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CZBANK  **浙商银行**
CHINA ZHESHANG BANK CO., LTD.
浙商银行股份有限公司
(A joint-stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 2016)

NOTICE OF THE 2023 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 annual general meeting (“**AGM**”) of China Zheshang Bank Co., Ltd. (the “**Bank**”) will be held at Conference Room 601, Head Office of China Zheshang Bank, No. 1 Minxin Road, Shangcheng District, Hangzhou, Zhejiang, the PRC on Wednesday, June 12, 2024 at 2:00 p.m. for the purpose of considering and, if thought fit, passing the following resolutions (capitalised terms used in this notice shall have the same meanings as those defined in the circular dated May 9, 2024 issued by the Bank unless otherwise stated):

ORDINARY RESOLUTIONS

1. 2023 work report of the Board of China Zheshang Bank Co., Ltd.
2. 2023 work report of the Supervisory Committee of China Zheshang Bank Co., Ltd.
3. 2023 annual report and summary of China Zheshang Bank Co., Ltd. (domestic and international standards)
4. 2023 final financial report of China Zheshang Bank Co., Ltd.
5. 2023 profit distribution plan of China Zheshang Bank Co., Ltd.
6. 2024 annual budget report of China Zheshang Bank Co., Ltd.
7. Resolution on the appointment of accounting firms for the year 2024
8. 2023 report of connected transaction management system implementation and information of connected transactions of China Zheshang Bank Co., Ltd.
9. Resolution on election of Mr. Wu Zhijun as a non-executive director of the sixth session of the Board of China Zheshang Bank Co., Ltd.
10. Resolution on election of Mr. Shi Hao as an independent non-executive director of the sixth session of the Board of China Zheshang Bank Co., Ltd.
11. Resolution on election of Mr. Wang Junbo as a shareholder representative supervisor of the sixth session of the Supervisory Committee of China Zheshang Bank Co., Ltd.

SPECIAL RESOLUTIONS

12. Resolution on issuance of RMB-denominated financial bonds
13. Resolution on renewal and issuance of medium term notes by the Hong Kong Branch

By order of the Board
China Zheshang Bank Co., Ltd.
Lu Jianqiang
Chairman

Hangzhou, the PRC
May 9, 2024

As at the date of this notice, the executive directors of the Bank are Mr. Lu Jianqiang, Mr. Zhang Rongsen, Ms. Ma Hong and Mr. Chen Haiqiang; the non-executive directors are Mr. Hou Xingchuan, Mr. Ren Zhixiang, Ms. Gao Qinhong, Mr. Hu Tiangao, and Mr. Zhu Weiming; the independent non-executive directors are Mr. Zhou Zhifang, Mr. Wang Guocai, Mr. Wang Wei, Mr. Xu Yongbin and Mr. Fu Tingmei.

Notes:

1. Individual Shareholders who wish to attend the meeting in person shall produce their identity cards or other effective document or proof of identity. Proxies of individual Shareholders shall produce their effective proof of identity and proxy form. A corporate Shareholder should attend the meeting by its legal representative or a person authorized by its board of directors or other decision-making body upon resolution. A legal representative or an authorized person who wishes to attend the meeting should produce his/her identity card or other effective document or proof of identity. If appointed to attend the meeting, the proxy should produce his/her identity card and the proxy form which bears the corporate Shareholder's seal or is signed by its director or a proxy duly appointed.
2. Any Shareholder entitled to attend and vote at the AGM is entitled to appoint one or more persons (whether such person is a shareholder or not) as his/her proxy or proxies to attend and vote on his/her behalf.
3. The instrument appointing a proxy must be in writing under the hand of the Shareholder or his/her attorney duly authorised in writing. For a corporate Shareholder, the proxy instrument must be affixed with the common seal or signed by its director or attorney duly authorised in writing.
4. For H Shareholders who wish to attend the AGM, the form of proxy (together with a notarized copy of the power of attorney or other authority (if any) if the form of proxy is signed by a person on behalf of the H Shareholder) 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 not less than 24 hours before the time for holding the AGM or at any adjournment thereof (i.e. before 2:00 p.m. on Tuesday, June 11, 2024) in order to be valid. If no direction is given, the proxy will be entitled to vote or abstain as he/she thinks fit. The proxy will also be entitled to vote at his/her discretion on any resolution properly put to the AGM other than those referred to in the notice convening the AGM.
5. The H Shares register of members of the Bank will be closed from Thursday, June 6, 2024 to Wednesday, June 12, 2024 (both days inclusive), during which period no transfer of H Shares of the Bank will be effected. For unregistered H Shareholders who intend to attend the AGM, all share certificates and the transfer 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, not later than 4:30 p.m. on Wednesday, June 5, 2024. The holders of H Shares whose names appear on the register of members of the Bank at the close of business on Wednesday, June 5, 2024 will be entitled to attend and vote at the AGM.
6. The H share register of the Bank will be closed from Tuesday, June 18, 2024 to Friday, June 21, 2024 (both days inclusive). In order to be entitled to the final dividend distribution, the H shareholders of the Bank who have not registered are required to deposit the transfer documents together with relevant share certificates at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m. on Monday, June 17, 2024. Shareholders whose names appear on the register of members of the Bank on Friday, June 21, 2024 are entitled to the final dividend distribution.
7. Pursuant to the Hong Kong Listing Rules, each of the resolutions set out in the notice of the AGM will be voted by poll. Results of the poll voting will be published on the Bank's website at www.czbank.com and the website of the Stock Exchange at www.hkexnews.hk after the AGM.
8. Shareholders who attend the meeting in person or by proxy shall bear their own traveling, dining and other accommodation expenses.