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**晋商银行**  
Jinshang Bank

**JINSHANG BANK CO., LTD.\***

**晉商銀行股份有限公司\***

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

## **NOTICE OF THE 2024 ANNUAL GENERAL MEETING**

Reference is made to the circular of Jinshang Bank Co., Ltd.\* (the “**Bank**”) dated May 28, 2025 (the “**Circular**”). Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Circular.

**NOTICE IS HEREBY GIVEN** that the 2024 annual general meeting (the “**AGM**”) of the Bank will be held at 10:00 a.m. on Friday, June 27, 2025 at the Conference Room, 22nd Floor, No. 59 Changfeng Street, Xiaodian District, Taiyuan, Shanxi Province, the PRC, to consider and, if thought fit, to pass the following resolutions:

### **ORDINARY RESOLUTIONS**

1. To consider and approve the Work Report of the Board of Directors for 2024;
2. To consider and approve the Work Report of the Board of Supervisors for 2024;
3. To consider and approve the Profit Distribution Plan for 2024;
4. To consider and approve the Report of Final Financial Accounts for 2024;
5. To consider and approve the Financial Budget for 2025;
6. To consider and approve the Report of the Board of Supervisors on Supervision and Assessment on the Performance of Duties by Directors during 2024;
7. To consider and approve the Report of the Board of Supervisors on Assessment on the Performance of Duties by Supervisors during 2024;
8. To consider and approve the Report of the Board of Supervisors on Supervision and Assessment on the Performance of Duties by Members of the Senior Management during 2024;

9. To consider and approve the appointment of auditors to audit financial statements for 2025;
10. To consider and approve the appointment of Mr. RONG Changqing as a non-executive director of the sixth session of the board of directors;
11. To consider and approve the appointment of Mr. GAO Yurong as a non-executive director of the sixth session of the board of directors;
12. To consider and approve the appointment of Mr. WANG Xiankui as a non-executive director of the sixth session of the board of directors;
13. To consider and approve the appointment of Mr. WU Xiaoping as an independent non-executive director of the sixth session of the board of directors;
14. To consider and approve the proposed amendments to the Rules of Procedures for the Shareholders' General Meeting;
15. To consider and approve the proposed amendments to the Rules of Procedures for the Board of Directors;
16. To consider and approve the proposed discontinuation of the establishment of the Board of Supervisors; and

### **SPECIAL RESOLUTION**

17. To consider and approve the proposed amendments to the Articles of Association.

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

Taiyuan, May 28, 2025

*As at the date of this notice, the board of directors of the Bank comprises Ms. HAO Qiang, Mr. ZHANG Yunfei and Mr. WANG Qi as executive Directors; Mr. WU Canming, Mr. MA Hongchao, Mr. LIU Chenhang, Mr. LI Yang and Mr. WANG Jianjun as non-executive Directors; Mr. WANG Liyan, Mr. DUAN Qingshan, Mr. SAI Zhiyi, Ms. HU Zhihong and Mr. CHAN Ngai Sang Kenny as independent non-executive Directors.*

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

*Notes:*

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

- 2. Registration Procedures for Attending the AGM**

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

- 3. Proxy**

Any shareholder entitled to attend and vote at the AGM is entitled to appoint one or more person(s) (if the shareholder holds two or more issued shares of the Bank), whether (each of) such person(s) is a shareholder or not, as his/her/its proxy or proxies to attend and vote on his/her/its behalf at the AGM. The instrument appointing a proxy must be signed by the shareholder or his/her attorney duly authorized in writing. For a corporate shareholder, the proxy instrument must be affixed with the common seal or signed by its director or attorney duly authorized in writing. If the power of attorney of the proxy is signed by the authorized person of the appointer under a power of attorney or other authorization document(s) given by the appointer, such power of attorney or other authorization document(s) shall be notarized and served at the same time as the power of attorney. To be valid, the form of proxy, together with a notarially certified copy of the power of attorney or other authorization document(s) must be delivered to the Bank's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for the shareholders of the Bank's H shares) or the office of the board of directors of the Bank at No. 59 Changfeng Street, Xiaodian District, Taiyuan, Shanxi Province, the PRC (for the shareholders of the Bank's domestic shares) no later than 24 hours before the scheduled time for the holding of the AGM (i.e. 10:00 a.m. on June 26, 2025 (Thursday)) or any adjournment thereof (as the case may be). In case of registered joint holders of any shares of the Bank, any one of the registered joint holders can vote on such shares at the AGM 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 AGM in person or by proxy, only the vote of the person whose name appears first in the register of members of the Bank relating to such shares (in person or by proxy) will be accepted as the sole and exclusive vote of the joint holders. After the completion and return of the form of proxy and the power of attorney, you can attend and vote in person at the AGM or any adjournment thereof should you so wish. In this case, the power of attorney will be deemed to have been revoked.

- 4. Closure of Register of Members**

The Bank's register of members will be closed from June 24, 2025 (Tuesday) to June 27, 2025 (Friday), both days inclusive. The shareholders whose names appear in the Bank's register of members as at the close of business on June 23, 2025 (Monday) shall be entitled to attend and vote at the AGM. For the shareholders of the Bank's H shares to be eligible for attending and voting at the AGM, all transfer document(s) together with the relevant share certificates and other appropriate document(s) shall be

delivered to the Bank's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on June 23, 2025 (Monday).

The Bank's register of members of H shares will be closed from July 4, 2025 (Friday) to July 9, 2025 (Wednesday), both days inclusive. Shareholders of the Bank whose names appear on the Bank's register of members of H shares and the register of members of domestic shares on July 9, 2025 (Wednesday) will be entitled to receive the 2024 final dividend.

In order to be qualified to receive the 2024 final dividend, all transfer document(s) together with the relevant share certificates and other appropriate document(s) shall be delivered to the Bank's H share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (for the shareholders of the Bank's H shares), or the office of the board of directors of the Bank, at No. 59 Changfeng Street, Xiaodian District, Taiyuan, Shanxi Province, the PRC (for the shareholders of the Bank's domestic shares), for registration no later than 4:30 p.m. on July 3, 2025 (Thursday).

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

Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), all resolutions at the AGM will be voted by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands). The results of poll will be published on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Bank ([www.jshbank.com](http://www.jshbank.com)) in accordance with Rule 13.39(5) of the Listing Rules.

## **6. Miscellaneous**

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