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SHENGJING BANK CO., LTD.#

盛京银行股份有限公司#

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

(Stock Code: 02066)

NOTICE OF 2025 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 first extraordinary general meeting (the “**Extraordinary General Meeting**”) of Shengjing Bank Co., Ltd.# (the “**Bank**”), will be held at 9:30 a.m. on Tuesday, 21 October 2025 at Room 604, 6/F, No. 109 Beizhan Road, Shenhe District, Shenyang, Liaoning Province, the PRC for the purpose of considering and, if thought fit, to pass the following resolutions. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the composite document dated 16 September 2025 jointly issued by Shenyang Shengjing Financial Holding Investment Group Co., Ltd.* and the Bank (the “**Composite Document**”).

SPECIAL RESOLUTIONS

“THAT

- (A) subject to (i) the passing of this same resolution by the Independent H Shareholders at the H Share Class Meeting, as approved by way of poll by at least 75% of the votes attaching to the H Shares held by the Independent H Shareholders that are cast either in person or by proxy at the H Share Class Meeting and with the number of votes cast against the resolution by the Independent H Shareholders being not more than 10% of the votes attaching to all the H Shares held by the Independent H Shareholders, and (ii) minimum valid acceptances of the H Share Offer amounting to not less than 90% of the H Shares held by Independent H Shareholders, the voluntary withdrawal of the listing of the H Shares from the Stock Exchange, be and is hereby approved; and

(B) the Chairman of the Board and any member of the senior management of the Bank be and is hereby authorised to, jointly or individually, take such other action and execute such documents or deeds as he may consider necessary or desirable for the purpose of implementing the voluntary withdrawal of listing of the H Shares as referred to in paragraph (A) above.”

By order of the Board
Shengjing Bank Co., Ltd.[#]
Sun Jin
Chairman

Shenyang, Liaoning Province, China
16 September 2025

As at the date of this notice, the board of directors of the Bank comprises Mr. Sun Jin, Ms. Liu Xu, Mr. Wang Yigong, Mr. Zhang Xuewen, Mr. He Yixuan as executive Directors; Mr. Sun Zhenyu, Mr. He Peng, Ms. Yang Xiu, Ms. Wang Hongmei as non-executive Directors; and Mr. Wang Mo, Ms. Lv Dan, Mr. Chan Pak Lam, Tom, Ms. Wang Lan, Mr. Huang Weiqiang as independent non-executive Directors.

* *For identification purpose only*

Shengjing 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. VOTING BY POLL

Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, all votes of resolutions at a general meeting shall be taken by poll. As such, the votes of resolutions at the Extraordinary General Meeting will be voted by poll. The voting results will be published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Bank (www.shengjingbank.com.cn) upon the conclusion of the Extraordinary General Meeting.

As set out in the Composite Document, the special resolutions approving the Delisting proposed at the Extraordinary General Meeting is required to be passed by not less than two-thirds of the votes cast by way of poll by the Shareholders with voting rights present and voting in person or by proxy at the Extraordinary General Meeting.

2. ELIGIBILITY FOR ATTENDING THE EXTRAORDINARY GENERAL MEETING AND CLOSURE OF H SHARE REGISTER OF MEMBERS

For the purpose of determining the Shareholders' entitlement to attend the Extraordinary General Meeting, the H share register of members of the Bank will be closed from Wednesday, 1 October 2025 to Tuesday, 21 October 2025 (both days inclusive), during which period no transfer of H Shares will be registered. In order to attend the Extraordinary General Meeting, all share certificates, together with the instruments of transfers, must be lodged for registration with the Bank's H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Tuesday, 30 September 2025. Shareholders of the Bank whose names appear on the register of members of the Bank on Tuesday, 30 September 2025 are entitled to attend the Extraordinary General Meeting.

A shareholder or his/her proxy should present proof of identity when attending the Extraordinary General Meeting. If a shareholder is a legal person, its legal representative or other person authorized by the board of directors or other governing body of such shareholder may attend the Extraordinary General Meeting by providing a copy of the resolution of the board of directors or other governing body of such shareholder appointing such person to attend the meeting.

3. PROXY

- (1) Each shareholder who has the right to attend and vote at the Extraordinary General Meeting convened by the above notice is entitled to appoint one or more proxies in writing to attend and vote on his/her behalf at the meeting. A proxy needs not be a shareholder of the Bank.
- (2) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorized in writing, or if the appointor is a legal entity, either under seal or signed by a director or a duly authorized attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorizing that attorney to sign or other document of authorization must be notarized.

Shareholders shall lodge the proxy form for the Extraordinary General Meeting, together with the notarized power of attorney or other document of authorization, to the H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holder of the H Shares), or the Bank's principal place of business in the PRC at No. 109 Beizhan Road, Shenhe District, Shenyang, Liaoning Province, the PRC (for holder of Domestic Shares) not later than 24 hours before the time appointed for holding the Extraordinary General Meeting or its any adjournment(s).

- (3) Completion and return of the proxy form will not preclude a shareholder from attending and voting in person at the Extraordinary General Meeting or any adjournment thereof should he/she so wish.
- (4) In the case of joint shareholders and more than one of the shareholders attending the meeting, whether in person or by proxy, the vote of the senior joint shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of members of the Bank in respect of the joint shareholding.

4. MISCELLANEOUS

- (1) The Extraordinary General Meeting is expected to last for no more than half a working day. Shareholders and their proxies attending the meeting are responsible for their own traveling and accommodation expenses.
- (2) Details on the abovementioned resolutions to be considered and approved at the Extraordinary General Meeting are set out in the Composite Document in respect of the Extraordinary General Meeting dated 16 September 2025.
- (3) As set out in the Composite Document, each of the non-executive Directors is a board representative of the Offeror or one of the Committed Concert Parties and may be regarded as having a potential conflict of interest. Save as disclosed above, none of the Directors, supervisors, president and other senior management of the Bank has any material interests in the matters to be considered other than as a Shareholder.

(4) Address of Computershare Hong Kong Investor Services Limited:

Shops 1712-1716, 17th floor, Hopewell Centre
183 Queen's Road East, Wanchai
Hong Kong
(for lodging the instruments of transfers)

17M Floor, Hopewell Centre
183 Queen's Road East, Wanchai
Hong Kong
(for lodging proxies)

Telephone: (852) 2862 8555
Facsimile: (852) 2865 0990

(5) Registered Office of the Bank in the PRC:

No. 109 Beizhan Road, Shenhe District,
Shenyang, Liaoning Province
The PRC

Principal Place of Business of the Bank in the PRC:

No. 109 Beizhan Road, Shenhe District,
Shenyang, Liaoning Province
The PRC

Contact department: Office of the Board of Directors
Telephone: 86 24 8610 8667
Contact person: Li Ji (李驥)