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

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If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **Bank of Zhengzhou Co., Ltd.\***, you should at once hand this circular, together with the accompanying form of proxy for the ASM to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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**2025 BOARD OF DIRECTORS' WORK REPORT,  
2025 ANNUAL FINANCIAL STATEMENTS,  
2025 ANNUAL REPORT,  
2025 PROFIT DISTRIBUTION PROPOSAL,  
2026 FINANCIAL BUDGET,  
RE-APPOINTMENT OF AUDITORS,  
SPECIAL REPORT ON RELATED PARTY TRANSACTIONS FOR 2025,  
ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026,  
FORMULATION OF REMUNERATION MANAGEMENT SYSTEM FOR DIRECTORS  
AND SENIOR MANAGEMENT,  
2026 REMUNERATION PACKAGE FOR DIRECTORS,  
PROPOSED ISSUANCE OF CAPITAL SUPPLEMENTARY BONDS,  
PROPOSED ISSUANCE OF FINANCIAL BONDS AND  
NOTICE OF THE 2025 ASM**

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The Letter from the Board is set out on pages 1 to 11 of this circular.

The Bank will convene the ASM at 9:00 a.m. on 26 June 2026 (Friday) at Bank of Zhengzhou Building, 22 Shangwu Waihuan Road, Zhengdong New District, Zhengzhou, Henan Province, the PRC. The notice of the ASM is set out on pages VI-1 to VI-5 of this circular.

Whether or not you are attending and/or voting at the ASM, you are requested to complete the proxy form of the ASM in accordance with the instructions printed thereon, and return it to the H Share Registrar (for H Shareholders) in any event not less than 24 hours before the scheduled time for holding of the ASM (i.e. by 9:00 a.m. on 25 June 2026 (Thursday)) or any adjournment thereof (as the case may be). Completion and return of the proxy form of the ASM will not preclude you from attending and voting in person at the ASM or any adjournment thereof should you so wish.

This circular is prepared in both Chinese and English. In case of any discrepancies between the Chinese and English versions, the Chinese version shall prevail.

\* The Bank 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.

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## DEFINITIONS

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

“A Share(s)”	the RMB ordinary share(s) with a nominal value of RMB1.00 each in the ordinary share capital of the Bank, which are listed on the Shenzhen Stock Exchange (stock code: 002936) and traded in RMB
“A Shareholder(s)”	holder(s) of the A Share(s)
“Articles of Association”	the articles of association of the Bank (as amended from time to time)
“ASM” or “Annual Shareholders’ Meeting”	the 2025 annual shareholders’ meeting of the Bank to be held at Bank of Zhengzhou Building, 22 Shangwu Waihuan Road, Zhengdong New District, Zhengzhou, Henan Province, the PRC at 9:00 a.m. on 26 June 2026
“Bank”	Bank of Zhengzhou Co., Ltd.* (鄭州銀行股份有限公司), a joint stock company incorporated in the PRC with limited liability, the H Shares of which are listed on the Hong Kong Stock Exchange (stock code: 6196) and the A Shares of which are listed on the Shenzhen Stock Exchange (stock code: 002936), respectively (including its subsidiaries as the case may be)
“Board” or “Board of Directors”	the board of Directors of the Bank
“Director(s)”	the director(s) of the Bank
“H Share(s)”	overseas-listed foreign share(s) in the share capital of the Bank, with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange (stock code: 6196) and traded in Hong Kong Dollars
“H Share Registrar”	Computershare Hong Kong Investor Services Limited, the H Share Registrar of the Bank
“H Shareholder(s)”	holder(s) of the H Share(s)
“Hong Kong”	Hong Kong Special Administrative Region of the PRC

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## DEFINITIONS

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“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange, as amended or supplemented from time to time
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Latest Practicable Date”	3 June 2026, being the latest practicable date for the purpose of ascertaining certain information contained in this circular prior to its publication
“Reporting Period”	the year from 1 January 2025 to 31 December 2025
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	the A Shareholder(s) and the H Shareholder(s)
“Share(s)”	the A Share(s) and the H Share(s)
“%”	per cent

\* *The Bank 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.*

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LETTER FROM THE BOARD

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**Bank of Zhengzhou Co., Ltd.\***  
**鄭州銀行股份有限公司\***

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(H Shares Stock Code: 6196)**

*Executive Director:*

ZHAO Fei (*Chairman*)

*Non-executive Directors:*

ZHANG Jihong

LIU Bingheng

WEI Zhigang

*Independent Non-executive Directors:*

LI Xiaojian

WANG Ning

LIU Yatian

SIU Chi Hung

*Registered office in the PRC:*

22 Shangwu Waihuan Road

Zhengdong New District

Zhengzhou

Henan Province

The PRC

*Principal place of business*

*in Hong Kong:*

40/F, Dah Sing Financial Centre

248 Queen's Road East

Wanchai

Hong Kong

*To the Shareholders*

Dear Sir or Madam,

**2025 BOARD OF DIRECTORS' WORK REPORT,  
2025 ANNUAL FINANCIAL STATEMENTS,  
2025 ANNUAL REPORT,  
2025 PROFIT DISTRIBUTION PROPOSAL,  
2026 FINANCIAL BUDGET,  
RE-APPOINTMENT OF AUDITORS,  
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PROPOSED ISSUANCE OF FINANCIAL BONDS AND  
NOTICE OF THE 2025 ASM**

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## LETTER FROM THE BOARD

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### I. INTRODUCTION

The Bank will convene the ASM on 26 June 2026 (Friday), a notice thereof is set out on pages VI-1 to VI-5 of this circular, at which resolutions will be proposed to approve, including: 2025 Board of Directors' Work Report, 2025 annual financial statements, 2025 annual report, 2025 profit distribution proposal, 2026 financial budget, re-appointment of auditors, special report on related party transactions for 2025, estimated quota on recurring related party transactions for 2026, formulation of remuneration management system for Directors and senior management, 2026 remuneration package for Directors, proposed issuance of capital supplementary bonds, and proposed issuance of financial bonds.

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

### II. MATTERS TO BE HANDLED

#### 1. 2025 Board of Directors' Work Report

For details of the Board of Directors' Work Report for the year ended 31 December 2025, please refer to the full text of the report as set out in Appendix I to this circular.

#### 2. 2025 Annual Financial Statements

Please refer to the financial statements included in the 2025 annual report published by the Bank for details of the audited annual financial statements of the Bank for the year ended 31 December 2025 which were prepared in accordance with the International Financial Reporting Standards.

#### 3. 2025 Annual Report

Please refer to the 2025 annual report published by the Bank.

#### 4. 2025 Profit Distribution Proposal

In accordance with the provisions of relevant laws and regulations, the profit distribution plan for the year ended 31 December 2025 proposed by the Board for consideration and approval by Shareholders is as follows:

- (i) 10% of the net profit, equivalent to RMB188,056 thousand, will be appropriated as the statutory surplus reserve;

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## LETTER FROM THE BOARD

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- (ii) RMB707,000 thousand will be appropriated as the general risk reserve;
- (iii) No cash dividends will be distributed, and no bonus Shares or new Shares will be issued by way of capitalization issue for the year; and
- (iv) the retained undistributed profits will be carried forward to next year.

The Bank's profit distribution plan for the 2025 fiscal year has taken into consideration the following factors: Firstly, as the Bank is currently in a critical phase of deepening reform and transformation, retaining undistributed profits will help solidify the capital foundation for high-quality development, further enhance risk resilience, and provide a strong support for stable operation. Secondly, against the backdrop of stricter financial regulation and tighter capital constraints, retaining profits for internal replenishment is the main effective way to ensure an adequate level of capital. The Bank's retained undistributed profits will be used to supplement its core Tier 1 capital, improve its capital adequacy level, support the Bank's sustainable development, and protect the long-term interests of investors. The Bank's shareholders' meeting will also provide a combination of in-person and network voting to facilitate the participation of small and medium Shareholders in decision-making.

Looking forward, the Bank will adhere to the general principle of seeking progress while maintaining stability, continuously enhance its comprehensive financial service capabilities, promote local economic development through prudent operations, and create long-term returns for investors. Firstly, we will closely follow national macroeconomic policies and regional economic development plans, increase lending to the real economy, enhance our ability to serve the real economy, optimize financial services and product offerings, and strengthen market competitiveness and sustainable development capabilities. Secondly, we will focus on managing interest rate spreads and expanding non-interest income, improve profitability, and maintain stable operating indicators. We will continuously optimize the asset-liability structure. On the asset side, we will increase credit allocation to improve asset returns. On the liability side, we will optimize the deposit structure and refine pricing to gradually and orderly reduce interest expense. At the same time, we will enhance our ability to conduct transactions in financial market business and expand non-interest income. Thirdly, we will adhere to a prudent and conservative risk culture and risk appetite, strengthen policy research, continuously improve the risk management framework that adapts to market positioning and business levels, and enhance risk prevention and control capabilities.

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## LETTER FROM THE BOARD

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### **5. 2026 Financial Budget**

In accordance with the needs of the strategic development and business operation of the Bank, the Bank compiled a budget plan on capital expenditure for 2026, with a planned investment of RMB781.06 million in 2026. Of which:

1. RMB337.57 million for construction in progress, investment of the year includes construction of a financial services centre and construction of an integrated business building.
2. RMB50.49 million for project refurbishment, investment of the year includes the overall relocation of outlets, the renovation of the original site and other daily renovation.
3. RMB26.35 million for fixed assets, investment of the year includes asset purchase for the overall relocation of outlets, daily office equipment and other fixed assets.
4. RMB366.65 million for technology projects, investment of the year includes purchase of hardware and software to meet regulatory requirements and projects related to secure operations.

### **6. Re-appointment of Auditors**

The Board proposes to re-appoint ShineWing Certified Public Accountants LLP and SHINEWING (HK) CPA Limited as the domestic auditor and the international auditor of the Bank for 2026, for provision of professional services such as 2026 annual audit, interim review and internal control audit for the consolidated financial statements of the Bank and the financial statements of parent company, and the provision of other professional services in accordance with regulatory requirements and the actual business development needs of the Bank with a proposed audit fee of RMB4.3 million, taking into account factors such as the fair market standard, the business plans and complexity of the Bank, the expected scope of the audit, the audit timespan, and the auditors' resources. The term of office commences upon the conclusion of the Bank's 2025 annual shareholders' meeting and ends upon the conclusion of the Bank's 2026 annual shareholders' meeting.

### **7. Special Report on Related Party Transactions for 2025**

The Special Report on Related Party Transactions for 2025 compiled by the Bank will be considered and approved by the Shareholders at the ASM, the full text of which is set out in Appendix II to this circular.

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## LETTER FROM THE BOARD

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### **8. Estimated Quota on Recurring Related Party Transactions for 2026**

To further enhance the Bank's management of related party transactions, the Bank made a reasonable projection of the quota on recurring related party transactions for 2026 in accordance with relevant regulatory requirements of China Securities Regulatory Commission, Shenzhen Stock Exchange and National Financial Regulatory Administration, as well as relevant regulations of the related party transaction management system of the Bank.

The reasonable projection of the quota on recurring related party transactions for 2026 of the Bank will be considered and approved by the Shareholders at the ASM, details of which are set out in Appendix III to this circular.

### **9. Formulation of Remuneration Management System for Directors and Senior Management**

The Bank's Remuneration Management System for Directors and Senior Management will be considered and approved by the Shareholders at the ASM, and the full text of the system is set out in Appendix IV to this circular.

### **10. 2026 Remuneration Package for Directors**

The Bank's 2026 Remuneration Package for Directors will be considered and approved by the Shareholders at the ASM, and the full text of the package is set out in Appendix V to this circular.

### **11. Proposed Issuance of Capital Supplementary Bonds**

In order to further enhance the ability to serve the real economy, strengthen capital base, and ensure the sustained and steady development of all business operations of the Bank, the Bank intends to issue capital supplementary bonds. The detailed plans are as follows:

#### ***I. Undated Capital Bonds***

##### **(I) Type of Bonds**

Undated capital bonds.

##### **(II) Issue Size**

Not exceeding RMB10 billion (including RMB10 billion) and will be in compliance with the requirements of regulatory authorities and the relevant laws and regulations regarding the maximum amount of financial bonds to be issued, with the final issue size subject to the amount approved by regulatory authorities.

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## LETTER FROM THE BOARD

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(III) Target Subscribers

Primarily to members of the national inter-bank bond market (excluding those in respect of which subscription has been prohibited under national laws and regulations).

(IV) Term of Bonds

Consistent with the duration of the Bank's ongoing operation.

(V) Means of Loss Absorption

Upon the occurrence of the triggering events specified in the offering documents, the loss will be absorbed by means of write-down.

(VI) Interest Rate

Based on market interest rates.

(VII) Use of Proceeds

To replenish the Bank's other tier-one capital.

(VIII) Term of Validity of the Resolution

Within 36 months from the date of approval at the Shareholders' meeting of the Bank.

### ***II. Tier-two capital bonds***

The Proposal on the Issuance of Tier-two Capital Bonds by Bank of Zhengzhou Co., Ltd. was considered and approved on the 2023 ASM convened on 27 June 2024, with its term of validity being within 24 months from the date of consideration and approval at the ASM. In view of the impending expiration of the term of validity of the aforementioned resolution on the issuance of tier-two capital bonds, it is proposed to extend the term of validity of the resolution to within 36 months from the date of approval at the Shareholders' meeting of the Bank.

### ***III. Mandate***

To ensure smooth implementation of the issuance of capital supplementary bonds, it is proposed to the Shareholders' meeting to consider and approve granting a mandate to the Board, and authorizing the Board to further delegate such mandate to the senior management to, at the time, in accordance with the regulations and approval requirements issued by the relevant regulatory authorities, and taking into account the specific circumstances, to determine the specific issuance plan and

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## LETTER FROM THE BOARD

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terms of the capital supplementary bonds, including but not limited to the bond name, type of bonds, issuance timing, issuance tranches, issuance size of each tranche, term, interest rate, currency, issuance method, issuance scope and target subscribers, and use of proceeds, and to handle regulatory filings and all matters related to the issuance. The above mandate will be valid within 36 months from the date of approval at the Shareholders' meeting of the Bank.

Meanwhile, a mandate is granted to the Board which is authorized to further delegate such mandate to the senior management, to, during the term of the above capital supplementary bonds, handle all related matters, including interest payments, redemption, write-downs, and disclosures of related information, in accordance with the regulations and approval requirements issued by the relevant regulatory authorities. The above mandate will be valid from the date of approval at the Shareholders' meeting of the Bank until the date on which the matters covered by such mandate are fully completed.

After consideration and approval at the Shareholders' meeting, it is subject to the approval of regulatory authority for implementation.

### **12. Proposed Issuance of Financial Bonds**

In order to broaden the Bank's source of funding, improve its asset-liability structure, and support the steady growth of its various business operations, the Bank intends to issue financial bonds. The detailed plans are as follows:

#### ***I. Type of Bonds***

The types of bonds include but not limited to, non-equity financial bonds such as ordinary financial bonds, green financial bonds, financial bonds specialized for loans to small and micro enterprises, special financial bonds for "agriculture, rural areas, and farmers", financial bonds for technology innovation, and financial bonds for innovation and entrepreneurship.

#### ***II. Issue Size***

The aggregate nominal value will not exceed RMB30 billion (including RMB30 billion) and will be in compliance with the requirements of regulatory authorities and the relevant laws and regulations regarding the maximum amount of financial bonds to be issued, with the final issue size subject to the amount approved by regulatory authorities.

#### ***III. Issue Tranches***

Each type of financial bonds will be issued in one or more tranches, and the number of tranches and the issue size of each tranche shall be determined according to the Bank's funding needs and the market conditions.

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## LETTER FROM THE BOARD

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### ***IV. Term of Bonds***

The term shall not exceed five years (including five years).

### ***V. Interest Rate***

Based on market interest rates.

### ***VI. Target Subscribers***

Primary to members of the national inter-bank bond market (excluding those in respect of which subscription has been prohibited under national laws and regulations).

### ***VII. Use of Proceeds***

The proceeds will be used in accordance with applicable laws and regulations and subject to the approval of regulatory authority.

### ***VIII. Term of Validity of the Resolution***

Within 36 months from the date of approval at the Shareholders' meeting of the Bank.

### ***IX. Mandate***

To ensure smooth implementation of the issuance of financial bonds, it is proposed to the Shareholders' meeting to consider and approve granting a mandate to the Board, and authorizing the Board to further delegate such mandate to the senior management to, at the time, in accordance with the regulations and approval report requirements issued by the relevant regulatory authorities, and taking into account the specific circumstances, to determine the specific issuance plan and terms of the financial bonds, including but not limited to the bond name, type of bonds, issuance timing, issuance tranches, issuance size of each tranche, term, interest rate, currency, issuance method, issuance scope and target subscribers, and use of proceeds, and to handle regulatory filings report and all matters related to the issuance. The above mandate will be valid within 36 months from the date of approval at the Shareholders' meeting of the Bank.

Meanwhile, a mandate is granted to the Board which is authorized to further delegate such mandate to the senior management, to, during the term of the above financial bonds, handle all related matters, including interest payments and disclosures of related information, in accordance with the regulations and approval requirements issued by the relevant regulatory authorities. The above mandate will be valid from the date of approval at the Shareholders' meeting until the date on which the matters covered by such mandate are fully completed.

After consideration and approval at the Shareholders' meeting, it is subject to the approval of regulatory authority for implementation.

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## LETTER FROM THE BOARD

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### III. OTHERS

In addition, the Evaluation Report by the Audit Committee of the Board on the Performance of Duties of the Board and Directors of Bank of Zhengzhou Co., Ltd. for 2025 (《鄭州銀行股份有限公司董事會審計委員會對董事會及其成員2025年度履職評價報告》), the Evaluation Report by the Audit Committee of the Board on the Performance of Duties of the Board of Supervisors and Members of Bank of Zhengzhou Co., Ltd. for 2025 (《鄭州銀行股份有限公司董事會審計委員會對監事會及其成員2025年度履職評價報告》), the Evaluation Report by the Audit Committee of the Board on the Performance of Duties of Senior Management and Members of Bank of Zhengzhou Co., Ltd. for 2025 (《鄭州銀行股份有限公司董事會審計委員會對高級管理層及其成員2025年度履職評價報告》), the Report on Performance of Duties of the Independent Non-Executive Directors of Bank of Zhengzhou Co., Ltd. for 2025 (《鄭州銀行股份有限公司2025年度獨立非執行董事述職報告》), the Evaluation Report on the Performance of Duties and Contracts by Substantial Shareholders and Major Shareholders of Bank of Zhengzhou Co., Ltd. for 2025 (《鄭州銀行股份有限公司關於2025年度主要股東和大股東履職履約的評估報告》) and the 2026 Remuneration Package for Senior Management of Bank of Zhengzhou Co., Ltd. (《鄭州銀行股份有限公司2026年度高級管理人員薪酬方案》), will be circulated at the ASM.

### IV. THE ASM

The Bank proposes to convene the ASM at 9:00 a.m. on 26 June 2026 (Friday) at Bank of Zhengzhou Building, 22 Shangwu Waihuan Road, Zhengdong New District, Zhengzhou, Henan Province, the PRC, to consider, if thought fit, approve the matters set out in the notice of the ASM. The proxy form for use at the ASM has been published on the websites of the Bank and Hong Kong Stock Exchange on 5 June 2026. The notice of the ASM is set out in pages VI-1 to VI-5 of the appendix to this circular.

Whether or not you intend to attend and/or vote at the ASM, you are requested to complete and return the proxy form of the ASM in accordance with the instructions printed thereon.

Completion and return of the proxy form of the ASM will not preclude you from attending and voting in person at the ASM or any adjournment thereof should you so wish.

### V. CLOSURE OF THE REGISTER OF MEMBERS OF H SHARES AND THE ELIGIBILITY FOR ATTENDING AND VOTING AT THE ASM

In order to determine the list of H Shareholders who are entitled to attend and vote at the ASM, the Bank's register of members of H Shares will be closed from 23 June 2026 (Tuesday) to 26 June 2026 (Friday), both days inclusive, during which no transfer of H Shares will be effected. The H Shareholders included in the Bank's register of members of H Shares on 26 June 2026 (Friday) shall be entitled to attend and vote at the ASM.

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## LETTER FROM THE BOARD

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In order to be eligible for attending and voting at the ASM, all transfer documents together with relevant share certificates and other appropriate documents shall be sent for registration to the H Share Registrar, namely, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong before 4:30 p.m. on 22 June 2026 (Monday).

### VI. METHODS OF VOTING AT THE ASM

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

To the best knowledge of the Bank, Zhengzhou Finance Bureau (鄭州市財政局), Zhengzhou Investment Holdings Co., Ltd. (鄭州投資控股有限公司), Zhengzhou Industrial Investment Group Co., Ltd. (鄭州產業投資集團有限公司), Zhengzhou Eco-Sanitary Cleaning Co., Ltd. (鄭州市環衛清潔有限公司), Henan Investment Group Co., Ltd. (河南投資集團有限公司) and Zhongyuan Trust Co., Ltd. (中原信託有限公司) are deemed to have a material interest in the relevant resolution(s) on the estimated quota on recurring related party transactions for 2026, therefore, each of them should abstain from voting on the respective resolution(s) in which each of them has interest.

Save as aforementioned, to the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no other Shareholder has a material interest in the other resolutions to be proposed at the ASM and therefore no other Shareholder is required to abstain from voting at the ASM.

Please be advised that pursuant to Article 38 of the Articles of Association, when the number of Shares pledged by a Shareholder reaches or exceeds 50% of his/her/its holding of Shares in the Bank, the voting rights of such Shareholder at Shareholders' meetings and the voting rights of Director(s) nominated by such Shareholder at Board meetings shall be restricted.

### VII. RECOMMENDATION

The Board (including the independent non-executive Directors) considers that the resolutions to be proposed at the ASM are in the best interests of the Bank and the Shareholders as a whole. In addition, Ms. ZHANG Jihong, Mr. LIU Bingheng and Mr. WEI Zhigang, all being non-executive Directors, are deemed to have conflict of interest in the relevant resolutions in relation to the estimated quota on recurring related party transactions for 2026. Accordingly, they have therefore abstained from voting on the respective board resolutions in the meeting of the Board in which each of them has interest according to relevant laws, regulations and the Articles of Association. Save as disclosed above, none of the Directors have to abstain from voting on the above resolutions at the meeting of the Board. Accordingly, the Board recommends that the Shareholders vote in favour of the relevant resolutions to be proposed at the ASM.

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## LETTER FROM THE BOARD

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### VIII. OTHER INFORMATION

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

By order of the Board  
**Bank of Zhengzhou Co., Ltd.\***  
**ZHAO Fei**  
*Chairman*

Zhengzhou, Henan, the PRC  
5 June 2026

*As at the date of this circular, the Board comprises Mr. ZHAO Fei as executive Director; Ms. ZHANG Jihong, Mr. LIU Bingheng and Mr. WEI Zhigang as non-executive Directors; and Mr. LI Xiaojian, Mr. WANG Ning, Mr. LIU Yatian and Mr. SIU Chi Hung as independent non-executive Directors.*

\* *The Bank 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.*

2025 was the concluding year for the “14th Five-Year Plan”, and the year for planning and laying out the “15th Five-Year Plan”. The Board of Bank of Zhengzhou Co., Ltd. (the “**Bank**”) earnestly implemented the decisions and deployments of the Party Central Committee and the State Council, as well as the work requirements of the provincial and municipal party committees and governments, strictly complied with all regulatory requirements, practiced the responsibility of finance for the people, continuously optimized the governance structure and enhanced governance effectiveness, and advanced the Bank’s high-quality development in a steady and sustained manner.

As of the end of 2025, the Bank had total assets of RMB743,674 million, representing an increase of 9.95% from the end of the previous year; total deposits from customers of RMB463,075 million, representing an increase of 14.47% from the end of the previous year; and gross loans and advances to customers of RMB410,264 million, representing an increase of 5.82% from the end of the previous year. The Bank recorded an operating income of RMB12,921 million; a net profit of RMB1,909 million; a net interest margin of 1.61%, and a cost-to-income ratio of 27.67%. The Bank’s capital adequacy ratio, non-performing loan (NPL) ratio and allowance to NPL ratio were 11.71%, 1.71% and 185.81% respectively. Major regulatory indicators meet the regulatory requirements.

## I. MAIN WORK OF THE BOARD IN 2025

### (I) Focusing on Strategic Guidance to Consolidate the Solid Foundation for High-quality Development

- 1. Breaking down strategy to empower business development.** Anchored on the Bank’s strategic vision and goals, the Board further consolidated responsibilities and strengthened coordination by establishing and improving working mechanisms such as joint meeting systems, dynamic adjustments, and refined management, effectively solved difficulties in cross-line linkage, head office-branch collaboration, and integration of technology and business during strategy execution, truly integrated the principle of “putting external customer experience first and improving internal efficiency first” throughout the entire process of strategy breakdown, effectively enhanced the penetration, synergy and sustainability of strategy implementation, and laid a solid foundation for the Bank’s high-quality development. **For retail business**, the Bank focused on two major platforms, three business segments, and five service channels, concentrated on enhancing four core capabilities, and through business strategy innovation and product iteration and optimization, created four major steward services, namely citizen steward, financing steward, wealth steward, and rural steward, to systematically promote the transformation and upgrading of retail business. **For corporate business**, adhering to the dual-wheel drive of government finance and industry finance, the Bank established professional teams, improved mechanisms such as project evaluation and joint meetings, stimulated vitality through institutional and mechanism innovation, deeply cultivated key industries, key projects and key regions at provincial and

municipal levels, and drove business growth and quality improvement in a differentiated manner. **For risk control and internal management**, the Bank adhered to taking credit risk as the entry point, modularly promoted the reshaping of systems, mechanisms and processes, improved the management of group customer credit granting, streamlined and optimized the loan supervision process, piloted a region-based post-loan management model, established a mechanism for senior management to lecture on compliance, launched digital tools such as public opinion early warning and fund flow monitoring, and continuously consolidated the foundation of risk management. **For digital transformation**, the Bank adhered to data governance as the primary project, set up a dedicated data governance team, established a data collaboration mechanism, dispatched technology backbone staff to business departments for temporary assignments, focused on the integration of technology and business as the key lever, and gradually advanced the shift from technology support to technology leadership.

2. **Pragmatically and steadfastly deepening engagement in local economy.**

The Board always practiced the political and people-oriented nature of financial work, led the management to dedicate themselves to integrating into the overall local economic development, closely aligned with major strategic deployments within the region, focused on key areas and major projects, fully delivered on the “five major articles” in finance, and provided more vigorous and effective financial support for local economic development. **In terms of technological finance**, the Bank established four additional technology-featured sub-branches, strengthening the technological finance service front; innovatively launched a convenient product mainly based on credit, “Enterprise Benefit Loan”, and jointly built a diversified technological finance ecosystem. As of the end of 2025, the balance of technology loans was RMB33,237 million, an increase of RMB6,769 million or 25.57% from the beginning of the year, using the “living water of finance” for precise drip irrigation to inject financial momentum into technology innovation enterprises. **In terms of green finance**, the Bank established the first batch of green featured branches and sub-branches, simultaneously optimized and improved the assessment and incentive mechanism, consolidated the foundation for business development, and took multiple measures to guide the Bank’s credit resources towards the green finance sector. As of the end of 2025, the balance of green credit was RMB13,694 million, an increase of RMB3,882 million or 39.56% from the beginning of the year. **In terms of inclusive finance**, the Bank precisely matched the financing needs of inclusive customer groups, strengthened resource tilting, increased policy preferences, innovatively launched products such as “Zheng Hui Loan” (鄭惠貸), and promoted the quality and efficiency of inclusive financial services. As of the end of 2025, the balance of inclusive loans to small and micro enterprises was RMB57,326 million, an increase of 6.78% from the beginning of the year. **In terms of pension finance**, focusing on both the pension industry and the elderly

customer base, the Bank built a diversified pension financial service system. On the industry side, it prioritized support for the construction of aged care facilities; on the service side, it advanced the construction of age-friendly standardization to improve service experience for elderly customers, earnestly fulfilling the responsibilities of pension financial services. **In terms of digital finance**, centering on the digital transformation strategy, the Bank focused on dimensions such as policy guidance, customer group support, and product optimization, vigorously developed the digital economy business, while continuously promoting the online migration of products and processes, actively utilized fintech tools such as OCR and RPA to enhance management and operational efficiency, and empowered business development through digitalization.

**(II) Optimizing Top-Level Design to Enhance the Endogenous Driving Force of Corporate Governance**

- 1. Deep integration of Party leadership and governance.** The Board always adhered to the centralized and unified leadership of the Party Central Committee over financial work, ensured Party leadership throughout the entire process of corporate governance, and promoted the institutionalization, standardization and proceduralization of Party leadership integration into corporate governance. The Bank further improved the Party building requirements in the Articles of Association, consolidated the legal status of Party organizations in corporate governance; insisted on the Party Committee's prior review of "Three Majors and One Large", smoothed the regular communication channels between Party organizations and the Board and senior management, and continuously explored ways to organically integrate Party leadership with corporate governance.
- 2. Continuous optimization of the governance structure system.** The Bank implemented the reform requirements on corporate governance structure, and completed the amendments to the Bank's Articles of Association, the Rules of Procedures for Shareholders' General Meetings, and the Rules of Procedures for Board Meetings in accordance with laws, regulations and regulatory requirements; steadily advanced the optimization and adjustment of the corporate governance structure. In line with regulatory policy direction and the Bank's actual corporate governance situation, the Bank ceased to establish a Board of Supervisors and its specialized committees, with the Audit Committee of the Board exercising the functions and powers of the Board of Supervisors as prescribed by the Company Law and regulatory systems, striving to build a streamlined, efficient, well-coordinated corporate governance structure to provide solid governance guarantee for the Bank's high-quality development.

- 3. Smooth and effective operation of governance mechanisms.** Throughout the year, the Board lawfully convened 4 shareholders' meetings, which considered 17 proposals on the estimated quota on related party transactions, profit distribution proposal, amendments to the Articles of Association and other matters, and debriefed 5 report items. The Board convened 14 meetings to consider and approve 73 proposals on related party transactions, valuation enhancement, appointment of senior management and other matters, and heard 25 various circulars and reports. In strict compliance with statutory procedures, the Board completed tasks such as meeting notification, proposal collection, deliberation and voting. Directors conducted in-depth study and discussion on business performance, risk control, internal control and compliance and other areas, actively expressed opinions and suggestions, and those with material interests in voting proposals recused themselves from voting in accordance with regulations, thereby fully ensuring scientific decision-making by the Board and ensuring efficient and orderly operation of governance meetings.
- 4. Effective performance of specialized committees.** Taking into account the industry background and professional expertise of members of the eighth session of the Board, the Bank coordinated and adjusted the composition of members of the Board's specialized committees, actively implemented the relevant rules of the Hong Kong Stock Exchange, supplemented female directors to the Nomination Committee of the Board, and continuously optimized the Board's professional decision-making think tank. In 2025, the Board continuously strengthened communication and collaboration with the specialized committees. Each specialized committee conducted front-end study and in-depth discussion on matters such as risk management, related party transactions, financial conditions, and compliance and internal control. Throughout the year, a total of 38 committee meetings were organized and 65 proposals were deliberated, fully reflecting the specialized committees' role of providing professional support and decision-making support to the Board.
- 5. Continuous improvement of the quality and efficiency of Board decision-making.** All directors strictly complied with the requirements of laws, regulations, regulatory provisions and the Bank's Articles of Association, faithfully and diligently fulfilled their obligations, and made decisions in an objective and independent manner. During the year, the Bank proactively provided directors with channels and opportunities to acquire professional knowledge, and the directors also actively participated in various training programs for enhancing their performance capabilities, continuously improving their performance capability and decision-making level. The Board made full use of various online communication tools. In addition to routine meeting decisions, directors conducted in-depth and thorough discussions with other directors, senior management and relevant departments of the Bank on key issues, special reports and other matters of concern, which facilitated directors' timely understanding of the Bank's operational and management

conditions and effectively enhanced decision-making efficiency. At the same time, independent directors expressed objective and fair independent opinions on matters such as the engagement of external auditors, related party transactions, and appointment of senior management, fully safeguarding the legitimate rights and interests of minority shareholders.

- 6. Continuous optimization of equity management measures.** The Board continuously optimized equity management measures and actively explored new paths for equity management. An equity management module was added to the Bank's official website to display regulatory requirements on equity management, helping shareholders fully understand their obligations and effectively safeguarding their rights. The Bank strengthened constraints on shareholder behavior, strictly disclosed share changes and shareholder information in accordance with regulatory requirements, regularly monitored the qualifications and financial conditions of substantial shareholders and major shareholders through confirmation letters, enterprise information inquiries, daily communication and other means, urged substantial shareholders to perform their duties and fulfill their obligations in accordance with laws and regulations, and reported the performance of duties and obligations of substantial shareholders and major shareholders to the shareholders' meeting, thereby vigorously protecting the rights and interests of minority shareholders.
- 7. Standardized and compliant management of related party transactions.** The Board strictly complied with regulatory requirements on related party transactions, and continuously strengthened the management level of related party transactions. In accordance with regulatory requirements, the Bank identified and recognized related parties through a look-through approach, dynamically updated and improved the information files on related parties, and adopted a combination of "internal and external" methods to identify and confirm related parties. The Board fully fulfilled its management responsibilities for related party transactions. The Board and the Related Party Transactions Control Committee prudently voted on proposals including special reports on related party transactions, the estimated quota on recurring related party transactions, and material related party transactions, and performed disclosure obligations in a timely manner. The Board continuously enhanced the level of intelligent management of related party transactions, submitted regulatory reports on related party transactions on schedule, and continuously optimized the quality and efficiency of control.

**(III) Adhering to the Risk Bottom Line and Strengthening the Risk Internal Control and Compliance Defense Line**

**1. Continuous improvement of the comprehensive risk management system.**

The Board always adhered to a “prudent and robust” risk appetite, attached great importance to risk prevention and control, and urged the management to comprehensively promote the construction of the risk management system and mechanism. Taking into account the Bank’s development strategy, capital planning and operating conditions, the Board formulated the risk appetite at the group level in an integrated manner, built the group risk control system, regularly reviewed special reports relating to risk management, and prudently assessed the suitability of the Bank’s risk policies, the effectiveness of risk management and risk tolerance, so as to consolidate the comprehensive risk management responsibilities. The Bank deeply advanced the construction of the risk model management mechanism, continuously improved the risk monitoring mechanism, promoted risk data governance, and comprehensively enhanced the level of sophistication and effectiveness of risk management.

**2. Continuous strengthening of internal control and compliance management.**

The Board continuously urged the management to fulfill its internal control and compliance management responsibilities, and strengthened the construction of the internal control and compliance management system. The Board supported the management in optimizing the organizational structure by centralizing the responsibilities of anti-money laundering and consumer protection into the internal control and compliance management department; systematically reviewed and conducted comprehensive post-evaluation of existing systems, and put forward suggestions for improvement; identified risks for business products and management processes, and evaluated the effectiveness of control measures; strengthened the process management of authorization, with pre-event filing and review and post-event sampling and re-inspection; carried out coordinated line-based inspections, continuously promoted follow-up rectification, and enhanced the linkage effectiveness of line-based inspections; deeply promoted and instilled the concept of compliance, conducted compliance training and thematic activities, and fostered a strong compliance culture in finance.

**3. Continuous consolidation of the quality and effectiveness of internal audit supervision.**

The Board continued to improve the internal audit management system, regularly reviewed proposals such as internal control self-evaluation reports and internal audit work reports, listened to the annual work report of the Audit Committee, and promoted the steady implementation of the medium- and long-term internal audit work plan. During the year, a total of 89 audit projects of various types were carried out, with continuously intensified supervision and inspection efforts, ensuring the effective performance of the audit supervision function. The Board deepened the application of internal

audit results, strengthened subsequent problem rectification and accountability, and solidified the closed-loop management mechanism for audit supervision. The Bank strengthened the construction of the internal audit talent pool, improved the institutional system and workflow, enriched the means of internal audit supervision, and strictly controlled the quality of internal audit work, thereby safeguarding the Bank's overall operational and development framework with high-quality audit supervision.

**(IV) Focusing on Social Responsibility and Shaping a Compliant and Trustworthy Market Image**

- 1. Standardizing information disclosure and keeping communication channels open.** The Board strictly complied with relevant laws, regulations and regulatory requirements, established a complete information disclosure management system, standardized the whole-process control mechanism for information disclosure, and continuously enhanced the truthfulness, completeness and accuracy of information disclosure. The Bank carefully prepared periodic reports including annual reports, semi-annual reports and quarterly reports, issued temporary announcements in strict accordance with regulatory requirements, and strengthened voluntary announcement disclosure. During the year, a total of 175 various A-share and H-share announcements were issued. The Bank maintained communication with investors through multiple channels, held the 2024 annual results online briefing, interacted and communicated with investors on issues such as operating performance and strategic transformation, and enhanced investors' understanding of the Bank through such means as dedicated personnel answering investor calls and replying to investor inquiries on the Shenzhen Stock Exchange's "Easy Interaction" platform. Taking into account shareholder returns, business development and other factors, the Bank distributed cash dividends to shareholders, sharing the fruits of operational development with investors. The Bank formulated the Bank's valuation enhancement plan focusing on operational management, risk control level, shareholder returns and other aspects, continuously boosting investor confidence.
- 2. Adhering to finance for the people and practicing social responsibility.** The Board always upheld the people-oriented nature of financial work, cultivated distinctive development advantages while serving the people through finance, and spared no effort in supporting local economic development. The Bank persisted in channeling service centers downward, prioritized filling the gaps in rural financial services with rural service station construction, promoted rural revitalization-themed debit cards, and continuously carried out rural financial service activities; effectively extended the service radius, embedded financial services into community life scenarios, and carried out diversified community activities relying on community stations; continuously iterated and optimized deposit and loan products to meet the diversified financial needs of

the real economy; continuously expanded the coverage of consumer rights protection publicity and service accessibility, helping to enhance financial consumers' awareness of rights and risk prevention and control; sponsored the "Zhengzhou Bank Cup (鄭州銀行杯)" 2025 Zhengzhou Marathon, held the "Zheng Hao Love Companion (鄭好愛相伴)" Baduanjin Competition, created the "Zheng Hao Future Star (鄭好未來星)" service brand, and carried out activities such as health charity consultations, demonstrating the responsibility of "growing together with the city".

## II. KEY WORK FOR 2026

In 2026, the Board will continue to adhere to the fundamental principle and action guide of Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era, thoroughly implement the spirits of the 20th National Congress of the Communist Party of China and the plenary sessions of the 20th Central Committee, as well as spirits of the central, provincial Party committee and municipal Party committee economic work conferences, always uphold the "Three Services" positioning of city commercial banks, make every effort to do a good job in the "five major articles" in finance, base itself on the local area, stay specialized and focused, and irrigate the fertile ground of high-quality development with the "living water of finance".

### (I) Strengthening Strategic Guidance to Promote High-quality Business Development

The Board will focus on the provincial Party committee's "1+2+4+N" target and task system and the municipal Party committee's "1+7+7+7" work deployment, base itself on its own resource endowments, effectively leverage its comparative advantages, further clarify its orientation and positioning, and scientifically plan the Bank's new round of five-year strategic planning. The Board will adhere to the principle of "putting external customer experience first and improving internal efficiency first", accelerate the establishment of a vertically connected, horizontally coordinated, and execution-strong strategy promotion system, drive the accelerated transformation of the operation and management mechanism through strategic guidance, and consolidate the strategic foundation for the Bank's high-quality development.

### (II) Optimizing Corporate Governance to Activate the Momentum of Operational Development

The Board will deeply explore the modern corporate governance operation model, coordinate the handover and work continuity of internal supervisory bodies, properly plan and revise governance-level systems to provide institutional guarantees for standardized governance; continuously enhance the efficiency and operational effectiveness of the Board's decision-making, strengthen the capacity building of directors in performing their duties, and improve their ability to assess and evaluate regulatory policies, industry trends, and risk prevention and control; optimize equity management measures, strengthen related party transaction control, and continuously improve corporate governance quality and efficiency.

**(III) Expanding Replenishment Channels and Strengthening Refined Capital Management**

The Board will continue to improve the capital replenishment mechanism to ensure that capital management capabilities are compatible with and mutually reinforcing the development strategy and risk management capabilities. Adhering to the principle of developing endogenous capital accumulation and external financing in parallel, it will enhance endogenous capital accumulation capabilities, reasonably carry out external capital replenishment, actively seek policy support for capital replenishment, and continuously optimize the capital structure; strengthen the awareness of capital conservation, implement refined capital management, and continuously enhance capital utilization efficiency through data governance and structural adjustment and optimization, thereby consolidating the foundation for sustainable development.

**(IV) Improving the Risk Control System to Strengthen the Operational Safety Defense Line**

The Board will continue to deepen the construction of the comprehensive risk management system, improve comprehensive risk monitoring, strengthen rigid constraints on limit execution, continuously enhance the ability to monitor and control credit risk, market risk, liquidity risk, and information technology risk, optimize the construction of risk models, and continuously enrich risk management tools; solidly carry out various internal audit projects, scientifically exercise the audit evaluation function, and strengthen the third line of defense for risk prevention and control; consolidate the institutional foundation for internal control and compliance, promote and implement a compliance culture, and strictly adhere to the ideological bottom line of risk prevention and control to ensure the stable operation of the Bank.

**(V) Improving Quality and Efficiency to Demonstrate the Bank's Development Vitality**

The Board will strictly comply with laws, regulations and regulatory requirements, earnestly fulfill its information disclosure obligations, ensure the truthfulness, completeness and accuracy of information disclosure, enhance market transparency, and effectively safeguard the legitimate rights and interests of shareholders. It will attach great importance to market value management, improve the quality and efficiency of operation and management, focus on investor interaction and communication, and convey the Bank's development philosophy and value orientation. It will actively fulfill social responsibilities, proactively integrate into the overall local development, care about and pay attention to the daily necessities of the people, continuously optimize the supply of financial services, and continuously enhance the Bank's market recognition.

*Note:* The financial data and indicators contained in this appendix are prepared in accordance with China Accounting Standards for Business Enterprises, and are denominated in RMB unless otherwise specified.

Pursuant to laws, administrative regulations, departmental rules and regulatory documents, including the Administrative Measures for the Related Party Transactions of Banking and Insurance Institutions of the National Financial Regulatory Administration (“NFRA”), the Information Disclosure Rules on Companies Publicly Offering Securities No. 26 – Special Disclosure Rules on Commercial Banks of the China Securities Regulatory Commission (“CSRC”), and the Administrative Measures for Related Party Transactions of Bank of Zhengzhou Co., Ltd., the key issues of the management of related party transactions of the Bank in 2025 are reported as follows:

## I. MANAGEMENT OF RELATED PARTY TRANSACTIONS

In 2025, guided by the fundamental principles of “compliance” and “fairness”, the Bank continued to strengthen its related party transaction management in areas such as institutional support, related party list management, related party transaction approval and disclosure, and technology empowerment, and continued to improve the level of corporate governance. As of the end of 2025, the total correlation degree of the Bank was 35.07%; the ratio of the largest group related party’s net credit to the Bank’s net capital was 8.27%; the ratio of the largest single related party’s net credit to the Bank’s net capital was 5.24%. All the regulatory indicators above were in line with the regulations of the NFRA.

### (I) Management of the list of related parties

According to the Administrative Measures for the Related Party Transactions of Banking and Insurance Institutions (《銀行保險機構關聯交易管理辦法》) and Interim Measures Governing the Management of Commercial Banks’ Equity (《商業銀行股權管理暫行辦法》) as well as other regulatory provisions, and based on the identification standard of the related parties, the Bank adheres to the principle of “thorough identification”, adopts both internal and external modes to identify and confirm the related parties, and continually improves the information database of related parties. Internally, the Bank has embedded a related party collection module in the OA system, which collects information on related parties through centralized consultation, active reporting by related parties, customer onboarding review and other means, and has established a dynamic list management mechanism to update and improve the list of related parties in a timely manner. The human resources system information is also extracted on a quarterly basis for matching and verification with the list of related parties to ensure that the list of related parties is complete. Externally, the Bank relies on the National Enterprise Information Publicity System, annual reports of related parties, Qixin.com, Qcc.com and other enterprise information query platforms to analyze the equity structure and other information of related legal persons such as directors, supervisors, senior management and substantial shareholders, so as to fully identify information on related parties, and ensures the completeness of the list of related parties. At the same time, the Bank timely inputs its list of related parties into the CRM+ system, effectively connects with the related party transaction management and control

system module, advances the identification and control processes of related party transactions to prevent the risks of late and omitted reporting of related party transactions. As of the end of 2025, the Bank identified 925 related legal persons and 4,071 related natural persons in accordance with the regulatory standards of the NFRA, Shenzhen Stock Exchange, The Stock Exchange of Hong Kong Limited and the PRC Accounting Standards for Business Enterprises.

## **(II) Approval and disclosure of related party transactions**

In 2025, the Bank strictly complied with the requirements of approval and disclosure of related party transactions. On the one hand, the Bank prepared the Resolution on the Estimated Quota on Recurring Related Party Transactions for 2025, which was considered and approved by the Related Party Transaction Control Committee of the Board of Directors, the Board of Directors and the Shareholders' meeting, and the required external disclosure procedures were completed. Based on the resolution, the management strictly approved the pricing conditions, implementation conditions and actual quota for specified related party customers' transactions, filed such information in a timely manner, and disclosed the information in the interim and annual reports in an accurate and complete manner. On the other hand, the related party transactions conducted outside the estimated quota of recurring related party transactions were submitted to the Related Party Transaction Control Committee under the Board of Directors, the Board of Directors or the Shareholders' meeting of the Bank for filing and consideration in strict compliance with the Bank's approval powers and responsibilities. The Bank also discharged its information disclosure and reporting responsibilities in a timely manner to effectively protect shareholders and other stakeholders of the Bank of their right to know in relation to the Bank's related party transactions and safeguarded their legitimate rights and interests. In addition, when considering related party transaction matters, each of the Directors was diligent and conscientious, and safeguarded the principle of abiding by normal business terms and acting in the interests of all relevant stakeholders. Independent Directors issued independent opinions on the fairness of significant related party transactions and the implementation of internal approval procedures before voting on related party transactions. All of the Directors with related interest discharged their obligations of abstaining from voting.

## **(III) Conditions and pricing of related party transactions**

In 2025, for various credit and non-credit types of related party transactions, the Bank strictly complied with normal commercial terms, and conducted them on terms no better than the same type of transactions with non-related parties, which complied with the control requirements for related party transactions.

**(IV) Establishment of system for related party transactions**

The Bank continues to enhance its technological support for related party transaction management. On the one hand, during the year, the Bank developed the Notification Report on Changes to Business Registration Information of Related Legal Persons to update the list of related parties in a timely manner. Meanwhile, the Bank managed the list of related parties through its customer management system, and connected it with the unified credit system, credit management platform, financial sharing system, and other relevant systems to continuously monitor and control related party transactions. According to changes in products and approval processes, the Bank constantly adjusts and improves relevant systems. On the other hand, the Bank regularly collates statistics and conducts analysis of related party transaction data, relies on the form 1104 of the NFRA and related party transaction supervision system and other platforms to timely fill in relevant data of related parties, related party graphs and related party transactions, and strengthens the monitoring and control of related party transaction data, ensuring that various indicators of related party transaction are controlled within the scope of regulatory provisions.

**II. OPERATION OF THE RELATED PARTY TRANSACTIONS CONTROL COMMITTEE UNDER THE BOARD OF DIRECTORS**

Currently, the Related Party Transactions Control Committee of the Board of Directors comprises three Directors. The chairman of the committee is an independent non-executive Director. All members have been diligent and conscientious in attending the committee meetings on time. In 2025, the Related Party Transactions Control Committee of the Board of the Bank convened a total of 9 meetings, at which 18 resolutions including the 2024 Annual Work Report of the Related Party Transactions Control Committee under the Board of Directors of Bank of Zhengzhou Co., Ltd. (《鄭州銀行股份有限公司董事會關聯交易控制委員會2024年度工作報告》), 2024 Specific Report on Related Party Transactions of Bank of Zhengzhou Co., Ltd. (《鄭州銀行股份有限公司2024年度關聯交易專項報告》), etc. were considered and approved. All the resolutions were approved and the procedures were in compliance with laws and regulations.

**III. RELATED PARTY TRANSACTIONS**

In 2025, all related party transactions between the Bank and its related parties were carried out in line with its normal business development needs. All related party financiers have good credit and business status on the whole; their repayment sources are guaranteed and their risks are controllable.

**(I) Credit granting related party transactions**

In 2025, the credit granting related party transactions between the Bank and related legal persons mainly involved loans, bill acceptance, bond investment, factoring and other regular on- and off-balance-sheet credit granting business of the Bank. The credit granting related party transactions with related natural persons mainly involved loans and credit card businesses. As of the end of 2025, the balance of the Bank's credit granting businesses with all related parties amounted to RMB22.294 billion, of which the balance of credit granting related party transactions with related legal persons amounted to RMB22.201 billion, and the balance of credit granting related party transactions with related natural persons was RMB93 million.

**(II) Asset transfer related party transactions**

In 2025, the Bank carried out asset transfer related party transactions with all related parties, with a total amount of RMB334 million, mainly for asset trading.

**(III) Service-related party transactions**

In 2025, the Bank carried out service-related party transactions with all related parties, with a total amount of RMB62 million, mainly for housing rental fees, utility fees, custody fees, and regulatory fees.

**(IV) Deposits and other types of related party transactions**

In 2025, the Bank carried out deposits related party transactions with all related parties, with a total amount of RMB44.655 billion, mainly for time deposits and negotiated deposits, and other types of related party transactions with a total amount of RMB60.741 billion, mainly for bond pledge repurchase and spot bond trading.

*Note:* Unless otherwise stated, the data contained herein are denominated in RMB.

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## **APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

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To further strengthen the management of related party transactions of Bank of Zhengzhou Co., Ltd., (the “**Bank**”) and in compliance with relevant provisions on the related party transaction management measures of China Securities Regulatory Commission, Shenzhen Stock Exchange and National Financial Regulatory Administration and the Bank, the Bank has made a reasonable estimate of the quota on the recurring related party transactions for 2026, and has formulated the Resolution on the Estimated Quota on Recurring Related Party Transactions of Bank of Zhengzhou Co., Ltd. for 2026. The estimated quota does not constitute undertakings of grants of credit or transactions by the Bank to its related party customers, and mainly belongs to routine business within the normal operation scope. As the business needs of related parties depend on their own operating and development conditions, there is uncertainty in this estimated related party transaction, which is subject to the written approval from the competent approval authority of the Bank upon the occurrence of actual transactions within the estimated quota.

### **I. BASIC INFORMATION OF RECURRING RELATED PARTY TRANSACTIONS**

#### **(I) Overview of recurring related party transactions**

The recurring related party transactions of the Bank refer to the transfer of resources or obligations between the Bank or its subsidiaries and its related parties, mainly representing the related party transactions, such as credit granting, asset transfer and services with related parties in the course of day-to-day operations. Specific transactions are subject to the management systems of regulatory authorities and the Bank, including the Administrative Measures for Related Party Transactions.

#### **(II) Types and amount of estimated recurring related party transactions**

The estimated quota on recurring related party transactions for 2026 of the Bank does not constitute undertakings of grants of credit or transactions to its related party customers, and is subject to written approval from the competent approval authority of the Bank upon the occurrence of actual transactions. The estimated quota on recurring related transactions takes effect from the date on which it is considered and approved by the shareholders’ meeting and shall expire on the date on which a new estimated quota on related party transactions is considered and approved at the shareholders’ meeting in the next year of the Bank. In 2026, the estimated quota on recurring related party transactions of the Bank to some related parties can be divided into credit granting and non-credit granting. The specific business types and estimated quota are as follows:

**APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

**1. Credit granting related party transactions**

*(1) Related party transactions with corporate legal persons*

**Table 1: Estimated quota and type of recurring related party transactions with general associated corporations for 2026**

*Unit: RMB0'000*

No.	Related legal person	Credit amount as at 31 December 2025	Estimated credit line for 2026
1	Zhengzhou Industrial Investment Group Co., Ltd. (鄭州產業投資集團有限公司) and its associated corporations <sup>1</sup>	423,548	750,000
2	Zhengzhou Construction Investment Group Co., Ltd. (鄭州市建設投資集團有限公司) and its associated corporations	397,070	650,000
3	Zhengzhou Transportation Construction Investment Co., Ltd. (鄭州交通建設投資有限公司) and its associated corporations	82,607	190,000
4	Zhengzhou Zhongrongchuang Industrial Investment Co., Ltd. (鄭州市中融創產業投資有限公司) and its associated corporations	204,116	400,000
5	Henan Investment Group Co., Ltd. (河南投資集團有限公司) and its associated corporations	286,184	800,000
6	Henan Asset Management Co., Ltd. (河南資產管理有限公司) and its associated corporations	167,750	450,000

<sup>1</sup> In December 2025, Zhengzhou Development & Investment Group Co., Ltd. was renamed as Zhengzhou Industrial Investment Group Co., Ltd., such definition applies below as well.

*Note 1:* Credit-related business refers to the type of business that complies with the Measures Governing Related Party Transactions of Banking and Insurance Institutions and Interim Measures Governing the Management of Commercial Banks' Equity issued by the NFRA as well as the Bank's credit related rules; such definition applies below as well.

*Note 2:* The credit-granting business may occur on a rolling basis according to different types of transactions, and the balance at any time point shall not exceed the estimated quota; such definition applies below as well.

**Table 2: Estimated quota and type of recurring related party transactions of financial interbank for 2026**

*Unit: RMB0'000*

No.	Related legal person	Credit amount as at 31 December 2025	Estimated credit line for 2026
1	Central China Securities Co., Ltd. (中原證券股份有限公司) and its associated corporations	50,000	50,000
2	Zhongyuan Trust Co., Ltd. (中原 信託有限公司) and its associated corporations	50,000	50,000
3	BOL Financial Leasing Co., Ltd. (洛銀金融租賃股份有限公司)	20,000	50,000
4	Great Wall Fund Management Co., Ltd. (長城基金管理有限公 司)	–	30,000
5	Zhongmu Zhengyin County Bank Co., Ltd. (中牟鄭銀村鎮銀行股 份有限公司)	40,000	40,000

(2) *Related party transactions with natural persons*

The Bank implements total quota control over granting of credit lines to related natural persons in 2026 and the total credit grant quota to related natural persons is expected to be no more than RMB300 million.

**APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

**2. Non-credit granting related party transactions**

During 2026, it is estimated that the Bank will approve financial market transactions with open market prices, including spot trading and pledge-style repurchase in a single transaction amount of no more than RMB600 million, RMB600 million, RMB200 million and RMB600 million for Zhongyuan Trust Co., Ltd., Central China Securities Co., Ltd., BOL Financial Leasing Co., Ltd. and Great Wall Fund Management Co., Ltd., respectively. The above business can be carried out on a rolling basis. Asset trading business in an aggregate amount of no more than RMB4.0 billion for Henan Asset Management Co., Ltd. will be approved, while service type business, including trust and custody and regulatory business, in an aggregate amount of no more than RMB200 million for Zhongyuan Trust Co., Ltd. will be approved. Deposit business in an aggregate annual amount of no more than RMB100.0 billion for all related parties will be approved.

**(III) The actual occurrence of related party transactions in the previous year**

**1. Credit granting related party transactions**

**Table 3: Execution of estimated quota on recurring related party transactions involving credit granting for 2025**

*Unit: RMB0'000*

No.	Related legal person	Estimated	Credit amount	Business type
		credit line in	as at	
		2025	31 December	
			2025	
1	Zhengzhou Industrial Investment Group Co., Ltd. (鄭州產業投資集團有限公司) and its related parties	700,000	423,548	Loan business and investment business
2	Zhengzhou Construction Investment Group Co., Ltd. (鄭州市建設投資集團有限公司) and its associated corporations	540,000	397,070	Loan business and investment business
3	Zhengzhou Transportation Construction Investment Co., Ltd. (鄭州交通建設投資有限公司) and its associated corporations	190,000	82,607	Loan business and investment business

**APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

No.	Related legal person	Credit amount		Business type
		Estimated credit line in 2025	as at 31 December 2025	
4	Zhengzhou Zhongrongchuang Industrial Investment Co., Ltd. (鄭州市中融創產業投資有限公司) and its associated corporations	600,000	204,116	Loan business and investment business
5	Henan Investment Group Co., Ltd. (河南投資集團有限公司) and its associated corporations	800,000	286,184	Loan business and investment business
6	Henan Asset Management Co., Ltd. (河南資產管理有限公司) and its associated corporations	300,000	167,750	Loan business and investment business
7	Henan Guoyuan Trade Co., Ltd. (河南國原貿易有限公司) and its associated corporations <sup>1</sup>	330,000	162,327	Loan business
8	Central China Securities Co., Ltd. (中原證券股份有限公司) and its associated corporations	50,000	50,000	Interbank general credit, revolving throughout the validity period of the credit
9	Zhongyuan Trust Co., Ltd. (中原信託有限公司) and its associated corporations	50,000	50,000	Interbank general credit, revolving throughout the validity period of the credit
10	Bank of Lanzhou Co., Ltd. (蘭州銀行股份有限公司) <sup>2</sup>	320,000	100,000	Interbank general credit, revolving throughout the validity period of the credit
11	Zhongmu Zhengyin County Bank Co., Ltd. (中牟鄭銀村鎮銀行股份有限公司)	40,000	40,000	Interbank general credit, revolving throughout the validity period of the credit

**APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

No.	Related legal person	Credit amount		Business type
		Estimated credit line in 2025	as at 31 December 2025	
12	Yanling Zhengyin County Bank Co., Ltd. (鄢陵鄭銀村鎮銀行股份有限公司)	20,000	20,000	Interbank general credit, revolving throughout the validity period of the credit
13	Related natural persons	30,000	8,974	Loan business and credit card business

<sup>1</sup> As at December 2025, Henan Guoyuan Trade Co., Ltd. and its associated corporations was no longer a related party of the Bank under the SZSE.

<sup>2</sup> As at August 2025, Bank of Lanzhou Co., Ltd. was no longer a related party of the Bank under the SZSE.

Statement by the Board of the Bank on the significant difference between the actual occurrence of recurring related party transactions and its estimate (if applicable)

The Bank's estimated quota on recurring related party transactions represents the amount of business that may occur between the parties, and the actual amount occurred shall be determined in accordance with the actual operating activities of the parties, which is subject to greater uncertainty. The aforesaid difference will not have a material impact on the Bank's daily operations and results, and the Bank will continue to strengthen its management of related party transactions.

Statement by independent Directors of the Bank on the significant difference between the actual occurrence of recurring related party transactions and their estimate (if applicable)

The difference between the actual occurrence of recurring related party transactions for 2025 and the estimation was due to the fact that the Bank's estimated quota on recurring related party transactions represents the upper limit amount of business that may occur between the parties, and the actual amount occurred shall be determined in accordance with the amount of the contracts actually entered into by the parties and the progress of implementation, which is subject to greater uncertainty, resulting in the difference between the actual amount occurred and the estimated amount. The actual amount occurred is in line with the Bank's actual operating conditions and future development needs, fair and reasonable, not detrimental to the interests of the Bank and the small and medium Shareholders, and conducive to the Bank's sustainable and steady development.

**APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

**2. Non-credit granting related party transactions**

**Table 4: Execution of estimated quota on recurring related party transactions involving non-credit granting for 2025**

*Unit: RMB0'000*

No.	Related legal person	Estimated quota in 2025	Transaction amount as at 31 December 2025	Business type
1	Henan Asset Management Co., Ltd. (河南資產管理有限公司)	400,000	33,377	Asset trading business
2	Zhongyuan Trust Co., Ltd. (中原信託有限公司)	20,000	5,079	Trust custody, supervision and other service business
3	Bank of Lanzhou Co., Ltd. (蘭州銀行股份有限公司)	The largest single transaction not exceeding RMB2.0 billion	The largest single transaction RMB0.5 billion	Financial market transactions with open market prices, including spot trading and pledge-style repurchase
4	Zhongyuan Trust Co., Ltd. (中原信託有限公司)	The largest single transaction not exceeding RMB0.5 billion	/	
5	Central China Securities Co., Ltd. (中原證券股份有限公司)	The largest single transaction not exceeding RMB1.0 billion	The largest single transaction RMB53.24 million	
6	All related parties	10,000,000	4,435,455	Deposit business

Statement by the Board of the Bank on the significant difference between the actual occurrence of recurring related party transactions and their estimate (if applicable)

The Bank's estimated quota on recurring related party transactions represents the amount of business that may occur between the parties, and the actual amount occurred shall be determined in accordance with the actual operating activities of the parties, which is subject to greater uncertainty. The aforesaid difference will not have a material impact on the Bank's daily operations and results, and the Bank will continue to strengthen its management of related party transactions.

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**APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

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Statement by independent Directors of the Bank on the significant difference between the actual occurrence of recurring related party transactions and their estimate (if applicable)

The difference between the actual occurrence of recurring related party transactions for 2025 and the estimation was due to the fact that the Bank's estimated quota on recurring related party transactions represents the upper limit amount of business that may occur between the parties, and the actual amount occurred shall be determined in accordance with the amount of the contracts actually entered into by the parties and the progress of implementation, which is subject to greater uncertainty, resulting in the difference between the actual amount occurred and the estimated amount. The actual amount occurred is in line with the Bank's actual operating conditions and future development needs, fair and reasonable, not detrimental to the interests of the Bank and the small and medium Shareholders, and conducive to the Bank's sustainable and steady development.

## **II. RELATED PARTIES INTRODUCTION AND RELATED RELATIONSHIP**

### **(I) Information of related legal person**

#### **1. Zhengzhou Industrial Investment Group Co., Ltd. (鄭州產業投資集團有限公司)**

Zhengzhou Industrial Investment Group Co., Ltd.'s registered address is 2nd and 4th floors of Zhengfa Building, Zhongyuan West Road, Zhongyuan District, Zhengzhou and its legal representative is YANG Yinghui (楊迎輝). It has a registered capital of RMB30 billion and its business scope includes: licensed projects: construction engineering construction, construction engineering design, highway administration and maintenance (for items subject to approval, relevant business activities cannot be carried out until approval is obtained from competent authorities, the specific business projects subject to the approval of relevant departmental approval documents or permits); general projects: investment activities with self-owned funds, park management services, venture capital (limited to investment in unlisted enterprises), entrepreneurial space services, municipal facilities management, land remediation services (except for projects subject to approval according to law, business activities can be carried out independently with the business license according to law).

As at the end of September 2025, total assets amounted to RMB487,049,510,000; net assets amounted to RMB151,269,230,000; operating income amounted to RMB7,545,980,000; net profit amounted to RMB-746,240,000.

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**APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

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Related relationship: the company is a major shareholder that holds more than 5% of the interests in the Bank, and is therefore deemed to be a related party of the Bank under the relevant provisions of Rule 6.3.3 of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange.

**2. Zhengzhou Construction Investment Group Co., Ltd. (鄭州市建設投資集團有限公司)**

Zhengzhou Construction Investment Group Co., Ltd.'s registered address is Level 17 Zensun Huanhu International, No. 189 Ping'an Avenue, Zhengdong New District, Zhengzhou and its legal representative is WANG Yang (汪洋). It has a registered capital of RMB5,266,430,000. Its business scope includes: general projects: investment activities with its own funds; land improvement services; advertising design and agency; advertising production; advertising publishing; car parking services; non-residential real estate leasing; housing leasing; property management; conference and exhibition services (except for projects subject to approval according to law, business activities can be carried out independently with the business license according to law); licensed projects: real estate development and operations (for items subject to approval, relevant business activities cannot be carried out until approval is obtained from competent authorities, the specific business projects subject to the approval of relevant departmental approval documents or permits).

As at the end of September 2025, total assets amounted to RMB53,497,390,000; net assets amounted to RMB21,338,060,000; operating income amounted to RMB1,923,070,000; net profit amounted to RMB1,240,000.

Related relationship: the company is an enterprise controlled by Zhengzhou Finance Bureau, which is a Shareholder that holds more than 5% of the interests in the Bank, and is therefore deemed to be a related party of the Bank under the relevant provisions of Rule 6.3.3 of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange.

**3. Zhengzhou Transportation Construction Investment Co., Ltd. (鄭州交通建設投資有限公司)**

Zhengzhou Transportation Construction Investment Co., Ltd.'s registered address is No. 165 Gongren South Road, Zhongyuan District, Zhengzhou, and its legal representative is WANG Jiayi (王加喜). It has a registered capital of RMB100 million and its business scope includes: investment and management of road and bridge constructions; general contracting of roads and bridges; maintenance and renovation of roads and bridges, investment and management of transportation stations and logistics facilities; investment and management of city infrastructure and communication pipelines; domestic advertising design, production, agency and publication. (the above scope does not cover items that cannot be carried out without approval as per laws and regulations)

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**APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

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As at the end of September 2025, total assets amounted to RMB40,985,250,000; net assets amounted to RMB19,030,110,000; operating income amounted to RMB1,292,560,000; net profit amounted to RMB160,000.

Related relationship: the company is an enterprise controlled by Zhengzhou Finance Bureau, which is a Shareholder that holds more than 5% of the interests in the Bank, and is therefore deemed to be a related party of the Bank under the relevant provisions of Rule 6.3.3 of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange.

**4. *Zhengzhou Zhongrongchuang Industrial Investment Co., Ltd.* (鄭州市中融創產業投資有限公司)**

Zhengzhou Zhongrongchuang Industrial Investment Co., Ltd.'s registered address is Room 203, Corridor between Tower A and B, R&D Building No. 5, Henan Province (National) College Technology Park, No. 11 Changchun Road, Zhengzhou High and New Technology Industry Development Zone and its legal representative is WANG Shaoliang (王韶亮). It has a registered capital of RMB15 billion. Its business scope includes: licensed projects: construction engineering; network culture management; road cargo transport (excluding hazardous goods) (for items subject to approval, relevant business activities cannot be carried out until approval is obtained from competent authorities, the specific business projects subject to the approval of relevant departmental approval documents or permits); general projects: investment activities with its own funds; venture capital (limited to investment in unlisted companies); industrial park management services; supply chain management services; information system integration services; digital cultural and creative content application services; intellectual property rights services (except patent agency services); technology intermediary services; entrepreneurial space services; corporate management consulting; commercial complex management services; property management; car parking services; general cargo warehousing services (excluding projects requiring license approval such as hazardous chemicals); non-residential real estate leasing; Internet sales (except for the sales of commodities subject to licensing); sales of mobile terminal equipment; sales of electronic products; sale of construction materials; information technology consulting services; software outsourcing services; wholesale of computer hardware, software and auxiliary equipment; retail of computer hardware, software and auxiliary equipment; leasing of computers and communication equipment; sales of machinery and equipment; sales of metallic materials; sales of metal ores; sales of non-metallic minerals and products; sales of coal and products; sales of chemical products (excluding licensed chemical products); import and export of goods; domestic trade agency; international cargo transportation agency; domestic cargo transportation agency; air international cargo transportation agency; land

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**APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

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international cargo transportation agency; import and export agency; conference and exhibition services (except for projects subject to approval according to law, business activities can be carried out independently with the business license according to law).

As at the end of September 2025, total assets amounted to RMB15,895,320,000; net assets amounted to RMB11,616,020,000; operating income amounted to RMB96,220,000; net profit amounted to RMB-59,930,000.

Related relationship: Ms. ZHANG Jihong (張繼紅), a director of the Bank, serves as a director and senior management of the company, and is therefore deemed to be a related party of the Bank under the relevant provisions of Rule 6.3.3 of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange.

**5. *Henan Investment Group Co., Ltd.* (河南投資集團有限公司)**

Henan Investment Group Co., Ltd.'s registered address is No. 24 Waihuan Road, Financial Island, Zhengdong New District, Zhengzhou City, Henan Province, and its legal representative is YAN Wanpeng (閻萬鵬). It has a registered capital of RMB12 billion and its business scope includes: investment management, investment in construction projects, sale of industrial means of production, machinery and equipment required for construction projects, and raw materials of products used in investment projects (except those subject to special regulations of the State); rental of housing (for items that are within the above scope and subject to approval, business operations are not allowed before permission is granted).

As at the end of September 2025, total assets amounted to RMB372,783,410,000; net assets amounted to RMB146,261,850,000; operating income amounted to RMB36,662,750,000; net profit amounted to RMB2,423,760,000.

Related relationship: the company is a controlling shareholder of Zhongyuan Trust Co., Ltd., which is a major shareholder of the Bank, and is therefore deemed to be a related party of the Bank under the relevant provisions of Rule 6.3.3 of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange.

**6. *Central China Securities Co., Ltd.* (中原證券股份有限公司)**

Central China Securities Co., Ltd.'s registered address is 10 Shangwu Waihuan Road, Zhengzhou East New District, Zhengzhou. Its legal representative is ZHANG Qiuyun (張秋雲). It has a registered capital of RMB4,642,884,700 and its business scope includes: securities brokerage; securities investment consulting; financial advisers related to securities trading and securities investment activities; securities underwriting and sponsorship; self-management of securities; securities assets

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**APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

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management; consignment sale of securities investment fund; provision of intermediary services for futures companies; margin trading; consignment sales of financial products (for items that are within the above scope and subject to approval, business operations are not allowed before permission is granted).

As at the end of September 2025, total assets amounted to RMB57,377,500,000; net assets amounted to RMB14,545,980,000; operating income amounted to RMB1,439,430,000; net profit amounted to RMB390,580,000.

Related relationship: the company is an enterprise controlled by Henan Investment Group Co., Ltd., the controlling shareholder of Zhongyuan Trust Co., Ltd., which is a major shareholder of the Bank; it is therefore deemed to be a related party of the Bank under the relevant provisions of Rule 6.3.3 of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange.

**7. Zhongyuan Trust Co., Ltd. (中原信託有限公司)**

Zhongyuan Trust Co., Ltd.'s registered address is No. 10 Central Road, Financial Island, Zhengdong New District, Zhengzhou City, Henan Province, and its legal representative is CAO Weidong (曹衛東). It has a registered capital of RMB5,000,000,000, and its business scope includes: capital trust; chattel trust; real estate trust; securities trust; other property or property rights trusts; investment fund business undertaken as the promoter of an investment fund or fund management company; restructuring, mergers and acquisitions, project finance, corporate finance, financial advisory and other services related to management of corporate assets; underwriting of securities as approved by relevant authorities under the State Council; intermediary, advisory, credit investigation and related services; custody and safe deposit box services; use of inherent properties through interbank deposits and lending, loans, leasing and investments; provision of guarantees to others with inherent properties; interbank lending and borrowing; and other business as prescribed by laws and regulations or approved by the then China Banking Regulatory Commission.

As at the end of September 2025, total assets amounted to RMB12,690,570,000; net assets amounted to RMB10,508,990,000; operating income amounted to RMB453,700,000; net profit amounted to RMB139,800,000.

Related relationship: Mr. WEI Zhigang (衛志剛), a director of the Bank, serves as a senior management of the company, which is therefore deemed to be a related party of the Bank under the relevant provisions of Rule 6.3.3 of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange.

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**APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

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**8. *BOL Financial Leasing Company Limited* (洛銀金融租賃股份有限公司)**

BOL Financial Leasing Company Limited's registered address at Block A, Zhonghong Zhuoyue Center, No. 1 Wuhuan Street, Luolong District, Luoyang City, Henan Province and its legal representative is LI Biao (李颯). It has a registered capital of RMB2,000,000,000 and its business scope includes: financial leasing business, transfer and receiving of financial leasing assets, investment in fixed-income securities, acceptance of the lessee's leasing deposits, taking of 3-month or above term deposits from non-banking shareholders, interbank lending and borrowing, borrowing from financial institutions, overseas borrowing, sale and disposal of leased items, economic consulting, and other business approved by the then CBRC. (for items subject to approval, relevant business activities cannot be carried out until approval is obtained from competent authorities)

As at the end of September 2025, total assets amounted to RMB28,171,670,000; net assets amounted to RMB4,795,950,000; operating income amounted to RMB712,090,000; net profit amounted to RMB314,520,000.

Related relationship: the company is an enterprise over which Zhongyuan Trust Co., Ltd., a major shareholder of the Bank, exercises significant influence, and is therefore deemed to be a related party of the Bank under the relevant provisions of Rule 6.3.3 of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange.

**9. *Great Wall Fund Management Co., Ltd.* (長城基金管理有限公司)**

Great Wall Fund Management Co., Ltd.'s registered address at DEF Units of 36th Floor, 38th Floor and 39th Floor, Radio & Television Financial Center, No. 9 Pengcheng 1st Road, Fuxin Community, Lianhua Street, Futian District, Shenzhen, and its legal representative is WANG Jun (王軍). It has a registered capital of RMB150,000,000 and its business scope includes: general business projects: subject to the business scope as verified according to the Legal Person License for Fund Management Company (基金管理公司法人許可證) issued by China Securities Regulatory Commission. Licensed business projects: none.

As at the end of September 2025, total assets amounted to RMB2,752,320,000; net assets amounted to RMB2,188,620,000; operating income amounted to RMB871,240,000; net profit amounted to RMB206,760,000.

Related relationship: Mr. WEI Zhigang (衛志剛), a director of the Bank, serves as a director of the company, which is therefore deemed to be a related party of the Bank under the relevant provisions of Rule 6.3.3 of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange.

**10. *Zhongmu Zhengyin County Bank Co., Ltd.* (中牟鄭銀村鎮銀行股份有限公司)**

Zhongmu Zhengyin County Bank Co., Ltd.'s registered address is the middle section of Guandu Street, Zhongmu County, Zhengzhou and its legal representative is WANG Xiao (王曉). It has a registered capital of RMB1,122,700,000. Its business scope includes: receiving deposits from the public; provision of short, medium and long-term loans; domestic settlement; bill acceptance and discounting; interbank lending and borrowing; bank card business; acting as an agent for issuance, redemption and underwriting of government bonds; acting as a collection and payment agent; other business as approved by the banking regulatory authority; concurrent-business insurance agency business.

As at the end of September 2025, total assets amounted to RMB16,764,510,000; net assets amounted to RMB1,240,840,000; operating income amounted to RMB558,090,000; net profit amounted to RMB2,250,000.

Related relationship: the company is an associate of the Bank, and is therefore deemed to be a related party of the Bank under the relevant provisions of Accounting Standard for Enterprises No. 36 – Related Party Disclosures and the Administrative Measures for the Related Party Transactions of Banking and Insurance Institutions.

**11. *Henan Asset Management Co., Ltd.* (河南資產管理有限公司)**

Henan Asset Management Co., Ltd.'s registered address is No. 21 Central Road, Financial Island, Henan Free Trade Zhengzhou Pilot (Zhengdong) and its legal representative is CHENG Dongmei (成冬梅). It has a registered capital of RMB7,000,000,000 and its business scope includes: acquisition, management and disposal of non-performing assets; investment and asset management; private fund management; equity custody, entrusted asset management; enterprise bankruptcy, liquidation and other related management services; corporate mergers and acquisitions services, corporate listing and restructuring services; financial, investment, legal and risk management consultancy services.

As at the end of 2025, total assets amounted to RMB38,942,700,000; net assets amounted to RMB15,457,100,000; operating income amounted to RMB1,957,930,000; net profit amounted to RMB789,070,000.

Related relationship: the company is an enterprise controlled by Henan Investment Group Co., Ltd., the controlling shareholder of Zhongyuan Trust Co., Ltd., which is a major shareholder of the Bank, and is therefore deemed to be a related party of the Bank under the relevant provisions of Rule 6.3.3 of the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange.

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## **APPENDIX III ESTIMATED QUOTA ON RECURRING RELATED PARTY TRANSACTIONS FOR 2026**

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The above legal persons are incorporated in accordance with the law and are legal entities that operate on an on-going basis. The entities are under normal production and operation with the capability to perform their contracts.

### **(II) Related Natural Persons**

The related natural persons of the Bank include those stipulated in the Administrative Measures for the Disclosure of Information of Listed Companies, the Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange, the Administrative Measures for the Related Party Transactions of Banking and Insurance Institutions, the Interim Measures for Equity Management of Commercial Banks and other laws and regulations, as well as the Management Measures for Related Party Transactions of the Bank.

### **III. MAIN CONTENT OF RELATED PARTY TRANSACTIONS**

The above recurring related party transactions carried out by the Bank belong to regular business within the normal operation scope of banks, are based on the original cooperation basis with related customers and the reasonable expectations of business development, and facilitate the expansion of channels to attract customers. Transactions with related parties follow market pricing, are carried out under conditions no better than same-type transactions with non-related parties, comply with the fairness principle required by related party transaction management, and there is neither interest channeling and price manipulation nor prejudice to the interests of the Bank and Shareholders.

### **IV. PURPOSE OF RELATED PARTY TRANSACTIONS AND THEIR IMPACTS ON THE BANK**

The estimated quota on the recurring related party transactions of the Bank for 2026 is conducive to giving full play to the customer resource advantages of quality related parties and develop the Bank's business actively and prudently. Transactions comply with fair and reasonable pricing policy and the price of related party transactions is determined with reference to market prices, which will neither prejudice the legitimate rights and interests of small and medium Shareholders nor affect the independence of the Bank. Such transactions will not adversely affect the on-going operation ability, profit and loss, and asset position of the Bank, and the Bank will not become dependent on or be controlled by related parties as a result.

*Note:* Unless otherwise stated, the data contained herein are denominated in RMB.

**Chapter 1: General Provisions**

**Article 1** To further improve the governance mechanisms of Bank of Zhengzhou Co., Ltd. (hereinafter referred to as the “**Bank**”), standardize the management of remuneration for Directors and senior management, establish sound incentive and accountability mechanisms, and safeguard the legitimate rights and interests of the Bank and Shareholders, this system is formulated in accordance with the Company Law of the People’s Republic of China, the Corporate Governance Guidelines for Listed Companies, the Supervisory Guidelines on Sound Compensation in Commercial Banks (《商業銀行穩健薪酬監管指引》) and the Articles of Association of Bank of Zhengzhou Co., Ltd. (hereinafter referred to as the “**Articles of Association**”), and in conjunction with the Bank’s actual circumstances, this system is hereby established.

**Article 2** The term “Directors” and “senior management” referred herein refer to the Directors and senior management as defined in the Articles of Association.

**Article 3** The remuneration management of the Bank’s Directors and senior management shall adhere to the following principles:

- (1) the remuneration management system shall be consistent with laws, regulations, and relevant policy requirements;
- (2) remuneration incentives shall be aligned with the Bank’s competitiveness and efforts to build sustainable development capabilities;
- (3) remuneration levels shall be commensurate with operating performance adjusted for risk costs and prevailing market levels;
- (4) short-term incentives shall be balanced with long-term incentives.

**Chapter 2: Remuneration Management**

**Article 4** The Bank strictly adheres to the relevant regulations on total wage management issued by the state and superior authority, and has established a total wage determination system comprising wage-performance linkage, efficiency benchmarking adjustments, and wage level controls. The remuneration of the Bank’s Directors and senior management is included in total wage management.

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**APPENDIX IV                      REMUNERATION MANAGEMENT SYSTEM FOR  
DIRECTORS AND SENIOR MANAGEMENT**

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**Article 5** The annual remuneration package for the Bank’s Directors shall be formulated by the Remuneration and Assessment Committee of the Board, submitted to the Board for review and approval, and submitted to the Shareholders’ meeting for consideration, approval and disclosure. The annual remuneration package for senior management shall be formulated by the Remuneration and Assessment Committee of the Board, submitted to the Board for review and approval, and then explained to the Shareholders’ meeting and disclosed.

**Article 6** The remuneration of the Bank’s Directors and senior management shall be managed under a differentiated structure, as follows:

- (1) For executive Directors and senior management who fall under the scope of remuneration management for responsible persons of state-owned enterprises under the municipal administration of Zhengzhou City (hereinafter referred to as “**municipally managed officials**”), their remuneration shall consist of a base annual salary, a performance-based annual salary, and a term-based incentive, and shall be implemented in accordance with the relevant provisions of the superior authority.
- (2) For executive Directors and senior management not falling under the scope of remuneration management for responsible persons of state-owned enterprises under the municipal administration of Zhengzhou City (hereinafter referred to as “**non-municipally managed officials**”), their remuneration consists of a basic remuneration, a performance-based remuneration, medium-to-long-term incentives, and benefits, of which performance-based remuneration shall account for no less than 50% of the sum of basic remuneration and performance-based remuneration in principle.
- (3) Non-executive Directors (excluding those who do not receive compensation from the Bank) and independent non-executive Directors shall be subject to a fixed allowance/fixed remuneration system, implemented in accordance with the allowance/remuneration standards approved by the Shareholders’ meeting. Directors dispatched by state-owned Shareholders shall not receive any remuneration or allowances from the Bank.
- (4) Employee representative Directors shall receive position-based remuneration in accordance with the specific roles they hold within the Bank and shall not receive any additional Director’s allowance/remuneration.

**Article 7** The basic remuneration or fixed allowances/remuneration of the Bank’s Directors and senior management shall be paid on a monthly basis. A certain percentage of the performance-based annual salary/performance-based remuneration shall be advanced on a monthly basis, with the remaining portion adjusted and settled based on the results of the annual performance assessment; term-based incentives shall be paid out based on the results of the term assessment.

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**APPENDIX IV                      REMUNERATION MANAGEMENT SYSTEM FOR  
DIRECTORS AND SENIOR MANAGEMENT**

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**Article 8** Coverage of expenses incurred by the Bank’s Directors and senior management in the performance of their duties. Reasonable expenses incurred by the Bank’s Directors and senior management in attending or observing the Bank’s Shareholders’ meetings, the Board and its specialized committees, specialized meetings of independent Directors, and participating in training, research, and other activities necessary for the performance of their duties in accordance with the Company Law, other laws and regulations, regulatory policies, and the relevant provisions of the Articles of Association shall be borne by the Bank. Such expenses shall not be included in the total remuneration of Directors and senior management.

**Article 9** If a Director or senior manager of the Bank is suspended from duty or leaves office due to change of term, re-election or resignation during their terms of office, remuneration shall be paid based on their actual term of service and their performance of duties.

**Article 10** The Bank shall strictly enforce the mechanism for suspending, reclaiming, and recovering performance-based remuneration. If the Bank restates its financial reports retroactively due to misstatements such as financial fraud, it shall promptly reassess the performance-based remuneration and medium-to-long-term incentive income of Directors and senior management and recover any excess amounts paid accordingly. If the Bank’s Directors or senior management violate their duties and cause losses to the Bank, or are at fault for illegal or non-compliant acts such as financial fraud, misappropriation of funds, or unauthorized guarantees, the Bank shall, depending on the severity of the circumstances, reduce or suspend the payment of unpaid performance-based remuneration and medium-to-long-term incentive income, and recover all or part of the performance-based remuneration and medium-to-long-term incentive income already paid during the period in which the relevant acts occurred.

**Chapter 3: Performance Assessment**

**Article 11** The annual performance assessment of the municipally managed officials of the Bank and the use of such results shall be conducted by the superior authority in accordance with the remuneration management for responsible persons of state-owned enterprises under the municipal administration of Zhengzhou City.

The annual performance assessment of the non-municipally managed officials of the Bank and the use of such results shall be conducted by the Remuneration and Assessment Committee of the Board, with comprehensive consideration of the Bank’s overall performance, the performance of the relevant departments under their supervision, and individual job performance assessment.

**Article 12** The determination and payment of performance-based remuneration and medium-to-long-term incentive income for the Bank’s Directors and senior management shall be based primarily on performance assessment. A certain percentage of performance-based remuneration shall be paid following the disclosure of the annual report and the completion of the performance assessment, which shall be conducted based on audited financial data.

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**APPENDIX IV                      REMUNERATION MANAGEMENT SYSTEM FOR  
DIRECTORS AND SENIOR MANAGEMENT**

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**Article 13** When the Board or the Remuneration and Assessment Committee of the Board evaluates an individual Director or discusses that Director's remuneration, such Director shall abstain.

**Chapter 4: Supplementary Provisions**

**Article 14** Matters not covered herein shall be handled in accordance with relevant state laws, regulations, normative documents, and the Articles of Association; if this system conflicts with laws, regulations, normative documents to be promulgated by the state in the future or the Articles of Association, the provisions of such laws, regulations, normative documents, or the Articles of Association shall prevail.

**Article 15** The Board shall be responsible for interpreting this system.

**Article 16** The system shall be subject to the review and approval by the Board and shall come into effect and be implemented upon approval by the Shareholders' meeting.

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## **APPENDIX V 2026 REMUNERATION PACKAGE FOR DIRECTORS**

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In accordance with the provisions of the Corporate Governance Guidelines for Listed Companies, the Articles of Association of Bank of Zhengzhou Co., Ltd., the Remuneration Management System for Directors and Senior Management of Bank of Zhengzhou Co., Ltd., and other relevant regulations, the 2026 Remuneration Package for Directors for Bank of Zhengzhou Co., Ltd. (hereinafter referred to as “**the Bank**”) has been formulated.

### **I. APPLICABLE TARGETS**

All Directors serving at the Bank for the year of 2026.

### **II. APPLICABLE PERIOD**

From 1 January 2026 to 31 December 2026.

### **III. BASIS FOR DETERMINING ANNUAL REMUNERATION**

- (1) For executive Directors who fall under the scope of remuneration management for responsible persons of state-owned enterprises under the municipal administration of Zhengzhou City, their annual remuneration shall be determined by the superior authority in accordance with relevant regulations on remuneration management for responsible persons of state-owned enterprises under the municipal administration and in conjunction with their job performance.
- (2) For executive Directors who do not fall under the scope of remuneration management for responsible persons of state-owned enterprises under the municipal administration of Zhengzhou City, their annual remuneration shall be determined in accordance with the Remuneration Management System for Directors and Senior Management for Bank of Zhengzhou Co., Ltd., taking into account the results of their annual performance appraisal.
- (3) For non-executive Directors (excluding those who do not receive compensation from the Bank) and independent non-executive Directors shall be subject to a fixed allowance/fixed remuneration system, which shall be determined based on the fixed allowance/fixed remuneration standards approved by the Shareholders’ meeting and in conjunction with their job performance.
- (4) The annual remuneration of employee representative Directors is determined based on the position-based remuneration at the Bank.

**IV. ANNUAL REMUNERATION STRUCTURE**

- (1) For executive Directors who fall under the scope of remuneration management for responsible persons of state-owned enterprises under the municipal administration of Zhengzhou City, their remuneration consists of a base annual salary, performance-based annual salary, and term-based incentives; for executive Directors not falling under the scope of remuneration management for responsible persons of state-owned enterprises under the municipal administration of Zhengzhou City, their remuneration consists of a basic remuneration, performance-based remuneration, medium-to-long-term incentives, and benefits, of which, performance-based remuneration shall account for no less than 50% of the sum of basic remuneration and performance-based remuneration in principle.
- (2) Non-executive Directors (excluding those who do not receive compensation from the Bank) and independent non-executive Directors shall be subject to a fixed allowance/fixed remuneration system.
- (3) Employee representative Directors shall receive position-based remuneration in accordance with the specific roles they hold within the Bank.

**V. OTHER PROVISIONS**

- (1) All remunerations referred in this package refer to pre-tax remuneration.
- (2) This package shall take effect upon approval by the Shareholders' meeting.
- (3) The Board of Directors shall be responsible for interpreting this package. In the event of any adjustments to national laws, regulations, or regulatory policies during the implementation of this package, such provisions shall prevail.

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**Bank of Zhengzhou Co., Ltd.\***  
**鄭州銀行股份有限公司\***

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

**(H Shares Stock Code: 6196)**

**NOTICE OF THE 2025 ASM**

**NOTICE IS HEREBY GIVEN** that the 2025 Annual Shareholders' Meeting (the "ASM") of Bank of Zhengzhou Co., Ltd.\* (the "Bank") will be held at 9:00 a.m. on 26 June 2026 (Friday) at Bank of Zhengzhou Building, 22 Shangwu Waihuan Road, Zhengdong New District, Zhengzhou, Henan Province, the PRC, to consider, and if thought fit, pass the following resolutions:

**ORDINARY RESOLUTIONS**

1. to consider and approve the 2025 Board of Directors' work report;
2. to consider and approve the 2025 annual financial statements;
3. to consider and approve the 2025 annual report;
4. to consider and approve the 2025 profit distribution proposal;
5. to consider and approve the 2026 financial budget;
6. to consider and approve the re-appointment of ShineWing Certified Public Accountants LLP and SHINEWING (HK) CPA Limited as the Bank's domestic and overseas auditors for 2026 and for the annual audit, interim review and provision of professional services such as internal control audit, whose term of office ends after the Bank's 2026 annual shareholders' meeting, and their remuneration;
7. to consider and approve the special report on related party transactions for 2025;

8. to consider and approve the estimated quota on recurring related party transactions for 2026:

8.1 Credit-granting related party transactions

- (a) estimated quota on related party transactions with Zhengzhou Industrial Investment Group Co., Ltd. (鄭州產業投資集團有限公司) and its associated corporations;
- (b) estimated quota on related party transactions with Zhengzhou Construction Investment Group Co., Ltd. (鄭州市建設投資集團有限公司) and its associated corporations;
- (c) estimated quota on related party transactions with Zhengzhou Transportation Construction Investment Co., Ltd. (鄭州交通建設投資有限公司) and its associated corporations;
- (d) estimated quota on related party transactions with Zhengzhou Zhongrongchuang Industrial Investment Co., Ltd. (鄭州市中融創產業投資有限公司) and its associated corporations;
- (e) estimated quota on related party transactions with Henan Investment Group Co., Ltd. (河南投資集團有限公司) and its associated corporations;
- (f) estimated quota on related party transactions with Henan Asset Management Co., Ltd. (河南資產管理有限公司) and its associated corporations;
- (g) estimated quota on related party transactions with Central China Securities Co., Ltd. (中原證券股份有限公司) and its associated corporations;
- (h) estimated quota on related party transactions with Zhongyuan Trust Co., Ltd. (中原信託有限公司) and its associated corporations;
- (i) estimated quota on related party transactions with BOL Financial Leasing Co., Ltd. (洛銀金融租賃股份有限公司);
- (j) estimated quota on related party transactions with Great Wall Fund Management Co., Ltd. (長城基金管理有限公司);
- (k) estimated quota on related party transactions with Zhongmu Zhengyin County Bank Co., Ltd. (中牟鄭銀村鎮銀行股份有限公司); and
- (l) estimated quota on related party transactions with related natural persons.

## 8.2 Non-credit-granting related party transactions

- (a) estimated quota on related party transactions with Zhongyuan Trust Co., Ltd. (中原信託有限公司);
  - (b) estimated quota on related party transactions with Central China Securities Co., Ltd. (中原證券股份有限公司);
  - (c) estimated quota on related party transactions with BOL Financial Leasing Co., Ltd. (洛銀金融租賃股份有限公司);
  - (d) estimated quota on related party transactions with Great Wall Fund Management Co., Ltd. (長城基金管理有限公司);
  - (e) estimated quota on related party transactions with Henan Asset Management Co., Ltd. (河南資產管理有限公司); and
  - (f) estimated quota on related party transactions with all related parties.
9. to consider and approve the remuneration management system for Directors and senior management;
10. to consider and approve the 2026 remuneration package for Directors;

**SPECIAL RESOLUTIONS**

11. to consider and approve the issuance of capital supplementary bonds; and
12. to consider and approve the issuance of financial bonds.

By order of the Board  
**Bank of Zhengzhou Co., Ltd.\***  
**ZHAO Fei**  
*Chairman*

Zhengzhou, Henan, the PRC  
5 June 2026

*Notes:*

1. Pursuant to the Hong Kong Listing Rules, all resolutions proposed at the ASM will be voted by poll (except for the resolutions concerning relevant procedures or administrative matters which the chairman decides to permit the vote by a show of hands). The voting results will be published on both the websites of Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Bank ([www.zzbank.cn](http://www.zzbank.cn)) in accordance with the Hong Kong Listing Rules.

2. **CLOSURE OF THE H SHARE REGISTER OF MEMBERS AND THE ELIGIBILITY FOR ATTENDING AND VOTING AT THE ASM**

In order to determine the list of holders of H Shares who are entitled to attend and vote at the ASM, the Bank's H Share register of members will be closed from 23 June 2026 (Tuesday) to 26 June 2026 (Friday), both days inclusive, during which period no transfer of the H Shares of the Bank will be effected. The holders of H Shares included in the Bank's H Share register of members on 26 June 2026 (Friday) shall be entitled to attend and vote at the ASM. In order to be eligible for attending and voting at the ASM, all transfer documents together with relevant share certificates and other appropriate documents shall be sent for registration to the H Share Registrar, namely, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (for holders of H Shares) before 4:30 p.m. on 22 June 2026 (Monday).

3. **PROXY**

Any holders of H Shares entitled to attend and vote at the ASM is entitled to appoint one or more persons (if the holder of H Shares holds two or more issued Shares of the Bank with a nominal value of RMB1.00 each), whether such person is a Shareholder of the Bank or not, as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the ASM.

The proxy concerned must be appointed with a power of attorney. The power of attorney concerned must be signed by the principal or the representative duly authorized in writing by the principal. If the principal is a legal person, the power of attorney shall be affixed with the seal of the legal person or signed by its Director or a representative duly authorized in writing. If the power of attorney of the proxy is signed by the authorized person of the principal under a power of attorney or other authorization documents given by the appointer, such power of attorney or other authorization documents shall be notarized, and served at the same time as the power of attorney. The power of attorney of the proxy of the holders of H Shares shall be served to the H Share Registrar, namely, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the scheduled time for holding of the ASM (i.e. by 9:00 a.m. on 25 June 2026 (Thursday) or any adjournment thereof (as the case may be).

After the completion and return of the power of attorney, you can attend and vote in person at the ASM or any adjournment thereof should you so wish. In this case, the power of attorney will be deemed to have been revoked.

In case of registered joint holders of any H Shares, one of the registered joint holders can vote on such shares in person or by a proxy as the only holder entitled to vote. If one or more registered joint holders attend the ASM in person or by proxy, only the vote of the person whose name appears first in the H Share register of members relating to the joint holders (in person or by proxy) will be accepted as the only vote of the joint holders.

4. **MISCELLANEOUS**

- (i) The holders of H Shares or their proxies shall present their identity documents when attending the ASM (or any adjournment thereof). If the legal representative of corporate holders of H Shares or any other persons officially authorized by the corporate holders of H Shares is present at the ASM (or any adjournment thereof), such legal representative or other persons shall present their identity documents and the certifying documents for appointment as a legal representative or valid authorization documents (as the case may be).
- (ii) The ASM is expected to last for no more than one day. Shareholders and representatives attending the meeting shall be responsible for their own traveling and accommodation expenses.

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

Shops 1712-1716, 17th Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai, Hong Kong  
(For lodging share transfer documents)

17M Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai, Hong Kong  
(For deposit of proxy form)

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

5. The details about the aforesaid resolutions proposed for the consideration and approval of the ASM are set out in the circular of the ASM published by the Bank on 5 June 2026. Unless otherwise indicated, the capitalized terms used in this notice shall have the same meaning as those defined in the circular of the ASM published by the Bank. Shareholders should also read the Bank's 2025 annual report published in April 2026.

\* *The Bank 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.*

*As at the date of this notice, the board of directors of the Bank comprises Mr. ZHAO Fei as executive director, Ms. ZHANG Jihong, Mr. LIU Bingheng and Mr. WEI Zhigang as non-executive directors, Mr. LI Xiaojian, Mr. WANG Ning, Mr. LIU Yatian and Mr. SIU Chi Hung as independent non-executive directors.*