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中原銀行股份有限公司*
ZHONGYUAN BANK CO., LTD.*

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

(Stock Code of H Shares: 1216)

(Stock Code of Preference Shares: 4617)

**PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS;
AND
PROPOSED ELECTION OF SUPERVISORS**

The board (the **“Board”**) of directors (the **“Directors”**) of Zhongyuan Bank Co., Ltd.* (the **“Bank”**) hereby announces that:

I. PROPOSED RE-ELECTION AND ELECTION OF DIRECTORS

The term of the second session of the Board of the Bank has expired. In accordance with the articles of association (the **“Articles of Association”**) of the Bank, upon expiry of the term of the second session of the Board, the Directors, if eligible, may offer themselves for re-election. Each of the existing Directors shall retire from office and shall be eligible for re-election at the 2023 second extraordinary general meeting of the Bank (the **“EGM”**), except for Mr. Li Yulin, who will not offer himself for re-election as an executive Director, Mr. Mi Hongjun, who will not offer himself for re-election as a non-executive Director, and Ms. Pang Hong, Mr. Li Hongchang, Mr. Jia Tingyu and Mr. Chan Ngai Sang Kenny, who will not offer themselves for re-election as the independent non-executive Directors.

Mr. Li Yulin will not offer himself for re-election as an executive Director at the EGM due to change of his job assignment. Mr. Mi Hongjun will not offer himself for re-election as a non-executive Director at the EGM due to his focus on other business commitments. Ms. Pang Hong, Mr. Li Hongchang, Mr. Jia Tingyu and Mr. Chan Ngai Sang Kenny will not offer themselves for re-election as the independent non-executive Directors due to their service period as an independent non-executive Director for more than six consecutive years, pursuant to the Code of Corporate Governance for Banking and Insurance Institutions (Yin Bao Jian Fa [2021] No. 14) and other relevant regulatory requirements.

Each of Mr. Li Yulin, Mr. Mi Hongjun, Ms. Pang Hong, Mr. Li Hongchang, Mr. Jia Tingyu and Mr. Chan Ngai Sang Kenny has confirmed that he/she has no disagreement with the Board and that there is no matter relating to his/her retirement that needs to be brought to the attention of shareholders of the Bank (the **“Shareholders”**) or The Stock Exchange of Hong Kong Limited (the **“Stock Exchange”**). The Board would like to take this opportunity to express its sincere appreciation to Mr. Li Yulin, Mr. Mi Hongjun, Ms. Pang Hong, Mr. Li Hongchang, Mr. Jia Tingyu and Mr. Chan Ngai Sang Kenny for their valuable contribution during their tenure of office.

On September 21, 2023, in accordance with the relevant requirements of the Company Law of the People's Republic of China (the "**Company Law**") and the Articles of Association, after qualification review and recommendation by the nomination and remuneration committee (the "**Nomination and Remuneration Committee**") of the second session of the Board of the Bank, the Board proposed as follows:

- (i) to re-elect each of Mr. Guo Hao and Mr. Wang Jiong as an executive Director of the third session of the Board, and Ms. Zhang Qiuyun as a non-executive Director of the third session of the Board (the "**Proposed Re-election**"); and
- (ii) to elect each of Mr. Feng Ruofan and Ms. Zhang Shu as a non-executive Director of the third session of the Board, and each of Mr. Xu Yiguo, Ms. Zhao Zijian, Mr. Wang Maobin, Mr. Pan Xinmin and Mr. Gao Pingyang as an independent non-executive Director of the third session of the Board (the "**Proposed Election**").

The Proposed Re-election is subject to the approval by the Shareholders at the EGM. The Proposed Election is subject to the approval by the Shareholders at the EGM and the approval by the Henan Office of the National Administration of Financial Regulation. The final list and number of members of the third session of the Board of the Bank are subject to the approval of the EGM and the Henan Office of the National Administration of Financial Regulation, and the number of members shall be no less than the minimum number as stipulated in the Articles of Association.

Details of the biographies of Mr. Guo Hao, Mr. Wang Jiong, Ms. Zhang Qiuyun, Mr. Feng Ruofan, Ms. Zhang Shu, Mr. Xu Yiguo, Ms. Zhao Zijian, Mr. Wang Maobin, Mr. Pan Xinmin and Mr. Gao Pingyang are set out below:

Executive Directors

Biographical details of the executive Director candidates are as follows:

Mr. Guo Hao (郭浩), born in June 1974, Chinese. He was a representative of the 13th and 14th National People's Congress and a member of the 11th Henan Provincial Committee of the Communist Party of China. Mr. Guo Hao has been the secretary of the party committee, the Chairman of the Board and an executive Director of the Bank since June 2023. From May 2023 to June 2023, he served as the secretary of the party committee and an executive Director of the Bank. From April 2023 to May 2023, he served as the secretary of the party committee of the Bank. From March 2023 to April 2023, he served as the deputy secretary of the party leadership group and candidate for director of the Henan Provincial Financial Supervision and Administration. From November 2017 to March 2023, he served as the deputy secretary of the Hebi Municipal CPC Committee, acting mayor and mayor of Hebi city, Henan Province. From August 2016 to November 2017, he served as the deputy secretary-general of the Henan Provincial Government, member of the party leadership group of the general office of the Henan Provincial Government, secretary of the party leadership group and director of the research office of the Henan Provincial Government. From September 2013 to August 2016, he served as the deputy secretary-general of the Henan Provincial Government and member of the party leadership group of the general office of the Henan Provincial Government. From February 2009 to September 2013, he served as a member of the party leadership group and the deputy director of the financial services office of the Henan Provincial Government. From October 2008 to February 2009, he served as a member of the party committee and deputy director of the Henan Rural

Credit Cooperatives Union. From April 2004 to October 2008, he successively served as the deputy director and director of Financial Work Committee of Beijing Municipal Committee (Financial Work Office of Beijing Municipal Government), State-owned Assets Supervision and Administration Commission of Beijing Municipality, and Beijing Municipal Commission of Development and Reform (Beijing Municipal Financial Services Leading Group Office). From July 1999 to April 2004, he worked at the headquarters of China Development Bank.

Mr. Guo Hao obtained a bachelor's degree in economics from Renmin University of China in July 1996, a master's degree in economics from Renmin University of China in July 1999, and a doctor's degree in economics from Renmin University of China in July 2003.

Mr. Wang Jiong (王炯), born in June 1968, Chinese, is a senior accountant. Mr. Wang Jiong has been the vice chairman of the Board and an executive Director of the Bank since January 2023. He served as the president and an executive Director of the Bank from December 2014 to January 2023. He served as the secretary of the party committee and the president of the Haikou Branch of China CITIC Bank from May 2012 to December 2014, and was in charge of the planning group of the Haikou Branch of China CITIC Bank from November 2011 to May 2012. He successively served as the deputy general manager and the general manager of the planning and financing department, the assistant to the president, and the vice president at the Zhengzhou Branch of China CITIC Bank from March 2001 to November 2011. He successively served as the deputy manager, the manager, and the assistant to the general manager of the business department, and the assistant to the general manager and the deputy general manager of the financial accounting department of the Zhengzhou Branch of China Guangfa Bank from December 1995 to March 2001. He worked at the Zhengzhou Railway Branch of China Construction Bank from August 1993 to November 1995 and at the human resources department of Zhengzhou College of Industry (鄭州工學院) from July 1990 to August 1993.

Mr. Wang Jiong received a bachelor's degree in applied physics from Wuhan University (武漢大學) in July 1990, a secondary bachelor's degree in ideological and political education from Xi'an Jiaotong University (西安交通大學) in July 1994, a doctor's degree in economics from Zhongnan University of Economics and Law in June 2009 and a master's degree in business administration from Tsinghua University PBC School of Finance in June 2021. Mr. Wang Jiong is a senior accountant accredited by the Review Committee of Senior Professional and Technical Positions of Accounting Professions of Henan Province (河南省會計系列高級專業技術職務評委會) in April 2000.

Non-executive Directors

Biographical details of the non-executive Director candidates are as follows:

Ms. Zhang Qiuyun (張秋雲), born in February 1972, Chinese. Ms. Zhang Qiuyun has been serving as the vice general manager of Henan Investment Group Co., Ltd. since September 2022. She served as head of financial management department of Henan Investment Group Co., Ltd. from June 2019 to September 2022; the executive deputy director of Management Committee of Zhengzhou Area of China (Henan) Pilot Free Trade Zone from August 2017 to June 2019; the secretary of the party branch of Henan Academy of Macroeconomic Research from June 2015 to August 2017; a deputy researcher and deputy director in Finance Department of Henan Provincial Development and Reform Commission from July 2004 to June 2015; and a teacher in Kaifeng No.1 Middle School from March 1993 to September 1998. In addition, she has been concurrently serving as a supervisor of Central China Securities Co., Ltd. since June 2020.

Ms. Zhang Qiuyun obtained a bachelor's degree majoring in history from Henan University in June 1997, a master's degree in economics from Henan University in June 2001, and a doctor's degree in economics from Fudan University in June 2004.

Mr. Feng Ruofan (馮若凡), born in September 1983, Chinese, is an intermediate economist. Mr. Feng Ruofan has been serving as an executive director of Zhongfu Digital Technology Co., Ltd. (中富數字科技有限公司), and the deputy director of the financial management department and the secretary of the party branch of Henan Investment Group Co., Ltd. (河南投資集團有限公司) since April 2023, and the deputy general manager of Henan Zhongyuan Financial Holdings Co., Ltd. (河南中原金融控股有限公司) since September 2022. From September 2019 to April 2023, he served as the deputy director of the financial management department of Henan Investment Group Co., Ltd. (during which, he worked as an exchange personnel at the second customer division of the Henan Branch of China Development Bank and served as the deputy director from January 2020 to December 2020). From April 2018 to September 2019, he served as the senior business manager of the financial management department of Henan Investment Group Co., Ltd. From November 2015 to April 2018, he served as the business manager of the financial management department of Henan Investment Group Co., Ltd. From November 2008 to November 2015, he successively served as the business supervisor and business manager of the eighth asset management department and the business manager of the second asset management department of Henan Investment Group Co., Ltd.

Mr. Feng Ruofan obtained a bachelor's degree in international communication from the School of Communication of the Universal College of Learning in New Zealand in July 2007 and a master's degree in global communication from the School of Journalism and Communication of The Chinese University of Hong Kong in December 2008.

Ms. Zhang Shu (張姝), born in June 1965, Chinese, is an intermediate economist. Ms. Zhang Shu has been serving as a director of Jiangsu Wuzhong Group Co., Ltd. (江蘇吳中集團有限公司) since March 2023. From December 2011 to March 2023, she served as the vice president of Jiangsu Wuzhong Group Co., Ltd. From October 2011 to December 2011, she served as the general manager of the risk management department of Bank of China Suzhou Branch (中國銀行蘇州分行). From March 2007 to October 2011, she served as the president of Bank of China Suzhou Wuzhong Branch (中國銀行蘇州吳中支行). From September 2003 to March 2007, she served as the vice president of Bank of China Suzhou Industrial Park Sub-branch (中國銀行蘇州工業園區支行). From October 1999 to September 2003, she successively served as the assistant president of the office and risk management department of BOC International Holdings (Hong Kong) Limited (中銀國際控股(香港)有限公司). From May 1992 to October 1999, she served as the section chief of the first credit division of the credit business department of Bank of China Suzhou Branch (中國銀行蘇州分行). From May 1990 to May 1992, she worked at the trade settlement department of Bank of China Suzhou Branch. From August 1986 to May 1990, she worked at the business department of Bank of China Suzhou Branch. In addition, she has been concurrently serving as a shareholder director of Bank of Suzhou Co., Ltd. (listed on the Shenzhen Stock Exchange, stock code: 002966.SZ) since July 2016.

Ms. Zhang Shu graduated from Nanjing Normal University in June 1995, majoring in English and graduated from the Graduate School of Chinese Academy of Social Sciences in April 1998, majoring in world economy.

Independent non-executive Directors

Biographical details of the independent non-executive Director candidates are as follows:

Mr. Xu Yiguo (徐義國), born in June 1972, Chinese. Mr. Xu Yiguo has been a professor and doctoral supervisor at the University of Chinese Academy of Social Sciences since October 2022. He has been concurrently serving as the secretary-general of the National Institution for Finance & Development (the first batch of national high-end think tanks) since January 2016. From September 2003 to October 2022, he served as a researcher at the Institute of Finance & Banking, Chinese Academy of Social Sciences (中國社會科學院金融研究所). From July 1994 to September 2003, he served as the deputy director and a lecturer of the Department of Business Administration of the School of Administrators, Chinese Academy of Sciences (School of Management, University of Science and Technology of China) (中國科學院管理幹部學院(中國科技大學管理學院)).

Mr. Xu Yiguo obtained a bachelor's degree in economics from Renmin University of China (中國人民大學) in July 1994 and a doctor's degree in economics from the University of Chinese Academy of Social Sciences (中國社會科學院大學) in July 2008.

Ms. Zhao Zijian (趙紫劍), born in October 1968, Chinese. Ms. Zhao Zijian has been serving as the dean of the School of Finance of Henan University of Economics and Law since June 2022. From November 2011 to June 2022, she served as the deputy dean of the School of Finance of Henan University of Economics and Law. From June 2004 to November 2011, she successively served as the deputy general manager of the personal finance business department and the vice president of the large branch of Bank of Communications Henan Branch (交通銀行河南省分行). From July 1996 to September 2001, she served as a lecturer at the Department of Finance of Henan College of Finance and Economics (河南財經學院). From July 1990 to September 1993, she worked at the comprehensive division of the Economic Information Center of the Planning Commission of Xinxiang City, Henan Province.

Ms. Zhao Zijian obtained a bachelor's degree in economics from Nankai University (南開大學) in July 1990, a master's degree in economics from Nankai University in July 1996 and a doctor's degree in economics from Central University of Finance and Economics in June 2004.

Mr. Wang Maobin (王茂斌), born in October 1973, Chinese. Mr. Wang Maobin has been successively serving as a lecturer, associate professor, professor and vice dean of the School of Banking & Finance, University of International Business and Economics (對外經濟貿易大學金融學院) since August 2007. From July 2003 to September 2004, he served as the head of the R&D center of Minan Futures Brokerage Co., Ltd. (民安期貨經紀有限公司). From April 2003 to July 2003, he served as the secretary of the president of Wanlian Securities Co., Ltd. (萬聯證券有限責任公司). From July 1999 to April 2003, he successively served as the investment manager and assistant to the general manager of the business department of China Southern Securities Guangzhou Branch (南方證券廣州分公司). From July 1994 to September 1996, he worked at Bank of China Huangshan Branch, Anhui Province (中國銀行安徽省黃山市分行).

Mr. Wang Maobin obtained a bachelor's degree in economics from Renmin University of China in July 1994, a master's degree in economics from Renmin University of China in July 1999 and a doctor's degree in management majoring in finance and investment management from Sun Yat-sen University (中山大學) in June 2007.

Mr. Pan Xinmin (潘新民), born in January 1957, Chinese, is a senior economist. Mr. Pan Xinmin has been an external Supervisor of the Bank since January 2019 and a senior researcher of Henan Songshan Think Tank (河南嵩山智庫) since November 2018. He served as an inspector in the inspection group at the head office of China Merchants Bank (招商銀行總行) from December 2015 to February 2017, the secretary of the party committee and the president of China Merchants Bank Kunming Branch (招商銀行昆明分行) from December 2009 to December 2015, the secretary of the party committee and the president of China Merchants Bank Zhengzhou Branch (招商銀行鄭州分行) from December 2002 to December 2009, head of the planning group of China Merchants Bank Zhengzhou Branch (招商銀行鄭州分行) from July 2002 to December 2002, the secretary of the party committee and the president of China Everbright Bank Dalian Branch (中國光大銀行大連分行) from April 2001 to July 2002. He worked at China Construction Bank Henan Branch (建設銀行河南省分行), successively serving a clerk, deputy chief officer of Henan Branch, vice president and member of the party leadership group of Zhumadian Branch (駐馬店分行), deputy director of Sanding office of Henan Branch, the general manager of Henan Trust Investment Co., Ltd. (河南省信託投資公司), the secretary of the party committee and the president of Shangqiu Branch (商丘分行) and vice president and member of the party leadership group of Henan Branch from April 1980 to April 2001. From September 1977 to April 1978, he worked at the Third Coal Mine of Hebi Mining Bureau (鶴壁礦務局第三煤礦).

Mr. Pan Xinmin graduated from the Party School of the CPC Committee of Henan Province with a bachelor's degree (night-school course) in economic management in July 1994. He obtained a master's degree in economics from Zhongnan University of Finance and Economics (中南財經大學) (currently known as Zhongnan University of Economics and Law (中南財經政法大學)) in June 1997, a bachelor's degree in economics majoring in international finance from Wuhan University in July 1999 and a doctor's degree in management from Huazhong University of Science and Technology (華中科技大學) in December 2008. Mr. Pan Xinmin obtained the senior economist qualification in March 1994, the certified public accountant qualification from the Chinese Institute of Certified Public Accountants in December 1997 and was granted the title of "outstanding expert in Henan Province" by the CPC Committee and Government of Henan Province in July 2008.

Mr. Gao Pingyang (高平陽), born in July 1979, a Hong Kong resident. Mr. Gao Pingyang has been a professor and associate dean of the Business School of the University of Hong Kong since June 2020. From July 2008 to June 2020, he successively served as an assistant professor and associate professor at The University of Chicago Booth School of Business.

Mr. Gao Pingyang obtained a bachelor's degree in economics from Renmin University of China in July 2002 and a master's degree in economics from Peking University in June 2004, and a doctor's degree in philosophy from Yale University in the United States in December 2008.

By taking into account the nomination policy of the Bank, the Board and the Nomination and Remuneration Committee are of the view that the new independent non-executive Director candidates, Mr. Xu Yiguo, Ms. Zhao Zijian, Mr. Wang Maobin, Mr. Pan Xinmin and Mr. Gao Pingyang are suitable candidates to be elected as the independent non-executive Directors of the third session of the Board based on their background, experience and past performances. In addition, the Board and the Nomination and Remuneration Committee also believe that each of Mr. Xu Yiguo, Ms. Zhao Zijian, Mr. Wang Maobin, Mr. Pan Xinmin and Mr. Gao Pingyang's educational background, work experience and cultural background can bring contributions to the Board's diversity.

Each of Mr. Xu Yiguo, Ms. Zhao Zijian, Mr. Wang Maobin, Mr. Pan Xinmin and Mr. Gao Pingyang, all being eligible for election for independent non-executive Directors at the EGM, has made a confirmation of independence pursuant to Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"). The Board is of the view that each of Mr. Xu Yiguo, Ms. Zhao Zijian, Mr. Wang Maobin, Mr. Pan Xinmin and Mr. Gao Pingyang meets the independence guidelines set out in Rule 3.13 of the Listing Rules and is independent in accordance with the terms of the guidelines.

The re-election and election of such Director candidates will be proposed at the EGM for approval by the Shareholders. The term of office of Proposed Re-elected Directors will commence from the date of the Shareholders' approval and end upon the termination of the term of office of the third session of the Board. The Proposed Election of the Directors is subject to the approval of their qualifications by the Henan Office of the National Administration of Financial Regulation, and their term of office will commence from the date on which the Henan Office of the National Administration of Financial Regulation approves their qualifications and end upon the termination of the term of office of the third session of the Board. Therefore, in accordance with relevant laws and regulations and the Articles of Association, the Directors of the second session of the Board will continue to perform their duties as Directors until the qualifications of the proposed Directors are approved by the Henan Office of the National Administration of Financial Regulation. Upon approval of the qualifications of the proposed Directors by the Henan Office of the National Administration of Financial Regulation, each of Mr. Li Yulin, Mr. Mi Hongjun, Ms. Pang Hong, Mr. Li Hongchang, Mr. Jia Tingyu and Mr. Chan Ngai Sang Kenny will cease to perform his/her duties as a Director.

The Bank will enter into a service contract with each of the Directors of the third session of the Board. The executive Directors, namely Mr. Guo Hao and Mr. Wang Jiong, will not receive remuneration for serving as executive Directors. Their remuneration shall be determined depending on the relevant policies of the Bank and their positions and performance, and is mainly comprised of base salary, performance-based bonus, staff benefits, social insurance, housing provident fund and others. In addition, as Mr. Guo Hao is a provincial management cadre of Henan Province, the Bank will re-calculate the remuneration payable to him upon confirmation of his remuneration standard and appraisal plan by the higher-level competent authority, and refund the excess or make up the deficiency.

Each of Mr. Xu Yiguo, Ms. Zhao Zijian, Mr. Wang Maobin, Mr. Pan Xinmin and Mr. Gao Pingyang will receive annual remuneration and work allowance during his/her term of office as an independent non-executive Director. The annual remuneration will be RMB300,000 (before tax) and the work allowance will be paid depending on his/her performance and appraisal. Each of Ms. Zhang Qiuyun and Mr. Feng Ruofan will not receive any remuneration from the Bank during her/his tenure of office as a non-executive Director of the Bank. Ms. Zhang Shu will receive her work allowance from the Bank based on her performance and appraisal. In addition, the Bank will disclose the total emoluments received by the Directors in its annual reports accordingly.

Save as disclosed above, none of Mr. Guo Hao, Mr. Wang Jiong, Ms. Zhang Qiuyun, Mr. Feng Ruofan, Ms. Zhang Shu, Mr. Xu Yiguo, Ms. Zhao Zijian, Mr. Wang Maobin, Mr. Pan Xinmin and Mr. Gao Pingyang (i) holds any directorship in any other listed companies or take up any position in any affiliated companies of the Bank in the past three years; (ii) has any relationship with any other Director, supervisor (the “**Supervisor**”), senior management or substantial Shareholder of the Bank; or (iii) has any equity interest in the Bank within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed herein, there is no other matter relating to the re-election of Mr. Guo Hao, Mr. Wang Jiong and Ms. Zhang Qiuyun or the election of Mr. Feng Ruofan, Ms. Zhang Shu, Mr. Xu Yiguo, Ms. Zhao Zijian, Mr. Wang Maobin, Mr. Pan Xinmin and Mr. Gao Pingyang that needs to be brought to the attention of the Shareholders or the Stock Exchange, and there is no other information that shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

II. PROPOSED ELECTION OF SUPERVISORS

As the term of office of the second session of the supervisory committee of the Bank (the “**Supervisory Committee**”) has expired, each of the existing Supervisors will retire from their current positions as Supervisors of the second session of the Supervisory Committee upon the commencement of the term of office of the third session of the Supervisory Committee.

Each of the existing Supervisors has confirmed that he/she has no disagreement with the Board, the Supervisory Committee or the Bank and that there is no matter relating to his/her retirement that needs to be brought to the attention of the Shareholders and the Stock Exchange.

On September 21, 2023, in accordance with the relevant requirements of the Company Law and the Articles of Association, after qualification review and recommendation by the second session of the Supervisory Committee, the Supervisory Committee proposed as follows:

- (i) to elect each of Ms. Wang Xiaoyan, Mr. Yan Yongfu and Ms. Lu Suyue as a Shareholder representative Supervisor of the third session of the Supervisory Committee; and
- (ii) to elect each of Mr. Li Xingzhi, Ms. Gu Xiujuan and Ms. Liu Xia as an external Supervisor of the third session of the Supervisory Committee.

Details of the biographies of Ms. Wang Xiaoyan, Mr. Yan Yongfu, Ms. Lu Suyue, Mr. Li Xingzhi, Ms. Gu Xiujuan and Ms. Liu Xia are set out below:

Shareholder representative Supervisors

Biographical details of candidates for the positions of Shareholder representative Supervisors are as follows:

Ms. Wang Xiaoyan (王小燕), born in November 1979, Chinese, is a senior international finance manager, a senior management accountant and an intermediate accountant. Ms. Wang Xiaoyan has been serving as the financing director of Luoyang Guosheng Investment Holding Group Co., Ltd. (洛陽國晟投資控股集團有限公司) since April 2022. From November 2016 to April 2022, Ms. Wang Xiaoyan worked in Luoyang City Development Investment Group Co., Ltd. (洛陽城市發展投資集團有限公司) and successively acted as the deputy head and head of the financial management department and the financing director (during which she concurrently acted as the chairwoman of Shenzhen Heluo Tianji Holdings Co., Ltd. (深圳河洛天基控股有限公司), a subsidiary of Luoyang City Development Investment Group Co., Ltd. from April 2021 to April 2022). From June 2004 to November 2016, Ms. Wang Xiaoyan worked in Wanji Holding Group Co., Ltd. and successively served as an accountant of the financial division and the deputy head and head of the capital management office.

Ms. Wang Xiaoyan obtained a bachelor’s degree in accounting from Zhengzhou University in July 2021.

Mr. Yan Yongfu (閔永夫), born in August 1965, Chinese, a Hong Kong resident, is a senior economist. Mr. Yan Yongfu has been serving as an assistant to the general manager of CTG Development Corporation Limited since November 2022. From September 2018 to November 2022, he served as an assistant to the general manager of CTG Financial Services Corporation Limited. From December 2014 to June 2020, he concurrently served as the chairman of the board of directors of China National Travel Service (HK) Finance Company Limited (港中旅財務有限公司). From August 2012 to September 2018, he served as the deputy general manager of China Travel Financial Holdings Co., Limited (renamed as China Travel Financial Investment Holdings Co., Limited in September 2015) (during which, he also served as the vice chairman of Bank of Jiaozuo China Travel Services Co., Ltd. from January 2016 to October 2017). From October 2003 to August 2012, he successively held various positions at the China Banking Regulatory Commission, including the head of the miscellaneous financial institutions supervision division of the Henan Office, the director and the secretary of the party committee of the Xinxiang Sub-office, the director and the secretary of the party committee of the Zhoukou Sub-office, the director of the propaganda department of the party committee of the Henan Office, the head of the second state-owned bank supervision division of the Henan Office, the head of the first on-site inspection division of the Henan Office, and the head of the urban commercial bank supervision division of the Henan Office. From August 1987 to October 2003, he successively held various positions at the People's Bank of China, including staff member of the Zhengzhou Branch, assistant to the head and auditor of the auditing division of the Henan Branch, deputy head of the banking supervision division of the Zhengzhou Central Sub-branch, deputy head of the investigation and statistics division of the Zhengzhou Central Sub-branch, and deputy head and head of the cooperative financial institutions supervision division of the Zhengzhou Central Sub-branch.

Mr. Yan Yongfu obtained a bachelor's degree in economics majoring in finance from Renmin University of China in July 1987 and a master's degree in economics majoring in finance from the Department of Finance of Xiamen University in November 2001.

Ms. Lu Suyue (陸素月), born in June 1969, Chinese, is an intermediate economist. Ms. Lu Suyue has been serving as the vice president and a director of Henan Rebecca Holding Co., Ltd. (河南瑞貝卡控股有限責任公司) since January 2017. From June 2006 to January 2017, Ms. Lu Suyue served as the general manager of the capital management center and a director of Henan Rebecca Holding Co., Ltd. From March 1998 to May 2006, she served as the head of the financing department of Henan Rebecca Hair Products Co., Ltd. (河南瑞貝卡髮製品股份有限公司). From March 1993 to February 1998, she served as the head of the finance section of Henan Rebecca Co., Ltd. (河南瑞貝卡有限公司).

External Supervisors

Biographical details of the external Supervisor candidates are as follows:

Mr. Li Xingzhi (李興智), born in March 1962, Chinese. Mr. Li Xingzhi has been the president of Henan Central China Industrial Economic Development Strategies Research Institute (Think Tank) (河南省中原工業經濟發展戰略研究院(智庫)) and the vice chairman of Henan Capital Market Institution (河南省資本市場學會) since December 2021. He served as the chairman of Henan Century Yongtai Holding Co., Ltd. (河南世紀永泰控股有限公司) from November 2017 to July 2022, the chairman of Henan Huachen Power Group Co., Ltd. (河南華晨電力集團有限公司) from August 2017 to March 2022, and the vice president of Yongtai Group Co., Ltd. (永泰集團有限公司) from August 2017 to March 2022. From September 2010 to January 2017, Mr. Li Xingzhi served as the secretary of the party committee and the president of the Nanjing Branch of China Guangfa Bank. From August 1995 to August 2010, Mr. Li Xingzhi worked at the Zhengzhou Branch of China Guangfa Bank and successively served as a member of the party leadership group, a member of the preparation group, the assistant president, the vice president and the president (and the secretary of the party committee). From November 1985 to August 1995, Mr. Li Xingzhi worked at the first division, the comprehensive division, the fourth division and the fifth division of the governor's office of the General Office of the People's Government of Henan Province and successively served as the deputy chief officer, the chief officer and the special secretary at deputy department director level. From August 1983 to November 1985, Mr. Li Xingzhi served as the deputy director of the development strategy office of the economic institute of Henan Province Planning Economy Commission (河南省計劃經濟委員會).

Mr. Li Xingzhi obtained a bachelor's degree in economics from Jiangxi College of Finance and Economics (江西財經學院) in July 1983, a master's degree in philosophy from Tsinghua University in June 2002 and a doctor's degree in business administration from Huazhong University of Science and Technology in December 2009 and was awarded the qualification of a researcher in December 2003.

Ms. Gu Xiujuan (谷秀娟), born in April 1968, Chinese. Ms. Gu Xiujuan has been a professor of the School of Economics and Trade of Henan University of Technology since November 2014 and retired in April 2023. From June 2004 to October 2014, Ms. Gu Xiujuan served as the dean of the School of Economics and Trade of Henan University of Technology. From May 2001 to May 2004, Ms. Gu Xiujuan served as the head of the inspection division of China Securities Regulatory Commission Beijing Bureau. From March 1997 to May 2001, Ms. Gu Xiujuan served as the deputy head of the financial inspection division of China Securities Regulatory Commission Beijing Bureau. From October 1994 to February 1997, Ms. Gu Xiujuan served as the head of the management division and the audit division of the sub-center of the Beijing Housing Fund Management Center. From May 1992 to September 1994, Ms. Gu Xiujuan served as the deputy head of the housing project department of the housing project office of the World Bank in Beijing and the deputy head of the management division of the sub-center of the Beijing Housing Fund Management Center. In addition, Ms. Gu Xiujuan has been concurrently serving as an independent director of Henan Shenhua Coal & Power Co., Ltd. (listed on the Shenzhen Stock Exchange, stock code: 000933.SZ) since May 2020 and an independent director of Yutong Bus Co., Ltd. (listed on the Shanghai Stock Exchange, stock code: 600066.SH) since April 2020. She has been concurrently serving as an independent director of Xinjiang Guotong Pipeline Co., Ltd. (listed on the Shenzhen Stock Exchange, stock code: 002205.SZ) since October 2019. She concurrently served as an independent director of Shaanxi Zhongtian Rocket Technology Co., Ltd. (listed on the Shenzhen Stock Exchange, stock code: 003009.SZ) from June 2020 to July 2023.

Ms. Gu Xiujuan obtained a bachelor's degree in statistics from Renmin University of China in July 1989, a master's degree in finance from Renmin University of China in July 1992 and a doctor's degree in international finance from Renmin University of China in September 2000.

Ms. Liu Xia (劉霞), born in November 1978, Chinese. Ms. Liu Xia has been a professor of Zhengzhou University since March 2023. Ms. Liu Xia has been the dean of the Department of Finance of the Business School of Zhengzhou University since May 2020; a doctoral supervisor of international students at Zhengzhou University since September 2019; and a master supervisor at Zhengzhou University since September 2014. From July 2004 to March 2023, Ms. Liu Xia successively served as a teaching assistant, a lecturer and an associate professor at Zhengzhou University (during which she pursued her doctor's degree in economics at Renmin University of China from September 2008 to January 2012 and acted as a visiting scholar at the University of California from November 2015 to May 2016).

Ms. Liu Xia obtained a bachelor's degree in economics from Henan Normal University in July 2000, a master's degree in economics from Shaanxi Normal University in June 2004 and a doctor's degree in economics from Renmin University of China in January 2012. Ms. Liu Xia was awarded the Backbone Youth Teacher in Henan Province in 2018.

Save as disclosed above, none of Ms. Wang Xiaoyan, Mr. Yan Yongfu, Ms. Lu Suyue, Mr. Li Xingzhi, Ms. Gu Xiujuan and Ms. Liu Xia (i) holds any directorship in any other listed companies or take up any position in any affiliated companies of the Bank in the past three years; (ii) has any relationship with any other Director, Supervisor, senior management or substantial Shareholder of the Bank; or (iii) has any equity interest in the Bank within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed herein, there is no other matter relating to the election of Ms. Wang Xiaoyan, Mr. Yan Yongfu, Ms. Lu Suyue, Mr. Li Xingzhi, Ms. Gu Xiujuan and Ms. Liu Xia that needs to be brought to the attention of the Shareholders or the Stock Exchange, and there is no other information that shall be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The election of the Shareholder representative Supervisors and external Supervisors will be proposed at the EGM for approval by the Shareholders. Their terms of office will commence from the date of the Shareholders' approval and end upon the termination of the term of office of the third session of the Supervisory Committee.

Each of Mr. Li Xingzhi, Ms. Gu Xiujuan and Ms. Liu Xia will receive annual remuneration and work allowance during his/her term of office as an external Supervisor. The annual remuneration will be RMB150,000 (before tax) and the work allowance will be paid depending on his/her performance and appraisal. Each of Ms. Wang Xiaoyan and Mr. Yan Yongfu will not receive any remuneration from the Bank during his/her term of office as a Shareholder representative Supervisor of the Bank. Ms. Lu Suyue will receive work allowance from the Bank based on her performance and appraisal. In addition, the Bank will disclose the total emoluments received by the Supervisors in its annual reports accordingly.

In addition, an employee representative meeting of the Bank will be held in due course to re-elect or elect the employee representative Supervisors. The employee representative Supervisors of the third session of the Supervisory Committee will be democratically elected and re-elected by the meeting of employee representatives of the Bank and are not subject to the approval of the Shareholders. Biographical details of the employee representative Supervisors will be further announced once they are democratically elected or re-elected at the meeting of employee representatives of the Bank. The third session of the Supervisory Committee of the Bank shall consist of the Shareholder representative Supervisors and external Supervisors approved by the Shareholders, and employee representative Supervisors approved by the meeting of employee representatives of the Bank.

III. CIRCULAR

The relevant resolutions in relation to the aforementioned proposed re-election and election of Directors and the proposed election of Supervisors are subject to approval by ordinary resolutions at the EGM.

A circular containing, among other things, detailed information of the aforementioned proposed re-election and election of Directors and proposed election of Supervisors and notice of EGM will be despatched to the Shareholders in due course.

On behalf of the Board
ZHONGYUAN BANK CO., LTD.*
GUO Hao
Chairman

Zhengzhou, the People's Republic of China
September 21, 2023

As at the date of this announcement, the Board of the Bank comprises Mr. GUO Hao, Mr. WANG Jiong and Mr. LI Yulin as executive Directors; Ms. ZHANG Qiuyun and Mr. MI Hongjun as non-executive Directors; and Ms. PANG Hong, Mr. LI Hongchang, Mr. JIA Tingyu and Mr. CHAN Ngai Sang Kenny as independent non-executive Directors.

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