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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 Chongqing Co., Ltd.\*, you should at once hand this circular, together with the accompanying proxy form, 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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**BANK OF CHONGQING CO., LTD.\***  
**重慶銀行股份有限公司\***

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

**(Stock Code: 1963)**

**THE SECOND EXTRAORDINARY GENERAL MEETING OF 2024**

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The EGM of the Bank is proposed to be held at 9:30 a.m. on Friday, December 20, 2024.

Notice of the EGM setting out the resolutions to be approved at the EGM, together with the relevant forms of proxy, have been sent by the Bank to the Shareholders on November 29, 2024.

Whether or not you are able to attend the EGM, you are requested to complete the relevant form of proxy in accordance with the instructions printed thereon and return the same 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 not less than 24 hours before the time specified for holding the EGM or any adjournment thereof (as the case may be). Completion and return of the form of proxy will not preclude you from attending and voting in person at the EGM or any adjournment thereof if you so wish.

\* *The Bank holds a financial licence number B0206H250000001 approved by the regulatory authority of the banking industry of the PRC and was authorised by the Administration for Market Regulation of Chongqing to obtain a corporate legal person business licence with a unified social credit code 91500000202869177Y. The Bank is not an authorised 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 authorised to carry on banking and/or deposit-taking business in Hong Kong.*

November 29, 2024

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## DEFINITIONS

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

“Articles of Association”	the articles of association of the Bank as amended, modified or otherwise supplemented from time to time
“A Share(s)”	ordinary share(s) in the share capital of the Bank with a nominal value of RMB1.00 each, which are listed on the Main Board of the Shanghai Stock Exchange and traded in RMB
“A Shareholder(s)”	holder(s) of A Shares
“Bank” or “Bank of Chongqing”	Bank of Chongqing Co., Ltd. (重慶銀行股份有限公司), a joint stock company incorporated in the PRC, whose H Shares are listed on the Main Board of the Hong Kong Stock Exchange (Stock Code: 01963) and whose A Shares are listed on the Main Board of the Shanghai Stock Exchange (Stock Code: 601963)
“Board”	the board of Directors of the Bank
“Board of Supervisors”	the board of Supervisors of the Bank
“Convertible Bonds”	convertible corporate bonds which can be converted into new A Shares publicly issued by the Bank on the Shanghai Stock Exchange in March 2022 with an aggregate amount of RMB13 billion
“Director(s)”	the director(s) of the Bank
“EGM”	the second extraordinary general meeting of 2024 of the Bank to be held at Multi-Function Conference Hall, 3/F of the Building of the Head Office of Bank of Chongqing, No. 6 Yongpingmen Street, Jiangbei District, Chongqing, the PRC at 9:30 a.m. on Friday, December 20, 2024
“H Share(s)”	overseas-listed foreign shares in the share capital of the Bank with a nominal value of RMB1.00 each, which are listed on the Main Board of the Hong Kong Stock Exchange and traded in Hong Kong dollars
“H Shareholder(s)”	holder(s) of H Shares
“H Share Registrar”	Computershare Hong Kong Investor Services Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

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## DEFINITIONS

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“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Latest Practicable Date”	November 25, 2024, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining information for inclusion herein
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited as amended, supplemented or otherwise modified from time to time
“PRC”	the People’s Republic of China, and for the purpose of this circular only, excluding Hong Kong, Macau Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	holder(s) of Share(s) of the Bank
“Share(s)”	A Share(s) and H Share(s) of the Bank
“Supervisor(s)”	the supervisor(s) of the Bank

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## LETTER FROM THE BOARD

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# **BANK OF CHONGQING CO., LTD.\***

## **重慶銀行股份有限公司\***

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 1963)**

*Executive Directors:*

Mr. YANG Xiuming  
Mr. GAO Song  
Mr. WONG Wah Sing

*Registered address:*

No. 6 Yongpingmen Street  
Jiangbei District  
Chongqing  
PRC

*Non-executive Directors:*

Mr. WONG Hon Hing  
Mr. GUO Xile  
Mr. ZHOU Qiang  
Mr. WU Heng

*Principal place of business in Hong Kong:*

5/F, Manulife Place  
348 Kwun Tong Road, Kowloon  
Hong Kong

*Independent non-executive Directors:*

Dr. LIU Xing  
Mr. WANG Rong  
Dr. FUNG Don Hau  
Mr. YUAN Xiaobin  
Dr. ZHU Yanjian

November 29, 2024

*To the Shareholders*

Dear Sir or Madam,

### **THE SECOND EXTRAORDINARY GENERAL MEETING OF 2024**

#### **I. INTRODUCTION**

The EGM of the Bank is proposed to be held at 9:30 a.m. on Friday, December 20, 2024. The resolutions to be submitted to the EGM are set out in the notice of the EGM which was sent by the Bank to the Shareholders on November 29, 2024.

Ordinary resolutions to be proposed at the EGM for the Shareholders to approve include: (1) proposal on the profit pre-distribution plan for the first three quarters of 2024; (2) proposal on the election of executive Directors for the Seventh Session of the Board of Directors of Bank of Chongqing Co.,

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## LETTER FROM THE BOARD

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Ltd.; (3) proposal on the election of non-executive Directors for the Seventh Session of the Board of Directors of Bank of Chongqing Co., Ltd.; and (4) proposal on the election of independent non-executive Directors for the Seventh Session of the Board of Directors of Bank of Chongqing Co., Ltd.

The purpose of this circular is to provide you with all information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions set out in the notice of the EGM.

### II. MATTERS TO BE CONSIDERED AT THE EGM

#### (I) Proposal on the Profit Pre-distribution Plan for the First Three Quarters of 2024

On October 30, 2024, the Board considered and approved the Proposal on the Profit Pre-distribution Plan for the First Three Quarters of 2024. According to the financial report of Ernst & Young Hua Ming LLP after implementing the agreed procedures for the first three quarters of 2024, the net profit attributable to ordinary Shareholders of the Bank is RMB4,428 million as shown in the consolidated statements of the Bank for the first three quarters of 2024. The profit pre-distribution plan for the first three quarters of 2024 is as follows:

The Bank intends to distribute a cash dividend of RMB1.66 (tax inclusive) per 10 shares to all ordinary Shareholders whose names appeared on the register of members based on the total share capital of ordinary Shares on the record date for implementing profit distribution, which will be denominated and declared in Renminbi, and will be paid to holders of A Shares in Renminbi and holders of H Shares in Hong Kong dollars. The actual amount declared in Hong Kong dollars shall be calculated at the average benchmark exchange rate for Renminbi against Hong Kong dollars published by the People's Bank of China five working days prior to and including the date of the EGM. If calculated based on the total share capital of ordinary Shares of 3,474,566,215 shares as of September 30, 2024, the Bank will pay a cash dividend of RMB576,777,991.69 (tax inclusive) in total, representing 13.03% of net profit attributable to the ordinary Shareholders of the Company in the consolidated statements for the first three quarters of 2024.

Since the Convertible Bonds issued by the Bank are in the conversion period, the total cash dividends actually distributed will be determined based on the total Share number registered on the record date for implementing profit distribution, and the cash dividends distributed per Share will remain unchanged.

The profit pre-distribution plan will become effective upon approval by the Shareholders at the EGM.

If the Profit Pre-distribution Plan of the Bank for the First Three Quarters of 2024 is approved by the Shareholders, H Shareholders whose names appear on the H Share register of members of the Bank on Monday, January 6, 2025 will be entitled to receive the aforesaid cash dividends. In order to determine the list of H Shareholders who are entitled to the aforesaid cash dividends, the register of members of H Shares of the Bank will be closed from Monday, December 30, 2024 to Monday, January 6, 2025 (both days inclusive), during such period no

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## LETTER FROM THE BOARD

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transfer of the Bank's H Shares will be effected and registered. In order to be entitled to the first three quarters dividend, holders of H Shares who have not registered the related transfer documents are required to lodge the transfer documents, together with the relevant Share certificates, with 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, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, December 27, 2024. The dividend is expected to be distributed to holders of A Shares and holders of H Shares who are entitled to the aforesaid cash dividends on Friday, January 24, 2025.

### **(II) Re-election and Appointment of Directors of the Seventh Session of the Board**

Reference is made to the announcement of the Bank dated November 22, 2024 in relation to, among other things, the nomination of the Director candidates of the Seventh Session of the Board.

With the expiry of the term of office of Directors of the Sixth Session of the Board, the Bank resolved on November 22, 2024 to make a recommendation on the Director candidates of the Seventh Session of the Board. Ordinary resolutions will be proposed at the EGM to approve the re-election of Mr. YANG Xiuming (楊秀明) and Mr. GAO Song (高嵩) and the appointment of Ms. HOU Ximeng (侯曦蒙) as executive Directors, the re-election of Mr. WONG Hon Hing (黃漢興), Mr. GUO Xile (郭喜樂) and Mr. WU Heng (吳珩) and the appointment of Mr. FU Wei (付巍), Mr. ZHOU Zongcheng (周宗成) and Mr. YU Hua (余華) as non-executive Directors, the re-election of Mr. ZHU Yanjian (朱燕建) and the appointment of Ms. WANG Qinlin (汪欽琳), Ms. LIU Ruihan (劉瑞晗), Mr. ZENG Hong (曾宏) and Mr. CHAN Fung Cheung (陳鳳翔) as independent non-executive Directors of the Seventh Session of the Board.

The re-election of Mr. YANG Xiuming, Mr. GAO Song, Mr. WONG Hon Hing, Mr. GUO Xile, Mr. WU Heng and Mr. ZHU Yanjian will become effective from the date of approval by the Shareholders at the EGM, and the appointment of Ms. HOU Ximeng, Mr. FU Wei, Mr. ZHOU Zongcheng, Mr. YU Hua, Ms. WANG Qinlin, Ms. LIU Ruihan, Mr. ZENG Hong and Mr. CHAN Fung Cheung will be subject to approval by the Chongqing Bureau of National Financial Regulatory Administration following the approval by the Shareholders at the EGM. The proposed term of office for the above candidates is three years. The biographical details of the above candidates as at the Latest Practicable Date are set out in Appendix I to this circular.

In accordance with the relevant PRC laws, regulations and Articles of Association, Mr. LIU Xing, Mr. WANG Rong, Mr. FUNG Don Hau and Mr. YUAN Xiaobin will continue to perform their duties as independent non-executive Directors until the approval of the qualifications of the newly appointed Directors by the Chongqing Bureau of National Financial Regulatory Administration. Mr. LIU Xing, Mr. WANG Rong, Mr. FUNG Don Hau and Mr. YUAN Xiaobin will cease to perform their duties as Directors after the qualifications of the newly appointed Directors have been approved by the Chongqing Bureau of National Financial Regulatory Administration.

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## LETTER FROM THE BOARD

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### III. EGM

The EGM will be held at 9:30 a.m. on Friday, December 20, 2024 at the Multi-Function Conference Hall, 3/F of the Building of the Head Office of Bank of Chongqing, No. 6 Yongpingmen Street, Jiangbei District, Chongqing, the PRC to consider and, if thought fit, to pass resolutions in respect of the matters set out in the notice of the EGM. The notice of EGM has been despatched to the Shareholders on November 29, 2024.

The register of members of H Shares of the Bank will be closed from Tuesday, December 17, 2024 to Friday, December 20, 2024 (both days inclusive), during which time no transfer of H Shares of the Bank will be effected and registered. Holders of H Shares who have registered as Shareholders on the H Share register of members of the Bank on Tuesday, December 17, 2024 are entitled to attend and vote in respect of all resolutions to be proposed at the EGM. In order to attend the EGM, holders of H Shares should ensure that all transfer documents, accompanied by the relevant H Share certificates, are lodged with 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, Wanchai, Hong Kong by 4:30 p.m. on Monday, December 16, 2024 (being the last registration date).

Proxy forms for the EGM have been sent to the Shareholders on November 29, 2024 and have also been published on the website of the Hong Kong Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)).

To be valid, for holders of H Shares, the form of proxy and notarized power of attorney or other document of authorization must be delivered to the Bank's H Share Registrar not less than 24 hours before the time appointed for the EGM. Completion and return of the proxy form will not preclude you from attending and voting at the EGM in person if you so wish.

### IV. LISTING RULES REQUIREMENTS

According to Rule 13.39(4) of the Listing Rules, any vote of shareholders at a shareholders' general meeting must be taken by poll. Therefore, all resolutions at the EGM will be taken by way of a poll.

### V. RECOMMENDATIONS

The Board (including the independent non-executive Directors) considers that the proposed resolutions set out in the notice of the EGM are in the best interests of the Bank and the Shareholders as a whole. Accordingly, the Board recommends that the Shareholders vote in favour of the relevant resolutions at the EGM.

### VI. ADDITIONAL INFORMATION

Your attention is also drawn to the additional information set forth in Appendix I.

For and on behalf of the Board  
**Bank of Chongqing Co., Ltd.\***  
Chairman  
**YANG Xiuming**

Chongqing, the PRC

\* *The Bank holds a financial licence number B0206H250000001 approved by the regulatory authority of the banking industry of the PRC and was authorised by the Administration for Market Regulation of Chongqing to obtain a corporate legal person business licence with a unified social credit code 91500000202869177Y. The Bank is not an authorised 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 authorised to carry on banking and/or deposit-taking business in Hong Kong.*



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## APPENDIX I BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

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### EXECUTIVE DIRECTORS

**Mr. YANG Xiuming**, born in September 1970, has a bachelor's degree in economics and is a senior economist. He currently serves as the Secretary to the Party Committee, chairman and executive Director of Bank of Chongqing Co., Ltd.

Mr. YANG served as a cadre of Shuangshi Business Office, a cadre of Credit Section and a deputy director of Laisu Business Office of Chongqing Yongchuan Sub-branch of Agricultural Bank of China from August 1994 to August 2000 successively; a staff member of Credit Management Division, the manager of Credit Rating and Granting Department and an assistant to the division head of Chongqing Branch of Agricultural Bank of China from August 2000 to March 2005 successively; and the secretary to the Party Committee and president of Chongqing Tongnan County Sub-branch of Agricultural Bank of China from March 2005 to July 2006; he successively served as the deputy director of Credit Management Division, the deputy general manager of Real Estate Credit Department (in charge of work), the general manager of Real Estate Credit Department, the general manager of Corporate Business Department (Small Enterprise Business Department), the general manager of Investment Banking Department, the director of Party Committee Organization Department, the general manager of Human Resources Department (Three-rural Human Resources Management Center) (during which he was on secondment in Shangyu Sub-branch of Zhejiang Branch of Agricultural Bank of China from August 2006 to November 2006) of Chongqing Branch of Agricultural Bank of China from July 2006 to November 2014; the secretary to the Party Committee of Chongqing Yubei Sub-branch of Agricultural Bank of China from November 2014 to December 2014; the secretary to the Party Committee and president of Chongqing Yubei Sub-branch of Agricultural Bank of China from December 2014 to December 2017; a member of the Party Committee and vice president of Chongqing Branch of Agricultural Bank of China from December 2017 to May 2023; and a member of the Party Committee, the deputy secretary to the Party Committee and vice president of the Chongqing Branch of Agricultural Bank of China from May 2023 to December 2023; he has been the Secretary to the Party Committee of Bank of Chongqing Co., Ltd. since December 2023; and the chairman and an executive Director of Bank of Chongqing Co., Ltd. since March 2024.

Mr. YANG graduated from Beijing Agricultural University (北京農業大學) with a bachelor's degree in economics in August 1994, majoring in rural finance.

**Mr. GAO Song**, born in February 1979, has a master's degree in law and is a senior economist, a political worker and a corporate lawyer. He currently serves as the Deputy Secretary of the Party Committee, president and executive Director of Bank of Chongqing Co., Ltd.

Mr. GAO served as the teller, accountant and credit officer of the business sales section of the Shapingba sub-branch of the Chongqing branch of Bank of Communications from July 2001 to March 2002; a clerk of the risk management department, an asset preservation officer of the asset preservation department, a legal compliance management officer of the legal compliance department of the Chongqing branch of Bank of Communications from March 2002 to April 2009; and the deputy president of the Xinpaifang sub-branch of the Chongqing branch of Bank of Communications from April 2009 to May 2010; he served as the deputy general manager of the asset preservation department and the general manager of the channel management department of Chongqing Rural Commercial Bank Co., Ltd. from May 2010 to February 2015; he served as the secretary of the Party Committee, the principal officer and the president of Changshou sub-branch of Chongqing Rural Commercial Bank Co., Ltd. from February 2015 to May 2016; he served as the general

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## APPENDIX I BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

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manager of the human resources department of Chongqing Rural Commercial Bank Co., Ltd. from May 2016 to September 2016; and he served as a member of the Party Committee and vice president of Chongqing Rural Commercial Bank Co., Ltd. from September 2016 to July 2023, during which period he concurrently served as the deputy director of the Bureau of Policies, Laws and Regulations of SASAC from July 2020 to December 2021; he has been the Deputy Secretary of the Party Committee of Bank of Chongqing Co., Ltd. since July 2023, the president of Bank of Chongqing Co., Ltd. since September 2023 and an executive Director of Bank of Chongqing Co., Ltd. since November 2023.

Mr. GAO graduated from Southwest University of Political Science and Law with a bachelor's degree in law in July 2001 and a master's degree in law in January 2005.

As of the Latest Practicable Date, Mr. GAO holds 3,200 A shares of the Bank.

**Ms. HOU Ximeng**, born in August 1970, has an executive master of business administration degree. She currently serves as a member of Party Committee, vice president and secretary to the Board of Bank of Chongqing Co., Ltd.

Ms. HOU served as secretary of the Chongqing Branch of Agricultural Bank of China from July 1993 to July 2000; she served as the secretary of the office, deputy general manager of the human resources department and deputy director of Party Committee Organization Department, deputy general manager of the Party-masses and human resource department, deputy general manager of the brokerage business department, deputy director of the office and director of the office of Southwest Securities Company Limited (西南證券有限責任公司) from July 2000 to February 2009 successively; she served as director of the office of Southwest Securities Co., Ltd. (西南證券股份有限公司) from February 2009 to June 2010; she served as a member of the Party Committee and vice president (deputy general manager) of Southwest Securities Co., Ltd. from June 2010 to June 2024; she has been a member of the Party Committee of Bank of Chongqing Co., Ltd. since June 2024; she has been the vice president and secretary to the Board of Bank of Chongqing Co., Ltd. since November 2024.

Ms. HOU studied at the Department of Chinese Language and Literature of Southwest China Normal University (currently known as Southwest University) from September 1989 to July 1993 majoring in Chinese language and literature and obtained a bachelor's degree of arts; and studied at Xiamen University from October 2010 to September 2015 majoring in executive business administration and obtained an executive master of business administration degree.

### NON-EXECUTIVE DIRECTORS

**Mr. WONG Hon Hing**, born in August 1952, holds a higher diploma in business studies. He currently serves as vice chairman and non-executive Director of Bank of Chongqing Co., Ltd., executive director and vice chairman of the board of directors of Dah Sing Bank, Limited, an executive director, the vice chairman of the board of directors, the managing director and chief executive officer of Dah Sing Banking Group Limited and Dah Sing Financial Holdings Limited (both listed on the Hong Kong Stock Exchange), a director of Banco Comercial de Macau, S.A. and an executive director of Dah Sing Insurance Company Limited (formerly known as Dah Sing Insurance Company (1976) Ltd.).

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## APPENDIX I BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

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Mr. WONG joined Dah Sing Bank in 1977 and served as heads of various departments at Dah Sing Bank successively; an executive director of Dah Sing Bank in August 1989; the managing director and chief executive officer of Dah Sing Bank from January 2000 to May 2011; he was appointed as the vice chairman of the board of directors of Dah Sing Bank in April 2011; he served as the chairman of Dah Sing Bank (China) Co., Ltd. from June 2008 to August 2023.

Mr. WONG obtained a higher diploma in business studies from the Hong Kong Polytechnic College (now known as Hong Kong Polytechnic University) in October 1977. He is an associate of The Institute of Bankers (U.K.) and a founding member of The Hong Kong Institute of Bankers and The International Retail Banking Council of the U.K.

As of the Latest Practicable Date, Mr. WONG holds 9,800 A shares of the Bank.

**Mr. GUO Xile**, born in December 1986, has a master's degree in management and is an economist. He currently serves as the non-executive Director of the Bank of Chongqing Co., Ltd., the secretary to the board of directors, the head of the office, the director of the safety and environmental protection supervision office and the general manager of the financial services department of Chongqing Yufu Holding Group.

Mr. GUO worked in the Human Resources Department, the General Office, the Discipline Inspection and Supervision Office, the Market and Investment Department and Office of Chongqing Branch of China Development Bank from July 2011 to March 2018 successively; he served as a deputy director of the General Office of Chongqing Branch of China Development Bank from March 2018 to February 2022 (during which he was temporarily assigned on communications duty as the deputy director of the Development and Reform Commission of Nanchuan District of Chongqing Municipality from May 2018 to May 2019); a deputy director of the Fourth Customer Service Section of Chongqing Branch of China Development Bank from February 2022 to February 2023; a deputy director of the General Office of Chongqing Branch of China Development Bank from February 2023 to July 2023; a secretary to the board of directors, the head of General Office and the director of the Safety and Environmental Protection Supervision Office of Chongqing Yufu Holding Group since July 2023; and the general manager of the Financial Services Department of Chongqing Yufu Holding Group since November 2023.

Mr. GUO studied at Sichuan University from September 2005 to June 2009 majoring in international economy and trade (bilingual) and obtained a bachelor's degree in economics; and studied at the School of Public Policy & Management of Tsinghua University from September 2009 to June 2011 and obtained a master's degree in management.

**Mr. FU Wei**, born in March 1984, has a master's degree in business administration and is a senior accountant. He currently serves as the manager of the financial management department of Chongqing Water Conservancy Investment Group Co., Ltd.

Mr. FU worked as a chief accountant and an assistant director of the finance department of Sichuan Datang International Ganzi Hydropower Development Company Limited (四川大唐國際甘孜水電開發有限公司) from July 2007 to October 2015 successively; a senior supervisor of finance and property department of Chongqing Yuneng Industry (Group) Co., Ltd. (重慶渝能產業(集團)有限公司) from October 2015 to June 2018; a deputy financial manager and a financial manager of the financial management department of Sichuan and Chongqing Regional Company of Yango Group from June 2018 to October 2021; a deputy

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## APPENDIX I BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

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manager of the financial management department of Chongqing Water Conservancy Investment Group Co., Ltd. from October 2021 to March 2024; a manager of the financial management department of Chongqing Water Conservancy Investment Group Co., Ltd. since March 2024.

Mr. FU studied at Chongqing Technology and Business University from September 2003 to July 2007 majoring in finance (investment banking) and obtained a bachelor's degree in economics; he studied at Chongqing Technology and Business University from September 2018 to June 2021 majoring in business administration and obtained a master's degree in business administration.

**Mr. ZHOU Zongcheng**, born in June 1975, holds a postgraduate degree and is a senior technician. He currently serves as the president of Lifan Technology (Group) Co., Ltd.

Mr. ZHOU worked as the head of the quality department, the plant manager of the assembly plant and the head of the production department of Zhejiang Kingkong Automobile Company (浙江金剛汽車公司) from March 2000 to March 2011 successively; the executive deputy general manager and the secretary to the Party Committee of Zhejiang Kingkong Automobile Company from March 2011 to May 2019; the chairman and the president of Zhejiang Mingdao Aluminum (浙江銘島鋁業) from May 2019 to February 2021; the vice president of Chongqing Livan Automotive Technology Company Limited (重慶睿藍汽車科技有限公司) from February 2021 to September 2022; the chairman and the president of Lifan Technology (Group) Co., Ltd. (力帆科技(集團)股份有限公司) from September 2022 to October 2024; the president of Lifan Technology (Group) Co., Ltd. since November 2024.

Mr. ZHOU studied at Hefei Institute of General Professional Technology from September 1994 to July 1996 majoring in management engineering and obtained a college degree; and studied at Zhejiang Automotive Engineering Institute from September 2010 to September 2016 majoring in vehicle engineering and obtained a postgraduate degree.

**Mr. WU Heng**, born in August 1976, has a master's degree in management and is a senior accountant. He currently serves as a non-executive Director of Bank of Chongqing Co., Ltd., a general manager of the financial affairs department of SAIC Motor Corporation Limited, a general manager of SAIC Motor Financial Holding Management Co., Ltd. and the chairman of the board of directors and general manager of SAIC Venture Capital Corporation.

Mr. WU served successively as a deputy manager and a manager of the planning and finance department as well as a manager of fixed income department of Shanghai Automotive Group Finance Company, Ltd. from March 2000 to March 2005; Mr. WU served successively as a division head, assistant to executive controller and concurrently a manager of the financial accounting division of the finance department of SAIC Motor Corporation Limited from April 2005 to April 2009; the chief financial officer of Huayu Automotive Systems Co., Ltd. from April 2009 to April 2015, during which he concurrently served as a director and general manager of Huayu Automotive Systems (Shanghai) Co., Ltd. from April 2014 to April 2015.

Mr. WU obtained a bachelor's degree in economics from the department of business administration of Shanghai University of Finance and Economics in July 1997; and a master's degree in management from the department of accounting of Shanghai University of Finance and Economics in January 2000.

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## APPENDIX I BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

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**Mr. YU Hua**, born in October 1969, holds a postgraduate degree and is a senior economist and senior accountant. He currently serves as a member of the Party Committee, a director and the chief financial officer of Chongqing Real Estate Group Co., Ltd.

Mr. YU served as an accountant of traffic light control office of Chongqing Urban Construction Bureau from August 1990 to June 1992; the head accountant of the general manager department of Chongqing Urban Construction Bureau's Uganda Road and Bridge Project from June 1992 to August 1994; and a staff of the capital planning department (planning and engineering department) of Chongqing City Construction Investment Corporation (重慶市城市建設投資公司) from August 1994 to January 1998; he served as the director of comprehensive office and deputy general manager and chairman of the labor union of Chongqing Changjiang Lijiatuo Bridge Co., Ltd. from January 1998 to July 2002; a deputy general manager and chief financial officer of Chongqing Chengnan Construction Investment Co., Ltd. from July 2002 to September 2003; and a deputy manager of the planning department and secretary of the board of Chongqing City Construction Investment Corporation from September 2003 to August 2005; Mr. YU served in Chongqing Jiangbei Urban Development and Investment Co., Ltd. (重慶市江北城開發投資有限公司) from August 2005 to November 2005; he served as a manager of the planning and finance department of Chongqing Jiangbeizui Central Business District Development & Investment Co., Ltd. (重慶市江北嘴中央商務區開發投資有限公司) from November 2005 to September 2010; and a deputy chief accountant and manager of the finance department of Chongqing Jiangbeizui Central Business District Development & Investment Co., Ltd. from September 2010 to April 2014; Mr. YU concurrently served as the secretary of the board, director of the board office and director of the administrative office of Chongqing Jiangbeizui Central Business District Investment Group Co., Ltd. from April 2014 to October 2017 (during which he also served as the chairman of Chongqing Jiangbeizui Equity Fund Co., Ltd. from January 2016 to October 2017); and the secretary of the Group Board and director of the general office of Chongqing Jiangbeizui Central Business District Investment Group Co., Ltd. from October 2017 to April 2019 (during which he also served as the executive director of Jiangbeizui International Roadshow Center Co., Ltd. (江北嘴國際路演中心公司) from October 2017 to July 2018); he was a member of the Party Committee and the chief financial officer of Chongqing Yuelai Investment Group Co. Ltd. from April 2019 to July 2023; he has been a member of the Party Committee, a director and the chief financial officer of Chongqing Real Estate Group Co., Ltd. since July 2023.

Mr. YU studied at the Department of Economic Management in Yuzhou University (now known as Chongqing Technology and Business University) from September 1986 to June 1990 majoring in economic management and obtained a bachelor's degree in economics; and studied at the Party School of Chongqing Municipal Committee majoring in regional economics from September 1998 to June 2001 and obtained postgraduate qualification.

### INDEPENDENT NON-EXECUTIVE DIRECTORS

**Mr. ZHU Yanjian**, born in January 1981, PhD in finance, professor. He currently serves as an independent non-executive Director of Bank of Chongqing Co., Ltd., the head, a professor and a doctoral supervisor of the Faculty of Finance at the School of Economics of Zhejiang University and a researcher of Academy of Financial Research at Zhejiang University. He is also currently an independent director of Yongan Futures Co., Ltd., a company listed on the Shanghai Stock Exchange (Stock Code: 600927) and an independent director of Zhejiang Huangma Technology Co., Ltd., a company listed on the Shanghai Stock Exchange (Stock Code: 603181).

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## APPENDIX I BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

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Mr. ZHU served as a post-doctoral fellow and lecturer at the School of Economics of Zhejiang University from February 2008 to February 2010; a lecturer of the Faculty of Finance at the School of Economics of Zhejiang University from February 2010 to December 2013; and an associate professor of the Faculty of Finance at the School of Economics of Zhejiang University from January 2014 to December 2018; from 2014 to April 2019, he served as the deputy head of the Faculty of Finance at the School of Economics of Zhejiang University; since January 2019, he has been serving as a professor of the Faculty of Finance at the School of Economics of Zhejiang University; since May 2019, he has been serving as the head of the Faculty of Finance at the School of Economics of Zhejiang University; since 2015, he has been serving as a doctoral supervisor of the Faculty of Finance at the School of Economics of Zhejiang University.

Mr. ZHU studied at Renmin University of China from September 1998 to July 2002 majoring in national economic management and obtained a bachelor's degree; studied at PBC School of Finance of Tsinghua University from August 2002 to June 2004 majoring in finance and obtained a master's degree; and studied at Nanyang Technological University (Singapore) from July 2004 to January 2008 majoring in finance and obtained a Ph.D. degree.

**Ms. WANG Qinlin**, born in January 1964, holds a postgraduate degree and a bachelor's degree in engineering, and is a senior engineer. She currently serves as vice president of the China Local Railway Association.

Ms. WANG served as a clerk of the Planning Commission of Ba County, Chongqing City, Sichuan Province from July 1984 to August 1989; a clerk, deputy chief clerk and chief clerk of the Seventh Secretariat of the General Office of the Chongqing Municipal Government of Sichuan Province from August 1989 to June 1997; a chief clerk of the Second Secretariat of the General Office of the Chongqing Municipal Government from June 1997 to June 1998; a deputy director (deputy division level) of the Disaster Relief Office of the Chongqing Municipal Government from June 1998 to August 2000; a deputy director of the General Secretariat of the General Office of the Chongqing Municipal Government from August 2000 to January 2003 (during which she concurrently served as a director (division level) of the Automation Technology Center of the General Office of the Chongqing Municipal Government from August 2001 to January 2003); a director-level secretary of the First Secretariat of the General Office of the Chongqing Municipal Government from January 2003 to September 2007; an assistant director of Chongqing Development and Reform Commission from September 2007 to April 2010; a member of the Party Leadership Group of Chongqing Development and Reform Commission from November 2007 to January 2014; a deputy director of Chongqing Urban and Rural Comprehensive Reform Office from April 2010 to January 2014; a member of the Party Committee and deputy director of Chongqing Transportation Commission from January 2014 to October 2018; the director of the Office of the Railway Construction Command of Chongqing Municipal Government from July 2018 to March 2020; a member of the Fifth Committee of Chongqing Arbitration Commission from August 2018 to August 2023; a member of the Party Committee and deputy director of Chongqing Transportation Bureau from October 2018 to May 2019; the secretary of the Party Committee and chairwoman of Chongqing Railway Investment Group Company Limited (重慶鐵路投資集團有限公司) from May 2019 to May 2024; the deputy commander of Chongqing Railway Construction Command from April 2020 to May 2024; the vice president of the China Local Railway Association since May 2020; a member of Chongqing's "14th Five-Year Plan" Expert Advisory Committee since September 2020; and an expert member of the Institute for High-Speed Rail and Station-City Integration of Tongji University (同濟大學高鐵及站城融合研究院) since August 2024.

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## APPENDIX I BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

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Ms. WANG studied automobile and tractor manufacturing and repair at Sichuan Industrial College (now Xihua University) from September 1980 to July 1984 and obtained a bachelor's degree in engineering; studied political theory at the Party School of Central Committee of CPC from September 1999 to July 2002 and obtained a postgraduate degree.

**Ms. LIU Ruihan**, born in June 1962, obtains a postgraduate degree and is an economist. She currently serves as an independent director of Ningbo Donghai Bank.

Ms. LIU served as a clerk in the Financial Management Department of the Beijing Branch of the People's Bank of China from August 1985 to March 1987; served as a clerk and section chief in the Financial Market Management Department of the Beijing Branch of the People's Bank of China from March 1987 to May 1996; served as section chief in the Non-Banking Financial Institutions Supervision Department of the Beijing Branch of the People's Bank of China from May 1996 to November 1999; served as deputy director of the Non-Banking Financial Institutions Supervision Department of the Business Management Division of the People's Bank of China from November 1999 to August 2001; served as deputy director of the Agricultural Bank of China Supervision Department (in charge of work) of the Business Management Division of the People's Bank of China from August 2001 to February 2003; served as deputy director of the Joint-Stock Banks Supervision Department (in charge of work) of the Business Management Division of the People's Bank of China from February 2003 to September 2003; served as the head and director of the Joint-Stock Banks Supervision Department of the Beijing Banking Regulatory Bureau (北京銀監局) from September 2003 to October 2005; served as director of the Joint-Stock Banks Supervision Department I of the Beijing Banking Regulatory Bureau from October 2005 to February 2006; served as director of the City Commercial Bank Supervision Department of the Beijing Banking Regulatory Bureau from February 2006 to November 2008; served as a member of the preparatory group, a member of Party Committee, and deputy president of the Beijing Branch of Bank of Nanjing from November 2008 to June 2017; she has served as an independent director of Ningbo Donghai Bank since March 2020.

From September 1983 to July 1985, Ms. LIU studied at Beijing Banking School (北京銀行學校), where she majored in urban finance and obtained a vocational school diploma; from September 1988 to July 1991, she studied at Beijing Broadcast Television University (北京廣播電視大學), where she majored in finance and obtained a college degree; from September 1998 to July 2001, she studied at the Party School of the CPC Beijing Municipal Committee (中共北京市委黨校), where she majored in economics and management and obtained a postgraduate degree; from September 2008 to July 2010, she studied at Beijing Broadcast Television University, where she majored in finance and obtained a bachelor's degree.

**Mr. ZENG Hong**, born in July 1970, holds a doctorate in management and is a professor and a certified public accountant. He is currently a professor and doctoral supervisor in the Department of Accounting at the School of Economics and Business Administration, Chongqing University.

Mr. ZENG was an investment management specialist of Chongqing Grain and Oil Food Import and Export Company (重慶糧油食品進出口公司) from June 1992 to December 1998; a certified public accountant of CHONGQING KANGHUA Certified Public Accountants from January 1999 to December 1999; a lecturer of the Department of Accounting at the School of Economics and Business Administration, Chongqing University from June 2003 to August 2006; an associate professor of the Department of Accounting at the

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## APPENDIX I BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES

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School of Economics and Business Administration, Chongqing University from September 2006 to August 2013; and has been a professor and doctoral supervisor in the Department of Accounting at the School of Economics and Business Administration, Chongqing University since September 2013.

From September 1988 to June 1992, Mr. ZENG studied at Lanzhou University, where he majored in national economic management, and obtained a bachelor's degree in economics; from September 1995 to December 1998, he studied at Chongqing University, where he majored in technical economics and management, and obtained a master's degree in management; from September 2000 to June 2003, he studied at Chongqing University, where he majored in technical economics and management, and obtained a doctor's degree in management; from September 2004 to June 2007, he conducted postdoctoral research in finance at Xiamen University; from March 2009 to February 2010, as a visiting scholar, he was engaged in research work in the Department of Finance at the College of Business, Auburn University, USA.

**Mr. CHAN FUNG CHEUNG**, born in May 1960, is a permanent resident of Hong Kong with a doctoral degree. He is currently a director of Zhanhui Development Co., Ltd. (展匯發展有限公司), a director of Fengxiang Financial Think Tank (鳳翔金融智庫), a council member of CityU Eminence Society (香港城市大學城賢匯), a host of Radio Hong Kong E-line Financial Network (香港電臺e線金融網), a host of Metro Radio's Belt & Road Greater Bay Area/Money Manager (新城電臺帶路大灣區/金錢管家), an anchor for Quji TV (屈機TV), a visiting professor of City University of Hong Kong, a practice professor of Hong Kong Institute of Education for Sustainable Development, and a visiting professor of Hong Kong Financial Services Institute, an expert trainer and project consultant for Nanyang Commercial Bank, a visiting professor of Fanhai International School of Finance at Fudan University and a visiting professor of University of International Business and Economics.

Mr. CHAN was a senior manager of the Kwangtung Provincial Bank (Bank of China Group) from July 1981 to February 1992; a senior manager and chief trader of the Foreign Exchange Trading Center of Bank of China from March 1993 to May 1995; the head of Treasury Business Department at the Hong Kong Branch of the Industrial and Commercial Bank of China from June 1995 to May 2007; the assistant general manager of ICBC (Asia) from August 2000 to May 2007; the senior private banker of Citigroup International Limited from July 2007 to October 2008; the deputy general manager of Shanghai Commercial Bank, a director of Hong Kong Life Insurance Company (香港人壽保險公司), Shacom Securities Limited and Shacom Futures Limited from January 2009 to January 2011; an executive director of Harmony Asset Management Limited from February 2011 to September 2012; the responsible person of Hong Kong International Capital Management Limited from November 2015 to September 2016; and the responsible person of Finloop Finance Limited from April 2017 to December 2019.

Mr. CHAN studied at the Hong Kong Shue Yan University from September 1981 to August 1984, majoring in business administration and obtained a bachelor's degree; he studied at the University of Salford in the United Kingdom from September 1987 to August 1988, majoring in international studies and obtained a master's degree; he studied at the City University of Hong Kong from September 1995 to August 1997, majoring in finance and obtained a master's degree; he studied at the City University of Hong Kong from September 1998 to August 1999, majoring in business administration and obtained a master's degree; and he studied at the City University of Hong Kong from September 2006 to August 2011, majoring in business administration and obtained a doctorate's degree.



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## **APPENDIX I    BIOGRAPHICAL DETAILS OF THE DIRECTOR CANDIDATES**

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The proposed reelection of Mr. ZHU Yanjian and appointment of Ms. WANG Qinlin, Ms. LIU Ruihan, Mr. ZENG Hong and Mr. CHAN Fung Cheung as independent non-executive Directors of the Seventh Session of the Board, has been considered and approved by the Nomination Committee of the Board, the Party Committee of the Head Office and the Board, pursuant to the principles of compliance, adequate communication and continuous optimization, after extensive selection and comprehensive comparison, and based on adequate communication and exchange with relevant regulatory authorities.

The Bank has conducted a preliminary review of the qualifications of the above candidates for independent non-executive Directors and is of the view that their proposed appointments are in compliance with the relevant laws, administrative regulations and departmental rules as well as the relevant provisions of the Bank's Articles of Association, and that they possess the relevant qualifications to serve as independent non-executive Directors of the Bank. Mr. ZHU Yanjian, Ms. LIU Ruihan and Mr. CHAN Fung Cheung have professional knowledge on finance, while Ms. WANG Qinlin possesses expertise in the management and operation of Chongqing market and Mr. ZENG Hong has professional knowledge on accounting. The Board believes that the above persons are capable of giving objective, independent and sufficient opinions and analysis in terms of finance, accounting, market operation, corporate management and other aspects with the help of their extensive experience and knowledge. Furthermore, they can contribute to Board diversity on various aspects, including but not limited to culture, professional skills and qualifications.

The above candidates for independent non-executive Directors confirm that they have satisfied the independence as regards each of the factors referred to in the Rule 3.13(1) to (8) of the Listing Rules and have no past or present financial or other interest in the business of the Bank and its subsidiaries or any connection with any core connected person of the Bank, and there are no other factors that may affect their independences. The Bank considers that they are independent persons pursuant to requirements on independence under the Listing Rules.

Save as disclosed above, none of the above proposed Directors for the Seventh Session of the Board of the Bank (i) held any other position in the Bank or any of its subsidiaries or any directorship in any other listed companies in the past three years, (ii) has relationship with any other Directors, members of senior management, substantial shareholders or controlling shareholders of the Bank, and (iii) has or is deemed to have any interest in any shares, underlying shares or debentures of the Bank or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

The allowance policies in respect of the Sixth Session of the Board of the Bank continue to apply, among which: (i) in accordance with the management requirements of the nominating company, Mr. WU Heng will not receive any remuneration as the non-executive director; (ii) in accordance with the management requirements of the nominating company, Mr. GUO Xile, Mr. FU Wei and Mr. YU Hua will not, on their own, receive their remuneration as the non-executive directors, and relevant remuneration will be transferred to the account of company nominating him by the Bank.

Save as disclosed above, the Board is not aware of any other matters in respect of the proposed appointment of the above Directors required to be disclosed under Rules 13.51(2)(h) to (v) of the Listing Rules, or any other matters that need to be brought to the attention of The Stock Exchange of Hong Kong Limited and the shareholders.

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## NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2024

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*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.*



# **BANK OF CHONGQING CO., LTD.\*** **重慶銀行股份有限公司\***

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

**(Stock Code: 1963)**

## NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2024

**NOTICE IS HEREBY GIVEN** that the second extraordinary general meeting of 2024 (the “EGM”) of Bank of Chongqing Co., Ltd.\* (the “Bank”) will be held at 9:30 a.m. on Friday, December 20, 2024 at Multi-Function Hall, 3/F of the Building of the Head Office of Bank of Chongqing, No. 6 Yongpingmen Street, Jiangbei District, Chongqing, the PRC to consider and, if thought fit, to pass the following resolutions:

### **ORDINARY RESOLUTIONS (BY NON-CUMULATIVE VOTING METHOD)**

1. Proposal on the Profit Pre-distribution Plan for the First Three Quarters of 2024
- 2.00 Proposal on the Election of Executive Directors for the Seventh Session of the Board of Directors of Bank of Chongqing Co., Ltd.
  - 2.01 Election of Mr. YANG Xiuming as an executive Director of the Seventh Session of the Board of Directors of the Bank
  - 2.02 Election of Mr. GAO Song as an executive Director of the Seventh Session of the Board of Directors of the Bank
  - 2.03 Election of Ms. HOU Ximeng as an executive Director of the Seventh Session of the Board of Directors of the Bank
- 3.00 Proposal on the Election of Non-executive Directors for the Seventh Session of the Board of Directors of Bank of Chongqing Co., Ltd.
  - 3.01 Election of Mr. WONG Hon Hing as a non-executive Director of the Seventh Session of the Board of Directors of the Bank
  - 3.02 Election of Mr. GUO Xile as a non-executive Director of the Seventh Session of the Board of Directors of the Bank

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## NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2024

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- 3.03 Election of Mr. FU Wei as a non-executive Director of the Seventh Session of the Board of Directors of the Bank
- 3.04 Election of Mr. ZHOU Zongcheng as a non-executive Director of the Seventh Session of the Board of Directors of the Bank
- 3.05 Election of Mr. WU Heng as a non-executive Director of the Seventh Session of the Board of Directors of the Bank
- 3.06 Election of Mr. YU Hua as a non-executive Director of the Seventh Session of the Board of Directors of the Bank

### ORDINARY RESOLUTION (BY CUMULATIVE VOTING METHOD)

- 4.00 Proposal on the Election of Independent Non-executive Directors for the Seventh Session of the Board of Directors of Bank of Chongqing Co., Ltd.
- 4.01 Election of Mr. ZHU Yanjian as an independent non-executive Director of the Seventh Session of the Board of Directors of the Bank
- 4.02 Election of Ms. WANG Qinlin as an independent non-executive Director of the Seventh Session of the Board of Directors of the Bank
- 4.03 Election of Ms. LIU Ruihan as an independent non-executive Director of the Seventh Session of the Board of Directors of the Bank
- 4.04 Election of Mr. ZENG Hong as an independent non-executive Director of the Seventh Session of the Board of Directors of the Bank
- 4.05 Election of Mr. CHAN Fung Cheung as an independent non-executive Director of the Seventh Session of the Board of Directors of the Bank

For and on behalf of the Board  
**Bank of Chongqing Co., Ltd.\***  
*Chairman*  
**YANG Xiuming**

Chongqing, the PRC,  
November 29, 2024

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# NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2024

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Notes:

## 1. Voting by poll

Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), all votes of resolutions at the EGM will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. An announcement on the voting results will be published on the websites of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Bank ([www.cqcbank.com](http://www.cqcbank.com)) in accordance with the Listing Rules.

## 2. Closure of register of members and eligibility for attending and voting at the EGM

Holders of H shares of the Bank are advised that the register of members of H shares of the Bank will be closed from Tuesday, December 17, 2024 to Friday, December 20, 2024 (both days inclusive), during which time no transfer of H shares of the Bank will be effected and registered. In order to qualify for attending and voting at the EGM, instruments of transfer accompanied by relevant share certificates and other appropriate documents must be lodged with 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, Wanchai, Hong Kong, by 4:30 p.m. on Monday, December 16, 2024.

Holders of H Shares who have registered as Shareholders on the H Share register of members of the Bank on Tuesday, December 17, 2024 are entitled to attend and vote at the EGM.

## 3. Dividend payment arrangement

The board of directors of the Bank has recommended the payment of a cash dividend of RMB1.66 (tax inclusive) per 10 shares for the three quarters ended September 30, 2024 to all shareholders of the Bank. If calculated based on the total share capital of ordinary Shares of 3,474,566,215 shares as of September 30, 2024, the Bank will pay a cash dividend of RMB576,777,991.69 (tax inclusive) in total. Since the convertible bonds issued by the Bank are in the conversion period, the total cash dividends actually distributed will be determined based on the total share number registered on the record date for implementing profit distribution, and the cash dividends distributed per share will remain unchanged. The profit pre-distribution plan will be submitted to the EGM for consideration. Subject to approval of the profit pre-distribution plan of the Bank for the first three quarters of 2024 (i.e. resolution No. 1), the cash dividend will be paid to holders of H shares whose names appear on the register of members of H shares of the Bank on Monday, January 6, 2025. The proposed dividends payable is denominated and declared in Renminbi, and will be paid to holders of A shares in Renminbi and holders of H shares in Hong Kong dollars. The actual amount declared in Hong Kong dollars shall be calculated at the average benchmark exchange rate for Renminbi against Hong Kong dollars published by the People’s Bank of China five working days prior to and including the date of the EGM. In order to determine the register of members of H shares of the Bank entitled to the above cash dividend, the register of members of H shares of the Bank will be closed from Monday, December 30, 2024 to Monday, January 6, 2025 (both days inclusive). In order to be entitled to the dividend of the first three quarters, holders of H shares of the Bank who have not registered the related transfer documents are required to lodge the transfer documents, together with the relevant share certificates, with 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, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, December 27, 2024. The dividend is expected to be distributed to holders of A shares and holders of H shares who are entitled to the aforesaid cash dividends on Friday, January 24, 2025.

## 4. Proxy

Every shareholder who has the right to attend and vote at the EGM is entitled to appoint one or more proxies, whether or not they are members of the Bank, to attend and vote on his/her behalf at the EGM. A proxy shall be appointed by an instrument in writing. Such instrument shall be signed by the appointer or his/her attorney duly authorized in writing. If the appointer is a legal person, then the instrument shall be signed under a legal person’s seal or signed by its director or an attorney duly authorized in writing. The instrument appointing the proxy shall be deposited at the Bank’s H share registrar for holders of H shares not less than 24 hours before the time specified for holding the EGM.

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## NOTICE OF THE SECOND EXTRAORDINARY GENERAL MEETING OF 2024

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If the instrument appointing the proxy is signed by a person authorized by the appointer, the power of attorney or other documents of authority under which the instrument is signed shall be notarized. The notarized power of attorney or other documents of authority shall be deposited together and at the same time with the instrument appointing the proxy at the Bank's H share registrar.

### 5. Cumulative voting method

"Cumulative voting method" is adopted for voting on ordinary resolution at the Meeting in relation to the election of independent non-executive directors (namely Ordinary Resolution No. 4.00 above), under which a total of five independent non-executive directors shall be elected. Pursuant to the "cumulative voting method", each of the shares held by each shareholder shall carry the same number of votes corresponding to the number of candidates to be appointed under the same resolution, which means the total number of the votes each shareholder is entitled to cast in respect of such resolution equals to the number of shares held by the shareholder multiplied by the number of candidates to be appointed under such resolution. Each shareholder may cast all his votes for one candidate, or split his votes for several candidates. Where the total number of votes cast by a shareholder is in excess of the number of votes carried by the total number of shares held by him, the votes cast by such shareholder on such resolution shall be invalid; where the total number of votes cast by a shareholder is less than the number of votes carried by the total number of shares held by such shareholder, the votes cast by the shareholder shall be valid, but the voting rights attached to the shortfall between the votes actually cast and the votes which the shareholder is entitled to cast shall be deemed to have been waived by the shareholder and excluded from the number of actual valid votes. The resolution is passed when the votes obtained exceed half of the number of shares (on the basis of non-cumulative number of shares) held by the shareholders (including their proxies) attending this general meeting.

### 6. Miscellaneous

- (i) The EGM is expected to last for no more than half a working day. Shareholders and their proxies attending the meeting shall be responsible for their own traveling and accommodation expenses.
- (ii) The address of Computershare Hong Kong Investor Services Limited is:

17M Floor  
Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong  
Tel No.: (852) 2862 8628  
Fax No.: (852) 2865 0990

*As at the date of this notice, the executive directors of the Bank are Mr. YANG Xiuming, Mr. GAO Song and Mr. WONG Wah Sing; the non-executive directors of the Bank are Mr. WONG Hon Hing, Mr. GUO Xile, Mr. ZHOU Qiang and Mr. WU Heng; the independent non-executive directors of the Bank are Dr. LIU Xing, Mr. WANG Rong, Dr. FUNG Don Hau, Mr. YUAN Xiaobin and Dr. ZHU Yanjian.*

\* *The Bank holds a financial licence number B0206H250000001 approved by the regulatory authority of the banking industry of the PRC and was authorised by the Administration for Market Regulation of Chongqing to obtain a corporate legal person business licence with a unified social credit code 91500000202869177Y. The Bank is not an authorised institution within the meaning of Hong Kong Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorised to carry on banking and/or deposit-taking business in Hong Kong.*