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BANK OF GANSU CO., LTD.*

甘肅銀行股份有限公司*

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

(Stock Code: 2139)

**NOMINATION OF CANDIDATES FOR NON-EMPLOYEE
REPRESENTATIVE DIRECTORS OF THE FOURTH SESSION OF THE
BOARD OF DIRECTORS**

The board of directors (the “**Board**”) of Bank of Gansu Co., Ltd. (the “**Bank**”) announces that as the term of the third session of the Board has expired, the Board proposed to elect members of a new session of the Board in accordance with the requirements of the articles of association of the Bank.

At a meeting of the Board held on March 28, 2025, the Board proposed to nominate the candidates for non-employee representative directors of the fourth session of the Board as follows:

Executive Directors:	Mr. Liu Qing and Mr. Wang Xizhen
Non-executive Directors:	Mr. Zhang Junping, Mr. Liu Jian, Mr. Ye Rong, Mr. Li Chun and Ms. Yang Chunmei
Independent Non-executive Directors:	Mr. Liu Guanghua, Mr. Wang Lei, Mr. Hau Pak Sun, Mr. Li Zongxi and Mr. Qiu Yongpan

The Bank will convene a general meeting to consider, among others, the election of the above candidates for non-employee representative directors of the fourth session of the Board. In addition, one employee representative director will be elected by employees of the Bank through an employee representatives’ meeting, employees’ meeting or any other form of democratic election and will then directly join the fourth session of the Board. The Bank will convene an employee representatives’ meeting in due course to elect the employee representative director for the fourth session of the Board.

Biographies of the Candidates for Non-employee Representative Directors

The biographies of the candidates for non-employee representative directors are as follows:

Executive Directors:

Mr. Liu Qing (劉青), aged 59, holds a master's degree from Lanzhou University. He previously served as a senior staff member at the education department of the Gansu Branch of the People's Bank of China, the secretary to the Party committee and president of the Baiyin Branch of the People's Bank of China, the secretary to the Party committee and director-general of the China Banking Regulatory Commission Baiyin Office, a member of the Party committee and deputy director-general of the China Banking and Insurance Regulatory Commission Gansu Office, and the secretary to the Party committee and director-general of Gansu Province Rural Credit Union. Mr. Liu has served as secretary to the Party committee of the Bank since September 2018, and secretary to the Party committee and the chairman of the Bank since December 2018.

Mr. Wang Xizhen (王錫真), aged 51, holds a master's degree from Lanzhou University. He previously served as the deputy general manager of business department of Gansu Branch, the secretary of the Party committee and president of Lanzhou Xigu Sub-branch, the secretary of the Party committee and general manager of the business department, the general manager of the cooperate business department, a member of the Party committee and vice president of Gansu Branch of China Construction Bank. Mr. Wang has served as the deputy secretary of the Party committee of the Bank since May 2022, the deputy secretary of the Party committee and the president of the Bank since September 2022, and the deputy secretary of the Party committee, president and executive director of the Bank since October 2022.

Non-executive Directors:

Mr. Zhang Junping (張軍平), aged 47, holds a bachelor's degree from Lanzhou University of Technology. He previously served as the head of the capital division as well as the head of the accounting division of the finance department of Jinchuan Group Co., Ltd., the president of the internal bank, the deputy director and director of the finance department of Gansu Province Highway Aviation Tourism Investment Group Co., Ltd.. Mr. Zhang has been the chief financial officer of Gansu Province Highway Aviation Tourism Investment Group Co., Ltd. since September 2019, and a non-executive director of the Bank since September 2023.

Mr. Liu Jian (劉建), aged 53, holds a bachelor's degree from Lanzhou University of Technology. He previously served as the head of the Cost Division of the Finance Department of Jinchuan Group Co., Ltd., the chief finance officer of Lanzhou Jinchuan Corun Battery Co., Ltd., the deputy general manager of the Audit and Risk Management Department of Jinchuan Group Co., Ltd., the chief finance officer (a middle-level deputy position), deputy general manager and chief finance officer of Guangxi Jinchuan Nonferrous Metals Co., Ltd., and the deputy general manager and general manager of the Finance Department of Jinchuan Group Co., Ltd.. Mr. Liu has been the chief finance officer of Gansu Province State-owned Assets Investment Group Co., Ltd. since July 2023.

Mr. Ye Rong (葉榮), aged 51, holds a bachelor's degree from Beijing Agricultural University. He previously served as the deputy director of the treasury payment center, deputy director of the treasury department, and director of data network management center of the Gansu Provincial Finance Department, the general manager of investment management department, deputy director of risk control (middle-level position), head of Party masses work department, special deputy secretary of Department Party Committee, and vice chairman of the Labor Union of Gansu Financial Holding Group Co., Ltd. (甘肅金融控股集團有限公司). Mr. Ye has been the deputy general manager of Gansu Financial Holding Group Co., Ltd. and the chairman of Gansu Financial Holding Natural Ecological Environment Investment and Construction Co. Ltd. since August 2023, and a non-executive director of the Bank since September 2024.

Mr. Li Chun (李春), aged 52, holds a bachelor's degree from Xi'an Jiaotong University. He previously worked in Jinchang Branch of China Construction Bank, engaging in accounting, savings, credit, asset preservation and bills, and served as the manager of the Risk Audit Department and the manager of Credit Business Department of Jinchuan Group Financial Co., Ltd., the deputy general manager of Gansu Electric Power Financial Co., Ltd., and the general manager of Jinchuan Group Financial Co., Ltd. Mr. Li has been serving as a director and general manager of Jinchuan Group Financial Co., Ltd. since November 2019.

Ms. Yang Chunmei (楊春梅), aged 47, holds a bachelor's degree from Yunnan University. She previously served as the deputy manager of the office of the operation division, the deputy general manager of the corporate business department of the operation division, the deputy general manager of the general management department, the level 5 account manager of the corporate business department and the head of general division of the Xinjiang Branch of China Construction Bank (during which she worked in the preparatory group of Mengshang Bank Co., Ltd.), and the deputy head (presiding over the work) of the board office of Mengshang Bank Co., Ltd.. Ms. Yang has been the head of the board office of Mengshang Bank Co., Ltd. since July 2023, and a non-executive director of the Bank since March 2022.

Independent Non-executive Directors:

Mr. Liu Guanghua (劉光華), aged 55, holds a doctorate's degree from Renmin University of China and has been a visiting scholar at Hastings College of the Law, University of California, and a visiting professor at University of Turin, an international university of Italy. He previously served as a teaching assistant and lecturer in the Department of Law of Lanzhou University, an associate professor, professor and tutor for graduate students in a master's course on economic law at the School of Law of Lanzhou University. Mr. Liu is currently the director of the Centre of Research on Italy and the director of the Institute of Economic Law of Lanzhou University, and concurrently serves a legislative consultant for the Standing Committee of the Gansu Provincial People's Congress, a legal consultant expert for the Gansu Provincial People's Government (external legal consultant), a member of the think tank of experts for governing the province by law of the Gansu Provincial Party Committee, and vice president of the Beijing Credit Society. Since March 2022, he has been serving as an independent non-executive director of the Bank.

Mr. Wang Lei (王雷), aged 44, holds a doctorate's degree from Chongqing University. He previously served as a lecturer and tutor for graduate students in a master's course of the School of Management, and head of the Accounting Department of the School of Management, Lanzhou University. He has been serving as the director of the Accounting and Financial Management Department, an associate professor and a tutor or graduate students in a master's course of the School of Management, Lanzhou University since November 2020. He served as an external director (part-time) of Gansu Construction Investment (Holdings) Group Co., Ltd. and Gansu Construction and Investment Training Center Co., Ltd. (甘肅建投培訓中心有限公司) from April 2022 to March 2025. He has been an independent non-executive director of the Bank since September 2023, and an independent director of Gansu Mogao Industrial Development Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 600543) since January 2025.

Mr. Hau Pak Sun (侯百樂), aged 44, holds a bachelor's degree from the University of Hong Kong, and qualified as a solicitor of the High Court of Hong Kong and a solicitor advocate of Hong Kong. He previously served as a solicitor and held other positions in Charles Chu & Kenneth Sit. Mr. Hau has been a partner of Charles Chu & Kenneth Sit since December 2007, and he is also the deputy chairman of Inland Revenue Board of Review of Hong Kong Special Administrative Region, and a member of the Law Society of Hong Kong. He has been an independent non-executive director of the Bank since October 2023.

Mr. Li Zongyi (李宗義), aged 55, holds a master's degree from Lanzhou University. He is a senior accountant, Senior China Certified Public Accountant, UK Chartered Accountant, Senior Australian Certified Public Accountant, Australia Certified Public Accountant, USA Certified Management Accountant, asset appraiser, tax agent, lawyer, National Accounting Leader, and National Advanced Accounting Worker. He previously served as the project manager of China Mechanical and Electrical Equipment Lanzhou Company (中國機電設備蘭州公司), and the deputy director of Ruihua Certified Public Accountants (瑞華會計師事務所), Gansu Branch. Since December 2019, Mr. Li has been serving as a senior partner of WUYIGE Certified Public Accountants (special general partnership), and the director of its Gansu Branch. He concurrently serves as a tutor for graduate students in a master's course at Lanzhou University, Lanzhou University of Technology, Lanzhou University of Finance and Economics, and Beijing Foreign Studies University, a distinguished professor at Northwest Normal University, the vice chairman of the Gansu New Social Class Association (甘肅省新聯會), and a member of the Fourth Enterprise Accounting Standards Advisory Committee under the Ministry of Finance. Mr. Li has been an independent director of Ningxia Xinri Hengli Wire Rope Co., Ltd. (寧夏新日恒力鋼絲繩股份有限公司, a company listed on the Shanghai Stock Exchange, stock code: 600165) from August 2016 to July 2022, an independent director of Gansu Engineering Consulting Group Co., Ltd. (a company listed on the Shenzhen Stock Exchange, stock code: 000779) from November 2019 to December 2023, and an independent director of Gansu Long Shen Rong Fa Pharmaceutical Co., Ltd. (甘肅隴神戎發藥業股份有限公司, a company listed on the Shenzhen Stock Exchange, stock code: 300543) since December 2020. Mr. Li has been serving as an external supervisor of the Bank since December 2021, an independent director of Duzhe Publishing & Media Corp (a company listed on the Shanghai Stock Exchange, stock code: 603999) since October 2022, and an independent director of Gansu Guo Fang Industry and Trade (Group) Limited (a company listed on the Shanghai Stock Exchange, stock code: 601086) since December 2022.

Mr. Qiu Yongpan (邱勇攀), aged 57, holds a master's degree from Dalian University of Technology. He previously served as an engineer at Bank of China, a consulting manager at IBM (China) Co., Ltd., the head of banking consulting business at Accenture (China) Co., Ltd., a managing partner for financial services at Deloitte Consulting (China) Co., Ltd., and the president of the Greater China Financial Services Division at Accenture (China) Co., Ltd.. Mr. Qiu has been serving as a co-founder of Beijing Xunshi Consulting Co., Ltd. since January 2025.

Other Information on the Candidates for Non-Employee Representative Directors

The qualifications of the newly appointed directors, namely Mr. Liu Jian, Mr. Li Chun, Mr. Li Zongyi and Mr. Qiu Yongpan, shall be reported to the Gansu Office of the National Financial Regulatory Administration for examination and approval. Unless adjustment is required by applicable laws and regulations, the terms of office of the newly appointed directors shall commence on the date of approval of their qualifications and end on the expiry of the term of the fourth session of the Board, and the terms of office of the re-elected directors shall commence on the date of approval at the general meeting and end on the expiry of the term of the fourth session of the Board. They shall be eligible for re-election upon expiry of their terms. If appointed, each of the candidates for non-employee representative directors will enter into a director's service contract with the Bank.

The remuneration of the executive directors shall be determined based on the relevant policies of the Bank with reference to their positions and performance, and is mainly comprised of basic salary, performance-based remuneration, corporate annuity, staff benefits, social insurance and housing provident fund. Non-executive directors do not receive any remuneration from the Bank. The annual fee for each independent non-executive director is expected to be RMB142,900 (pre-tax).

To the best knowledge of the directors of the Bank and save as disclosed in this announcement, the candidates for non-employee representative directors did not hold any directorship in the last three years in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas, do not hold any other position in the Bank or any of its subsidiaries and do not have any relationship with any director, supervisor, senior management or substantial shareholder of the Bank.

As at the date of this announcement, Mr. Liu Qing held 301,714 domestic shares of the Bank as a beneficial owner. Save as the aforementioned, none of the candidates for non-employee representative directors has any interest in any shares 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).

Save as disclosed in this announcement, the candidates for non-employee representative directors have confirmed that they are not aware of any other information and any other matter in respect of their appointments that is required to be disclosed pursuant to the requirements set out in Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), nor is there any matter that needs to be brought to the attention of the shareholders of the Bank.

Each of the candidates for independent non-executive directors has confirmed (i) his independence as regards each of the factors referred to in Rule 3.13(1) to (8) of the Listing Rules; (ii) that he has no past or present financial or other interest in the business of the Bank or its subsidiaries, or any connection with any core connected person (as defined in the Listing Rules) of the Bank; and (iii) that there are no other factors that may affect his independence at the time of his nomination. The Board is also of the view that each of the candidates for independent non-executive directors meets the independence guidelines set out in Rule 3.13 of the Listing Rules and is independent in accordance with the terms of the guidelines.

In assessing the independence of the candidates for independent non-executive directors, the Bank has prudently considered the impact of Mr. Li Zongyi's past and current positions on his independence. Mr. Li Zongyi has served as an external supervisor of the Bank since December 2021. External supervisors are primarily responsible for overseeing the performance of the Board and senior management. Unlike shareholder supervisors or employee representative supervisors, external supervisors do not hold positions in any substantial shareholder of the Bank or any of its subsidiaries, nor are they employees of the Bank or its subsidiaries. External supervisors are not involved in the daily business operations and do not have any management function in the Bank or its subsidiaries. If the resolution proposing the abolition of the board of supervisors (for details, please refer to the announcement on the proposed amendments to the articles of association and adjustments to the corporate governance structure of the Bank issued separately by the Bank on the same day) is approved by the shareholders of the Bank, all incumbent supervisors will then retire. Mr. Li Zongyi will not concurrently serve as an external supervisor and an independent non-executive director of the Bank. The Board considers that Mr. Li Zongyi complies with the independence requirements under Rule 3.13 of the Listing Rules.

By Order of the Board
Bank of Gansu Co., Ltd.*
LIU Qing
Chairman

Lanzhou, Gansu
March 28, 2025

As at the date of this announcement, the Board comprises Mr. LIU Qing and Mr. WANG Xizhen as executive Directors; Mr. ZHANG Junping, Ms. ZHANG Tingting, Mr. YE Rong, Mr. ZHANG Youda, Mr. GUO Jirong and Ms. YANG Chunmei as non-executive Directors; and Mr. DONG Ximiao, Mr. WANG Tingting, Mr. LIU Guanghua, Mr. WANG Lei and Mr. HAU Pak Sun as independent non-executive Directors.

* *Bank of Gansu 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.*