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JINSHANG BANK CO., LTD.*
晉商銀行股份有限公司*

(A joint stock company incorporated in the People's Republic of China with limited liability)
(stock code: 2558)

**NOTICE OF THE 2020 FIRST H SHAREHOLDERS'
CLASS MEETING**

NOTICE IS HEREBY GIVEN that the first class meeting of 2020 (the “**2020 First H Shareholders’ Class Meeting**”) of the holders (the “**H Shareholders**”) of the H shares (the “**H Shares**”) of Jinshang Bank Co., Ltd.* (the “**Bank**”) will be held immediately after the conclusion of the 2020 First Domestic Shareholders’ Class Meeting on June 9, 2020 (Tuesday) at Conference Room, 22nd Floor, No. 59 Changfeng Street, Xiaodian District, Taiyuan, Shanxi Province, the PRC to consider and approve, if thought fit, the following resolutions:

SPECIAL RESOLUTIONS

1. To consider and approve the Proposed Amendments to the Articles of Association; and
2. To consider and approve the Proposed Amendments to the Rules of Procedures for the Shareholders’ General Meeting.

By order of the Board
Jinshang Bank Co., Ltd.*
TANG Yiping
Vice Chairman

Taiyuan, the PRC

April 24, 2020

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

As of the date of this notice, the Board of Directors comprises Mr. WANG Junbiao, Mr. TANG Yiping, Mr. WANG Peiming and Mr. RONG Changqing as executive Directors; Mr. LI Shishan, Mr. XIANG Lijun, Mr. LIU Chenhang, Mr. LI Yang and Mr. WANG Jianjun as non-executive Directors; and Mr. JIN Haiteng, Mr. SUN Shihu, Mr. WANG Liyan, Mr. DUAN Qingshan, Mr. SAI Zhiyi and Mr. YE Xiang as independent non-executive Directors.

Notes:

1. For more information about above resolutions, please refer to the circular of the Bank dated April 24, 2020.
2. **Registration Procedures for Attending the 2020 First H Shareholders' Class Meeting**

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

3. **Reply Slip**

The H Shareholders who intend to attend and vote at the 2020 First H Shareholders' Class Meeting (in person or by proxy) shall complete the reply slip for the 2020 First H Shareholders' Class Meeting, and return it in person, by post or by facsimile to the H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before May 20, 2020 (Wednesday).

In the event that, according to the reply slips received by the Bank, the number of Shares with voting rights represented by those H Shareholders intending to attend the 2020 First H Shareholders' Class Meeting fails to reach more than half of the total number of Shares with rights to vote at the 2020 First H Shareholders' Class Meeting, the 2020 First H Shareholders' Class Meeting may be postponed.

4. **Proxy**

Any H Shareholder entitled to attend and vote at the 2020 First H Shareholders' Class Meeting is entitled to appoint one or more person(s) (if the H Shareholder holds two or more issued Shares), whether (each of) such person(s) is a H Shareholder or not, as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the 2020 First H Shareholders' Class Meeting. The instrument appointing a proxy must be signed by the H Shareholder or his/her attorney duly authorized in writing. For a corporate H Shareholder, the proxy instrument must be affixed with the common seal or signed by its director or attorney duly authorized in writing. If the power of attorney of the proxy is signed by the authorized person of the appointer under a power of attorney or other authorization document(s) given by the appointer, such power of attorney or other authorization document(s) shall be notarized and served at the same time as the power of attorney. To be valid, the form of proxy, together with a notarially certified copy of the power of attorney or other authorization document(s) must be delivered to the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 24 hours before the scheduled time for the holding of the 2020 First H Shareholders' Class Meeting or any adjournment thereof (as the case may be). In case of registered joint holders of any Shares, any one of the registered joint holders can vote on such Shares at the 2020 First H Shareholders' Class Meeting in person or by proxy as if he/she is the only holder entitled to vote. If more than one registered joint holders attend the 2020 First H Shareholders' Class Meeting in person or by proxy, only the vote of the person whose name appears first in the register of members of the Bank relating to such H Shares (in person or by proxy) will be accepted as the sole and exclusive vote of the joint holders. After the completion and return of the form of proxy and the power of attorney, you can attend and vote in person at the 2020 First H Shareholders' Class Meeting or any adjournment thereof should you so wish. In this case, the power of attorney will be deemed to have been revoked.

5. Closure of Register of Members

The Bank's register of members will be closed from May 9, 2020 (Saturday) to June 9, 2020 (Tuesday), both days inclusive. The H Shareholders whose names appear in the Bank's register of members as at the close of business on May 8, 2020 (Friday) shall be entitled to attend and vote at the 2020 First H Shareholders' Class Meeting. For a H Shareholder to be eligible for attending and voting at the 2020 First H Shareholders' Class Meeting, all transfer document(s) together with the relevant share certificates and other appropriate document(s) shall be delivered to our Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on May 8, 2020 (Friday).

6. Publication of Poll Results

Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), all resolutions at the 2020 First H Shareholders' Class Meeting will be voted by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands). The results of poll will be published on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the website of the Bank (<http://www.jshbank.com/>) in accordance with the Listing Rules.

7. Miscellaneous

The 2020 First H Shareholders' Class Meeting is expected to last for no more than one hour. H Shareholders who attend the meeting in person or by proxy shall bear their own traveling, dining and accommodation expenses.