOARD

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December 2, 2022

*To the Shareholders*

Dear Sir or Madam,

**(1) PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS  
FOR THE SIXTH SESSION OF THE BOARD;  
(2) PROPOSED RE-ELECTION AND ELECTION  
OF SHAREHOLDER SUPERVISORS  
AND EXTERNAL SUPERVISORS FOR THE SIXTH SESSION  
OF THE BOARD OF SUPERVISORS;  
(3) DETERMINATION OF THE WRITE-OFF AMOUNT  
FOR NON-PERFORMING ASSETS (CREDIT AND NON-CREDIT)  
AND BAD DEBTS FOR 2023;  
AND  
(4) NOTICE OF THE 2022 FIRST EXTRAORDINARY  
GENERAL MEETING**

### **I. INTRODUCTION**

The Bank intends to convene the EGM at 10:00 a.m. on Thursday, December 22, 2022, at the Conference Room, 22nd Floor, No. 59 Changfeng Street, Xiaodian District, Taiyuan, Shanxi Province, the PRC. The following resolutions will be proposed for the Shareholders at the EGM, to consider and, if thought fit, to approve: (1) proposed re-election and election of Directors for the sixth session of the Board; (2) proposed re-election and election of shareholder Supervisors and external Supervisors for the sixth session of the Board of Supervisors; and (3) determination of the write-off amount for non-performing assets (credit and non-credit) and bad debts for 2023. The notice of the EGM is set out on pages 27 to 30 of this circular.

The purpose of this circular is to provide you with further details of these proposed matters to enable you to make an informed voting decision on the proposed resolutions at the EGM.

### **II. MATTERS TO BE RESOLVED AT THE EGM**

#### **1. Proposed Re-election and Election of Directors for the Sixth Session of the Board**

Reference is made to the announcement of the Bank dated November 30, 2022 (the “**Announcement**”) in relation to, among other things, the proposed re-election and election of Directors and Supervisors. The term of office of the incumbent fifth session of the Board has expired and a re-election of the former Directors and an election of new replacing Directors shall be held upon expiration.

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## LETTER FROM THE BOARD

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In accordance with the Articles of Association, the Board proposed the nomination for the re-election of the Directors as follows:

- (i) each of Ms. HAO Qiang and Mr. ZHANG Yunfei as candidate for executive Director of the sixth session of the Board;
- (ii) each of Mr. LI Shishan, Mr. LIU Chenhang, Mr. LI Yang and Mr. WANG Jianjun as candidate for non-executive Director of the sixth session of the Board; and
- (iii) each of Mr. WANG Liyan, Mr. DUAN Qingshan and Mr. SAI Zhiyi as candidate for independent non-executive Director of the sixth session of the Board.

The Board also proposed the following candidates to be newly elected by the Shareholders:

- (i) Mr. MA Hongchao as candidate for non-executive Director of the sixth session of the Board; and
- (ii) each of Ms. HU Zhihong and Mr. CHAN Ngai Sang Kenny as candidate for independent non-executive Director of the sixth session of the Board.

The appointment of the above Director candidates for the sixth session of the Board (the “**Director Candidates**”) shall be effective upon Shareholders’ approval at the EGM and for Mr. MA Hongchao, Ms. HU Zhihong and Mr. CHAN Ngai Sang Kenny shall be effective upon approval from the regulatory authorities for the banking industry and other relevant regulatory authorities on their qualifications of directorship.

The biographical details of the Director Candidates for the sixth session of the Board are set out in Appendix I to this circular.

The Nomination, Remuneration and HR Committee of the Board recommends candidates for independent non-executive Directors to the Board in accordance with the following selecting criteria and nomination procedures:

- identifying qualified individuals as independent non-executive Directors and selecting or making recommendations to the Board on selection of individuals nominated for independent non-executive Directors after due consideration of the requirements of the Company Law of the People’s Republic of China (《中華人民共和國公司法》), the Commercial Banking Law of the People’s Republic of China (《中華人民共和國商業銀行法》), the Securities Law of the People’s Republic of China (《中華人民共和國證券法》), the Corporate Governance Guidelines for Banking and Insurance Institutions (《銀行保險機構公司治理準則》) of the CBIRC, the Rules for the Independent Directors of Listed Companies of China Securities Regulatory Commission (中國證監會《上市公司獨立董事規則》) and the Articles of Association, the Rules of Procedures for the Shareholders’ General

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## LETTER FROM THE BOARD

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Meeting, the Rules of Procedures for the Board of Directors of the Bank and other laws and regulations, normative documents and documents in relation to internal governance with combination of the actual situation of the Bank's work and the contributions that such candidates may make to the Board considering various factors, including but not limited to, cultural and education background, qualification, skills, professional experience, independence, and gender diversity;

- assessing the sufficiency of time commitment of an independent non-executive Director to affairs of the Board; and
- assessing the independence of independent non-executive Directors with reference to the factors as set out in Rule 3.13 of the Listing Rules and any other factors the Nomination, Remuneration and HR Committee or the Board deems appropriate to determine their qualifications.

When nominating Mr. WANG Liyan, Mr. DUAN Qingshan, Mr. SAI Zhiyi, Ms. HU Zhihong and Mr. CHAN Ngai Sang Kenny as independent non-executive Directors, the Nomination, Remuneration and HR Committee of the Board has considered their rich experience and biographies in their areas of expertise (such as law, economics, finance and management), and satisfied that each of them possesses requisite quality, integrity and experience to perform his/her duties as an independent non-executive Director in a continuous and effective manner. Contributions of the above-mentioned candidates for independent non-executive Directors to the diversity of the Board are set forth in the biographies of the independent non-executive Directors in Appendix I to this circular. In addition, each candidate for independent non-executive Directors has confirmed to the Bank on his/her compliance with the requirements regarding independence under Rule 3.13 of the Listing Rules and the Board considers that the above-mentioned candidates for independent non-executive Directors are independent pursuant to the independence guidelines set out in Rule 3.13 of the Listing Rules.

Save as disclosed in this circular, as at the date of this circular, each of the candidates for Director: (i) has not held any other positions in the Bank or its subsidiary; (ii) has not held any other directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas during the last three years; (iii) does not have any other major appointments and professional qualifications; (iv) does not have any relationship with any Directors, Supervisors, senior management or substantial or controlling Shareholders of the Bank; and (v) does not have any interest in the Shares of the Bank which are within the meaning of Part XV of SFO.

The Bank will enter into a service contract with each of the above-mentioned Director candidates in respect of their positions for a term of office of three years commencing from the date of approval by the relevant regulatory authorities or by the Shareholders at the EGM (as the case may be) till the date of the expiration of the term of office of the sixth session of the Board, which may be terminated by the Director through submitting written notice to the Board. As both Ms. HAO Qiang and Mr. ZHANG Yunfei are subject to the administration of Shanxi Province, their remuneration as executive Directors will be determined in accordance



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## LETTER FROM THE BOARD

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with the Interim Measures for the Remuneration Administration of Persons in Charge of Provincial State-owned Local Financial Enterprises in Shanxi Province (《山西省省屬國有地方金融企業負責人薪酬管理暫行辦法》), which is mainly comprised of base annual salary, performance-based annual salary, term incentive income, social insurance, housing provident fund and benefits such as enterprise annuity. Non-executive Directors do not receive remuneration from the Bank. The annual fees for an independent non-executive Director (except for Mr. SAI Zhiyi who does not receive remuneration from the Bank as an independent non-executive Director) are expected to be RMB200,000 (pre-tax).

Save as disclosed in this circular, there is no information in relation to each of the above-mentioned candidates for Director that needs to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules. Save as mentioned above, there is no other matter in relation to the appointment of each of the candidates for Director that needs to be brought to the attention of the Shareholders.

### **2. Proposed Re-election and Election of Shareholder Supervisors and External Supervisors for the Sixth Session of the Board of Supervisors**

Reference is made to the Announcement that the term of office of the incumbent fifth session of the Board of Supervisors has expired and a re-election of the former Supervisors and an election of new replacing Supervisors shall be held upon expiration.

In accordance with the Articles of Association, the Board of Supervisors proposed the nomination for the re-election of Mr. WU Jun as candidate for external Supervisor of the sixth session of the Board of Supervisors.

In addition, the Board of Supervisors proposed the following candidates to be newly elected by Shareholders:

- (i) each of Mr. WANG Weiping, Ms. XU Jin and Mr. PANG Zhengyu as candidate for shareholder Supervisor of the sixth session of the Board of Supervisors; and
- (ii) each of Mr. ZHUO Zeyuan and Mr. BAI Guangwei as candidate for external Supervisor of the sixth session of the Board of Supervisors.

Shareholder Supervisors and external Supervisors of the Bank shall take effect upon Shareholders' approval at the EGM.

The biographical details of the above Supervisor candidates for the sixth session of the Board of Supervisors are set out in Appendix II to this circular.

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## LETTER FROM THE BOARD

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In addition, an employee representative meeting of the Bank will be held in due course to re-elect or elect the employee Supervisors, who will jointly form the sixth session of the Board of Supervisors with the shareholder Supervisors and external Supervisors to be re-elected or elected at the EGM. The appointment of the employee Supervisors is not subject to the approval of the Shareholders. The Bank will provide updates to the Shareholders as and when appropriate.

Save as disclosed in this circular, as at the date of this circular, each of the candidates for shareholder Supervisor and external Supervisor: (i) has not held any other positions in the Bank or its subsidiary; (ii) has not held any other directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas during the last three years; (iii) does not have any other major appointments and professional qualifications; (iv) does not have any relationship with any Directors, Supervisors, senior management or substantial or controlling Shareholders of the Bank; and (v) does not have any interest in the Shares of the Bank which are within the meaning of Part XV of the SFO.

The Bank will enter into a service contract with each of the above-mentioned shareholder Supervisor and external Supervisor candidates in respect of their positions for a term of office of three years from the date of the approval of the resolutions at the EGM till the date of the expiration of the term of office of the sixth session of the Board of Supervisors which may be terminated by either party furnishing written notice of not less than one month. Shareholder Supervisors do not receive remuneration from the Bank. The annual fees for an external Supervisor are expected to be RMB200,000 (pre-tax).

Save as disclosed in this circular, there is no other information in relation to the aforesaid re-election and election of shareholder Supervisors and external Supervisors that needs to be brought to the attention of the Shareholders nor other information that needs to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Listing Rules.

### **3. Determination of the Write-off Amount for Non-performing Assets (Credit and Non-credit) and Bad Debts for 2023**

On November 30, 2022, the Board resolved to submit to the Shareholders for their consideration and approval of a plan on the amount of non-performing assets (credit and non-credit) and bad debts written off for 2023 as follows:

The Bank's write-off amount for 2023 will be RMB1.5 billion (asset impairment losses).

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## LETTER FROM THE BOARD

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### III. THE EGM

The Bank intends to convene the EGM at 10:00 a.m. on Thursday, December 22, 2022, at the Conference Room, 22nd Floor, No. 59 Changfeng Street, Xiaodian District, Taiyuan, Shanxi Province, the PRC, to consider and, if thought fit, pass the resolutions in respect of the matters set out in the notice of the EGM. The notice convening the EGM dated December 2, 2022, together with the relevant form of proxy have been dispatched to the Shareholders in accordance with the Listing Rules. The notice convening the EGM is also set out on pages 27 to 30 of this circular.

The Bank's register of members will be closed from Monday, December 19, 2022 to Thursday, December 22, 2022 (both days inclusive), during which no transfer of Shares will be effected. The Shareholder(s) whose name(s) appear(s) in the Bank's register of Shareholders as at the close of business on Friday, December 16, 2022 shall be entitled to attend and vote at the EGM. H Shareholders who intend to attend and vote at the EGM shall deliver all transfer documents together with relevant share certificates and other appropriate documents for registration to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by 4:30 p.m. on Friday, December 16, 2022.

If the instrument appointing the proxy is signed by a person authorized by the appointer, the power of attorney or other authorization documents under which the instrument is signed must be notarized and shall be deposited together and at the same time with the instrument appointing the proxy. To be valid, the proxy form together with a copy of the notarized power of attorney or other authorization documents must be delivered by H Shareholders 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 later than 24 hours before the scheduled time for the holding of the EGM (i.e. 10:00 a.m. on Wednesday, December 21, 2022) or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or any adjournment thereof should you so wish, only in such event, the instrument appointing a proxy will be deemed to be revoked.

Pursuant to the Listing Rules, all resolutions at the EGM will be voted by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands). The voting results will be published on the websites of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Bank (<http://www.jshbank.com/>) in accordance with the Listing Rules.

### IV. RECOMMENDATION

The Board (including independent non-executive Directors) is of the opinion that all resolutions proposed at the EGM are in the interests of the Bank and the Shareholders as a whole. Thus, the Board recommends that the Shareholders should vote in favor of all the relevant resolutions proposed at the EGM (if applicable).

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## LETTER FROM THE BOARD

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### V. ADDITIONAL INFORMATION

Your attention is drawn to the additional information set out in the Appendices I and II of this circular.

By order of the Board  
**Jinshang Bank Co., Ltd.\***  
**LI Weiqiang**  
*Joint Company Secretary*

Taiyuan, December 2, 2022

\* *Jinshang 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.*

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**APPENDIX I                      BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES  
OF THE SIXTH SESSION OF THE BOARD**

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The biographical details of each Director candidate of the sixth session of the Board are as follows:

**EXECUTIVE DIRECTORS**

**Ms. HAO Qiang (郝強)**, aged 50, has been an executive Director and the chairwoman of the Board since July 16, 2021. She currently serves as the chairperson of the Development and Strategy Committee of the Board, a member of the Nomination, Remuneration and HR Committee of the Board, and the party committee secretary of the Bank.

Ms. Hao has over 28 years of experience in banking industry. She joined the Bank in September 2008 and worked at the preparatory team of the Bank from September 2008 to May 2009. Afterwards, Ms. Hao served as the general manager of the credit review department (授信審查部) of the Bank from May 2009 to May 2013, as the principal (負責人) and then the president of Jinyang sub-branch of the Bank from May 2013 to January 2015, as the assistant to the president of the Bank and the general manager of the corporate finance department (公司金融部) from January 2015 to November 2017, during which period she was also the general manager of the investment banking department (投資銀行部) of the Bank from April 2015 to January 2017, as the secretary to the Board from June 2017 to April 2019, and as the vice president of the Bank from November 2017 to April 2021. Prior to joining the Bank, Ms. Hao successively worked at the Taiyuan branch and then the Shanxi branch of Industrial and Commercial Bank of China Limited (中國工商銀行股份有限公司) (“ICBC”) (a company listed on the Shanghai Stock Exchange with stock code 601398, and on the Hong Kong Stock Exchange with stock code 1398) from December 1993 to September 2008.

Ms. Hao obtained a bachelor’s degree in English from Shanxi Normal University (山西師範大學) in Shanxi Province, the PRC, in June 1993. She completed the on-the-job postgraduate study in finance of Shanxi University of Finance and Economics (山西財經大學) in Shanxi Province, the PRC, in July 2003. Ms. Hao completed the EMBA core courses training program of ICBC and obtained the training certificate in November 2005.

**Mr. ZHANG Yunfei (張雲飛)**, aged 51, has been an executive Director and the vice chairman of the Board since August 30, 2021 and the president of the Bank since September 30, 2022. He is currently a member of the Board’s Development and Strategy Committee, Risk Management Committee and Related Parties Transactions Control Committee, and the deputy party committee secretary of the Bank.

Mr. Zhang has over 28 years of experience in banking industry. He joined the Bank in September 2009 and worked at the Bank’s risk management department from September 2009 to January 2014 and served as the general manager of the risk management department of the Bank from May 2013 to January 2014, served as the chief risk officer of the Bank from May 2011 to April 2021, and served as the Bank’s deputy party committee secretary and vice president from August 2021 to September 2022, taking up duties and responsibilities of the president of the Bank. Prior to joining the Bank, Mr. Zhang successively worked at the Taiyuan branch, Changzhi branch and Shanxi branch of ICBC from September 1994 to September 2009.

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**APPENDIX I                      BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES  
OF THE SIXTH SESSION OF THE BOARD**

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Mr. Zhang obtained a bachelor's degree in international trade from Shanxi Economics Management College (山西經濟管理學院) (currently known as Shanxi University of Finance and Economics (山西財經大學)) in Shanxi Province, the PRC, in July 1994. Mr. Zhang is a middle level economist granted by ICBC in July 1999.

**NON-EXECUTIVE DIRECTORS**

**Mr. LI Shishan (李世山)**, aged 57, has been a non-executive Director since June 2017. He is currently a member of the Development and Strategy Committee of the Board.

Mr. Li has more than 37 years of experience in economic management. Mr. Li worked in Shanxi Finance Bureau for over 30 years from November 1984 to August 2016. He has been employed by Shanxi Financial Investment Holding Group Co., Ltd. (山西金融投資控股集團有限公司) and its subsidiary Shanxi Equity Exchange Center Co., Ltd. (山西股權交易中心有限公司) and was nominated by Shanxi Financial Investment Holding Group Co., Ltd. as a Director of the Board in July 2016. He was the division director (處長) of economic development division I (經濟建設一處) from August 2015 to August 2016. He was the division director (處長) of the agricultural division from November 2009 to August 2015. Prior to that, Mr. Li worked in the information and internet center (信息網絡中心) from August 2005 to November 2009 as the director (主任). From August 2003 to August 2005, he served as the deputy division director (副處長) of the international matters division (國際處) and the deputy director (副主任) of the loan management office (貸款管理辦公室). Mr. Li was the deputy division director (副處長) of the external debts division (外債處) from August 2000 to August 2003. From April 1997 to August 2000, he was the deputy division director (副處長) of the foreign trade division (對外經濟貿易處). Prior to that, Mr. Li worked as a staff member (科員), senior staff member (副主任科員), and then principal staff member (主任科員) in the industrial transportation division (工交處) of Shanxi Finance Bureau from November 1984 to April 1997.

Mr. Li graduated from Correspondence Institute of the Central Committee Party School of the Communist Party of China (“CPC”) (中共中央黨校函授學院) through correspondence study in December 2000, majoring in politics and law. He is an accountant granted by Ministry of Finance of the PRC (中華人民共和國財政部) in October 1994.

**Mr. MA Hongchao (馬洪潮)**, aged 51, has 21 years of experience in economic management. Mr. Ma served as a deputy general manager and a member of the party committee in Huaneng Capital Services Co., Ltd. (華能資本服務有限公司) since June 2020. Prior to that, Mr. Ma worked in China Huaneng Finance Co., Ltd. (中國華能財務有限責任公司) (“**Huaneng Finance**”) from June 2001 to June 2020. From June 2001 to October 2012, he successively served as an employee, accountant and assistant to the manager from June 2001 to January 2004, and as a deputy manager and manager in the department of general planning (綜合計劃部) of Huaneng Finance from January 2004 to October 2012. From October 2012 to August 2014, he worked as an assistant to the general manager of Huaneng Finance as well as the manager of the department of general planning of Huaneng Finance. From August 2014 to December 2016, Mr. Ma served as the deputy general manager and a member of the party group

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**APPENDIX I                      BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES  
OF THE SIXTH SESSION OF THE BOARD**

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of Huaneng Finance. From December 2016 to August 2017, he was the deputy general manager and a member of the party committee of Huaneng Finance. From August 2017 to June 2020, he was the deputy general manager, a member of the party committee and general counsel of Huaneng Finance, during which period he also served as a member of the Standing Committee (市委常委) and the vice mayor of Yulin City (榆林市) of Shaanxi Province (suspended post) from April 2018 to June 2020, and as the party committee secretary, chairman and general manager (suspended post) of Shaanxi Yulin Energy Group Co., Ltd. (陝西榆林能源集團有限公司) from May 2019 to June 2020.

Mr. Ma obtained a doctor's degree in quantitative economy from Jilin University (吉林大學) in Jilin Province, the PRC, in June 2001. Mr. Ma is a chief senior accountant (正高級會計師) granted by China Huaneng Group Co., Ltd. (中國華能集團有限公司) in May 2020.

**Mr. LIU Chenhang (劉晨行)**, aged 57, has served as a non-executive Director since December 30, 2019. He is currently a member of the Audit Committee of the Board.

Mr. Liu has more than 37 years of experience in economic management. He has been serving as the general manager of Taiyuan Haixin Assets Management Co., Ltd. (太原市海信資產管理有限公司) since February 2018 and as a director of Taiyuan Haixin Public Rental Housing Real Estate Development Co., Ltd. (太原海信公租房置業發展有限公司) (currently known as Taiyuan Haixin Rental Housing Construction Management Co., Ltd. (太原市海信租賃住房建設管理有限公司)) since July 2018. Mr. Liu served as the deputy manager of Taiyuan Finance Assets Management Center (太原市財政資產管理中心) from February 2018 to December 2020, as the general manager of Taiyuan Linhaitong Technology and Innovation Corporate Management Co., Ltd. (太原林海通科創企業管理有限公司) from May 2018 to September 2019, and as the vice chairman of the board of directors of Taiyuan Shuilang Road Network Construction Co., Ltd. (太原水廊路網建設工程有限公司) from July 2018 to December 2019. Mr. Liu worked at Taiyuan Municipal Finance Bureau (太原市財政局) from August 1985 to February 2018 and served as a staff member of city construction section (城建科) from August 1985 to May 1995, as a deputy section chief (副科長) of other corporations section (其他企業科) from June 1995 to September 1998, as a deputy section chief (副科長) of city construction section from September 1998 to June 2002, as a deputy division director (副處長) of city construction division from June 2002 to March 2013, and as the office director (辦公室主任) of Taiyuan Municipal Finance Bureau from March 2013 to February 2018.

Mr. Liu completed studies at junior college level (專科) through correspondence study and graduated from Central Institute of Finance and Banking (中央財政金融學院) (currently known as Central University of Finance and Economics (中央財經大學)) in Beijing, the PRC, in July 1993, majoring in finance. Mr. Liu graduated from Shanxi University of Finance and Economics (山西財經大學) in Shanxi Province, the PRC, in July 1999, majoring in marketing (市場營銷). He is an accountant granted by Ministry of Finance of the PRC (中華人民共和國財政部) in October 1994.

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**Mr. LI Yang (李楊)**, aged 36, has served as a non-executive Director since September 20, 2022. He is currently a member of the Consumer Rights Protection Committee of the Board.

Mr. Li has more than eleven years of experience in corporate management. He successively worked as a salesperson of the marketing department (市場部銷售) from December 2005 to December 2007, a financial analysis officer (財務分析專員) from December 2007 to March 2009, and as a vice director (副主任) of the office of the board of directors and the manager of the strategic investment department (戰略投資部經理) of Changzhi Nanye Industry Group Co., Ltd. (長治市南燁實業集團有限公司) (“**Changzhi Nanye**”) from March 2009 to April 2011. He subsequently served as the assistant to the chairman of the board of directors of Changzhi Nanye from March 2011 to July 2017. Mr. Li then served as an executive director of Changzhi Nanye from July 2017 to June 2020. Mr. Li has been the deputy general manager of China Coal Property Insurance Co., Ltd. (中煤財產保險股份有限公司) since February 2021, the vice chairman of China Coal Property Insurance Co., Ltd. since March 2021 and a director of Chang Jiang Shipping Group Phoenix Co., Ltd. (長航鳳凰股份有限公司) (a company listed on the Shenzhen Stock Exchange with stock code 000520) since July 2020.

Mr. Li obtained a bachelor’s degree in law from Shanxi University (山西大學) in Shanxi Province, the PRC, in July 2015 and a master’s degree in Chinese history from Shanxi University in Shanxi Province, the PRC in July 2020.

Mr. Li was previously the legal representative, managing director or supervisor of the companies shown in the table below before their respective revocation of business license or deregistration.

Name of the company	Place of establishment	Position(s)	Status	Date of revocation of business license
Changzhi Nanye Mining Industry Co., Ltd. (長治市南燁礦業有限責任公司) (“ <b>Changzhi Nanye Mining Industry</b> ”)	PRC	Legal representative and managing director	Business license revoked	September 1, 2020
Changzhi Huashengrong Mining Industry Co., Ltd. (長治市華晟榮礦業有限公司) (“ <b>Changzhi Huashengrong</b> ”)	PRC	Supervisor	Dissolved and deregistered	September 7, 2011



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Mr. Li confirmed that the business license of Changzhi Nanye Mining Industry was revoked due to its failure to undergo annual inspection under the relevant PRC regulations because of its unfamiliarity with the relevant laws and regulations. Mr. Li confirmed that he did not incur any debt and/or liabilities because of such revocation of business license, and that the revocation of business license did not have any negative effect on the Bank.

Mr. Li confirmed that Changzhi Huashengrong was absorbed by Shanxi Huashengrong Coal Mine Co., Ltd. (山西華晟榮煤礦有限公司) in July 2010 and the debts and obligations of Changzhi Huashengrong were all transferred to Shanxi Huashengrong Coal Mine Co., Ltd. Mr. Li confirmed that after the absorption, Changzhi Huashengrong was deregistered and it was solvent at the time of deregistration, and he did not incur any debt and/or liabilities because of such deregistration, and that the deregistration did not have any negative effect on the Bank.

**Mr. WANG Jianjun (王建軍)**, aged 47, has been a non-executive Director since August 2018. He is currently a member of the Risk Management Committee of the Board.

Mr. Wang has over 25 years of experience in accounting. He holds positions at several subsidiaries of Lu'an Mining Industry (Group) Co., Ltd. (潞安礦業(集團)有限責任公司) (“**Lu'an Mining Group**”), including a director of Lu'an Group Finance Co., Ltd. (潞安集團財務有限公司) since August 2018, a director of Shanxi Lu'an Ruitai Investment Co., Ltd. (山西潞安瑞泰投資有限責任公司) since December 2017, and the head (部長) of the finance department (財務部) of Shanxi Lu'an Environmental-friendly Energy Development Co., Ltd. (山西潞安環保能源開發股份有限公司) (a company listed on the Shanghai Stock Exchange with stock code: 601699) since November 2017. From March 2015 to November 2017, Mr. Wang worked at Wangzhuang pit (王莊煤礦) of Lu'an Mining Group, as the section chief (科長) of the finance section (財務科) from March 2015 to February 2017, and as the chief accountant (總會計師) and a deputy division chief (副處長) from February 2017 to November 2017. He was the financial director (財務總監) of Shanxi Shouyang Luyang Ruilong Coal Industry Co., Ltd. (山西壽陽潞陽瑞龍煤業有限公司) from July 2012 to March 2015. Prior to that, Mr. Wang worked as the financial director of Shanxi Shouyang Luyang Changtai Coal Industry Co., Ltd. (山西壽陽潞陽昌泰煤業有限公司) from December 2009 to July 2012. He worked at the finance section (財務科) of Changcun pit (常村煤礦) of Lu'an Mining Group, as a staff member (科員) and then a deputy section chief (副科長) from May 1997 to December 2009.

Mr. Wang graduated from Harbin Normal University (哈爾濱師範大學) through correspondence study in Heilongjiang Province, the PRC, in July 2013, majoring in financial management (財務管理). Mr. Wang has been a member of the Chinese Institute of Certified Public Accountants since December 2009. Mr. Wang is a middle level accountant granted by the Ministry of Finance of the PRC in May 2002.

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**INDEPENDENT NON-EXECUTIVE DIRECTORS**

**Mr. WANG Liyan (王立彥)**, aged 65, has been an independent non-executive Director since September 2018. He is currently the chairperson of the Board’s Audit Committee, the vice chairperson of the Board’s Consumer Rights Protection Committee, and a member of the Board’s Related Parties Transactions Control Committee.

Mr. Wang has been working at Peking University for over 30 years since 1985 and consecutively served as a teaching assistant (助教), teacher (講師), associate professor and professor of accounting. Mr. Wang is a professor and Ph.D. supervisor of Accounting Faculty of Guanghua School of Management, Peking University. Mr. Wang is also the director of the Research Center for International Accounting and Finance of Peking University. Mr. Wang is the editor-in-chief of China Accounting Review (《中國會計評論》) and China Management Accounting (《中國管理會計》).

Mr. Wang was and is an independent non-executive director of the listed companies shown in the table below.

<b>Name of the company</b>	<b>Place of establishment</b>	<b>Nature of business</b>	<b>Term of service</b>
Beijing Dabeinong Technology Group Co., Ltd. (北京大北農科技集團股份有限公司), listed on the Shenzhen Stock Exchange (stock code: 002385)	PRC	Agricultural and sideline products processing industry	March 2020 to present
China Shengmu Organic Milk Ltd. (中國聖牧有機奶業有限公司), listed on the Hong Kong Stock Exchange (stock code: 1432)	Cayman Islands	Dairy industry	June 2017 to present
Unigroup Guoxin Microelectronics Co., Ltd. (紫光國芯微電子股份有限公司), listed on the Shenzhen Stock Exchange (stock code: 002049)	PRC	Circuit chip design and development	March 2017 to present
Gettop Acoustic Co., Ltd. (共達電聲股份有限公司), listed on the Shenzhen Stock Exchange (stock code: 002655)	PRC	Audio engineering industry	April 2018 to April 2021

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<b>Name of the company</b>	<b>Place of establishment</b>	<b>Nature of business</b>	<b>Term of service</b>
Huaxin Cement Co., Ltd. (華新水泥股份有限公司), listed on the Shanghai Stock Exchange (stock code: 600801) and on the Hong Kong Stock Exchange (stock code: 6655)	PRC	Cement industry	April 2015 to April 2021

Mr. Wang obtained a doctor’s degree in economics from Peking University in Beijing, the PRC, in July 1992. He has been a non-practicing member of the Chinese Institute of Certified Public Accountants since April 1994.

The Directors are of the view that Mr. Wang will be able to devote sufficient time to discharging his responsibilities as an independent non-executive Director of the Bank because (i) Mr. Wang expects that the time to be spent for his role as a professor in Peking University occupies less than 50% of his working time, and that he has sufficient time to fulfill his responsibilities in the Bank; and (ii) Mr. Wang has regularly attended the Board meetings of the Bank and various meetings of the committees under the Board in which he is a chairman/member since his appointment as an independent non-executive Director in September 2018.

**Mr. DUAN Qingshan (段青山)**, aged 64, was elected as an independent non-executive Director by the Shareholders’ general meeting in May 2018. He is currently the vice chairperson of the Board’s Nomination, Remuneration and HR Committee, and a member of the Board’s Risk Management Committee and the Development and Strategy Committee.

Mr. Duan has more than 48 years of experience in banking industry. He worked at the head office of China Minsheng Bank Corp., Ltd. (中國民生銀行股份有限公司) (“**China Minsheng Bank**”) (a company listed on the Shanghai Stock Exchange with stock code 600016, and on the Hong Kong Stock Exchange with stock code 1988) from November 2007 to February 2017, and served as the general manager of human resources department from November 2007 to September 2012, as the chief financial director (財務總監) from April 2010 to April 2012, and as the chairman of the board of supervisors from April 2012 to February 2017. Mr. Duan worked at the Taiyuan branch, China Minsheng Bank from November 1996 to November 2007, as a vice president from November 1996 to August 2000, and as the president from August 2000 to November 2007. Mr. Duan served as a staff member (職員) from July 1974 to August 1987 and worked in the audit division (稽核處) from September 1987 to October 1996 at the Taiyuan branch of the People’s Bank of China (the “**PBoC**”).

Mr. Duan obtained a master’s degree in business administration from Wuhan University in Hubei Province, the PRC, in December 2006.

**Mr. SAI Zhiyi (賽志毅)**, aged 53, has been an independent non-executive Director since August 2018. He is currently the chairperson of the Board's Risk Management Committee, the vice chairperson of the Audit Committee, and a member of the Nomination, Remuneration and HR Committee as well as the Consumer Rights Protection Committee.

Mr. Sai has nearly 30 years of experience in banking industry and corporate management. Mr. Sai has been the executive director of Shandong Hi-speed Group Limited (山東高速集團有限公司) since July 2020, and the chairman of the board of directors of its subsidiary Shandong Hi-speed Co., Ltd. (山東高速股份有限公司) ("**Shandong Hi-speed**", a company listed on the Shanghai Stock Exchange with stock code 600350) since July 2018. Mr. Sai served as the deputy general manager of Shandong Hi-speed Group Limited from August 2017 to July 2020. Mr. Sai worked as the vice chairman of the board of directors and the general manager of Shandong Hi-speed from June 2017 to July 2018. Prior to that, Mr. Sai worked as the vice chairman of the board of directors and the president of Weihai Commercial Bank Co., Ltd. (威海市商業銀行股份有限公司) ("**Weihai Bank**") (a company listed on the Hong Kong Stock Exchange with stock code 9677) from May 2011 to June 2017. He was the general manager of Shandong Re-guarantee Group Co., Ltd. (山東再擔保集團有限公司) from November 2009 to June 2011. Mr. Sai served as a vice president of Weihai Bank from January 2002 to October 2009. From December 1998 to January 2002, Mr. Sai served as the president of a sub-branch of Weihai Bank. From August 1997 to December 1998, he was the director (主任) of credit loan department (信貸部) of Weihai City Cooperative Bank Co., Ltd. (威海市城市合作銀行股份有限公司) (currently known as Weihai Bank). Mr. Sai worked for the Weihai branch of ICBC as an officer at deputy section level (副科級幹部) from February 1996 to August 1997. From November 1995 to February 1996, Mr. Sai served as the vice plant manager of Weihai Hua'ao Aluminum Windows Co., Ltd. (威海華澳鋁塑門窗有限公司). He worked at Weihai branch of ICBC and consecutively served as an accountant, an office clerk (辦事員) and an operation officer (業務主任) from January 1992 to November 1995.

Mr. Sai obtained a master's degree in management from Tongji University (同濟大學) in Shanghai, the PRC, in May 2004. He obtained a doctor's degree in management from Tongji University in Shanghai, the PRC, in June 2008. Mr. Sai is a senior economist granted by Department of Human Resources of Shandong Province (山東省人事廳) in March 2007.

**Ms. HU Zhihong (胡稚弘)**, aged 63, has 37 years of experience in financial technology planning and innovation in the banking industry. Ms. Hu served as the senior information technology specialist (高級信息科技專家) from May 2011 to August 2019, as a researcher at the deputy general manager level (副總經理級調研員) from July 2007 to May 2011, as the assistant to the general manager from December 1999 to June 2007, and as a departmental general manager from June 1997 to December 1999 of the software development center (軟件開發中心) of ICBC. Ms. Hu was the section chief (科長) and the deputy chief engineer (副總工程師) of the computer center (電腦中心) of Changchun branch of ICBC from September 1991 to June 1997, and a deputy section chief (副科長) of the technology section (科技處) of Jilin branch of ICBC from September 1984 to September 1991. Before that, she worked in the electrical station (電子站) of Jilin Branch of the PBoC from October 1982 to September 1984.

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Ms. Hu obtained a bachelor’s degree in engineering from Jilin University (吉林大學) in Jilin Province, the PRC, in August 1982, a master’s degree in computer science from Harbin Institute of Technology (哈爾濱工業大學) in Heilongjiang Province, the PRC, in November 2002. She is a senior engineer granted by the Senior Engineer Assessment Committee of the ICBC (中國工商銀行高級工程師評審委員會) in August 1997.

**Mr. CHAN Ngai Sang Kenny**, aged 58, is a Hong Kong Chinese citizen who has over 30 years of experience in accounting, taxation, auditing and corporate finance. He is a partner and founder of Kenny Chan & Co., a firm of Certified Public Accountants (Practicing). In addition, Mr. Chan has served on several tribunals and committees of the Government of Hong Kong, which includes the Mandatory Provident Fund Schemes Appeal Board (強制性公積金計劃上訴委員會), and the Advisory Committee on “Enhancing Self-Reliance” Through District Partnership Programme, where he has served as a committee member, and the Organizing Committee of the Hong Kong Youth Cultural & Arts Competitions Committee (全港青年學藝比賽大會統籌委員會) and the Youth Development Programme Advisory Committee of Home Affairs Department (民政事務總署青年發展計劃諮詢小組), where he has served as the chairperson. Mr. Chan was an independent non-executive director of Kingland Group Holdings Limited (景聯集團控股有限公司, a company listed on the Hong Kong Stock Exchange with stock code 1751 formerly known as “Sing On Holdings Limited”) from November 2016 to May 2020. Currently, Mr. Chan is an independent non-executive director of the listed companies shown in the table below.

<b>Name of the company</b>	<b>Place of establishment</b>	<b>Nature of business</b>	<b>Term of service</b>
Zhongyuan Bank Co., Ltd. (中原銀行股份有限公司), listed on the Hong Kong Stock Exchange (stock code: 1216)	PRC	Banking industry	March 2017 to present

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<b>Name of the company</b>	<b>Place of establishment</b>	<b>Nature of business</b>	<b>Term of service</b>
CMIC Ocean En-Tech Holding Co, Ltd. (華商國際海洋能源科技控股有限公司), listed on the Hong Kong Stock Exchange (stock code: 206)	Cayman Islands	Asset investment and operation management of offshore engineering platforms, design, manufacturing and service of related equipment and packages in the land and offshore oil and gas exploration and development, the offshore wind power installation and other industries, and other clean energy and technology investments	October 2005 to present
Minsheng Education Group Co. Ltd. (民生教育集團有限公司), listed on the Hong Kong Stock Exchange (stock code: 1569)	Cayman Islands	Education industry	March 2017 to present
Hebei Construction Group Corporation Limited (河北建設集團股份有限公司), listed on the Hong Kong Stock Exchange (stock code: 1727)	PRC	Construction industry	December 2017 to present
Pak Tak International Limited (百德國際有限公司), listed on the Hong Kong Stock Exchange (stock code: 2668)	Bermuda	Supply chain business, leasing business, property investment, money lending business and securities investment	October 2019 to present

Mr. Chan has been a member of the Institute of Chartered Accountants of New Zealand (currently known as Chartered Accountants Australia and New Zealand) since March 1998, the Hong Kong Institute of Certified Public Accountants (香港會計師公會) since February 1992 and the Hong Kong Institute of Directors (香港董事學會) since October 2016. Mr. Chan received a bachelor's degree in commerce (accounting and finance) from the University of New South Wales in Australia in October 1988. Mr. Chan has been a member of the Taxation Institute of Hong Kong (香港稅務學會) since August 1998 and the Australian Society of Certified Practising Accountants (currently known as CPA Australia) since February 1989.

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The Directors are of the view that Mr. Chan will be able to devote sufficient time to discharge his responsibilities as an independent non-executive Director of the Bank because Mr. Chan expects that the time to be spent for his role as an independent non-executive director of the listed companies as disclosed above occupies approximately 80% of his working time, and the Bank occupies approximately 20% of his working time, and his working time to be devoted to the Bank is sufficient for him to fulfill his responsibilities in the Bank.

The biographical details of each shareholder Supervisor and external Supervisor candidate of the sixth session of the Board of Supervisors are as follows:

#### SHAREHOLDER SUPERVISORS

**Mr. WANG Weiping (王衛平)**, aged 51, has 28 years of experience in economic management. Mr. Wang has served as the deputy chief accountant (副總會計師) and head of the financial asset department (財務資產部部長) of Jinneng Group Co., Ltd. (晉能控股電力集團有限公司) since March 2021. Mr. Wang worked in Taiyuan No. 1 Construction Engineering Company (太原市第一建築工程公司) as a corporate accountant (公司會計) from May 1994 to July 1997. From July 1997 to October 1999, he worked as a project manager in Shanxi Gaoxin Accounting Firm (山西高新會計師事務所). He then worked in Shanxi Local Power Co., Ltd. (山西地方電力公司) from October 1999 to February 2002. He worked at Shanxi Financial Leasing Co., Ltd. (山西金融租賃公司) from February 2002 to February 2008, during which period he served as the deputy chief accountant (副總會計師) and manager of the accounting and finance department (計財部) from February 2002 to January 2004, and as assistant to the general manager from January 2004 to February 2008. He worked in Shanxi International Electricity Group Limited Company (山西國際電力集團有限公司) from February 2008 to December 2008. After that, he worked as a member of the party committee and chief accountant (總會計師) in Shanxi International Electricity Asset Management Company (山西國際電力資產管理公司) from December 2008 to October 2009. Mr. Wang was a member of the party committee and chief accountant of Shanxi Top Energy Co., Ltd. (山西通寶能源股份有限公司) from October 2009 to January 2011 and a member of the party committee and chief accountant of Shanxi International Electricity Property Co., Ltd. (山西國電置業有限公司) from January 2011 to July 2014. Mr. Wang served as the manager of finance department (財務部經理) of Jinneng Electricity Group Co., Ltd. (晉能電力集團有限公司) from July 2014 to March 2017. He then served as a member of the party committee and chief accountant (總會計師) of Jinneng Electricity Group Co., Ltd. from March 2017 to March 2021.

Mr. Wang obtained a bachelor's degree through correspondence study in accounting from Shanxi Radio and Television University (山西廣播電視大學) (currently known as Shanxi Open University (山西開放大學)) in Shanxi Province, the PRC, in June 2009. Mr. Wang is a senior accountant (高級會計師) granted by Department of Human Resources and Social Security of Shanxi Province (山西省人力資源和社會保障廳) in October 2010.

**Mr. PANG Zhengyu (龐徵宇)**, aged 39, has 15 years of experience in economic management. Mr. Pang has served as the deputy head of the planning and finance department (計劃財務部副部長) of Jinneng Holding Equipment Manufacturing Group Co., Ltd. (晉能控股裝備製造集團有限公司) since June 2021. He worked in Shanxi Jincheng Anthracite Coal Mining Group Co., Ltd. (山西晉城無煙煤礦業集團有限責任公司) (currently known as Jinneng Holding Equipment Manufacturing Group Co., Ltd. (晉能控股裝備製造集團有限公司)) from September 2007 to December 2020, and consecutively served as the accountant, deputy section chief (副科長), and section chief (科長) of the property section, finance center (財務中心產權



科). After that, Mr. Pang successively worked as the head of finance department (財務部主管) and head of the financial management office (財務管理室主管) in Jinneng Holding Equipment Manufacturing Group Co., Ltd. from December 2020 to June 2021.

Mr. Pang obtained a bachelor's degree in accounting from Taiyuan University of Technology (太原理工大學) in Shanxi Province, the PRC, in July 2007. Mr. Pang further obtained a master's degree in economics from Dongbei University of Finance and Economics (東北財經大學) in Liaoning Province, the PRC, in January 2014 after studying in the executive Master of Professional Accounting (MPACC) class from January 2011 to January 2014. Mr. Pang obtained the qualification as an accountant (會計師) from Ministry of Finance of the PRC (中華人民共和國財政部) in September 2018.

**Ms. XU Jin (徐瑾)**, aged 45, was a shareholder Supervisor of the Bank from December 2015 to June 2021.

Ms. Xu has 22 years of experience in economic management. Ms. Xu has been working as the director (部長) of the capital operation department (資本運營部) of Shanxi Coking Coal Co., Ltd. (山西焦煤集團有限責任公司) (“**Shanxi Coking Coal**”) since November 2020.

From November 2009 to November 2020, Ms. Xu consecutively served as the vice director (副主任), head of property management (資產管理主管) and deputy head (副部長) of the finance department (財務部), director (主任) of the preparatory office of finance shared center (財務共享中心籌備辦公室) and deputy director (副主任) of the financial work office (金融工作辦公室) of Shanxi Coking Coal. Before that, she successively served as a staff member (科員) and deputy chief staff member (副主任科員) in the capital settlement and management center (資金結算管理中心) of Shanxi Coking Coal from January 2006 to November 2009. Ms. Xu worked in the West Bureau Workers General Hospital (西局職工總醫院) from December 1999 to September 2003. She then worked in the finance division (財務處) in the headquarter of Xishan Coal Company (西山煤礦總公司) from October 2003 to January 2006.

Ms. Xu obtained a bachelor's degree in engineering in June 2003 from Taiyuan University of Technology (太原理工大學) in Shanxi Province, the PRC. She obtained a bachelor's degree in accounting from Taiyuan University of Technology in January 2008 through correspondence study in the evening university (夜大). Ms. Xu obtained a master's degree in business administration in June 2011 from Shanxi University of Finance and Economics (山西財經大學) in Shanxi Province, the PRC. Ms. Xu has been a non-practicing member of the Chinese Institute of Certified Public Accountants since December 2006. She is also a holder of the certificate of senior level of accounting granted by Department of Resource and Social Security of Shanxi Province (山西省人力資源和社會保障廳) in April 2011.

**EXTERNAL SUPERVISORS**

**Mr. ZHUO Zeyuan (卓澤淵)**, aged 59, joined Central Party School of the CPC (中央黨校) in August 2003. He became the vice director of the political science and law department (政法部副主任) in December 2003 and the principal of the graduate school (研究生院院長) in July 2008 at the Central Party School of the CPC. Mr. Zhuo has also been working as the deputy director (suspended post) of the office for judicial reform of the Supreme People’s Court (最高人民法院司法體制改革辦公室副主任) since December 2012. Mr. Zhuo has been serving as the standing vice director (常務副主任) of the Central Party School of the CPC since January 2015, and the director of the political science and law department of the Central Party School of the CPC since November 2015. Mr. Zhuo served as the deputy head of the education division (副教育長) of Central Party School of the CPC (National School of Administration) (中央黨校(國家行政學院)) from August 2018 to July 2021, and he subsequently became a professor in the political science and law department in July 2021. Mr. Zhuo served as a teaching assistant in the faculty of law of the Southwest University of Political Science & Law (西南政法大學) (“SWUPL”) from July 1984 to September 1987, and he then studied for a master’s degree in SWUPL from September 1987 to July 1990. From July 1990 to August 2003 he worked in SWUPL and served consecutively as a teaching assistant, lecturer, associate professor, professor, member of the school’s standing party committee and vice principal.

Mr. Zhuo obtained a bachelor’s degree in law from SWUPL in Chongqing, the PRC, in July 1984, a master’s degree in law from SWUPL in July 1990, and an on-job doctorate degree in law from the Graduate School of Chinese Academy of Social Sciences (中國社會科學院研究生院) in Beijing, the PRC, in July 2000.

**Mr. WU Jun (吳軍)**, aged 69, has been an external Supervisor since May 2018.

Mr. Wu worked at School of Banking & Finance (金融學院) of University of International Business and Economics (“SoBF”) for over 25 years since 1992 and once served as deputy professor, professor, Ph.D. supervisor and dean of SoBF.

Mr. Wu was and is an independent non-executive director of the companies shown in the table below.

<b>Name of the company</b>	<b>Place of establishment</b>	<b>Nature of business</b>	<b>Term of service</b>
Southwest Securities International Securities Ltd. (西證國際證券股份有限公司), listed on the Hong Kong Stock Exchange (stock code: 0812)	Bermuda	Financial services	January 2015 to June 2020

**APPENDIX II**

**BIOGRAPHICAL DETAILS OF THE SHAREHOLDER SUPERVISOR AND EXTERNAL SUPERVISOR CANDIDATES OF THE SIXTH SESSION OF THE BOARD OF SUPERVISORS**

<b>Name of the company</b>	<b>Place of establishment</b>	<b>Nature of business</b>	<b>Term of service</b>
Southwest Securities Co., Ltd. (西南證券股份有限公司), listed on the Shanghai Stock Exchange (stock code: 600369)	PRC	Financial services	March 2009 to March 2017
Shaoxing Ruifeng Rural Commercial Bank Co., Ltd. (紹興瑞豐農村商業銀行股份有限公司), listed on the Shanghai Stock Exchange (stock code: 601528)	PRC	Financial services	March 2005 to March 2017
Shenxin Taifeng Group Co., Ltd. (深信泰豐(集團)股份有限公司), listed on the Shenzhen Stock Exchange (stock code: 000034) (the company was renamed as “Digital China Group Co., Ltd. (神州數碼集團股份有限公司)” in 2016)	PRC	Technology, telecommunications and aquaculture, etc.	June 2008 to June 2014
Shijihengtong Technology Co., Ltd. (世紀恒通科技股份有限公司)	PRC	Technology services, etc.	March 2019 to present
Bank of Jinzhou Co., Ltd. (錦州銀行股份有限公司), listed on the Hong Kong Stock Exchange (stock code: 0416)	PRC	Financial services	November 2019 to present
New China Asset Management Co., Ltd. (新華資產管理股份有限公司)	PRC	Insurance asset management	March 2020 to present

Mr. Wu obtained a junior college (專科) degree in finance from the finance department, Yunnan Finance and Trade College in Yunnan Province, the PRC, in July 1981. He obtained a master’s degree in finance from the Finance Research Institute of Head Office of the PBoC (中國人民銀行總行金融研究所) (currently known as PBC School of Finance, Tsinghua University (清華大學五道口金融學院)) in Beijing, the PRC, in July 1988. Mr. Wu obtained a doctor’s degree in finance from the Finance Research Institute of Head Office of the PBoC in March 1995.

**Mr. BAI Guangwei (擺光煒)**, aged 57, has been the chairman of Shanghai Tian Quan Investment Management Co., Ltd. (上海天泉投資管理有限公司) since October 2014. Mr. Bai served consecutively as a staff member (科員) and the credit director of the operation division (營業部信貸負責人) of Shanxi branch of China Investment Bank (中國投資銀行) from July 1986 to December 1997, during which period he was seconded to the government of Shanxi Province from September 1992 to July 1993. He worked in Huaxia Bank Co., Ltd. (華夏銀行股份有限公司) (a company listed on the Shanghai Stock Exchange with stock code 600015)

from January 1998 to July 2014, during which period he served consecutively as the general manager of the division for individuals (個人部) in Taiyuan branch, president of the Taoyuan South Road sub-branch under Taiyuan branch, vice president of Urumqi branch and vice president of Shanghai branch.

Mr. Bai obtained an EMBA degree from South China University of Technology (華南理工大學) in Guangdong Province, the PRC, in July 2008. Mr. Bai obtained the qualification as an economist (經濟師) from the 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 2003.

# NOTICE OF THE 2022 FIRST EXTRAORDINARY GENERAL MEETING



**Jinshang Bank Co., Ltd.\***  
**晉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: 2558)**

## NOTICE OF THE 2022 FIRST EXTRAORDINARY GENERAL MEETING

Reference is made to the circular of Jinshang Bank Co., Ltd.\* (the “**Bank**”) dated December 2, 2022 (the “**Circular**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Circular.

**NOTICE IS HEREBY GIVEN** that the 2022 First Extraordinary General Meeting (the “**EGM**”) of the Bank will be held at 10:00 a.m. on Thursday, December 22, 2022 at the Conference Room, 22nd Floor, No. 59 Changfeng Street, Xiaodian District, Taiyuan, Shanxi Province, the PRC, to consider and, if thought fit, to pass the following resolutions:

### ORDINARY RESOLUTIONS

1. To consider and approve the re-election and election of Directors for the sixth session of the Board:
  - (i) to consider and approve Ms. HAO Qiang as an executive Director of the sixth session of the Board;
  - (ii) to consider and approve Mr. ZHANG Yunfei as an executive Director of the sixth session of the Board;
  - (iii) to consider and approve Mr. LI Shishan as a non-executive Director of the sixth session of the Board;
  - (iv) to consider and approve Mr. MA Hongchao as a non-executive Director of the sixth session of the Board;
  - (v) to consider and approve Mr. LIU Chenhang as a non-executive Director of the sixth session of the Board;
  - (vi) to consider and approve Mr. LI Yang as a non-executive Director of the sixth session of the Board;
  - (vii) to consider and approve Mr. WANG Jianjun as a non-executive Director of the sixth session of the Board;

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## NOTICE OF THE 2022 FIRST EXTRAORDINARY GENERAL MEETING

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- (viii) to consider and approve Mr. WANG Liyan as an independent non-executive Director of the sixth session of the Board;
  - (ix) to consider and approve Mr. DUAN Qingshan as an independent non-executive Director of the sixth session of the Board;
  - (x) to consider and approve Mr. SAI Zhiyi as an independent non-executive Director of the sixth session of the Board;
  - (xi) to consider and approve Ms. HU Zhihong as an independent non-executive Director of the sixth session of the Board; and
  - (xii) to consider and approve Mr. CHAN Ngai Sang Kenny as an independent non-executive Director of the sixth session of the Board.
2. To consider and approve the re-election and election of shareholder Supervisors and external Supervisors for the sixth session of the Board of Supervisors:
- (i) to consider and approve Mr. WANG Weiping as a shareholder Supervisor of the sixth session of the Board of Supervisors;
  - (ii) to consider and approve Ms. XU Jin as a shareholder Supervisor of the sixth session of the Board of Supervisors;
  - (iii) to consider and approve Mr. PANG Zhengyu as a shareholder Supervisor of the sixth session of the Board of Supervisors;
  - (iv) to consider and approve Mr. ZHUO Zeyuan as an external Supervisor of the sixth session of the Board of Supervisors;
  - (v) to consider and approve Mr. WU Jun as an external Supervisor of the sixth session of the Board of Supervisors; and
  - (vi) to consider and approve Mr. BAI Guangwei as an external Supervisor of the sixth session of the Board of Supervisors.
3. To consider and approve the determination of the write-off amount for non-performing assets (credit and non-credit) and bad debts for 2023.

By order of the Board  
**Jinshang Bank Co., Ltd.\***  
**LI Weiqiang**  
*Joint company secretary*

Taiyuan, December 2, 2022

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## NOTICE OF THE 2022 FIRST EXTRAORDINARY GENERAL MEETING

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*As at the date of this notice, the Board comprises Ms. HAO Qiang and Mr. ZHANG Yunfei as executive Directors; Mr. LI Shishan, Mr. XIANG Lijun, Mr. LIU Chenhang, Mr. LI Yang and Mr. WANG Jianjun as non-executive Directors; Mr. JIN Haiteng, Mr. SUN Shihu, Mr. WANG Liyan, Mr. DUAN Qingshan, Mr. SAI Zhiyi and Mr. YE Xiang as independent non-executive Directors.*

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

Notes:

1. For more information about the above resolutions, please refer to the Circular.

### **2. Registration Procedures for Attending the EGM**

Individual Shareholders who wish to attend the meeting in person shall produce their identity cards or other effective document(s) or proof of identity and stock account cards. Proxies of individual Shareholders shall produce their effective document of identity and proxy form. A corporate Shareholder should attend the meeting by its legal representative or proxy appointed by the legal representative. A legal representative who wishes to attend the meeting should produce his/her identity card or other valid document(s) evidencing his/her capacity as a legal representative. If being appointed to attend the meeting, the proxy should produce his/her identity card and an authorization instrument duly signed by the legal representative of the corporate Shareholder.

### **3. Proxy**

Any Shareholder entitled to attend and vote at the EGM is entitled to appoint one or more person(s) (if the Shareholder holds two or more issued Shares), whether (each of) such person(s) is a Shareholder or not, as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the EGM. The instrument appointing a proxy must be signed by the Shareholder or his/her attorney duly authorized in writing. For a corporate Shareholder, the proxy instrument must be affixed with the common seal or signed by its director or attorney duly authorized in writing. If the power of attorney of the proxy is signed by the authorized person of the appointer under a power of attorney or other authorization document(s) given by the appointer, such power of attorney or other authorization document(s) shall be notarized and served at the same time as the power of attorney. To be valid, the form of proxy, together with a notarially certified copy of the power of attorney or other authorization document(s) must be delivered by H Shareholders 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 no later than 24 hours before the scheduled time for the holding of the EGM (i.e. 10:00 a.m. on December 21, 2022 (Wednesday)) or any adjournment thereof (as the case may be). In case of registered joint holders of any Shares, any one of the registered joint holders can vote on such Shares at the EGM 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 EGM in person or by proxy, only the vote of the person whose name appears first in the register of members of the Bank relating to such Shares (in person or by proxy) will be accepted as the sole and exclusive vote of the joint holders. After the completion and return of the form of proxy and the power of attorney, you can attend and vote in person at the EGM or any adjournment thereof should you so wish. In this case, the power of attorney will be deemed to have been revoked.

### **4. Closure of Register of Members**

The Bank's register of members will be closed from December 19, 2022 (Monday) to December 22, 2022 (Thursday), both days inclusive. The Shareholders whose names appear in the Bank's register of members as at the close of business on December 16, 2022 (Friday) shall be entitled to attend and vote at the EGM. For H Shareholders to be eligible for attending and voting at the EGM, all transfer document(s) together with the relevant share certificates and other appropriate document(s) shall be delivered to 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 no later than 4:30 p.m. on December 16, 2022 (Friday).

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## **NOTICE OF THE 2022 FIRST EXTRAORDINARY GENERAL MEETING**

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### **5. Publication of Poll Results**

Pursuant to the Listing Rules, all resolutions at the EGM will be voted by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands). The results of poll will be published on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Bank (<http://www.jshbank.com/>) in accordance with the Listing Rules.

### **6. Miscellaneous**

The EGM is expected to last for no more than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own traveling, dining and accommodation expenses.