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If you are in any 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 Gansu Co., Ltd.**, you should at once pass this circular, together with the enclosed proxy form, to the purchaser or 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 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)

ANNUAL GENERAL MEETING FOR 2025

The annual general meeting for 2025 (the “AGM”) of Bank of Gansu Co., Ltd. will be held at 9:00 a.m. on Tuesday, June 30, 2026 at the conference room at 4/F of Bank of Gansu Tower, No. 525-1 Donggang West Road, Chengguan District, Lanzhou, Gansu Province, the PRC. Notice of the AGM is set out on pages 7 to 10 of this circular. Notice of the AGM has been published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Bank (www.gsbankchina.com).

Whether or not you are able to attend the AGM, you are advised to read the notice of the AGM carefully and to complete and return the enclosed proxy form in accordance with the instructions printed thereon as soon as possible. H Shareholders must return the proxy forms to the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, while Domestic Shareholders must return the proxy forms to the Bank’s registered office and the principal place of business in the PRC at Bank of Gansu Tower, No. 525-1 Donggang West Road, Chengguan District, Lanzhou, Gansu Province, the PRC, by hand or by post in any event no later than 24 hours before the time appointed for convening the AGM (i.e. 9:00 a.m. on Monday, June 29, 2026) or any adjourned meeting thereof. Completion and return of the proxy forms will not preclude you from attending and voting at the AGM or any adjourned meeting(s) thereof in person if you so wish.

June 9, 2026

* *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.*

CONTENT

	<i>Page</i>
Definitions	1
Letter from the Board	3
Notice of the AGM	7
APPENDIX 1 BUSINESSES OF THE AGM	11
Annex 1 Work Report of the Board of Directors for 2025	24
Annex 2 Remuneration Distribution and Settlement Results for Directors and Supervisors for 2025	30
Annex 3 Comparison Table for the Amendments to the Rules of Procedure for the Board of Directors of Bank of Gansu Co., Ltd.	32
Annex 4 Comparison Table for the Amendments to the Rules of Procedure for the General Meetings of Bank of Gansu Co., Ltd.	45
Annex 5 General Mandate to Issue Shares	76
APPENDIX 2 WORK REPORT OF INDEPENDENT DIRECTORS FOR 2025 OF BANK OF GANSU CO., LTD.	78
APPENDIX 3 REPORT ON THE EVALUATION OF DUTY PERFORMANCE BY THE BOARD OF DIRECTORS, THE SENIOR MANAGEMENT AND THEIR MEMBERS FOR 2025 OF BANK OF GANSU CO., LTD.	83
APPENDIX 4 REPORT ON RELATED-PARTY TRANSACTIONS FOR 2025 OF BANK OF GANSU CO., LTD.	87
APPENDIX 5 REPORT ON THE ASSESSMENT OF SUBSTANTIAL SHAREHOLDERS (MAJOR SHAREHOLDERS) FOR 2025 OF BANK OF GANSU CO., LTD.	91

DEFINITIONS

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

“AGM”	the 2025 annual general meeting of the Bank to be held at 9:00 a.m. on Tuesday, June 30, 2026
“Articles of Association”	the Articles of Association of the Bank currently in force, as amended, modified or otherwise supplemented from time to time
“Bank”	Bank of Gansu Co., Ltd., a joint stock company incorporated in the PRC with limited liability, whose H Shares are listed on the Main Board of the Stock Exchange (Stock Code: 2139)
“Board” or “Board of Directors”	the board of Directors of the Bank
“Board of Supervisors”	the board of Supervisors of the Bank
“Company Law”	the Company Law of the PRC
“Director(s)”	the director(s) of the Bank
“Domestic Share(s)”	the ordinary shares in the share capital of the Bank, with a nominal value of RMB1.00 each, which are subscribed for or credited as fully paid up in Renminbi
“Group”	the Bank and its consolidated subsidiaries
“H Share(s)”	the overseas listed foreign shares with a nominal value of RMB1.00 each in the ordinary share capital of the Bank which are listed on the Stock Exchange and traded in Hong Kong in Hong Kong dollars (stock code: 2139)
“H Shareholder(s)”	holder(s) of H Shares
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“IFRS”	the International Accounting Standards, International Financial Reporting Standards, amendments and the related interpretations issued by the International Accounting Standards Board

DEFINITIONS

“Independent Director(s)” or “Independent Non-executive Director(s)”	the independent non-executive Director(s) of the Bank
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange (as amended from time to time)
“NFRA”	the National Financial Regulatory Administration
“NFRA Gansu Office”	Gansu Office of the National Financial Regulatory Administration
“Pingliang Jingning Chengji Rural Bank”	Pingliang Jingning Chengji Rural Bank Co., Ltd., a joint stock company with limited liability incorporated in the PRC on September 18, 2008 and a non-wholly owned subsidiary of the Bank
“Renminbi” or “RMB”	Renminbi, the lawful currency of the PRC
“Reporting Period”	the year ended December 31, 2025 (from January 1, 2025 to December 31, 2025)
“PRC” or “China”	the People’s Republic of China, for the purpose of this circular only, excluding Hong Kong, the Macau Special Administrative Region and Taiwan region
“Securities Law”	the Securities Law of the People’s Republic of China
“Share(s)”	the Shares of the Bank, including Domestic Shares and H Shares
“Shareholder(s)”	the shareholder(s) of the Bank
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Supervisor(s)”	the supervisor(s) of the Bank
“the Rules of Procedure for the Board of Directors”	the Rules of Procedure for the Board of Directors of Bank of Gansu Co., Ltd.
“the Rules of Procedure for the General Meetings”	the Rules of Procedure for the General Meetings of Bank of Gansu Co., Ltd.

Note: Amounts stated in this circular are denominated in RMB, unless otherwise specified.

LETTER FROM THE BOARD



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)

Executive Director:

Mr. LIU Qing (*Chairman*)

Non-executive Directors:

Mr. ZHANG Bin

Mr. ZHANG Junping

Mr. LIU Jian

Mr. YE Rong

Mr. LI Chun

Ms. YANG Chunmei

Independent Non-executive Directors:

Mr. LIU Guanghua

Mr. WANG Lei

Mr. HAU Pak Sun

Mr. LI Zongyi

Mr. QIU Yongpan

***Registered office and principal place
of business in the PRC:***

Bank of Gansu Tower

No. 525-1 Donggang West Road

Chengguan District

Lanzhou, Gansu Province

the PRC

Principal place of business in Hong Kong:

40th Floor, Dah Sing Financial Centre

No. 248 Queen's Road East

Wanchai, Hong Kong

ANNUAL GENERAL MEETING FOR 2025

To the Shareholders,

Dear Sir/Madam,

1. INTRODUCTION

On behalf of the Board, I would like to invite you to attend the AGM to be held at 9:00 a.m. on Tuesday, June 30, 2026 at the conference room at 4/F of Bank of Gansu Tower, No. 525-1 Donggang West Road, Chengguan District, Lanzhou, Gansu Province, the PRC.

The purpose of this circular is to provide you with the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolutions to be proposed at the AGM.

LETTER FROM THE BOARD

2. BUSINESSES TO BE CONSIDERED AT THE AGM

In order to enable you to have a better understanding on the resolutions to be proposed at the AGM and to make an informed decision with sufficient and necessary information, we have provided detailed information to the Shareholders in Appendix 1 to this circular, which includes the information and explanation on the resolutions proposed to be passed at the AGM.

The ordinary resolutions to be considered at the AGM include:

- (1) To consider and approve the resolution on the work report of the Board of Directors for 2025
- (2) To consider and approve the resolution on the annual report for 2025
- (3) To consider and approve the resolution on the profit distribution plan for 2025
- (4) To consider and approve the resolution on the final financial accounts and financial audit report for 2025
- (5) To consider and approve the resolution on the financial budget plan for 2026
- (6) To consider and approve the resolution on the engagement of external auditors for 2026
- (7) To consider and approve the resolution on the remuneration distribution and settlement results for Directors and Supervisors for 2025
- (8) To consider and approve the resolution on the amendments to the Rules of Procedure for the Board of Directors of Bank of Gansu Co., Ltd.
- (9) To consider and approve the resolution on the amendments to the Rules of Procedure for the General Meetings of Bank of Gansu Co., Ltd.
- (10) To consider and approve the resolution on the election of executive Directors of the fourth session of the Board of Directors

The special resolutions to be considered at the AGM include:

- (11) To consider and approve the resolution on the proposed absorption and merger of Pingliang Jingning Chengji Rural Bank and the establishment of branch(es)
- (12) To consider and approve the resolution on the general mandate to issue Shares

Details of the resolutions are set out in Appendix 1 to this circular.

LETTER FROM THE BOARD

The following reports/special descriptions will be presented at the AGM for hearing, no Shareholders' approval is required: 1. the Work Report of Independent Directors for 2025 of Bank of Gansu Co., Ltd.; 2. the Report on the Evaluation of Duty Performance by the Board of Directors, the Senior Management and Their Members for 2025 of Bank of Gansu Co., Ltd.; 3. the Report on Related-party Transactions for 2025 of Bank of Gansu Co., Ltd.; 4. the Report on the Assessment of Substantial Shareholders (Major Shareholders) for 2025 of Bank of Gansu Co., Ltd.. In order to provide detailed information to Shareholders, these reports/special descriptions are set out in Appendix 2 to Appendix 5 to this circular for Shareholders' review, respectively.

3. THE AGM

The AGM will be held at 9:00 a.m. on Tuesday, June 30, 2026 at the conference room at 4/F of Bank of Gansu Tower, No. 525-1 Donggang West Road, Chengguan District, Lanzhou, Gansu Province, the PRC. The notice of the AGM is set out on pages 7 to 10 of this circular.

Whether or not you are able to attend the AGM, you are advised to read the notice of the AGM carefully and to complete and return the enclosed proxy form in accordance with the instructions printed thereon as soon as possible. H Shareholders must return the proxy forms to the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, while Domestic Shareholders must return the proxy forms to the Bank's registered office and the principal place of business in the PRC at Bank of Gansu Tower, No. 525-1 Donggang West Road, Chengguan District, Lanzhou, Gansu Province, the PRC, by hand or by post in any event no later than 24 hours before the time appointed for convening the AGM (i.e. 9:00 a.m. on Monday, June 29, 2026) or any adjourned meeting thereof. Completion and return of the proxy forms will not preclude you from attending and voting at the AGM or any adjourned meeting(s) thereof in person if you so wish.

4. VOTING BY POLL

Pursuant to Rule 13.39(4) of the Listing Rules, any vote of Shareholders at the AGM must be taken by poll except where the chairman of the meeting decides to allow a resolution purely in respect of a procedural or administrative matter to be voted on by a show of hands. Therefore, all resolutions as set out in the notice of the AGM will be voted on by poll. The poll results will be published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and the website of the Bank at www.gsbankchina.com upon the conclusion of the AGM.

To the best knowledge of the Bank, none of the Shareholders or their respective associates is deemed to have a material interest in any of the resolutions to be proposed at the AGM, and therefore no Shareholder is required to abstain from voting on any of the resolutions.

LETTER FROM THE BOARD

5. RECOMMENDATION

The Directors (including the independent non-executive Directors) consider that the resolutions set out in the notice of the AGM are in the interests of the Bank and its Shareholders as a whole. Therefore, the Board recommends you to vote in favor of the proposed resolutions mentioned above.

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

Lanzhou, Gansu
June 9, 2026

* *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.*

NOTICE OF THE AGM



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)

NOTICE OF ANNUAL GENERAL MEETING FOR 2025

NOTICE IS HEREBY GIVEN that the annual general meeting (the “AGM”) of Bank of Gansu Co., Ltd. (the “Bank”) for 2025 will be held at the conference room at 4/F of Bank of Gansu Tower, No. 525-1 Donggang West Road, Chengguan District, Lanzhou, Gansu Province, the PRC at 9:00 a.m. on Tuesday, June 30, 2026, to consider and, if thought fit, pass the following resolutions.

Ordinary Resolutions

1. To consider and approve the resolution on the work report of the Board of Directors for 2025
2. To consider and approve the resolution on the annual report for 2025
3. To consider and approve the resolution on the profit distribution plan for 2025
4. To consider and approve the resolution on the final financial accounts and financial audit report for 2025
5. To consider and approve the resolution on the financial budget plan for 2026
6. To consider and approve the resolution on the engagement of external auditors for 2026
7. To consider and approve the resolution on the remuneration distribution and settlement results for Directors and Supervisors for 2025
8. To consider and approve the resolution on the amendments to the Rules of Procedure for the Board of Directors of Bank of Gansu Co., Ltd.
9. To consider and approve the resolution on the amendments to the Rules of Procedure for the General Meetings of Bank of Gansu Co., Ltd.
10. To consider and approve the resolution on the election of executive Directors of the fourth session of the Board of Directors

NOTICE OF THE AGM

Special Resolutions

11. To consider and approve the resolution on the proposed absorption and merger of Pingliang Jingning Chengji Rural Bank and the establishment of branch(es)
12. To consider and approve the resolution on the general mandate to issue Shares

To Hear the Relevant Reports

13. To hear the Work Report of Independent Directors for 2025 of Bank of Gansu Co., Ltd.
14. To hear the Report on the Evaluation of Duty Performance by the Board of Directors, the Senior Management and Their Members for 2025 of Bank of Gansu Co., Ltd.
15. To hear the Report on Related-party Transactions for 2025 of Bank of Gansu Co., Ltd.
16. To hear the Report on the Assessment of Substantial Shareholders (Major Shareholders) for 2025 of Bank of Gansu Co., Ltd.

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

Lanzhou, Gansu
June 9, 2026

NOTICE OF THE AGM

Notes:

(1) VOTING BY POLL

Pursuant to the Listing Rules, all Shareholders' resolutions will be voted on by poll at the AGM (except where the chairman decides to allow a resolution which purely relates 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 HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Bank (www.gsbankchina.com) in accordance with the Listing Rules.

The following reports/special descriptions will be presented at the AGM for hearing, but no Shareholders' approval is required: 1. the Work Report of Independent Directors for 2025 of Bank of Gansu Co., Ltd.; 2. the Report on the Evaluation of Duty Performance by the Board of Directors, the Senior Management and Their Members for 2025 of Bank of Gansu Co., Ltd.; 3. the Report on Related-party Transactions for 2025 of Bank of Gansu Co., Ltd.; 4. the Report on the Assessment of Substantial Shareholders (Major Shareholders) for 2025 of Bank of Gansu Co., Ltd..

(2) ELIGIBILITY FOR ATTENDING THE AGM AND CLOSURE OF REGISTER OF MEMBERS OF H SHARES

In order to determine the holders of H Shares who are eligible to attend and vote at the AGM, the H share register of members of the Bank will be closed from Thursday, June 25, 2026 to Tuesday, June 30, 2026 (both days inclusive), during which period no transfer of H Shares will be registered.

In order to be eligible to attend and vote at the AGM of the Bank, share certificates accompanied by 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 by holders of H Shares no later than 4:30 p.m. on Wednesday, June 24, 2026. Holders of H Shares of the Bank who have been registered with Computershare Hong Kong Investor Services Limited on Tuesday, June 30, 2026 are entitled to attend and vote at the AGM.

A Shareholder or his/her proxy should present proof of identity when attending the AGM. If a Shareholder is a legal person, its legal representative or other person authorized by the Board of Directors or other governing body of such Shareholder may attend the AGM by providing a copy of the resolution of the Board of Directors or other governing body of such Shareholder appointing such person to attend the AGM.

(3) CASH DIVIDEND FOR 2025

The Board recommends the distribution of a cash dividend of RMB1.18 per 10 shares (inclusive of tax) for the year ended December 31, 2025. Subject to declaration of the related dividend by the Shareholders by an ordinary resolution, the dividend is expected to be paid on or around Friday, August 28, 2026 to the Shareholders whose names appear on the register of members of the Company at the close of business hours on Monday, July 20, 2026. For determining entitlement to the proposed cash dividend to be approved at the AGM, the register of members of the Company will be closed from Wednesday, July 15, 2026 to Monday, July 20, 2026 (both days inclusive), during which period no transfer of shares will be registered. H Shareholders should ensure that all transfer documents, accompanied by the relevant share certificates, are lodged with the Company's Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Tuesday, July 14, 2026.

(4) PROXY

- (a) Each Shareholder who has the right to attend and vote at the AGM convened by the above notice is entitled to appoint one or more proxies in writing to attend and vote on his/her behalf at the AGM. A proxy need not be a Shareholder.
- (b) The instrument appointing a proxy must be in writing under the hand of the appointor or his attorney duly authorized in writing, or if the appointor is a legal entity, either under seal or signed by a director or a duly authorized attorney. If that instrument is signed by an attorney of the appointor, the power of attorney authorizing that attorney to sign or other document of authorization must be notarized.
- (c) In order to be valid, holders of H Shares shall lodge the proxy form, together with the notarized power of attorney or other authority, to 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 AGM (i.e. 9:00 a.m. on Monday, June 29, 2026).
- (d) Completion and return of the proxy form will not preclude a Shareholder from attending and voting in person at the AGM or any adjournment thereof should he/she so wish.

NOTICE OF THE AGM

- (e) In the case of joint shareholders and more than one of the joint shareholders attending the meeting, whether in person or by proxy, the vote of the senior joint Shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the share register of the Bank in respect of the joint shareholding.

(5) ARRANGEMENTS FOR BAD WEATHER AND OTHER FORCE MAJEURE EVENTS

The AGM may be postponed to a later date and/or time or cancelled (at the discretion of the Bank) if the AGM cannot be held due to bad weather and other special reasons such as force majeure. The Bank will publish an announcement on the HKEXnews website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and the website of the Bank at www.gsbankchina.com, setting out the postponement or cancellation of the AGM (provided that the Bank's failure to publish such announcement in time for any reason will not affect the decision of postponement or cancellation of the AGM). Shareholders may also raise enquiries via calling the H share registrar or the office of the Board of the Bank.

(6) MISCELLANEOUS

- (a) The AGM is expected to last for no more than half working day. Shareholders and their proxies attending the meeting are responsible for their own traveling and accommodation expenses.
- (b) For details of the resolutions submitted to the AGM for consideration and approval, please refer to the relevant content in the circular of the AGM to be published by the Bank in due course.
- (c) None of the Directors, president and other senior management of the Bank has material interests in matters to be considered.
- (d) Address of Computershare Hong Kong Investor Services Limited:

Shops 1712-1716, 17 Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
(for lodging the instruments of transfer)

17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong
(for lodging the proxy forms)

Telephone: (852) 2862 8555
Facsimile: (852) 2865 0990

- (e) Registered Office of the Bank in the PRC:

No. 525-1 Donggang West Road, Chengguan District
Lanzhou, Gansu Province
The PRC

- (f) Principal Place of Business of the Bank in the PRC:

Bank of Gansu Tower
No. 525-1 Donggang West Road, Chengguan District
Lanzhou, Gansu Province
The PRC

Contact department: the Office of the Board
Telephone: 86 (931) 877 6027
Facsimile: 86 (931) 877 1877
Contact person: Mr. Chen Yufeng (陳宇峰)

As of the date of this notice, the Board comprises Mr. LIU Qing as executive director; Mr. ZHANG Bin, Mr. ZHANG Junping, Mr. LIU Jian, Mr. YE Rong, Mr. LI Chun and Ms. YANG Chunmei as non-executive directors; and Mr. LIU Guanghua, Mr. WANG Lei, Mr. HAU Pak Sun, Mr. LI Zongyi and Mr. QIU Yongpan 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.*

ORDINARY RESOLUTIONS**1. Work Report of the Board of Directors for 2025**

According to the Company Law and the Articles of Association, it is the authority and duty of the general meeting of the Bank to consider and approve the work report of the Board. The Work Report of the Board of Directors of Bank of Gansu Co., Ltd. for 2025 was considered and approved by the Board on March 27, 2026 and is hereby submitted to the AGM for consideration and approval as an ordinary resolution.

The full text of the above work report of the Board of Directors for 2025 is set out in Annex 1 to this appendix.

2. Annual Report for 2025

In accordance with the IFRS and relevant legal and regulatory requirements, the Bank has prepared the annual report for 2025, which has been audited by ShineWing Certified Public Accountants. The annual report for 2025 was published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Bank (www.gsbankchina.com) on April 23, 2026, and is hereby submitted to the AGM for consideration and approval as an ordinary resolution.

3. Final Financial Accounts and Financial Audit Report for 2025

The final financial accounts for 2025 were completed by the Bank in accordance with applicable regulations. According to the Articles of Association, the Bank has engaged ShineWing Certified Public Accountants to carry out the 2025 financial auditing works, who has issued the 2025 Financial Audit Report of Bank of Gansu Co., Ltd. According to the auditing opinions, all material aspects of the financial report of the Bank were prepared in accordance with the requirements of the China Accounting Standards for Business Enterprises, which fairly reflected the financial position of Bank of Gansu as of December 31, 2025, as well as the operating results and cash flows for 2025.

Based on the auditing results, as of December 31, 2025, the total assets of the Bank amounted to RMB435.896 billion, including total loans and advances (including accrued interest) of RMB229.619 billion; the total liabilities amounted to RMB401.521 billion, including the total customer deposits (including accrued interest) of RMB337.474 billion; the net profit for the year amounted to RMB591 million.

For particulars of financial information of the Group for the year ended December 31, 2025 as audited under IFRS, please refer to the financial statements in the 2025 annual report of the Bank published on April 23, 2026.

The above resolution is hereby submitted to the AGM for consideration and approval as an ordinary resolution.

4. Profit Distribution Plan for 2025

In accordance with the strategic objectives and actual operational development of the Bank, the Profit Distribution Plan of Bank of Gansu Co., Ltd. for 2025 has been preliminarily formulated as set out below and is hereby submitted for consideration:

- (1) According to the Articles of Association, to appropriate 10% of net profit of the parent company for the year (being RMB58,343,800) to statutory surplus reserve.
- (2) According to the Articles of Association, propose to appropriate 10% of net profit of the parent company for the year (being RMB58,343,800) to discretionary surplus reserve.
- (3) To appropriate RMB158,893,900, representing 1.5% of the risk-bearing assets, to the general risk reserve according to the Administrative Measures for the Provisioning of Reserves of Financial Institutions ([2012] No. 20) (《金融企業準備金計提管理辦法》([2012]20號)) promulgated by the Ministry of Finance of the PRC.
- (4) As of December 31, 2025, the distributable profit as shown in the financial statements of the parent company amounted to RMB5,157,579,425.52. Profit is proposed to be distributed based on the total share capital registered as at the equity registration date.

The profit distribution plan for this period is as follows: a cash dividend of RMB1.18 per 10 shares (inclusive of tax) is proposed to be distributed. As of December 31, 2025, the total share capital of the Bank was 15,069,791,330 shares, on the basis of which the aggregate cash dividend to be distributed amounts to RMB1,778,235,376.94 (inclusive of tax).

The cash dividend for the year ended December 31, 2025 is expected to be distributed to H Shareholders whose names appear on the register of members on Monday, July 20, 2026. The register of members of the Company will be closed to determine the entitlement of H Shareholders to the proposed cash dividend from Wednesday, July 15, 2026 to Monday, July 20, 2026 (both days inclusive). In order to qualify for the proposed cash dividend (subject to shareholders' approval at the AGM), H Shareholders should ensure that all transfer documents, accompanied by the relevant share certificates, are lodged with the Company's Hong Kong Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, no later than 4:30 p.m. on Tuesday, July 14, 2026. Subject to the approval of the Shareholders at the AGM, the cash dividend for the year ended December 31, 2025 is expected to be paid on or around Friday, August 28, 2026 to H Shareholders whose names appear on the Company's register of members on Monday, July 20, 2026.

- (5) The remaining retained earnings of the parent company of RMB3,379,344,048.58 will be carried forward to the next year.

Note: The data above are the audited data of the Bank on a stand-alone basis.

The above resolution is hereby submitted to the AGM for consideration and approval as an ordinary resolution.

5. Financial Budget Plan for 2026

According to the strategic goals and business development needs of the Bank, and in combination with the Budget Management Measures of Bank of Gansu, the consolidated financial budget plan of the Group for 2026 is compiled based on the principle of “strategic orientation, efficiency priority, comprehensive balance and comprehensive management”.

(1) Consolidation Scope

The financial budget for 2026 has been prepared to cover Bank of Gansu Co., Ltd. and its consolidated subsidiary, Pingliang Jingning Chengji Rural Bank.

(2) Financial Budget Plan

(i) Budget for business and management expenses

The budgeting and allocation of operating expenses across the Bank strictly implements the requirements of the financial rectification plan, adhering to the approach of “strict and tight control, efficiency priority, classified management, and selective support and restraint”, with resources concentrated to support the high-quality development of the Bank.

The budget for business and management expenses of the Group for 2026 is RMB2.203 billion, representing a decrease of RMB104 million or 4.5% compared with the previous year, including human resource expenses of RMB1.269 billion, which is the same as the previous year, and operating expenses of RMB934 million, representing a decrease of RMB104 million or 10.2% compared with the previous year.

The budget for business and management expenses of the Bank for 2026 is RMB2.176 billion, representing a decrease of RMB104 million or 4.6% compared with the previous year, including human resource expenses of RMB1.25 billion, which is the same as the previous year. The operating expenses budget is RMB926 million. In accordance with the spirit of “living within tight means” advocated by the Party Central Committee and the Provincial Party Committee and Provincial Government, this represents a decrease of RMB104 million or 10.1% compared with the previous year.

The “three public expenses” budget of the Group for 2026 is RMB14.09 million, representing a decrease of RMB320,000 or 2.2% compared with the previous year, including an entertainment expenses budget of RMB5.65 million, which is the same as the previous year; an official overseas travel budget of RMB700,000, which is the same as the previous year; and an official vehicle budget of RMB7.74 million, representing a decrease of RMB320,000 or 4.0% compared with the previous year.

The “three public expenses” budget of the Bank for 2026 is RMB13.90 million, representing a decrease of RMB300,000 compared with the previous year, including an official reception (including business entertainment) budget of RMB5.50 million, which is the same as the previous year; an official overseas travel budget of RMB700,000, which is the same as the previous year; and an official vehicle budget of RMB7.70 million (including vehicle purchase costs), representing a decrease of RMB300,000 compared with the previous year, primarily attributable to a reduction of RMB300,000 in official vehicle running costs.

(ii) Capital expenditure budget

The capital expenditure budget for 2026 strictly implements the requirement of “living within tight means”, and is guided by the principles of “strategic orientation and efficiency priority”. While ensuring basic operational needs are met, the budget gives priority to strategically oriented development projects, with full consideration given to allocation standards and financial capacity, and strict control maintained over total expenditure. The estimated investment for this year is RMB209.66 million, representing an increase of RMB17.64 million or 9.18% compared with the previous year. Among which, the capital expenditure budget of the Bank is RMB208.41 million, representing an increase of RMB30.65 million or 17.24% compared with the previous year, mainly including:

- (a) Fixed assets budget of RMB98.54 million (including RMB97.79 million for the Bank). On the premise of improving operational efficiency and service quality, the budget provides for the reasonable arrangement of replacement and domestic-substitution upgrades of aging assets at outlets, on the basis of appropriately extending useful lives and making full use of idle existing assets.
- (b) Intangible assets budget of RMB72.50 million (including RMB72.00 million for the Bank), managed on a differentiated basis under four categories, namely basic operational support, risk control, business development and efficiency enhancement. Specifically, full provision is made for basic operational support items; priority provision is made for risk control items; business development items are funded in order of strategic priority; and efficiency enhancement items are prioritized within an overall expenditure cap.
- (c) Long-term prepaid expenses budget of RMB24.62 million (for the Bank only). The budget makes prudent provision primarily for outlet relocation projects and renovation of aging outlets, and, on the basis of stable operations, supports

necessary layout optimization and institutional expansion in key areas, with emphasis on developing distinctive outlets, closing or consolidating underperforming outlets, and improving the overall contribution of the outlet network.

- (d) Budget for the “Digital Gansu” project of RMB14.00 million (for the Bank only). Based on the principle of “reducing scale, compliance orientation and efficiency priority”, the Bank will preferentially cooperate with customers with relatively small investment amounts, strong control, exclusive cooperation arrangements, longer cooperation periods and stable comprehensive returns.

(3) Budget Execution, Control and Adjustment

The Bank’s budget execution is implemented horizontally and vertically to departmental lines and subordinate institutions, forming an all-around budget execution responsibility system, strengthening the monitoring and analysis of budget execution, grasping the chronological progress and abnormal changes, and ensuring the achievement of budget goals.

Once the budget is approved and issued, it will not be adjusted in principle. If the premise of budget preparation cannot be established or the budget execution results deviate significantly due to force majeure and objective factors, the Bank can apply for budget adjustment in accordance with the prescribed procedures.

The aforesaid resolution is hereby submitted to the AGM for consideration and approval as an ordinary resolution.

6. Engagement of External Auditors for 2026

In accordance with the regulatory requirements and the arrangements for the annual report audit, and given that Shinewing Certified Public Accountants LLP and SHINEWING (HK) CPA Limited (collectively, “ShineWing”) have provided domestic and overseas audit services to the Bank for ten consecutive years, reaching the maximum continuous engagement period for audit firms as stipulated under the Measures for Administration of Selection and Engagement of Accounting Firms by State-owned Enterprises and Listed Companies, the Bank is required to change its auditors for 2026. The relevant matters are hereby submitted for consideration:

(1) Background and Basis for the Selection

Pursuant to Article 12 of the Measures for Administration of Selection and Engagement of Accounting Firms by State-owned Enterprises and Listed Companies, which provides that “a state-owned enterprise shall in principle not continuously engage the same accounting firm for more than 8 years; where a state-owned enterprise intends to continue engaging the same accounting firm for more than 8 years due to business needs, it shall

give comprehensive consideration to factors such as the accounting firm's prior audit quality, shareholder evaluations and regulatory opinions, and may appropriately extend the engagement period upon completion of corporate governance procedures and internal decision-making procedures, provided that the continuous engagement period shall not exceed 10 years", ShineWing, as the Bank's annual report auditor, reached the maximum continuous engagement period of 10 years at the end of 2025. Accordingly, the Bank is required to re-select and engage a qualified accounting firm for the annual report audit for 2026.

(2) Organization and Implementation of the Tender Process

To ensure the smooth conduct of the selection process, the Bank established a selection working group led by the Audit Department, with the Planning and Finance Department, the Risk Management Department and the the Office of the Board as members. The working group was primarily responsible for determining audit requirements, establishing selection criteria, and conducting pre-qualification screening, professional evaluation and price negotiation. In accordance with the requirements of the Administrative Measures for the Selection and Engagement of Accounting Firms by State-owned Financial Enterprises (Cai Jin [2020] No. 6) (《國有金融企業選聘會計師事務所管理辦法》(財金[2020]6號)), the selection was conducted by means of invitation tendering. Research was carried out among the top 15 accounting firms listed in the Comprehensive Evaluation Rankings of Top 100 Accounting Firms for 2024 (Consultation Draft) published by the Chinese Institute of Certified Public Accountants. Following market research and screening, and taking into comprehensive consideration factors such as industry experience, quality of practice, social reputation, information security, regulatory sanctions and overseas branch offices, the Bank selected five firms (excluding ShineWing and all being independent of the Bank) for centralized procurement.

(3) Tender Results and Fees

The selection process was conducted in strict compliance with the Law of the People's Republic of China on Tendering and Bidding, the Measures for Centralized Procurement Management of Bank of Gansu, and other applicable internal and external requirements. Tender invitation letters were issued to the five accounting firms on January 16, 2026; upon confirmation of participation, the tender documents were dispatched. On February 4, 2026 bid evaluation and opening were organized, during which the five bidders each presented their proposals in accordance with the requirements of the tender documents. The evaluation committee conducted a comprehensive assessment based on the comprehensive scoring method and evaluation criteria stipulated in the tender documents. Baker Tilly China Certified Public Accountants LLP (Hong Kong firm: Baker Tilly Hong Kong Limited) (collectively, "**Baker Tilly China**") ultimately achieved the highest overall score and was recommended as the winning bidder. A notice of award was issued on February 5, 2026 to publicly announce the final selection result. Based on the results of the centralized procurement, it is proposed to engage Baker Tilly China to provide the Bank with domestic and overseas services for 2026, including financial statement audit,

interim financial statement review and internal control audit. The bid price is RMB4.58 million. The fee reflect the scope, effort, complexity, and schedule of the annual audit of the Bank, the resources required to be deployed by the audit institution, and market price, are at a reasonable level.

(4) Retirement Statement of ShineWing

ShineWing has served as the auditor of the Bank's financial statements from 2016 to 2025, providing audit services to the Bank for ten consecutive years, thereby reaching the maximum continuous engagement period stipulated under the relevant regulations. The Bank has communicated with ShineWing regarding the change of external auditors, and ShineWing has raised no objection to such change.

ShineWing has confirmed that it will formally retire as the Bank's auditor at the conclusion of the 2025 AGM. In accordance with the relevant laws and regulations and professional ethics requirements, ShineWing will issue a statement in connection with its retirement, confirming that there are no matters relating to its retirement that need to be brought to the attention of the Shareholders.

(5) Introduction to Baker Tilly China

Baker Tilly China Certified Public Accountants LLP (Hong Kong firm: Baker Tilly Hong Kong Limited) was founded in 1988 and is headquartered in Beijing. It is a large-scale integrated consulting firm specializing in audit and assurance, capital market services, management consulting, government affairs consulting, tax services, legal and liquidation services, information technology consulting, engineering consulting and business valuation.

Baker Tilly China operates under a highly integrated management model, having established a centralized management structure organized along the principles of "departments set up by professional specialization and branch offices established by geographic coverage" and "fully unified human resources, practice standards and profit distribution". It has built an internal control system centered on a business standards framework, an administrative standards framework and an internal governance standards framework, with sound and well-functioning internal control mechanisms. In addition, in accordance with the characteristics of its audit business, it has established a full-process quality control workflow system and a comprehensive communication mechanism, maintaining open channels of communication through information transmission and feedback mechanisms. The firm has a workforce of over 8,000 professionals, including more than 1,100 Certified Public Accountants in China, several hundred staff members holding ACCA, CGA, ACA, HKCPA and other overseas professional qualifications, and more than 80 senior accounting professionals within the certified public accountant industry.

Over the past three years, the firm has provided annual report audit services to 70 banks and specialist audit services, including senior management audits, asset verification, due diligence, tax assurance and transaction advisory, to more than 200 banks. Since 2024, it has undertaken lead or joint audit engagements for the annual reports of financial institutions including China Development Bank, Zhongyuan Bank, PICC Group and China Life Group. The core members of its financial services team possess extensive experience in audit services for financial institutions and large state-owned enterprises.

Baker Tilly China has assembled a dedicated audit team for the Bank. The core team members have many years of experience in auditing listed banks and hold professional qualifications including Certified Public Accountant in the PRC and Hong Kong Certified Public Accountant. The back-office support team comprises experts across multiple disciplines, including quality monitoring, taxation, information systems, valuation, impairment, and internal control and compliance. Technical experts are embedded at the front end and participate throughout the entire engagement in support of the audit services.

Over the past three years, the firm has received one administrative penalty from securities regulatory authorities in connection with its practice conduct, however, it has not been subject to any administrative penalty imposed by financial authorities at the provincial level or above, has not been penalized in connection with the undertaking of audit engagements for state-owned financial enterprises, has not been subject to any investigation for material violations of laws or regulations, and is not in any situation where the Ministry of Finance has determined it to be unsuitable for undertaking audit engagements for state-owned financial enterprises. The firm satisfies the requirements of the Administrative Measures for the Selection and Engagement of Accounting Firms by State-owned Financial Enterprises (Cai Jin [2020] No. 6) (《國有金融企業選聘會計師事務所管理辦法》(財金[2020]6號)) and the Supplementary Notice of the Ministry of Finance on the Administrative Measures for the Selection and Engagement of Accounting Firms by State-owned Financial Enterprises (Cai Jin [2025] No. 114) (《財政部關於〈國有金融企業選聘會計師事務所管理辦法〉的補充通知》(財金[2025]114號)).

The above resolution is hereby submitted to the AGM for consideration and approval as an ordinary resolution.

7. Remuneration Distribution and Settlement Results for Directors and Supervisors for 2025

The remuneration distribution and settlement results for Directors and Supervisors for 2025 are set out in Annex 2 to this appendix.

The above resolution is hereby submitted to the AGM for consideration and approval as an ordinary resolution.

8. Amendments to the Rules of Procedure for the Board of Directors

In order to further improve the corporate governance structure of the Bank, optimize the operating mechanism of the Board of Directors and guarantee the scientific and efficient decision made by the Board of Directors, the Bank proposes to make amendments to certain articles of the Rules of Procedure for the Board of Directors in accordance with the Company Law, the Securities Law, the Guidelines on Corporate Governance of Banking and Insurance Institutions, the Listing Rules, the Articles of Association and other relevant provisions.

Particulars of the aforesaid specific amendments to the Rules of Procedure for the Board of Directors are set out in Annex 3 to this appendix.

The above resolution is hereby submitted to the AGM for consideration and approval as an ordinary resolution.

9. Amendments to the Rules of Procedure for the General Meetings

In order to further improve the corporate governance structure of the Bank and standardize the operation of the general meeting, the Bank proposes to make amendments to certain articles of the Rules of Procedure for the General Meetings in accordance with the Company Law, the Securities Law, the Guidelines on Corporate Governance of Banking and Insurance Institutions, the Listing Rules, the Articles of Association and other relevant provisions, and based on the actual conditions of the Bank.

Particulars of the aforesaid specific amendments to the Rules of Procedure for the General Meetings are set out in Annex 4 to this appendix.

The resolution on the amendments to the Rules of Procedure for the General Meetings was considered and approved by the Board on June 9, 2026 and is hereby submitted to the AGM for consideration and approval as an ordinary resolution.

10. Election of Executive Directors of the Fourth Session of the Board of Directors

References are made to the announcements of the Bank dated September 15, 2025 and January 23, 2026 in relation to the proposed appointment of Mr. Shi Hailong (“**Mr. Shi**”) as an executive Director and the president of the Bank, and that the qualification of Mr. Shi as the president has been approved by the NFRA Gansu Office, and he has officially assumed office as the president of the Bank.

Pursuant to the relevant provisions of the Company Law, the Guidelines on Corporate Governance for Banking and Insurance Institutions and the Articles of Association, in order to satisfy the corporate governance requirements and enhance the corporate governance standards, upon consideration by the nomination and remuneration committee under the Board of Directors, Mr. Shi has been nominated as a candidate for an executive

Director of the fourth session of the Board of the Bank. His term of office shall commence on the date of approval of his directorship qualification by the NFRA Gansu Office, with the same term of office as the fourth session of the Board, and he shall be eligible for re-election upon the expiry of his term of office. The biography of Mr. Shi is as follows:

Mr. Shi Hailong, aged 53, holds a bachelor's degree. He has previously served in various positions, including as a staff member of Gansu Branch of China Construction Bank, the manager of the audit committee office of Lanzhou Office of China Cinda Asset Management Corporation, the deputy director of the comprehensive division of Financial Affairs Office of the Gansu Provincial Government, the general manager of comprehensive management department of Rural Credit Cooperative Union of Gansu Province, a member of the Party Committee, the head of the organization department of the Party Committee and the general manager of the human resources department of Gansu Province Rural Credit Union, the secretary of the Party Committee of Lanzhou Rural Commercial Bank, a member of the Party Committee and the deputy director of Gansu Province Rural Credit Union, a member of the Party Committee of Gansu Financial Holdings Group Co., Ltd., the group leader of the Discipline Inspection and Supervisory Team dispatched by the Gansu Provincial Commission for Discipline Inspection and the Supervisory Committee to Gansu Financial Holdings Group Co., Ltd., and a member of the Party Committee and the deputy general manager of Gansu Financial Holdings Group Co., Ltd. He joined the Bank in September 2025 and has served as the deputy secretary of the Party Committee of the Bank from September 2025 to January 2026. He has been the deputy secretary of the Party Committee of the Bank and president of the Bank since January 2026, and has served as the chief compliance officer of the Bank since February 2026.

The qualifications of Mr. Shi comply with the provisions of laws and regulations including the Company Law, the Implementation Measures for the Administrative Licensing Items concerning Chinese-Funded Commercial Banks (《中資商業銀行行政許可事項實施辦法》) and the Administrative Measures for the Qualifications of Directors (Council Members) and Senior Management of Banking Financial Institutions (《銀行業金融機構董事(理事)和高級管理人員任職資格管理辦法》), as well as the Articles of Association.

The qualification for the directorship of Mr. Shi shall be reported to the NFRA Gansu Office for examination and approval, and the appointment shall be effective from the date of approval of his qualification. If appointed, Mr. Shi will enter into a Director's service contract with the Bank, unless adjustment is required by applicable laws and regulations. The remuneration of Mr. Shi shall be determined based on the relevant policies of the Bank and his position and performance, and is mainly comprised of base salary, performance-based remuneration, corporate annuity, staff benefits, social insurance and housing provident fund.

To the best knowledge of the Directors, save as disclosed in this circular, Mr. Shi did not hold any directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the past three years, nor does he hold any other position with the Bank or any of its subsidiaries. Mr. Shi does not have any relationship with any Directors, senior management or substantial shareholders of the Bank.

As at the date of this circular, Mr. Shi does not have any interests in any Shares or 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 circular, Mr. Shi has confirmed that he is not aware of any other information and any other matters in respect of his appointment that are required to be disclosed pursuant to the requirements set out in Rules 13.51(2) (h) to (v) of the Listing Rules, nor is there any matter that needs to be brought to the attention of the Shareholders.

The above resolution is hereby submitted to the AGM for consideration and approval as an ordinary resolution.

SPECIAL RESOLUTIONS

11. **Proposed Absorption and Merger of Pingliang Jingning Chengji Rural Bank and the Establishment of Branch(es)**

To implement the relevant deployments of the Party Central Committee and the State Council on preventing and defusing the risks of small and medium-sized financial institutions, the Bank proposes to absorb and merge Pingliang Jingning Chengji Rural Bank and establish branches (the “**Absorption and Merger**”). Details are set out as below:

(1) **Basic Information of the Merged Party**

Pingliang Jingning Chengji Rural Bank was established on September 25, 2008, with a registered capital of RMB40.25 million. The Bank is the largest shareholder, holding 25,250,000 shares, representing a shareholding of 62.73%. As of April 30, 2026, the total asset were RMB1,960.9459 million, total liabilities were RMB1,899.6335 million, and net assets were RMB 61.3124 million after asset and capital verification. Pingliang Jingning Chengji Rural Bank is a holding subsidiary of the Bank, and its financial statements have been consolidated into the Bank’s consolidated financial statements. The Absorption and Merger has not caused any significant impact on the financial condition and results of operation of the Bank, nor will harm the overall interests of the Bank and its Shareholders.

(2) Method of Implementation and Transaction Consideration

Pursuant to the Company Law, the Bank proposes to, by way of absorption and merger, acquire 15,000,000 shares held by all 35 shareholders other than the Bank in cash. Based on the asset appraisal of Pingliang Jingning Chengji Rural Bank as of April 30, 2026 conducted by the independent valuer, it is estimated that the consideration payable by the Bank will be approximately RMB17,955,900 (subject to the final assessment result after being filed with the competent financial department).

Upon completion of the Absorption and Merger, the Bank will assume all assets, all liabilities, businesses, institutional outlets, personnel and all other rights and obligations of Pingliang Jingning Chengji Rural Bank. Pingliang Jingning Chengji Rural Bank will cancel its independent legal personality, and will be converted into a sub-branch of the Bank.

(3) Treatment of Claims and Liabilities

Both parties will perform the procedures for notifying creditors and making announcements in accordance with the requirements of relevant laws and regulations, and will, based on the demands of their respective creditors within the statutory period, either independently or by procuring third parties to settle such debts to their respective creditors in advance or provide additional guarantees to such creditors. All outstanding debts and all claims of Pingliang Jingning Chengji Rural Bank will be assumed by the Bank upon completion of the Absorption and Merger.

(4) Proposal to the General Meeting for Granting Authorization to the Board

In accordance with the Company Law, other laws and regulations, and the Articles of Association, upon approval by the general meeting, the Bank will enter into a Absorption and Merger Agreement with Pingliang Jingning Chengji Rural Bank, and submit the application for the Absorption and Merger and other relevant materials to the regulatory authorities.

According to the Listing Rules, as all the applicable percentage ratios in respect of the Absorption and Merger are less than 5%, the Absorption and Merger does not constitute a notifiable transaction under Chapter 14 of the Listing Rules, nor does it constitute a connected transaction under Chapter 14A of the Listing Rules.

In order to ensure the smooth implementation of the relevant work, the Board shall propose to the general meeting to authorize the Board (and to agree that the Board authorizes the Chairman of the Bank) to deal with all matters in connection with the Absorption and Merger at its absolute discretion subject to relevant laws and regulations, including but not limited to:

1. to authorize the Board to formulate, amend and adjust the specific implementation plan for the Absorption and Merger based on the review and reply opinions from the regulatory authorities and other specific circumstances, and to organize the implementation or to decide to terminate the Absorption and Merger.
2. to authorize the Board to negotiate with the shareholders of Pingliang Jingning Chengji Rural Bank on matters relating to the Absorption and Merger, to prepare, execute and complete all documents in connection with the Absorption and Merger, and to supplement or adjust the application documents in accordance with the requirements of the relevant regulatory authorities or reviewing authorities.
3. to handle various approval, registration and other procedures involved in the Absorption and Merger; to handle all information disclosure matters in connection with the Absorption and Merger.
4. based on actual work needs, the Board may delegate the above matters authorized by the general meeting to the management of the Bank for performance or implementation.

The above authorized matters shall become effective from the date of consideration and approval at the general meeting, and shall remain valid until the date of completion of all the authorized matters.

The above resolution is hereby submitted to the AGM for consideration and approval as a special resolution.

12. General Mandate to Issue Shares

Details of the resolution regarding the general mandate to issue shares of the Bank are set out in Annex 5 to this appendix.

The above resolution is hereby submitted to the AGM for consideration and approval as a special resolution.

The year 2025 marked the conclusion of the 14th Five-Year Plan and a crucial year in which the new session of the Board of Directors assumed office and the transition between the outgoing and incoming strategic plans was effected. Confronted with a complex and volatile macroeconomic environment and intensifying competitive differentiation within the banking industry, the Board of Directors adhered to Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era as its guiding principle, diligently studied the spirits of the 20th CPC National Congress and each plenary session of the 20th Central Committee as well as the Central Economic Work Conference, closely aligned with the significant decisions and arrangements of the Provincial Party Committee and Provincial Government, comprehensively strengthened the Party's leadership over financial work, strictly implemented all regulatory requirements and, centering on the theme of high-quality development, coordinated the dual priorities of development and risk mitigation. Upholding the "21-character" general work requirements and demonstrating a spirit of responsibility and fortitude in overcoming difficulties, the Board continuously enhanced the effectiveness of corporate governance and achieved effective improvement and sustained progress in scale, quality and structure, maintaining a steady and positive development trend across the Bank.

I. Main Operating Results in 2025

As of the end of 2025, the Bank's total assets reached RMB435.896 billion, with a year-on-year increase of 5.11%. Total loans amounted to RMB229.619 billion, down by 0.78%; total liabilities stood at RMB401.521 billion, an increase of 5.42%; customer deposit balance totaled RMB337.474 billion, rising by 5.01%; and owners' equity amounted to RMB34.375 billion, an increase of 1.59%. These scale indicators maintained a steady growth trend. The Bank achieved a net profit of RMB591 million, with a non-performing loan ratio of 1.93%, a capital adequacy ratio of 12.07%, and a provision coverage ratio of 130.83%, reflecting stable operating performance. By continuously improving its comprehensive strength and management efficiency, the Bank ranked 356th among the "Top 1000 World Banks 2025" by The Banker (a British magazine) and 73rd among Chinese banks; and ranked 67th among the Top 100 Banks in China's Banking Industry by the China Banking Association.

II. Main Work of the Board of Directors in 2025

(I) Strengthening strategic advancement to bring the Five-Year Plan to a successful conclusion

The Board of Directors continuously enhanced its strategic management capabilities, strengthened the evaluation, supervision and guidance of the implementation of the five-year strategic plan, and ensured the effective implementation of various strategic tasks, driving steady and positive progress in operational development. First, the Bank promoted the conclusion of the 14th Five-Year Plan. Since the commencement of the 14th Five-Year Plan, the Bank has focused on key strategic projects, adhered to the operational philosophy of maintaining a dynamic balance between scale and capital, and a dynamic balance

between profitability and risk, refined strategic initiatives and promoted the fulfillment of strategic objectives. The completion rate of the 361 strategic implementation projects reached 87.98%, and the Bank continuously improved its overall operational and management capabilities, achieved balanced development of scale, profitability, risk and capital, maintained continuous growth in business scale, steadily improved core competitiveness and continuously strengthened brand influence. Second, the Bank deepened transformation and development. During the 14th Five-Year Plan period, the Bank continuously promoted the transformation and development of key business lines, achieving results in retail transformation, digital transformation and omni-channel construction. It steadily improved its capability to serve retail customers and continuously enriched and refined its product portfolio. The Bank accelerated digital transformation, with the construction of the data middle platform effectively supporting front-end development, rapidly increasing data coverage rates and automated risk control approval rates, and significantly enhancing the empowerment of digitalization for business operations. It continuously strengthened channel support capabilities through the establishment of dedicated service and joint assurance mechanisms, and completed comprehensive revamping and optimization of the portal website, Longyin Mall and other platforms, improving online service experience and operational efficiency. Third, the Bank initiated the formulation of the 15th Five-Year Development Strategic Plan. Upholding the positioning of serving the local economy and staying true to the original purpose of serving the real economy, the Bank conducted a scientific assessment of macroeconomic conditions, regulatory trends and its own comparative advantages. With the goals of stabilizing development, improving quality and efficiency, and optimizing structure, and focusing on four key strategies covering customers, products, channels and regions, six core businesses including corporate finance, and seven core capabilities including risk control, the Bank researched and formulated the 15th Five-Year Development Plan.

(II) Focusing on core responsibilities to steadily improve the quality and efficiency of financial services

The Board of Directors accurately assessed the regional development conditions and opportunities, continuously channeling financial resources into all areas required for the development of the real economy, and fulfilling the original mission of a local legal-person bank. First, the Bank focused on major strategies and key areas. Centering on major decisions and arrangements such as the “Four Strengthening Initiatives” and the “Seven Regions, One Screen, One Corridor” plan, the Bank actively carried out financing support and business cooperation, formulated the “Three Ones” special projects and the “Action Plan for Serving the Real Economy”, extended a cumulative total of RMB53.022 billion in corporate loans, provided RMB6.099 billion in new loans to key projects, and supported 1,113 market entities across the province. Second, the Bank fulfilled its commitment to inclusive and people-oriented finance. The Bank launched the “Visits to Thousands of Enterprises and Households” campaign, strengthened cooperation with government departments

and industry associations, and formulated the “One County, One Industry, One Product, One Policy” three-year action plan (2025-2027), focusing on distinctive sectors including traditional Chinese medicinal herb cultivation, cultural tourism, and livestock farming, with cumulative inclusive loan disbursements for the year totaling RMB11.356 billion. Third, the Bank continued to advance the “five major areas” of finance. Regarding it as its mission to serve the dual-engine drive of “strengthening science and technology and strengthening industry”, the Bank precisely aligned with the needs of technology and industrial development, supported 458 technology enterprises, and extended cumulative technology loans of RMB14.748 billion. The Bank encouraged the expansion of green finance business across multiple dimensions of philosophy, policy and assessment, implemented internal funds transfer pricing preferential adjustments for green loans, innovatively launched the “Water Saving Loan” product, and provided financial support for green projects in areas such as energy conservation, carbon reduction and environmental protection. The Bank optimized the functions of self-service devices, the “Aging” of its mobile banking application, interactive processes and voice assistance features, continuously advanced age-friendly renovations of business outlets, and introduced a “Financial Butler” service model to enhance the warmth of offline services.

(III) Strengthening Party-building leadership to continuously optimize corporate governance effectiveness

The Bank fully leveraged the leadership role of the Party Committee in “guiding the direction, managing the overall situation and ensuring the implementation”, integrating Party leadership into every aspect of corporate governance and promoting improvements in governance effectiveness. First, the Bank successfully completed the transition of the Board of Directors. The election of Directors and transition of the Board were completed in strict compliance with laws and regulations, regulatory requirements and the provisions of the Articles of Association, resulting in an increased proportion of Independent Directors, an optimized composition of the Board of Directors and enhanced professional capabilities among Directors. Second, the Bank optimized and adjusted the governance structure. In accordance with the Company Law and the latest regulatory requirements, it abolished the Board of Supervisors, with its functions assumed by the Audit Committee of the Board of Directors, further clarifying the governance boundaries among the “Board of Directors and Board of Supervisors and Senior Management”, and establishing a modern corporate governance structure characterized by clear powers and responsibilities, coordinated operations and effective checks and balances. Third, the Bank ensured the efficient operation of governance bodies. During the year, it convened a total of 4 general meetings, 11 Board meetings and 25 special committee meetings. All Directors diligently fulfilled their duties and offered opinions and suggestions on matters including corporate governance, risk management, internal control and compliance, related-party transaction management and consumer rights protection, effectively promoting the continued steady and sound development of all business operations across the Bank.

Fourth, the Bank strengthened shareholding and related-party transaction management. It carried out ongoing monitoring of Shareholder conduct, strengthened pre-registration management for share pledges, optimized the equity management system, and reinforced the empowering of technology, achieving improvements in shareholder equity penetration and the digitalization of day-to-day management. The Bank continuously optimized the equity structure, with the proportion of state-owned equity increasing to 77.40%. It revised the related-party transaction management measures, promoted the implementation of the identification, verification and inspection of related parties and related-party transactions, strengthened management of related-party transaction filing and approval, continuously improved the functionality of the related-party transaction management system, and enhanced the quality and efficiency of related-party transaction management.

(IV) Strictly upholding the bottom line on risk to continuously cement a foundation for development

The Board of Directors consistently regarded risk prevention and control as its foremost priority and continuously enhanced the proactiveness and foresight of risk management. First, the Bank optimized the comprehensive risk management system by formulating annual risk management strategies, risk limit control plans and industry credit guidance in light of the development strategy and macroeconomic conditions, strengthening the coordinated response of the “three lines of defense”, and promoting continuous improvements in the implementation effectiveness of comprehensive risk management system planning. Second, the Bank enhanced its risk resilience. The Bank coordinated efforts to resolve risks and replenish capital, successfully completing the implementation of the asset transfer plan and the supplementation of capital in the form of agreement deposits converted from RMB3 billion in local government special bonds, significantly strengthening capital strength and risk resilience. Third, the Bank improved the quality of credit assets. It strictly implemented the dual “veto” mechanism for asset quality control and non-performing asset disposal, strengthened monitoring and management of key areas and assessment of the asset quality of newly extended loans, explored innovative approaches to asset disposal, and consolidated the quality of credit assets. Fourth, the Bank strengthened internal control and compliance management. It conducted an evaluation of the internal control and compliance system, formulated and implemented a three-year enhancement plan for internal control and compliance management capabilities, and formulated a related-party transaction concentration control plan, bringing related-party transaction indicators down to within regulatory limits. The Bank continuously strengthened legal support, optimized review processes, improved review quality, enhanced the case prevention management system, reinforced employee conduct screening, strengthened anti-money laundering management, and materially improved the effectiveness of internal control and compliance work.

(V) Fulfilling social responsibilities and upholding the commitment to people-oriented finance

The Board of Directors attached great importance to the protection of the rights and interests of stakeholders and continuously enhanced the transparency of standardized operations. First, the Bank fulfilled its corporate social responsibilities. The Bank actively engaged in social welfare and rural revitalization initiatives, implemented village-based assistance and paired support work in Longquan Town and Dashu Township of Dongxiang County, donated RMB1 million to the areas affected by flash flood disaster in Yuzhong County and participated in emergency rescue and disaster relief efforts, demonstrating the responsibility of a local legal-person bank. Second, the Bank strengthened consumer rights protection. The consumer rights protection committee of the Board supervised consumer protection work and guided management to strengthen complaint resolution, enhance civilized and standardized services, implement incentive and restraint mechanisms, organize special training on consumer protection, conduct annual special inspections, and actively carry out various financial education and outreach activities, consolidating the foundations of consumer protection management. Third, the Bank conducted information disclosure to a high standard. Adhering to the principles of truthfulness, accuracy, timeliness and completeness, it fulfilled its statutory information disclosure obligations in a lawful and compliant manner, continuously strengthened the proactiveness of information disclosure, optimized and enriched the content of periodic reports, and steadily improved the quality of information disclosure. In strict compliance with domestic and overseas information disclosure regulatory requirements, the Bank published a total of 138 announcements in both Chinese and English during the year, fully safeguarding the legitimate rights and interests of investors, in particular minority investors.

III. Work Arrangements of the Board of Directors for 2026

(I) Strengthening strategic leadership to drive effective implementation of the plan

In 2026, the Board of Directors will lead the Bank in efficiently executing the various strategic initiatives under the 15th Five-Year Plan, adhering to the primary task of high-quality development and upholding the principles of focusing on core business, improving governance and pursuing differentiated development, so as to continuously enhance comprehensive financial service capabilities. The Bank will deepen closed-loop strategic management, formulate the annual operating plan, ensure effective alignment with the new round of planning, and effectively transmit strategic intent. Closely aligned with the key decisions and arrangements of the Provincial Party Committee and Provincial Government, and adhering to the integration of strategic leadership with regional development, the Bank will focus on serving the real economy, define differentiated development pathways, practice a customer-centric operational philosophy, continuously optimize products and services, and improve customer satisfaction and loyalty, forming a virtuous interaction of “business traction and capability support”, leveraging technology to empower business innovation and leveraging compliance to underpin steady development, so as to promote higher-quality, more efficient and more sustainable development of the Bank.

(II) Improving operational mechanisms to enhance the quality and efficiency of corporate governance

In 2026, the Board of Directors will continue to promote the organic integration of Party leadership with corporate governance. The Bank will further optimize its operational mechanisms, advance the functional transformation of the Audit Committee, fully leverage the engagement of special committees in making decisions, and enhance the professionalism and independence of Independent Directors. It will improve the capital replenishment mechanism, formulate a new round of capital planning, continuously enhance asset and liability management, make full use of various capital replenishment instruments, coordinate internal and external capital replenishment pathways, and enhance risk absorption capacity. The Bank will strengthen the authorization system, further clarify the boundaries of responsibilities among governance bodies, and ensure the organic integration and alignment of authorization and decision-making systems. In strict compliance with regulatory requirements and in accordance with the principles of market-orientation and rule of law, the Bank will promote the reform of village and township banks in an orderly manner.

(III) Holding firm to the risk bottom line to enhance comprehensive risk control capabilities

In 2026, the Board of Directors will adhere to bottom-line thinking and continuously improve the comprehensive risk governance system, strengthen the transmission of risk appetite, focus on the management of potential risks, maintain a firm grip on the prevention, control and mitigation of risks in key areas, enhance risk monitoring and early warning, and improve the proactiveness and foresight of risk prevention and control. It will strengthen asset quality control and the resolution and disposal of non-performing assets, establish task lists for key work items and critical milestones, spare no effort in resolving risks, and consolidate the quality of credit assets. The Bank will optimize the dynamic authorization management system, improve limit management plans across multiple dimensions, and set limit indicators with strict and tight control. It will comprehensively standardize the management of key assets, carry out special initiatives to enhance credit management capabilities, and promote standardized operations in credit business. The Bank will reinforce the responsibilities of all three lines of defense, continuously improve the internal control and compliance management system, strengthen the comprehensiveness of internal audit supervision, make good use of internal audit findings, establish a long-term mechanism for rectification of identified issues, and effectively prevent and mitigate risks.

The year 2026 marks the opening year of the 15th Five-Year Plan. Changes in the external economic and financial environment present new opportunities and challenges for banking operations and management. The Board of Directors will adhere to the general principle of pursuing progress while ensuring stability, continuously raise its political awareness, maintain strategic resolve, uphold its market positioning, actively forge ahead, accelerate transformation and innovation, efficiently advance all areas of work, and ensure that operational development remains stable.

I. THE REMUNERATION DISTRIBUTION AND SETTLEMENT RESULTS FOR DIRECTORS OF THE BANK FOR 2025 ARE AS FOLLOWS:

Name	Remuneration before tax received from the Bank in 2025 (Unit: RMB'0,000)					Whether receiving any remuneration from corporate Shareholder(s) or other related party(ies)
	Remuneration payable (1)	Social insurance, annuity, supplementary medical insurance and housing provident funds contributed by the Bank (2)	Other monetary income (3)	Total (4) = (1) + (2) + (3)	Allowance	
Liu Qing	69.54	16.97	0.6	87.11	-	No
Wang Xizhen	39.49	9.64	0.35	49.48	-	No
Zhang Bin	34.84	9.51	0.35	44.70	-	No
Zhang Junping	-	-	-	-	-	Yes
Zhang Tingting	-	-	-	-	-	Yes
Liu Jian	-	-	-	-	-	Yes
Ye Rong	-	-	-	-	-	Yes
Zhang Youda	-	-	-	-	-	Yes
Li Chun	-	-	-	-	-	Yes
Guo Jirong	-	-	-	-	-	Yes
Yang Chunmei	-	-	-	-	-	Yes
Dong Ximiao	-	-	-	-	7.14	No
Wang Tingting	-	-	-	-	7.14	No
Liu Guanghua	-	-	-	-	14.29	No
Wang Lei	-	-	-	-	14.29	No
Hau Pak Sun	-	-	-	-	14.29	No
Li Zongyi	-	-	-	-	3.57	No
Qiu Yongpan	-	-	-	-	3.57	No

Notes:

- The remuneration for the person-in-charge of the Bank's provincial state-owned financial enterprises shall be determined in accordance with the remuneration standards for provincial financial enterprises as stipulated by the provincial government.
- In accordance with relevant laws and regulations, independent non-executive Directors receive allowances from the Bank.
- The remuneration before tax shown in the above table refers to the total amount of remuneration of the Directors of the Bank for the year 2025, including the remuneration paid as disclosed in the Bank's 2025 annual report.
- The period during which remuneration was paid to Mr. Liu Qing in his capacity as chairman and Director covers January 2025 to December 2025; to Mr. Wang Xizhen as Director covers January 2025 to July 2025; to Mr. Zhang Bin as Director covers June 2025 to December 2025; to Mr. Dong Ximiao and Mr. Wang Tingting as Directors covers January 2025 to June 2025; to Mr. Liu Guanghua, Mr. Wang Lei and Mr. Hau Pak Sun as Directors covers January 2025 to December 2025; and to Mr. Li Zongyi and Mr. Qiu Yongpan as Directors covers October 2025 to December 2025.
- Mr. Zhang Junping, Ms. Zhang Tingting, Mr. Liu Jian, Mr. Ye Rong, Mr. Zhang Youda, Mr. Li Chun, Mr. Guo Jirong and Ms. Yang Chunmei were dispatched by corporate Shareholders to serve as Directors of the Bank, and their remuneration is paid by their respective corporate Shareholders. Some independent non-executive Directors serve as directors or senior management officers in other corporate bodies or organizations, and thus such corporate bodies or organizations are deemed as related parties of the Bank. Save as disclosed above, none of the Directors of the Bank received remuneration from any related parties of the Bank during the Reporting Period.

II. THE REMUNERATION DISTRIBUTION AND SETTLEMENT RESULTS FOR SUPERVISORS OF THE BANK FOR 2025 ARE AS FOLLOWS:

Remuneration before tax received from the Bank in 2025 (Unit: RMB'0,000)

Name	Remuneration payable (1)	Social insurance, annuity, supplementary medical insurance and housing provident funds contributed by the Bank (2)			Other monetary income (3)	Total (4) = (1) + (2) + (3)	Allowance	Whether receiving any remuneration from corporate Shareholder(s) or other related party(ies)
Wang Xiaopei	25.20	7.68	0.22	33.09	-	No		
Liu Peixun	26.33	7.26	0.90	34.49	-	No		
Zeng Lehu	-	-	-	-	-	Yes		
Zhang Yanlong	-	-	-	-	-	Yes		
Han Zhenjiang	-	-	-	-	-	Yes		
Luo Yi	-	-	-	-	7.14	No		
Ma Runping	-	-	-	-	7.14	No		
Li Zongyi	-	-	-	-	7.14	No		

Notes:

- In accordance with relevant laws and regulations, external Supervisors who are not employed by corporate Shareholders receive allowances from the Bank.
- The remuneration before tax shown in the above table refers to the total amount of remuneration of the Supervisors of the Bank for the year 2025, including the remuneration paid as disclosed in the Bank's 2025 annual report.
- The period during which remuneration was paid to Mr. Wang Xiaopei, Mr. Liu Peixun, Mr. Luo Yi, Mr. Li Zongyi and Mr. Ma Runping as Supervisors covers January 2025 to June 2025.
- Mr. Zeng Lehu, Mr. Zhang Yanlong and Mr. Han Zhenjiang were dispatched by corporate Shareholders to serve as Supervisors of the Bank, and their remuneration is paid by their respective corporate Shareholders. The external Supervisors of the Bank serve as directors or senior management officers in other corporate bodies or organizations, and thus such corporate bodies or organizations are deemed as related parties of the Bank. Save as disclosed above, none of the Supervisors of the Bank received remuneration from any related parties of the Bank during the Reporting Period.

**COMPARISON TABLE FOR THE AMENDMENTS TO THE RULES OF PROCEDURE
FOR THE BOARD OF DIRECTORS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
1	<p>Article 4 The Board shall set up a Strategy and Development Committee, an Audit Committee, a Nomination and Remuneration Committee, a Related Party Transaction and Risk Management Committee, and Consumer Rights and Interests Protection Committee. The Strategy and Development Committee may engage experts to form an advisory panel for studying and developing the Bank's key development strategies. These special committees shall exercise their functions and powers within the scope of authorization of the Board and have their specific rules of procedures to ensure efficient operation and scientific decision-making.</p> <p>The office of the Board is the routine executive organ of the Board, which is responsible for the preparation for general meetings, Board meetings, and special committee meetings of the Board, information disclosure as well as other daily matters of the Board and its special committees.</p> <p>The secretary to the Board is responsible for keeping the seals of the Board and the office of the Board.</p>	<p>Article 4 The Board shall set up a Strategy and Development Committee, an Audit Committee, a Nomination and Remuneration Committee, a Related Party Transaction and Risk Management Committee, and Consumer Rights and Interests Protection Committee. The Strategy and Development Committee may engage experts to form an advisory panel for studying and developing the Bank's key development strategies. These special committees shall exercise their functions and powers within the scope of authorization of the Board. <u>Their respective specific duties shall be as referred to in Articles 187, 188, 189, 190, and 191 of the Bank's Articles of Association, and have their</u> they shall establish specific rules of procedures to ensure efficient operation and scientific decision-making.</p> <p><u>In accordance with the Company Law and regulatory provisions, the Bank shall cease to have the Board of Supervisors, and the Audit Committee under the Board shall take over the original functions and powers of the Board of Supervisors as stipulated by law and regulations.</u></p> <p>Article 5 <u>The Board shall have a secretary to the Board, who is nominated by the chairman and appointed or dismissed by the Board. The secretary to the Board shall be a senior management officer of the Bank and shall be accountable to the Board.</u> The office of the Board is the routine executive organ of the Board, which is responsible for the preparation for general meetings, Board meetings, and special committee meetings of the Board, information disclosure as well as other daily matters of the Board and its special committees.</p> <p>The secretary to the Board is responsible for keeping the seals of the Board and the office of the Board.</p>	<p>In accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024, financial institutions may, in accordance with their articles of association, establish an audit committee composed of directors within the board of directors to exercise the powers of the board of supervisors as prescribed by the Company Law and regulatory systems, and may not have a board of supervisors or any supervisors;</p> <p>Supplemented in accordance with the Articles of Association.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE BOARD
OF DIRECTORS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
2	<p>Article 5 The terms of reference of the Board are as follows:</p> <p>(1) formulate the Bank’s business development strategies and supervise the implementation of such strategies, and to determine the Bank’s business plans and investment plans;</p> <p>(2) to convene general meetings and report its work to the general meetings;</p> <p>(3) to implement the resolutions of the general meeting;</p> <p>(4) to prepare the Bank’s annual financial budgets and final accounts;</p> <p>(5) to prepare profit distribution plan and plan for making up losses;</p> <p>(6) to assess and evaluate the performance of the Directors’ and senior management officers’ duties and ultimately report the evaluation results by the Board of Supervisors to the general meeting;</p> <p>(7) to develop plans for increase or reduction of the Bank’s registered capital, and issuance of bonds or other securities and the listing thereof;</p> <p>(8) to consider and approve the Bank’s plans for external investments, acquisitions and sales of assets, asset collateral, external guarantees, entrusted wealth management and related party transactions in accordance with the authorization of the general meeting;</p> <p>(9) to formulate plans for material acquisitions or repurchases of shares of the Bank or merger, division, dissolution and alternation of corporate form of the Bank and submit it to the general meeting for approval;</p>	<p>Article 6 The terms of reference of the Board are as follows:</p> <p>(1) formulate the Bank’s business development strategies and supervise the implementation of such strategies, and to determine the Bank’s business plans and investment plans;</p> <p>(2) to convene general meetings and report its work to the general meetings;</p> <p>(3) to implement the resolutions of the general meeting;</p> <p>(4) to prepare the Bank’s annual financial budgets and final accounts;</p> <p>(5) to prepare profit distribution plan and plan for making up losses;</p> <p>(6) to assess and evaluate the performance of the Directors’ and senior management officers’ duties and ultimately report the evaluation results by the Board of Supervisors to the general meeting;</p> <p>(7) to develop plans for increase or reduction of the Bank’s registered capital, and issuance of bonds or other securities and the listing thereof;</p> <p>(8) to consider and approve the Bank’s plans for external investments, acquisitions and sales of assets, asset collateral, external guarantees, entrusted wealth management, and related party transactions and data governance in accordance with the authorization of the general meeting;</p> <p>(9) to formulate plans for material acquisitions or repurchases of shares of the Bank or merger, division, dissolution and alternation of corporate form of the Bank and submit it to the general meeting for approval;</p>	<p>Delete contents related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024;</p> <p>In accordance with the Working Regulations of the Communist Party of China on the Grassroots Organization of State-owned Enterprises (Trial) which was implemented on December 30, 2019, state-owned enterprises shall include the requirements of Party building work in their articles of association, specify the duties and authority, institutional settings, operating mechanisms, basic protections and other important matters of the Party organization, clarify that the study and discussion by the Party organization are pre-procedures for the Board of Directors and the management to make decisions on major issues, and implement the legal status of the Party organization in the corporate governance structure;</p>

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
	<p>(10) to decide on the establishment, merger and revocation of internal management departments and branch offices of the Bank;</p> <p>(11) to consider and approve material related party transactions and make special reports to the general meetings on overall situation of the related party transactions;</p> <p>(12) to appoint or dismiss the President of the Bank and the secretary to the Board based on the nomination by the Chairman of the Board; to appoint or dismiss other senior management officers such as the Vice President of the Bank and the persons in charge of finance based on the nomination by the President of the Bank;</p> <p>(13) to examine and approve capital plans and oversee the implementation thereof and to bear the ultimate responsibility for management of capital;</p> <p>(14) to formulate the Bank's risk tolerance, risk management and internal control policies, to bear the ultimate responsibility for comprehensive risk management;</p> <p>(15) to regularly assess and improve the Bank's corporate governance;</p> <p>(16) to formulate the basic management systems of the Bank;</p> <p>(17) to formulate amendment proposals to the Articles of Association, the rules of procedure for general meetings and the rules of procedure for the Board of Directors, and to consider and approve the working procedures of the special committees under the Board;</p>	<p>(10) to decide on the establishment, merger and revocation of internal management departments and branch offices of the Bank;</p> <p>(11) to consider and approve material related party transactions and make special reports to the general meetings on overall situation of the related party transactions;</p> <p>(12) to appoint or dismiss the President of the Bank and the secretary to the Board based on the nomination by the Chairman of the Board; to appoint or dismiss other senior management officers such as the Vice President of the Bank and the persons in charge of finance based on the nomination by the President of the Bank;</p> <p>(13) to examine and approve capital plans and oversee the implementation thereof and to bear the ultimate responsibility for management of capital;</p> <p>(14) to formulate the Bank's risk tolerance, risk management and internal control policies, to bear the ultimate responsibility for comprehensive risk management;</p> <p>(15) to regularly assess and improve the Bank's corporate governance;</p> <p>(16) to formulate the basic management systems of the Bank;</p> <p>(17) to formulate amendment proposals to the Articles of Association, the rules of procedure for general meetings and the rules of procedure for the Board of Directors, and to consider and approve the working procedures of the special committees under the Board;</p>	<p>Pursuant to the Administrative Measures for Chief Financial Officers of Gansu Provincial State-owned Financial Enterprises issued by the Department of Finance of Gansu Province, the Chief Financial Officer is appointed by the Department of Finance of Gansu Province.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE BOARD
OF DIRECTORS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
	<p>(18) to consider the periodic reports of the Bank, and to be responsible for the Bank's information disclosure and take the ultimate responsibilities for the truthfulness, accuracy, completeness and timeliness of the Bank's accounting and financial reports;</p> <p>(19) to listen to the work report and examine the work of the President of the Bank;</p> <p>(20) to approve the Bank's annual internal audit plans and audit budgets;</p> <p>(21) to determine the chairman and members of each special committee under the Board of Directors based on the nomination by the Nomination and Remuneration Committee;</p> <p>(22) to consider and approve the proposals put forward by each special committee under the Board of Directors;</p> <p>(23) to determine the Bank's long-term incentive schemes, remuneration plans and salary plans;</p> <p>(24) to propose to the general meeting to engage, renew or replace the accounting firm which conducts audit for the Bank;</p> <p>(25) to have the right to stop the decisions made by the President and other senior management officers of the Bank that may cause significant business risks or losses to the Bank;</p> <p>(26) to carry out performance appraisals for the President and other senior management officers of the Bank and determine their remuneration, rewards and penalties and payment methods and decide on the remuneration and payment methods of independent Directors and external supervisors;</p>	<p>(18) to consider the periodic reports of the Bank, and to be responsible for the Bank's information disclosure and take the ultimate responsibilities for the truthfulness, accuracy, completeness and timeliness of the Bank's accounting and financial reports;</p> <p>(19) to listen to the work report and examine the work of the President of the Bank;</p> <p>(20) to approve the Bank's annual internal audit plans and audit budgets;</p> <p>(21) to determine the chairman and members of each special committee under the Board of Directors based on the nomination by the Nomination and Remuneration Committee;</p> <p>(22) to consider and approve the proposals put forward by each special committee under the Board of Directors;</p> <p>(23) to determine the Bank's long-term incentive schemes, remuneration plans and salary plans;</p> <p>(24) to propose to the general meeting to engage, renew or replace the accounting firm which conducts audit for the Bank;</p> <p>(25) to have the right to stop the decisions made by the President and other senior management officers of the Bank that may cause significant business risks or losses to the Bank;</p> <p>(26) to carry out performance appraisals for the President and other senior management officers of the Bank and determine their remuneration, rewards and penalties and payment methods and decide on the remuneration and payment methods of independent Directors and external supervisors;</p>	

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
	<p>(27) to formulate the Bank's strategy, policy and objectives on the protection of consumer rights and interests, and regularly listen to and consider the senior management's report on the protection of consumer rights and interests, and safeguard the legitimate rights and interests of financial consumers and other interested parties;</p> <p>(28) to consider and approve the money laundering risk management report, develop money laundering risk management strategies and supervise the implementation of the strategies and assume the ultimate responsibility for money laundering risk management;</p> <p>(29) to establish the mechanisms for identifying, reviewing and managing conflicts of interest between the Bank and its shareholders, especially substantial shareholders;</p> <p>(30) to assume responsibility for management of shareholders' matters;</p> <p>(31) other duties and powers conferred by the laws, administrative regulations, department rules, the Articles of Association and the general meeting or required by the supervisory authority for the Board to exercise.</p> <p>The Board may resolve on such matters by approval of more than half of all Directors save for major matters described in items (5), (7), (9), (11), (12), (13), (17), (24) and (26) or otherwise stipulated under laws, administrative regulations, department rules and the Articles of Association, for which approval of more than two-thirds of all Directors is required.</p> <p>The Board shall seek advice from the Bank's party committee before making decisions on the Bank's major matters.</p>	<p>(27) to formulate the Bank's strategy, policy and objectives on the protection of consumer rights and interests, and regularly listen to and consider the senior management's report on the protection of consumer rights and interests, and safeguard the legitimate rights and interests of financial consumers and other interested parties;</p> <p>(28) to consider and approve the money laundering risk management report, develop money laundering risk management strategies and supervise the implementation of the strategies and assume the ultimate responsibility for money laundering risk management;</p> <p>(29) to establish the mechanisms for identifying, reviewing and managing conflicts of interest between the Bank and its shareholders, especially substantial shareholders;</p> <p>(30) to assume responsibility for management of shareholders' matters;</p> <p>(31) other duties and powers conferred by the laws, administrative regulations, department rules, the Articles of Association and the general meeting or required by the supervisory authority for the Board to exercise.</p> <p>The Board may resolve on such matters by approval of more than half of all Directors save for major matters described in items (5), (7), (9), (11), (12), (13), (17), (234) and (26) or otherwise stipulated under laws, administrative regulations, department rules and the Articles of Association, for which approval of more than two-thirds of all Directors is required.</p> <p>The Board shall <u>regard the study of, and discussion with the Bank's party committee as a preposition procedure</u> seek advice from the Bank's party committee before making decisions on the Bank's major matters.</p>	

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
3	<p>Article 6 Board meetings comprise regular meetings and extraordinary meetings. Regular Board meetings shall be held at least once a quarter and at least four times every year. The board meeting shall be convened and presided over by the chairman of the Board. If the chairman of the Board is unable or fails to perform his/her duties, a Director nominated by more than half of all Directors shall perform such duties.</p>	<p>Article 7 Board meetings comprise regular meetings and extraordinary meetings. Regular Board meetings shall be held at least once a quarter and at least four times every year. The board meeting shall be convened and presided over by the chairman of the Board. If the chairman of the Board is unable or fails to perform his/her duties, a Director nominated by more than half of all Directors shall <u>convene and preside over meetings</u> perform such duties.</p>	Standardize relevant expressions.
4	<p>Article 8 Under any of the following circumstances, the chairman of the Board shall convene and preside over an extraordinary Board meeting within ten days upon receipt of the proposal:</p> <p>(1) it is deemed necessary by the chairman of the Board;</p> <p>(2) it is proposed by more than one third of the Directors;</p> <p>(3) it is proposed by the Board of Supervisors;</p> <p>(4) it is proposed by shareholders representing more than one-tenth of the voting rights of the Bank;</p> <p>(5) it is proposed by the president of the Bank;</p> <p>(6) it is proposed by more than two independent Directors;</p> <p>(7) other circumstances stipulated by laws, regulations and the Bank's Articles of Association.</p>	<p>Article 9 Under any of the following circumstances, the chairman of the Board shall convene and preside over an extraordinary Board meeting within ten days upon receipt of the proposal:</p> <p>(1) it is deemed necessary by the chairman of the Board;</p> <p>(2) it is proposed by more than one third of the Directors;</p> <p>(3) it is proposed by the Board of Supervisors;</p> <p>(3)4 it is proposed by shareholders representing more than one-tenth of the voting rights of the Bank;</p> <p>(4)5 it is proposed by the president of the Bank;</p> <p>(5)6 it is proposed by more than two independent Directors;</p> <p>(6)7 other circumstances stipulated by laws, regulations and the Bank's Articles of Association.</p>	Delete contents related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
5	<p>Article 11 No Board meeting may be held unless more than half of the Directors attend the meeting. Resolutions made by the Board shall be approved by more than half of all the Directors.</p> <p>Where a Director or his/her any close associate (as defined in the Hong Kong Listing Rules) has material interest in a matter to be resolved at a Board meeting, such Director shall not exercise his/her voting rights or the voting rights on behalf of other Directors on the resolutions of the said matters and such Director shall not be counted in the quorum present at the meeting, except as otherwise provided for in laws, regulations, normative documents and the relevant regulations of the securities regulatory authorities of the place where the shares of the Bank are listed. Such Board meeting shall be held only if more than half of the Directors who have no material interest in the matter are present. The resolutions made at the Board meeting shall be passed by more than half of the non-related Directors. If the number of non-related Directors attending the Board meeting is less than three, the matters shall be submitted to the general meeting for consideration.</p>	<p>Article 12 No Board meeting may be held unless more than half of the Directors attend the meeting. Resolutions made by the Board shall be approved by more than half of all the Directors.</p> <p>Where a Director or his/her any close associate (as defined in the Hong Kong Listing Rules) has material interest in a matter to be resolved at a Board meeting, such Director shall not exercise his/her voting rights or the voting rights on behalf of other Directors on the resolutions of the said matters and such Director shall not be counted in the quorum present at the meeting, except as otherwise provided for in laws, regulations, normative documents and the relevant regulations of the securities regulatory authorities of the place where the shares of the Bank are listed. Such Board meeting shall be held only if more than half of the non-related Directors who have no material interest in the matter are present. The resolutions made at the Board meeting shall be passed by more than half of the non-related Directors. If the number of non-related Directors attending the Board meeting is less than three, the matters shall be submitted to the general meeting for consideration.</p>	Standardize relevant expressions.
6	<p>Article 16 Directors shall devote sufficient time to perform their duties and shall personally attend at least two-thirds of the on-site meetings of the Board of Directors each year.</p>	<p>Article 17 Directors shall devote<u>have</u> sufficient time <u>and efforts</u> to perform their duties and shall <u>express his/her opinions on the matters under consideration.</u> Directors shall personally attend at least two-thirds of the on-site meetings of the Board of Directors each year.</p>	Standardize relevant expressions.

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE BOARD
OF DIRECTORS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
7	<p>Article 17 The Supervisors, president and vice-president of the Bank who are not Directors may attend the Board meeting. If necessary, the chairman of the meeting may request the persons in charge of the relevant departments of the Bank to attend the meeting.</p>	<p>Article 18 The <u>Chief Compliance Officer and the Chief Financial Officer shall attend the Board meeting, and Supervisors</u>, president and vice-president of the Bank who are not Directors may attend the Board meeting, but they do not have voting rights. If necessary, the chairman of the meeting may request the persons in charge of the relevant departments of the Bank to attend the meeting.</p>	<p>Delete contents related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024;</p> <p>Pursuant to Administrative Measures for Compliance Management of Financial Institutions issued by the National Administration of Financial Regulation and the Administrative Measures for Chief Financial Officers of Gansu Provincial State-owned Financial Enterprises issued by the Department of Finance of Gansu Province, the Chief Compliance Officer and the Chief Financial Officer shall attend Board meeting.</p>

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
8	<p>Article 22 The following persons or bodies of the Bank shall have the right to propose resolutions:</p> <p>(1) the chairman of the Board, Directors or independent Directors;</p> <p>(2) special committees under the Board;</p> <p>(3) the president of the Bank;</p> <p>(4) the Board of Supervisors; and</p> <p>(5) Shareholders who individually or jointly hold more than 3% of the total voting shares of the Bank.</p>	<p>Article 23 The following persons or bodies of the Bank shall have the right to propose resolutions:</p> <p>(1) the chairman of the Board, Directors or independent Directors;</p> <p>(2) special committees under the Board;</p> <p>(3) the president of the Bank;</p> <p>(4) the Board of Supervisors; and</p> <p>(4)5 Shareholders who individually or jointly hold more than 13% of the total voting shares of the Bank.</p>	<p>Delete contents related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>
9	<p>Article 31 Where a shareholder, who serves on the Board or the Board of Supervisors, or directly, indirectly, or jointly holds or controls more than 2% of the shares or voting rights in the Bank pledges any shares in the Bank, such shareholder shall make a prior application to the Board of the Bank for filing, with such explanation as the reason for the pledge, the number of equity involved, the pledge term and the pledgee. Where the Board considers the pledge to be materially adverse to the stability of the Bank's equity, governance as well as the control of risk and related party transactions, the filing shall be rejected. The Director(s) nominated by a shareholder proposing to pledge the shares shall abstain from voting at the Board meeting at which such proposal is considered.</p>	<p>Article 32 Where a shareholder, who serves on the Board or the Board of Supervisors, or directly, indirectly, or jointly holds or controls more than 2% of the shares or voting rights in the Bank pledges any shares in the Bank, such shareholder shall make a prior application to the Board of the Bank for filing, with such explanation as the reason for the pledge, the number of equity involved, the pledge term and the pledgee. Where the Board considers the pledge to be materially adverse to the stability of the Bank's equity, governance as well as the control of risk and related party transactions, the filing shall be rejected. The Director(s) nominated by a shareholder proposing to pledge the shares shall abstain from voting at the Board meeting at which such proposal is considered.</p>	<p>Delete contents related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE BOARD
OF DIRECTORS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
10	<p>Article 32 Voting by means of circular resolutions is allowed at extraordinary Board meetings, provided that Directors can fully express their opinions. However, voting by circular resolutions is not allowed for material matters such as profit distribution plan, material investment, plan for material disposal of assets, and appointment or dismissal of the President or other senior management officers, capital replenishment plan, material changes in interest equity and financial restructuring.</p>	<p>Article 33 Voting by means of circular resolutions is allowed at extraordinary Board meetings, provided that Directors can fully express their opinions. However, voting by circular resolutions is not allowed for material matters such as profit distribution plan, <u>remuneration plan, material external investment</u>, plan for material disposal of assets, and appointment or dismissal of the President or other senior management officers, capital replenishment plan, material changes in interest equity and financial restructuring.</p>	<p>Supplemented in accordance with the Articles of Association</p>
11	<p>Article 33 After voting of the attending Directors, the office of the Board clerk shall responsively collect ballots cast by the Directors, which ballots shall be counted by the secretary to the Board under supervision of a Supervisor or independent Director.</p>	<p>Article 34 After voting of the attending Directors, the office of the Board clerk shall responsively collect ballots cast by the Directors, which ballots shall be counted by the secretary to the Board under supervision of a Supervisor or an independent Director.</p>	<p>Delete contents related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
12	<p>Article 38 Minutes shall be kept for Board meetings, which shall contain:</p> <p>(1) the date, time and venue of the meeting and names of the convener and presider;</p> <p>(2) names and titles of Directors and proxies attending the meeting;</p> <p>(3) names and titles of people attending the meeting as non-voting participants;</p> <p>(4) meeting agenda;</p> <p>(5) the main points of Directors' speeches;</p> <p>(6) the voting method for and voting result of each resolution (the voting result shall set out the respective numbers of for, against or abstain).</p>	<p>Article 39 <u>The Board shall file resolutions of the matters considered at Board meetings as meeting minutes which shall specify</u> Minutes shall be kept for Board meetings, which shall contain:</p> <p>(1) the date, time and venue of the meeting and names of the convener and presider;</p> <p>(2) names and titles of Directors and proxies attending the meeting;</p> <p>(3) names and titles of people attending the meeting as non-voting participants;</p> <p>(4) meeting agenda;</p> <p>(5) the main points of Directors' speeches;</p> <p>(6) the voting method for and voting result of each resolution (the voting result shall set out the respective numbers of for, against or abstain).</p>	Standardize relevant expressions.

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE BOARD
OF DIRECTORS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
13	<p>Article 42 Directors shall be responsible for the resolutions passed at Board meetings. If any resolution of the Board runs counter to the laws and regulations, the Articles of Association or resolutions of the general meeting, thereby incurring material losses to the Bank, the Directors involved in adoption of the said resolution shall be liable for compensating the Bank. However, where a Director is proved as having expressed dissenting opinions on the resolution when it was put to the vote and such opinions are recorded in the minutes of the meeting, such Director may be exempt from liability. Any Director who has abstained from voting or who has not attended the meeting in person or by proxy shall not be exempted from liability; and any Director who has explicitly expressed dissenting opinions in the course of discussion but failed to vote against the resolution shall not be exempted from liability.</p>	<p>Article 43 Directors shall be responsible for the resolutions passed at Board meetings. If any resolution of the Board runs counter to the laws and regulations, the Articles of Association or resolutions of the general meeting, thereby incurring material losses to the Bank, the Directors involved in adoption of the said resolution shall be liable for compensating the Bank. However, where a Director is proved as having expressed dissenting opinions on the resolution when it was put to the vote and such opinions are recorded in the minutes of the meeting, such Director may be exempt from liability. Any Director who has abstained from voting or who has not attended the meeting in person or by proxy shall not be exempted from liability; and any Director who has explicitly expressed dissenting opinions in the course of discussion but failed to vote against the resolution shall not be exempted from liability.</p>	Standardize relevant expressions.
14	<p>Article 44 Any Director, who resigns before his/her term of office expires, shall submit a letter of resignation in writing to the Board.</p>	<p>Article 45 Any Director, who may resigns before his/her term of office expires, <u>When he/she resigns, such Director shall</u> submit a letter of resignation in writing to the Board.</p>	Standardize relevant expressions.

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
15	<p>Article 47 If the Directors or other entities in which the Directors serve have any direct or indirect related-party relationship in any contract, transaction or arrangement already concluded or proposed with the Bank, they shall timely disclose the nature and extent of such relationship to the Board regardless whether the relevant matters are subject to approval by the Board in normal circumstances.</p>	<p>Article 48 <u>If any Director or senior management officers directly or indirectly concludes a contract or conducts a transaction with the Bank, he/she shall report the matters relating to the conclusion of the contract or transaction to the Board or general meeting, subject to the approval of the Board or general meeting according to the Articles of Association of the Bank.</u></p> <p><u>The provisions of the preceding paragraph shall apply if close relatives of the Directors or senior management officers, or any of the enterprises directly or indirectly controlled by the Directors or senior management officers or their close relatives, or any related parties with any other related-party relationship with the Directors or senior management officers, concludes a contract or conducts a transaction with the Bank. If the Directors or other entities in which the Directors serve have any direct or indirect related-party relationship in any contract, transaction or arrangement already concluded or proposed with the Bank, they shall timely disclose the nature and extent of such relationship to the Board regardless whether the relevant matters are subject to approval by the Board in normal circumstances.</u></p>	<p>Improve the relevant contents in accordance with Article 182 of the Company Law.</p>

Note: In addition to the above amendments, the Chinese term “股東大會” in the Rules of Procedure for the Board of Directors of Bank of Gansu Co., Ltd. has been uniformly amended to “股東會”, which do not affect their English translation of “general meeting”. As these changes are not substantive, they are no longer listed article by article.

**COMPARISON TABLE FOR THE AMENDMENTS TO THE RULES OF PROCEDURE
FOR THE GENERAL MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
1	<p>Article 1 To regulate the organization and activities of the general meetings of Bank of Gansu Co., Ltd. (the “Bank”), ensuring general meetings to operate according to law in a standardized and efficient manner and the shareholders to effectively exercise their powers, and to safeguard the legitimate rights and interests of the shareholders of the Bank, these Rules of Procedure have been formulated with reference to the actuality of the Bank and in accordance with the Company Law of the People’s Republic of China (the “PRC”) (the “Company Law”), the Law of the PRC on Commercial Banks, the Securities Law of the PRC, the Special Provisions of the State Council Concerning the Floatation and Listing Abroad of Stocks by Limited Stock Companies, the Guidelines on Corporate Governance of Banking and Insurance Institutions, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”), other laws, regulations, normative documents and relevant requirements of the securities regulatory authorities in the place where the Bank’s shares are listed and the Articles of Association of Bank of Gansu Co., Ltd. (the “Articles of Association”), and with reference to the actual situation of the Bank.</p>	<p>Article 1 To regulate the organization and activities of the general meetings of Bank of Gansu Co., Ltd. (the “Bank”), ensuring general meetings to operate according to law in a standardized and efficient manner and the shareholders to effectively exercise their powers, and to safeguard the legitimate rights and interests of the shareholders of the Bank, these Rules of Procedure have been formulated with reference to the actuality of the Bank and in accordance with the Company Law of the People’s Republic of China (the “PRC”) (the “Company Law”), the Law of the PRC on Commercial Banks, the Securities Law of the PRC, the Special Provisions of the State Council Concerning the Floatation and Listing Abroad of Stocks by Limited Stock Companies, the Guidelines on Corporate Governance of Banking and Insurance Institutions, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Hong Kong Listing Rules”), other laws, regulations, normative documents and relevant requirements of the securities regulatory authorities in the place where the Bank’s shares are listed and the Articles of Association of Bank of Gansu Co., Ltd. (the “Articles of Association”), and with reference to the actual situation of the Bank.</p>	<p>The Decision of the State Council to Repeal Certain Administrative Regulations and Documents (Order No. 758 of the State Council of the People’s Republic of China repealed the Special Provisions of the State Council Concerning the Floatation and Listing Abroad of Stocks by Limited Stock Companies.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
2	<p>Article 2 These Rules are applicable to the Bank's general meeting and are binding upon the Bank, all shareholders, shareholder proxies, Directors, Supervisors, senior management of the Bank, and other relevant persons attending the general meeting. The Bank shall hold the general meeting strictly in accordance with the laws, administrative regulations, the Hong Kong Listing Rules, these Rules and the Articles of Association so as to ensure shareholders being able to lawfully exercise their rights.</p> <p>The Board of the Bank shall earnestly perform its duties and organize the general meeting in a careful and timely manner.</p> <p>All the directors of the Bank shall perform their due diligence obligations to ensure that the general meeting can be held in an orderly manner and its powers can be exercised in accordance with the laws.</p>	<p>Article 2 These Rules are applicable to the Bank's general meeting and are binding upon the Bank, all shareholders, shareholder proxies, Directors, Supervisors, senior management of the Bank, and other relevant persons attending the general meeting. The Bank shall hold the general meeting strictly in accordance with the laws, administrative regulations, the Hong Kong Listing Rules, these Rules and the Articles of Association so as to ensure shareholders being able to lawfully exercise their rights.</p> <p>The Board of the Bank shall earnestly perform its duties and organize the general meeting in a careful and timely manner.</p> <p>All the directors of the Bank shall perform their due diligence obligations to ensure that the general meeting can be held in an orderly manner and its powers can be exercised in accordance with the laws.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
3	<p>Article 5 The general meeting, as the organ of authority of the Bank, shall have the following duties and powers in accordance with laws:</p> <p>(1) to decide on the business policies and major investment plans of the Bank;</p> <p>(2) to elect and replace non-employee representative Directors, Supervisors, and decide on the remuneration of relevant Directors, Supervisors;</p> <p>(3) to consider and approve reports of the Board;</p> <p>(4) to consider and approve reports of the Board of Supervisors;</p> <p>(5) to consider and approve the annual financial budgets and the final accounts of the Bank;</p> <p>(6) to consider and approve the profit distribution plans and loss recovery plans of the Bank;</p> <p>(7) to pass resolutions on any increase or reduction of the Bank's registered capital;</p> <p>(8) to pass resolutions on the issuance of the corporate bonds or other securities and listing of the Bank;</p> <p>(9) to consider and approve or authorize the Board to consider and approve the external investment, asset transfer, assignment, acquisition and disposal plans of the Bank;</p> <p>(10) to pass resolutions on repurchase of the Bank's shares;</p> <p>(11) to pass resolutions on the merger, division, dissolution, liquidation or transformation of the company;</p>	<p>Article 5 The general meeting, as the organ of authority of the Bank, shall have the following duties and powers in accordance with laws:</p> <p>(1) to decide on the business policies and major investment plans of the Bank;</p> <p>(2) to elect and replace non-employee representative Directors, Supervisors, and decide on the remuneration of relevant Directors, Supervisors;</p> <p>(3) to consider and approve reports of the Board;</p> <p>(4) to consider and approve reports of the Board of Supervisors;</p> <p>(45) to consider and approve the annual financial budgets and the final accounts of the Bank;</p> <p>(56) to consider and approve the profit distribution plans and loss recovery plans of the Bank;</p> <p>(67) to pass resolutions on any increase or reduction of the Bank's registered capital;</p> <p>(78) to pass resolutions on the issuance of the corporate bonds or other securities and listing of the Bank;</p> <p>(98) to consider and approve or authorize the Board to consider and approve the external investment, asset transfer, assignment, acquisition and disposal plans of the Bank;</p> <p>(9+0) to pass resolutions on repurchase of the Bank's shares;</p> <p>(10+) to pass resolutions on the merger, division, dissolution, liquidation or transformation of the company Bank;</p>	<p>Pursuant to Article 115 of the new Company Law which took effect on July 1, 2024: "Shareholders who individually or jointly hold more than 1% of the shares of the company may submit temporary proposals to the Board of Director in writing ten days prior to the date of the general meeting";</p> <p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024;</p> <p>Adjust reference numbers.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
	<p>(12) to consider the report of evaluation by the Board of Supervisors on the Directors, Supervisors and senior management officers;</p> <p>(13) to consider the temporary proposals of shareholders representing more than 3% of the total shares with voting rights of the Bank;</p> <p>(14) to consider non-exempt connected transactions needed to be approved by the general meeting;</p> <p>(15) to amend the Articles of Association, consider and approve or amend the rules of procedure for general meetings, rules of procedure for the Board of Directors, and rules of procedure for meetings of the Board of Supervisors;</p> <p>(16) to pass resolutions on appointment or dismissal of the Bank's accounting firm;</p> <p>(17) to consider and approve matters relating to the guarantees stipulated in Article 73 of the Articles of Association;</p> <p>(18) to consider the Bank's purchase or sale of major assets within one year with the transaction amount exceeding 30% of the latest total audited assets of the Bank;</p> <p>(19) to consider and approve matters relating to the changes in the use of proceeds;</p> <p>(20) to consider the equity incentive schemes and employee shareholding schemes;</p> <p>(21) to consider other matters as determined by the general meeting in accordance with the laws, administrative regulations, Hong Kong Listing Rules and the Articles of Association.</p>	<p>(112) to consider the report of evaluation by the Board of Supervisors on the Directors, Supervisors and senior management officers;</p> <p>(123) to consider the temporary proposals of shareholders representing more than 13% of the total shares with voting rights of the Bank;</p> <p>(134) to consider non-exempt connected transactions needed to be approved by the general meeting;</p> <p>(145) to amend the Articles of Association, consider and approve or amend the rules of procedure for general meetings, and rules of procedure for the Board of Directors; <u>and rules of procedure for meetings of the Board of Supervisors;</u></p> <p>(156) to pass resolutions on appointment or dismissal of the Bank's accounting firm;</p> <p>(167) to consider and approve matters relating to the guarantees stipulated in Article 713 of the Articles of Association;</p> <p>(178) to consider the Bank's purchase or sale of major assets within one year with the transaction amount exceeding 30% of the latest total audited assets of the Bank;</p> <p>(189) to consider and approve matters relating to the changes in the use of proceeds;</p> <p>(1920) to consider the equity incentive schemes and employee shareholding schemes;</p> <p>(201) to consider other matters as determined by the general meeting in accordance with the laws, administrative regulations, Hong Kong Listing Rules and the Articles of Association.</p>	

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
	<p>The aforesaid matters within the scope of powers of the general meeting shall be considered and approved by the general meeting; however, when necessary, reasonable and lawful, the general meeting may authorize the Board to decide. The authorization shall be clear and specific in content. Where the matters authorized shall be adopted at a general meeting by an ordinary resolution as required by the Articles of Association, the authorization given to the Board shall be adopted by more than half of the attending shareholders (including Shareholder proxies) having voting rights; if the matters authorized shall be adopted at a general meeting by a special resolution as required by the Articles of Association, the authorization given to the Board shall be adopted by more than two thirds of the attending shareholders (including Shareholder proxies) having voting rights.</p>	<p>The aforesaid matters within the scope of powers of the general meeting shall be considered and approved by the general meeting; however, when necessary, reasonable and lawful, the general meeting may authorize the Board to decide. The authorization shall be clear and specific in content. Where the matters authorized shall be adopted at a general meeting by an ordinary resolution as required by the Articles of Association, the authorization given to the Board shall be adopted by more than half of the attending shareholders (including Shareholder proxies) having voting rights; if the matters authorized shall be adopted at a general meeting by a special resolution as required by the Articles of Association, the authorization given to the Board shall be adopted by more than two thirds of the attending shareholders (including Shareholder proxies) having voting rights.</p>	
4	<p>Article 6 General meetings consist of annual general meetings and extraordinary general meetings. Annual general meetings shall be convened once a year and shall be held within six months after the end of the previous financial year. Extraordinary general meetings shall be convened irregularly. In the event that an extraordinary general meeting is required to be convened pursuant to Article 100 of the Company Law, the extraordinary general meeting shall be convened within two months.</p> <p>In the event that the Bank is unable to convene a general meeting within the aforesaid period for any reason, the Board shall report to the banking regulatory authorities under the State Council and explain the reasons for the postponement.</p> <p>Relevant information on convening of general meeting of the Bank shall be reported to regulatory bodies in a timely manner.</p>	<p>Article 6 General meetings consist of annual general meetings and extraordinary general meetings. Annual general meetings shall be convened once a year and shall be held within six months after the end of the previous financial year. Extraordinary general meetings shall be convened irregularly. In the event that an extraordinary general meeting is required to be convened pursuant to Article 100 of the Company Law, the extraordinary general meeting shall be convened within two months.</p> <p>In the event that the Bank is unable to convene a general meeting within the aforesaid period for any reason, the Board shall report to the banking regulatory authorities under the State Council and explain the reasons for the postponement.</p> <p>Relevant information on convening of general meeting of the Bank shall be reported to regulatory bodies in a timely manner.</p>	Standardize relevant expressions.

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
5	<p>Article 7 The Bank shall hold an extraordinary general meeting within two months from the date of the occurrence of any of the following events:</p> <p>(1) the number of Directors falls below the minimum required by the Company Law or is less than 2/3 of the total number of Directors required by the Articles of Association;</p> <p>(2) the outstanding losses of the Bank has reached one third of the total amount of the paid-up share capital;</p> <p>(3) the shareholders who individually or jointly hold more than 10% of the total voting rights shares (the “Proposal Shareholders”) have requested in writing to convene such a meeting;</p> <p>(4) when the Board deems it necessary to convene such a meeting;</p> <p>(5) when the Board of Supervisors proposes to convene such a meeting;</p> <p>(6) when one-half or more, and no fewer than two, independent Directors or external Supervisors request the Board to convene such a meeting;</p> <p>(7) in any other circumstances as provided for in the laws, administrative regulations or the Articles of Association.</p> <p>Regarding the circumstance in item (2) above, the time limit for convening an extraordinary general meeting shall start from the date when the Bank becomes aware of the occurrence of the circumstance.</p> <p>The number of shares mentioned in item (3) above shall be the shares held on the day when the written request is made by the shareholder(s).</p>	<p>Article 7 The Bank shall hold an extraordinary general meeting within two months from the date of the occurrence of any of the following events:</p> <p>(1) the number of Directors falls below the minimum required by the Company Law or is less than 2/3 of the total number of Directors required by the Articles of Association;</p> <p>(2) the outstanding losses of the Bank has reached one third of the total amount of the paid-up share capital;</p> <p>(3) the shareholders who individually or jointly hold more than 10% of the total voting rights shares (the “Proposal Shareholders”) have requested in writing to convene such a meeting;</p> <p>(4) when the Board deems it necessary to convene such a meeting;</p> <p>(5) when the <u>Audit Committee under the Board</u> Board of Supervisors proposes to convene such a meeting;</p> <p>(6) when one-half or more, and no fewer than two, independent Directors or external Supervisors request the Board to convene such a meeting;</p> <p>(7) in any other circumstances as provided for in the laws, administrative regulations or the Articles of Association.</p> <p>Regarding the circumstance in item (2) above, the time limit for convening an extraordinary general meeting shall start from the date when the Bank becomes aware of the occurrence of the circumstance.</p> <p>The number of shares mentioned in item (3) above shall be the shares held on the day when the written request is made by the shareholder(s).</p>	<p>Pursuant to Article 113 of the new Company Law which took effect on July 1, 2024: Shareholders’ annual meetings are required to be held once every year. An extraordinary general meeting shall be convened within two months from the date of the occurrence of any of the following circumstances “(2) the outstanding losses of the company has reached one third of the total amount of the share capital”;</p> <p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
6	<p>Article 10 The Board of Supervisors shall have the right to propose to the Board to convene an extraordinary general meeting, and shall make such proposal in writing to the Board. The Board shall, in accordance with the laws, administrative regulations, departmental rules and the Articles of Association, give a written reply on whether or not it agrees to convene such an extraordinary general meeting within ten days after receiving the proposal.</p> <p>Where the Board agrees to convene an extraordinary general meeting, it shall issue a notice of such meeting within five days after it has so resolved. In the event of any change to the original proposal in the notice, the consent of the Board of Supervisors shall be obtained.</p> <p>Where the Board does not agree to convene the extraordinary general meeting or fails to give a written reply within ten days after receiving the proposal, the Board shall be deemed as unable to or failing to perform the duty of convening the extraordinary general meeting, and the Board of Supervisors may convene and preside over the meeting by itself.</p>	<p>Article 10 The <u>Audit Committee under the Board</u> Board of Supervisors shall have the right to propose to the Board to convene an extraordinary general meeting, and shall make such proposal in writing to the Board. The Board shall, in accordance with the laws, administrative regulations, departmental rules and the Articles of Association, give a written reply on whether or not it agrees to convene such an extraordinary general meeting within ten days after receiving the proposal.</p> <p>Where the Board agrees to convene an extraordinary general meeting, it shall issue a notice of such meeting within five days after it has so resolved. In the event of any change to the original proposal in the notice, the consent of the <u>Audit Committee under the Board</u> Board of Supervisors shall be obtained.</p> <p>Where the Board does not agree to convene the extraordinary general meeting or fails to give a written reply within ten days after receiving the proposal, the Board shall be deemed as unable to or failing to perform the duty of convening the extraordinary general meeting, and the <u>Audit Committee under the Board</u> Board of Supervisors may convene and preside over the meeting by itself.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
7	<p>Article 11 The Proposal Shareholders shall act in compliance with the following procedures when they make a request to convene an extraordinary general meeting or a class meeting:</p> <p>(1) The Proposal Shareholders shall sign one or more counterpart requisitions in writing requiring the Board of Directors to convene an extraordinary general meeting or a class meeting and stating the objectives of the meeting. The Board of Directors shall, in accordance with the laws, administrative regulations and the Articles of Association, make a written response as to whether or not it agrees to convene an extraordinary general meeting within ten days after receiving the proposal. The above mentioned number of shares held shall be calculated as of the date of requisitions in writing made by the shareholders.</p> <p>Where the Board of Directors agrees to convene the extraordinary general meeting, it shall issue a notice for convening such a meeting within five days after the resolution of the Board of Directors is passed. In the event of any change to the original proposal in the notice, the consent of the related shareholders shall be obtained.</p> <p>(2) Where the Board of Directors does not agree to convene the extraordinary general meeting, or fails to give its response within ten days after receiving the proposal, the Proposal Shareholders shall have the right to propose to the Board of Supervisors to convene an extraordinary general meeting and this proposal shall be made to the Board of Supervisors in writing.</p>	<p>Article 11 The Proposal Shareholders shall act in compliance with the following procedures when they make a request to convene an extraordinary general meeting or a class meeting:</p> <p>(1) The Proposal Shareholders shall sign one or more counterpart requisitions in writing requiring the Board of Directors to convene an extraordinary general meeting or a class meeting and stating the objectives of the meeting. The Board of Directors shall, in accordance with the laws, administrative regulations and the Articles of Association, make a written response as to whether or not it agrees to convene an extraordinary general meeting within ten days after receiving the proposal. The above mentioned number of shares held shall be calculated as of the date of requisitions in writing made by the shareholders.</p> <p>Where the Board of Directors agrees to convene the extraordinary general meeting, it shall issue a notice for convening such a meeting within five days after the resolution of the Board of Directors is passed. In the event of any change to the original proposal in the notice, the consent of the related shareholders shall be obtained.</p> <p>(2) Where the Board of Directors does not agree to convene the extraordinary general meeting, or fails to give its response within ten days after receiving the proposal, the Proposal Shareholders shall have the right to propose to the <u>Audit Committee under the Board</u> Board of Supervisors to convene an extraordinary general meeting and this proposal shall be made to the <u>Audit Committee under the Board</u> Board of Supervisors in writing.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
	<p>Where the Board of Supervisors agrees to convene an extraordinary general meeting, it shall issue a notice for convening such meetings within five days after receiving the proposal. In the event of any change to the original proposal in the notice, the consent of the related shareholders shall be obtained.</p> <p>Where the Board of Supervisors fails to issue the notice of extraordinary general meeting within a prescribed period, the Board of Supervisors shall be deemed as refusing to convene and preside over such meeting. Shareholders who individually or jointly hold more than 10% of the total shares with voting rights in the Bank for more than ninety successive days (the "Convening Shareholders") may convene and preside over such meeting on their own initiative.</p> <p>Where the Board fails to respond to the request of the shareholder to hold a meeting, any reasonable expenses incurred by the shareholder to convene and preside over such meeting shall be borne by the Bank and deducted from any sums owing by the Bank to the Directors who have defaulted on their duties.</p>	<p>Where the <u>Audit Committee under the Board</u> Board of Supervisors agrees to convene an extraordinary general meeting, it shall issue a notice for convening such meetings within five days after receiving the proposal. In the event of any change to the original proposal in the notice, the consent of the related shareholders shall be obtained.</p> <p>Where the <u>Audit Committee under the Board</u> Board of Supervisors fails to issue the notice of extraordinary general meeting within a prescribed period, the <u>Audit Committee under the Board</u> Board of Supervisors shall be deemed as refusing to convene and preside over such meeting. Shareholders who individually or jointly hold more than 10% of the total shares with voting rights in the Bank for more than ninety successive days (the "Convening Shareholders") may convene and preside over such meeting on their own initiative.</p> <p>Where the Board fails to respond to the request of the shareholder to hold a meeting, any reasonable expenses incurred by the shareholder to convene and preside over such meeting shall be borne by the Bank and deducted from any sums owing by the Bank to the Directors who have defaulted on their duties.</p>	

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
8	<p>Article 12 If either the Board of Supervisors or shareholders propose to convene a general meeting on their own initiatives, the Board of Directors shall be informed in writing and the relevant documents shall be filed with the local banking regulatory authorities under the State Council in the place where the Bank is situated. A notice for convening an extraordinary general meeting shall be issued and its content shall comply with the following requirements:</p> <p>(1) no new contents shall be added to the proposal otherwise, the Proposal Shareholders shall make request to the Board of Directors for convention of such a meeting in accordance with the above procedures; and</p> <p>(2) the venue for the meeting shall be the domicile of the Bank.</p> <p>For the general meeting convened and presided over by shareholders on their own initiatives, the shareholding proportion of the Convening Shareholders before the announcement of the resolutions passed at the general meeting shall not be less than 10% of the total shares with voting rights</p> <p>The Board of Supervisors or convening shareholders shall submit the relevant evidentiary materials to the local banking regulatory authorities under the State Council in the jurisdiction in which the Bank is situated upon the issuance of the notice of a general meeting or the announcement of the resolution of a general meeting.</p>	<p>Article 12 If either the <u>Audit Committee under the Board</u> Board of Supervisors or shareholders propose to convene a general meeting on their own initiatives, the Board of Directors shall be informed in writing and the relevant documents shall be filed with the local banking regulatory authorities under the State Council in the place where the Bank is situated. A notice for convening an extraordinary general meeting shall be issued and its content shall comply with the following requirements:</p> <p>(1) no new contents shall be added to the proposal otherwise, the Proposal Shareholders shall make request to the Board of Directors for convention of such a meeting in accordance with the above procedures; and</p> <p>(2) the venue for the meeting shall be the domicile of the Bank.</p> <p>For the general meeting convened and presided over by shareholders on their own initiatives, the shareholding proportion of the Convening Shareholders before the announcement of the resolutions passed at the general meeting shall not be less than 10% of the total shares with voting rights</p> <p>The <u>Audit Committee under the Board</u> Board of Supervisors or convening shareholders shall submit the relevant evidentiary materials to the local banking regulatory authorities under the State Council in the jurisdiction in which the Bank is situated upon the issuance of the notice of a general meeting or the announcement of the resolution of a general meeting.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
9	<p>Article 13 With respect to a general meeting convened by the Board of Supervisors or the shareholders on their own initiative, the Board of Directors and the secretary to the Board of Directors shall cooperate. The Board of Directors shall offer the register of shareholders as at the share registration date.</p> <p>If the Board of Directors fails to provide the register of members, the convener may request a copy from the securities registration and clearing institution by presenting the relevant announcement of the notice of convening the general meeting. The register of member obtained by the convener shall not be used for any purpose other than holding the general meeting.</p>	<p>Article 13 With respect to a general meeting convened by the <u>Audit Committee under the Board</u> Board of Supervisors or the shareholders on their own initiative, the Board of Directors and the secretary to the Board of Directors shall cooperate. The Board of Directors shall offer the register of shareholders as at the share registration date.</p> <p>If the Board of Directors fails to provide the register of members, the convener may request a copy from the securities registration and clearing institution by presenting the relevant announcement of the notice of convening the general meeting. The register of member obtained by the convener shall not be used for any purpose other than holding the general meeting.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>
10	<p>Article 14 Necessary costs arising out of a general meeting convened by the Board of Supervisors or the shareholders on their own initiative shall be borne by the Bank.</p>	<p>Article 14 Necessary costs arising out of a general meeting convened by the <u>Audit Committee under the Board</u> Board of Supervisors or the shareholders on their own initiative shall be borne by the Bank.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

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THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
11	<p>Article 15 The notice of a general meeting shall:</p> <p>(1) be made in writing;</p> <p>(2) contain the date, time, venue and duration of the meeting;</p> <p>(3) describe the matters and proposals to be considered at the meeting;</p> <p>(4) specify the shareholders entitled to attend the general meeting and their shareholding registration date;</p> <p>(5) provide shareholders with such information and explanation as necessary for them to make informed decisions in respect of the matters to be discussed; this means (but not limited to): when any merger, share repurchase, share capital restructuring or any other restructuring proposal raised by the Bank is involved, the detailed conditions and contract (if any) for the contemplated transactions and explanations as to the cause and effect of such contemplated transactions shall be provided;</p> <p>(6) if any of the Directors, Supervisors, the President and other senior management officers have any material interest in the matters to be discussed, the nature and extent of such interest shall be disclosed; if the matters to be discussed have an effect on such Directors, Supervisors, the President and other senior management officers as the shareholders different from the effect on the shareholders of the class, an explanation shall be made in respect of such difference;</p> <p>(7) contain the full text of any of the special resolutions intended to be adopted at the meeting;</p>	<p>Article 15 The notice of a general meeting shall:</p> <p>(1) be made in writing;</p> <p>(2) contain the date, time, venue and duration of the meeting;</p> <p>(3) describe the matters and proposals to be considered at the meeting;</p> <p>(4) specify the shareholders entitled to attend the general meeting and their shareholding registration date;</p> <p>(5) provide shareholders with such information and explanation as necessary for them to make informed decisions in respect of the matters to be discussed; this means (but not limited to): when any merger, share repurchase, share capital restructuring or any other restructuring proposal raised by the Bank is involved, the detailed conditions and contract (if any) for the contemplated transactions and explanations as to the cause and effect of such contemplated transactions shall be provided;</p> <p>(6) if any of the Directors, Supervisors, the President and other senior management officers have any material interest in the matters to be discussed, the nature and extent of such interest shall be disclosed; if the matters to be discussed have an effect on such Directors, Supervisors, the President and other senior management officers as the shareholders different from the effect on the shareholders of the class, an explanation shall be made in respect of such difference;</p> <p>(7) contain the full text of any of the special resolutions intended to be adopted at the meeting;</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024;</p> <p>In accordance with the amendments to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, which took effect on February 10, 2025, holding meetings and casting votes via the internet are permitted in the Articles of Association.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
	<p>(8) specify the time and venue for delivering the power of attorney for the voting proxy for the meeting;</p> <p>(9) contain a template of the power of attorney for the voting proxy for the meeting;</p> <p>(10) contain a clear statement that a shareholder entitled to attend and vote at such a meeting is entitled to appoint one or more proxies to attend and vote at such a meeting on his/her behalf and that such a proxy needs not to be a shareholder;</p> <p>(11) contain the name and telephone number of the contact person for the meeting;</p> <p>(12) set out the date of issuing the notice of the meeting;</p> <p>(13) meet other requirements of the laws, administrative regulations, relevant regulatory authorities and the Articles of Association.</p>	<p>(8) specify the time and venue for delivering the power of attorney for the voting proxy for the meeting;</p> <p>(9) contain a template of the power of attorney for the voting proxy for the meeting;</p> <p>(10) contain a clear statement that a shareholder entitled to attend and vote at such a meeting is entitled to appoint one or more proxies to attend and vote at such a meeting on his/her behalf and that such a proxy needs not to be a shareholder;</p> <p>(11) contain the name and telephone number of the contact person for the meeting;</p> <p>(12) set out the date of issuing the notice of the meeting;</p> <p>(13) meet other requirements of the laws, administrative regulations, relevant regulatory authorities and the Articles of Association.</p> <p><u>Where a general meeting is to be convened via the internet or in any other manner, the notice of the general meeting shall clearly state the time and procedure of voting via the internet or any other manner.</u></p>	

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
12	<p>Article 16 If the election of Directors or Supervisors is proposed to be discussed at a general meeting, the notice of such meeting shall adequately disclose the detailed information of the candidates for Directors or Supervisors, in which the information shall at least include:</p> <p>(1) personal particulars, including educational background, work experience, and concurrent positions;</p> <p>(2) whether they have any related party relationship with the Bank, its controlling shareholders and de facto controllers;</p> <p>(3) the number of shares in the Bank held by them;</p> <p>(4) whether they have been punished by the banking regulatory authorities under the State Council or securities regulators under the State Council;</p> <p>(5) information required to be disclosed under the Hong Kong Listing Rules.</p> <p>Unless a Director or Supervisor is elected via the cumulative voting system, each candidate for Director or Supervisor shall be proposed via a single proposal.</p>	<p>Article 16 If the election of Directors or Supervisors is proposed to be discussed at a general meeting, the notice of such meeting shall adequately disclose the detailed information of the candidates for Directors or Supervisors, in which the information shall at least include:</p> <p>(1) personal particulars, including educational background, work experience, and concurrent positions;</p> <p>(2) whether they have any related party relationship with the Bank, its controlling shareholders and de facto controllers;</p> <p>(3) the number of shares in the Bank held by them;</p> <p>(4) whether they have been punished by the banking regulatory authorities under the State Council or securities regulators under the State Council;</p> <p>(5) information required to be disclosed under the Hong Kong Listing Rules.</p> <p>Unless a Director or Supervisor is elected via the cumulative voting system, each candidate for Director or Supervisor shall be proposed via a single proposal.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
13	Article 17 When convening a general meeting, the convener shall inform the shareholders by way of announcement 20 days prior to an annual general meeting and 15 days prior to an extraordinary general meeting.	Article 17 When convening a general meeting, the convener shall inform the shareholders by way of announcement 20 days prior to an annual general meeting and 15 days prior to an extraordinary general meeting.	Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.
14	Article 32 A sign-in book for meeting attendance shall be prepared by the secretariat to the general meeting. The sign-in book shall set forth the names of attendees (or the attending units), their identity card numbers, residential addresses, number of shares held or represented, numbers of the share certificates, and names of the principals (or the principal units), etc.	Article 32 A sign-in book for meeting attendance shall be prepared by the secretariat to the general meeting <u>the Bank</u> . The sign-in book shall set forth the names of attendees (or the attending units), their identity card numbers, residential addresses, number of shares held or represented, numbers of the share certificates, and names of the principals (or the principal units), etc.	Standardize relevant expressions.
15	Article 33 The venue for the Bank to hold a general meeting shall be the domicile of the Bank or other places specified in the notice of the general meeting. General meetings shall be held onsite at the venue. Shareholders participating in the general meetings by any aforesaid means shall be deemed as having attended the meetings.	Article 33 The venue for the Bank to hold a general meeting shall be the domicile of the Bank or other places specified in the notice of the general meeting. General meetings shall be held onsite at the venue. <u>The Bank may also facilitate shareholder participation in the meeting, including speaking and voting, through various means and channels, including modern information technologies such as the internet, provided that the legality and validity of the general meeting are ensured.</u> Shareholders participating in the general meetings by any aforesaid means shall be deemed as having attended the meetings.	In accordance with the amendments to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, which took effect on February 10, 2025, holding meetings and casting votes via the internet are permitted in the Articles of Association.

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
16	<p>Article 36 A general meeting convened by the Board of Directors in accordance with the laws shall be chaired and presided over by the chairman of the Board of Directors. Where the chairman of the Board of Directors is unable or fails to perform his/her duties, a Director nominated by more than half of the Directors shall preside over such meeting.</p> <p>A general meeting convened by the Board of Supervisors shall be chaired and presided over by the chairman of the Board of Supervisors. If the chairman of the Board of Supervisors is unable or fails to perform his/her duties, a Supervisor nominated by more than half of the Supervisors shall preside over such meeting.</p> <p>A general meeting convened by the shareholders shall be chaired and presided over by a representative elected by the convener.</p> <p>During the course of a general meeting, if the chairman of the meeting violates the rules of procedure such that the meeting cannot be continued, the general meeting may elect one person to act as the chairman of the meeting to continue, which is subject to the consent of more than half of the shareholders with voting rights who are present at the meeting.</p>	<p>Article 36 A general meeting convened by the Board of Directors in accordance with the laws shall be chaired and presided over by the chairman of the Board of Directors. Where the chairman of the Board of Directors is unable or fails to perform his/her duties, a Director nominated by more than half of the Directors shall preside over such meeting.</p> <p>A general meeting convened by the <u>Audit Committee under the Board</u> Board of Supervisors shall be chaired and presided over by the <u>convener of the Audit Committee under the Board</u> chairman of the Board of Supervisors. If the <u>convener of the Audit Committee under the Board</u> chairman of the Board of Supervisors is unable or fails to perform his/her duties, a <u>member of Audit Committee under the Board</u> Supervisor nominated by more than half of the <u>members</u> Supervisors shall preside over such meeting.</p> <p>A general meeting convened by the shareholders shall be chaired and presided over by a representative elected by the convener.</p> <p>During the course of a general meeting, if the chairman of the meeting violates the rules of procedure such that the meeting cannot be continued, the general meeting may elect one person to act as the chairman of the meeting to continue, which is subject to the consent of more than half of the shareholders with voting rights who are present at the meeting.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
17	<p>Article 37 Directors, Supervisors and secretary to the Board of Directors shall attend general meetings, and the president and other senior management officers of the Bank shall be present at general meetings without voting rights. Except for the persons mentioned above and Shareholders (or their proxies), appointed lawyers and persons invited by the Board of Directors, the Bank is entitled to refuse other persons to enter the venue of the meeting.</p>	<p>Article 37 Directors, Supervisors and secretary to the Board of Directors shall attend general meetings, and the president and other senior management officers of the Bank shall be present at general meetings without voting rights. Except for the persons mentioned above and Shareholders (or their proxies), appointed lawyers and persons invited by the Board of Directors, the Bank is entitled to refuse other persons to enter the venue of the meeting.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>
18	<p>Article 38 The Board of Directors and the Board of Supervisors should both report to the general meeting on the work they have undertaken over the past year at the annual general meeting. Each independent Director shall also present a work report.</p>	<p>Article 38 The Board of Directors and the Board of Supervisors should both report to the general meeting on the work they have undertaken over the past year at the annual general meeting. Each independent Director shall also present a work report.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

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THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
19	<p>Article 40 When the Bank convenes general meetings, the Board of Directors, the Board of Supervisors and the shareholders who individually or jointly hold a total of more than 3% of the shares with voting rights of the Bank shall be entitled to submit their proposals in writing to the Bank. The Bank shall include matters in the proposals which are within the scope of responsibilities of the general meeting into the agenda.</p> <p>Shareholders who individually or jointly hold a total of more than 3% of the shares with voting rights of the Bank may submit provisional proposals to the conveners in writing ten days prior to the date of the general meeting or the deadline for the issuance of the supplementary notice/supplementary circular of the general meeting as required by the Hong Kong Listing Rules, whichever is earlier. The conveners shall issue a supplemental notice setting out the content of the provisional proposals within two days of receiving the proposals.</p> <p>Except for the circumstances provided in the paragraph above, the conveners shall not amend the proposals set out in the notice of general meetings or add any new proposals to the notice after the announcement of the notice has been issued.</p>	<p>Article 40 When the Bank convenes general meetings, the Board of Directors, the <u>Audit Committee under the Board</u> Board of Supervisors and the shareholders who individually or jointly hold a total of more than <u>13%</u> of the shares with voting rights of the Bank shall be entitled to submit their proposals in writing to the Bank. The Bank shall include matters in the proposals which are within the scope of responsibilities of the general meeting into the agenda.</p> <p>Shareholders who individually or jointly hold a total of more than <u>13%</u> of the shares with voting rights of the Bank may submit provisional proposals to the conveners in writing ten days prior to the date of the general meeting or the deadline for the issuance of the supplementary notice <u>and/or</u> supplementary circular of the general meeting as required by the Hong Kong Listing Rules, whichever is earlier. The conveners shall issue a supplemental notice setting out the content of the provisional proposals within two days of receiving the proposals.</p> <p>Except for the circumstances provided in the paragraph above, the conveners shall not amend the proposals set out in the notice of general meetings or add any new proposals to the notice after the announcement of the notice has been issued.</p>	<p>Pursuant to Article 115 of the new Company Law which took effect on July 1, 2024: “Shareholders who individually or jointly hold more than 1% of the shares of the company may submit provisional proposals to the Board of Director in writing ten days prior to the date of the general meeting”;</p> <p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

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THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
	<p>The Board of the Bank shall consider the proposals submitted to a general meeting in the best interests of the Bank and shareholders in accordance with the provisions of Article 40 of the Rules of Procedure. The Board shall give an explanation at the general meeting in respect of the proposals submitted to the general meeting that it has decided not to include in the meeting agenda.</p> <p>Proposals which have not been set out in the notice of a general meeting or which are not in compliance with Article 38 of the Rules of Procedure shall not be voted on and resolved at a general meeting.</p>	<p>The Board of the Bank shall consider the proposals submitted to a general meeting in the best interests of the Bank and shareholders in accordance with the provisions of Article 39 40 of the Rules of Procedure. The Board shall give an explanation at the general meeting in respect of the proposals submitted to the general meeting that it has decided not to include in the meeting agenda.</p> <p>Proposals which have not been set out in the notice of a general meeting or which are not in compliance with Article 39 38 of the Rules of Procedure shall not be voted on and resolved at a general meeting.</p>	
20	<p>Article 45 Any shareholder who requests to give a speech during the meeting shall first indicate his/her intention by a show of hand, and may do so upon the approval by the presider of the meeting.</p>	<p>Article 45 Any shareholder who requests to give a speech during the meeting shall first indicate his/her intention by a show of hand, and may do so upon the approval by the presider of the meeting.</p>	Standardize relevant expressions.
21	<p>Article 47 Unless it is related to the business secrets of the Bank which cannot be disclosed at the general meeting, the Directors, Supervisors and senior management officers shall give interpretation or explanation in connection with inquiries and opinions from the shareholders at such meeting. The time for shareholders' inquiries is determined by the chairman of the meeting.</p>	<p>Article 47 Unless it is related to the business secrets of the Bank which cannot be disclosed at the general meeting, the Directors, Supervisors and senior management officers shall give interpretation and explanation in connection with inquiries and opinions from the shareholders at such meeting. The time for shareholders' inquiries is determined by the chairman of the meeting.</p>	Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
22	<p>Article 50 The following shall be approved by ordinary resolutions at a general meeting:</p> <p>(1) work reports of the Board of Directors and the Board of Supervisors;</p> <p>(2) profit distribution plans and loss recovery plans formulated by the Board of Directors;</p> <p>(3) appointment and removal of the members of the Board of Directors and the Board of Supervisors, their remunerations and the payment thereof;</p> <p>(4) annual financial budgets and final accounts of the Bank;</p> <p>(5) appointment or dismissal of an accounting firm;</p> <p>(6) the annual report of the Bank; and</p> <p>(7) matters other than those required by the laws, administrative regulations, departmental rules, the Hong Kong Listing Rules and the Articles of Association to be passed by special resolutions.</p>	<p>Article 50 The following shall be approved by ordinary resolutions at a general meeting:</p> <p>(1) work reports of the Board of Directors and the Board of Supervisors;</p> <p>(2) profit distribution plans and loss recovery plans formulated by the Board of Directors;</p> <p>(3) appointment and removal of the members of the Board of Directors and the Board of Supervisors, their remunerations and the payment thereof;</p> <p>(4) annual financial budgets and final accounts of the Bank;</p> <p>(5) appointment or dismissal of an accounting firm;</p> <p>(6) the annual report of the Bank; and</p> <p>(7) matters other than those required by the laws, administrative regulations, departmental rules, the Hong Kong Listing Rules and the Articles of Association to be passed by special resolutions.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
23	<p>Article 51 The following shall be approved by special resolutions at a general meeting:</p> <p>(1) increase or reduction in the registered capital of the Bank and the issuance of shares of any class, warrants and other similar securities;</p> <p>(2) issuance of the Bank's bonds or other securities and the listing thereof;</p> <p>(3) the Bank's division, merger, dissolution, liquidation or change in the corporate form;</p> <p>(4) amendments to the Articles of Association of the Bank;</p> <p>(5) the Bank's purchase or sale of material assets or provision of guarantee within one year with the transaction amount exceeding 30% of the latest audited total assets of the Bank;</p> <p>(6) equity incentive schemes and employee shareholding schemes;</p> <p>(7) any other matter specified in laws, administrative regulations, departmental rules, the Hong Kong Listing Rules, the Articles of Association or confirmed by an ordinary resolution at a general meeting that it may have a material effect on the Bank and accordingly shall be approved by special resolutions.</p>	<p>Article 51 The following shall be approved by special resolutions at a general meeting:</p> <p>(1) increase or reduction in the registered capital of the Bank and the issuance of shares of any class, warrants and other similar securities;</p> <p>(2) issuance of the Bank's bonds or other securities and the listing thereof;</p> <p>(3) the Bank's division, merger, dissolution, liquidation or change in the corporate form;</p> <p>(4) amendments to the Articles of Association of the Bank;</p> <p>(5) the Bank's purchase or sale of material assets or provision of guarantee within one year with the transaction amount exceeding 30% of the latest audited total assets of the Bank;</p> <p>(6) equity incentive schemes and employee shareholding schemes;</p> <p>(7) <u>dismissal of independent Directors</u>;</p> <p>(8) any other matter specified in laws, administrative regulations, departmental rules, the Hong Kong Listing Rules, the Articles of Association or confirmed by an ordinary resolution at a general meeting that it may have a material effect on the Bank and accordingly shall be approved by special resolutions.</p>	<p>Improvement shall be made based on Article 22 of the Guidelines on Corporate Governance of Banking and Insurance Institutions.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
24	Article 54 Save under the cumulative voting system, proposals included in the agenda shall be voted on one by one at general meeting; in the event that there are several proposals for the same matter, such proposals shall be voted on in chronological order of submission. Unless the general meeting is adjourned or no resolution can be adopted due to force majeure or other special reasons, no proposal shall be set aside or rejected for voting.	Article 54 Save under the cumulative voting system, proposals included in the agenda shall be voted on one by one at general meeting; in the event that there are several proposals for the same matter, such proposals shall be voted on in chronological order of submission. Unless the general meeting is adjourned or no resolution can be adopted due to force majeure or other special reasons, no proposal shall be set aside or rejected for voting.	Standardize relevant expressions.
25	Article 57 No amendment shall be made to a proposal when it is considered at a general meeting, otherwise, the relevant amendment shall be deemed as a new proposal and shall not be voted at that general meeting.	Article 57 No amendment shall be made to a proposal when it is considered at a general meeting, otherwise, the relevant amendment shall be deemed as a new proposal and shall not be voted at that general meeting.	Standardize relevant expressions.
26	Article 58 The same voting right can only be exercised in one form. Where the vote cast is repeated in respect of the same voting right, the result of the first vote shall prevail.	Article 58 The same voting right can only be exercised <u>through one of the following methods: in-person, online, or other voting methods</u> in one form . Where the vote cast is repeated in respect of the same voting right, the result of the first vote shall prevail.	In accordance with the amendments to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, which took effect on February 10, 2025, holding meetings and casting votes via the internet are permitted in the Articles of Association.

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
27	<p>Article 60 When proposals are voted on at the general meeting, two shareholder representatives shall be appointed to carry out vote counting and scrutiny. Where any shareholder has interests in the matters to be considered, the said shareholder or proxy thereof shall not participate in vote counting and scrutiny.</p> <p>When proposals are voted on at the general meeting, vote counting and scrutiny shall be carried out jointly by lawyer, shareholder representatives, Supervisor representatives and other relevant persons designated according to the Hong Kong Listing Rules in accordance with the relevant provisions of the Hong Kong Listing Rules and the voting results shall be announced on the spot and recorded in the meeting minutes.</p>	<p>Article 60 When proposals are voted on at the general meeting, two shareholder representatives shall be appointed to carry out vote counting and scrutiny. Where any shareholder has interests in the matters to be considered, the said shareholder or proxy thereof shall not participate in vote counting and scrutiny.</p> <p>When proposals are voted on at the general meeting, vote counting and scrutiny shall be carried out jointly by lawyer, shareholder representatives; Supervisor representatives and other relevant persons designated according to the Hong Kong Listing Rules in accordance with the relevant provisions of the Hong Kong Listing Rules and the voting results shall be announced on the spot and recorded in the meeting minutes.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>
28	<p>Article 65 Where a proposal on election of Directors or Supervisors has been passed at a general meeting, the new Directors or Supervisors shall take office on the date when they are elected at the general meeting. Where the qualifications of the new Directors or Supervisors shall be submitted to the regulatory authorities for review, they shall take office on the date of approval by the regulatory authorities.</p>	<p>Article 65 Where a proposal on election of Directors or Supervisors has been passed at a general meeting, the new Directors or Supervisors shall take office on the date when they are elected at the general meeting. Where the qualifications of the new Directors or Supervisors shall be submitted to the regulatory authorities for review, they shall take office on the date of approval by the regulatory authorities.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
29	<p>Article 65 If a resolution of the general meeting violates any law or administrative regulation, the Shareholder shall have the right to file a petition to a people's court to invalidate the resolution (The provision for disputes settlement in the Articles of Association shall be applicable to disputes involving the holders of foreign shares).</p> <p>The controlling Shareholder and the actual controllers of the Bank shall not restrict or hinder medium and small investors from exercising the voting right according to law and shall not harm the lawful rights and interests of the Bank and the medium and small investors.</p> <p>Should the procedures to call for general meetings and the voting mechanism violate the law, administrative regulations and Articles of Association or contents of resolutions violates the Articles of Association, shareholders have the right to request the People's Court to revoke the resolutions within 60 days upon the passing of such resolutions (the provision for disputes settlement in the Articles of Association shall be applicable to disputes involving the holders of foreign shares).</p>	<p>Article 67 If a resolution of the general meeting violates any law or administrative regulation, the Shareholder shall have the right to file a petition to a people's court to invalidate the resolution (The provision for disputes settlement in the Articles of Association shall be applicable to disputes involving the holders of foreign shares).</p> <p>The controlling Shareholder and the actual controllers of the Bank shall not restrict or hinder medium and small investors from exercising the voting right according to law and shall not harm the lawful rights and interests of the Bank and the medium and small investors.</p> <p>Should the procedures to call for general meetings and the voting mechanism violate the law, administrative regulations and Articles of Association or contents of resolutions violates the Articles of Association, shareholders <u>shall</u> have the right to request the People's Court to revoke the resolutions within 60 days upon the passing of such resolutions (the provision for disputes settlement in the Articles of Association shall be applicable to disputes involving the holders of foreign shares).</p>	Standardize relevant expressions.

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
30	<p>Article 67 The list of candidates for Directors or Supervisors shall be submitted by way of proposal to the general meetings for voting.</p> <p>When voting on election of Directors and Supervisors at a general meeting, each candidate for Directors or Supervisors shall be voted on separately, the cumulative voting system may be adopted pursuant to the Articles of Association or the resolution of the general meeting.</p> <p>The cumulative voting system as referred to in the preceding paragraph shall mean that when Directors or Supervisors are being elected at a general meeting, each share has as many voting rights as the number of candidates for Directors or Supervisors, and the shareholders' voting rights may be used in a concentrated manner. The Board shall provide shareholders with the brief biographies and background information of the candidates for Directors or Supervisors.</p>	<p>Article 68 The list of candidates for Directors or Supervisors shall be submitted by way of proposal to the general meetings for voting.</p> <p>When voting on election of Directors and Supervisors at a general meeting, each candidate for Directors or Supervisors shall be voted on separately, the cumulative voting system may be adopted pursuant to the Articles of Association or the resolution of the general meeting.</p> <p>The cumulative voting system as referred to in the preceding paragraph shall mean that when Directors or Supervisors are being elected at a general meeting, each share has as many voting rights as the number of candidates for Directors or Supervisors, and the shareholders' voting rights may be used in a concentrated manner. The Board shall provide shareholders with the brief biographies and background information of the candidates for Directors or Supervisors.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
31	<p>Article 68 The list of candidates for Directors and Supervisors of the Bank shall be submitted to a general meeting for consideration in a form of proposal. The ways and procedures for nomination of Directors and Supervisors shall be as follows:</p> <p>(1) in the election for changing term of the Board of Directors as well as the Board of Supervisors, the list of candidates for Directors and Supervisors shall be proposed by the Nomination and Remuneration Committee under the Board of Directors and the Nomination Committee under the Board of Supervisors according to the number of Directors to be elected, and the number shall be within the scope of the number as provided for in the Articles of Association. The list of candidates for Directors and Supervisors may also be proposed to the Board of Directors as well as the Board of Supervisors by shareholders who individually or jointly hold more than 3% of the Bank's total shares with voting rights;</p> <p>(2) the Nomination and Remuneration Committee under the Board of Directors and the Nomination Committee under the Board of Supervisors conduct a preliminary examination on the qualifications and conditions of the candidates for Directors and Supervisors and submit the list of qualified candidates to the Board of Directors and the Board of Supervisors for consideration; after consideration and approval by the Board of Directors and the Board of Supervisors, the list of candidates for Directors and Supervisors shall be submitted as a written proposal to the general meeting;</p>	<p>Article 69 The list of candidates for Directors and Supervisors of the Bank shall be submitted to a general meeting for consideration in a form of proposal. The ways and procedures for nomination of Directors and Supervisors shall be as follows:</p> <p>(1) in the election for changing term of the Board of Directors as well as the Board of Supervisors, the list of candidates for Directors and Supervisors shall be proposed by the Nomination and Remuneration Committee under the Board of Directors and the Nomination Committee under the Board of Supervisors according to the number of Directors to be elected, and the number shall be within the scope of the number as provided for in the Articles of Association. The list of candidates for Directors and Supervisors may also be proposed to the Board of Directors as well as the Board of Supervisors by shareholders who individually or jointly hold more than <u>13%</u> of the Bank's total shares with voting rights;</p> <p>(2) the Nomination and Remuneration Committee under the Board of Directors and the Nomination Committee under the Board of Supervisors conduct a preliminary examination on the qualifications and conditions of the candidates for Directors and Supervisors and submit the list of qualified candidates to the Board of Directors and the Board of Supervisors for consideration; after consideration and approval by the Board of Directors and the Board of Supervisors, the list of candidates for Directors and Supervisors shall be submitted as a written proposal to the general meeting;</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
	<p>(3) before the general meeting is held, the candidates for Directors and Supervisors shall undertake in writing to accept the nomination and guarantee that the information disclosed publicly about them is true and complete and they shall duly perform their duties as Directors or Supervisors after they have been elected;</p> <p>(4) before the general meeting is held, the Board of Directors and the Board of Supervisors shall disclose to shareholders the detailed information about the candidates for Directors and Supervisors in accordance with the laws and regulations and the Articles of Association so as to ensure that the shareholders have a complete knowledge of the candidates at the time of voting;</p> <p>(5) each candidate for Directors or Supervisors shall be voted on separately at the general meeting; and</p> <p>(6) in the event of temporary addition or replacement of Directors and Supervisors, the Nomination and Remuneration Committee under the Board of Directors, the Nomination Committee under the Board of Supervisors or shareholders qualified for nomination shall propose a list of candidates and submit it to the Board of Directors and the Board of Supervisors for consideration, and to the general meeting for election or replacement.</p>	<p>(3) before the general meeting is held, the candidates for Directors and Supervisors shall undertake in writing to accept the nomination and guarantee that the information disclosed publicly about them is true and complete and they shall duly perform their duties as Directors or Supervisors after they have been elected;</p> <p>(4) before the general meeting is held, the Board of Directors and the Board of Supervisors shall disclose to shareholders the detailed information about the candidates for Directors and Supervisors in accordance with the laws and regulations and the Articles of Association so as to ensure that the shareholders have a complete knowledge of the candidates at the time of voting;</p> <p>(5) each candidate for Directors or Supervisors shall be voted on separately at the general meeting; and</p> <p>(6) in the event of temporary addition or replacement of Directors and Supervisors, the Nomination and Remuneration Committee under the Board of Directors, the Nomination Committee under the Board of Supervisors or shareholders qualified for nomination shall propose a list of candidates and submit it to the Board of Directors and the Board of Supervisors for consideration, and to the general meeting for election or replacement.</p>	

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
32	<p>Article 73 The minutes of general meetings shall contain the following items:</p> <p>(1) the number of shareholders and their proxies attending the meeting, the total number of voting shares they represent and the percentage of the total number of shares of the Bank they represent;</p> <p>(2) the date, time, place and convener of the meeting;</p> <p>(3) the agenda of the meeting;</p> <p>(4) the discussions in respect of each proposal, highlights of the speeches made at the meeting and the results of voting;</p> <p>(5) details of the queries or recommendations of the shareholders, and the corresponding answers or explanations;</p> <p>(6) the names of lawyers, counting officers and scrutineer;</p> <p>(7) the name of the presider of the meeting, and the names of Directors, supervisors, presidents and other senior managers present or in attendance at the meeting;</p> <p>(8) such other matters the general meeting deems shall be recorded in the minutes of the meeting in accordance with the provisions of the Articles of Association.</p>	<p>Article 74 The minutes of general meetings shall contain the following items:</p> <p>(1) the number of shareholders and their proxies attending the meeting, the total number of voting shares they represent and the percentage of the total number of shares of the Bank they represent;</p> <p>(2) the date, time, place and convener of the meeting;</p> <p>(3) the agenda of the meeting;</p> <p>(4) the discussions in respect of each proposal, highlights of the speeches made at the meeting and the results of voting;</p> <p>(5) details of the queries or recommendations of the shareholders, and the corresponding answers or explanations;</p> <p>(6) the names of lawyers, counting officers and scrutineer;</p> <p>(7) the name of the presider of the meeting, and the names of Directors, supervisors, presidents and other senior managers present or in attendance at the meeting;</p> <p>(8) such other matters the general meeting deems shall be recorded in the minutes of the meeting in accordance with the provisions of the Articles of Association.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
33	<p>Article 74 The attending Directors, Supervisors, secretary to the Board, convener or representative thereof, and the chairman of the meeting shall sign on the meeting minutes and ensure that the meeting minutes are true, accurate and complete. The meeting minutes, the signed attendance book of those shareholders on the spot and the powers of attorney for attendance by proxy, and the valid information relating to the voting shall be kept by the secretary to the Board at the domicile of the Bank permanently.</p>	<p>Article 75 The attending Directors, Supervisors, secretary to the Board, convener or representative thereof, and the chairman of the meeting shall sign on the meeting minutes and ensure that the meeting minutes are true, accurate and complete. The meeting minutes, the signed attendance book of those shareholders on the spot and the powers of attorney for attendance by proxy, and the valid information relating to the <u>online voting or voting in any other form</u> shall be kept by the secretary to the Board at the domicile of the Bank permanently.</p>	<p>Delete content related to Supervisors or the Board of Supervisors in accordance with the Notice of National Administration of Financial Regulation on Matters Concerning the Alignment of Corporate Governance Supervision Regulations with the Company Law which took effect on December 17, 2024.</p>
34	<p>Article 75 The Bank shall, in connection with the convening of a general meeting, engage lawyers to witness and issue legal opinions in respect of the following matters and make relevant announcements in accordance with the rules of the place where its shares are listed:</p> <p>(1) whether the procedures relating to the convening and the holding of such meeting comply with the laws, regulations and the Articles of Association;</p> <p>(2) the legality and validity of the qualifications of the attendees and the convener of the meeting;</p> <p>(3) the legality and validity of the voting procedures and voting results;</p> <p>(4) legal opinions issued on other related matters as requested by the Bank.</p>	<p>Article 76 The Bank shall, in connection with the convening of a general meeting, engage lawyers to witness and issue legal opinions in respect of the following matters and make relevant announcements in accordance with the rules of the place where its shares are listed:</p> <p>(1) whether the procedures relating to the convening and the holding of such meeting comply with the laws, <u>administrative</u> regulations and the Articles of Association;</p> <p>(2) the legality and validity of the qualifications of the attendees and the convener of the meeting;</p> <p>(3) the legality and validity of the voting procedures and voting results;</p> <p>(4) legal opinions issued on other related matters as requested by the Bank.</p>	<p>Standardize relevant expressions.</p>

**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
35	<p>Article 79 The Bank’s proposal to amend or abrogate the rights of class shareholders shall be subject to approval by way of a special resolution at a general meeting and approval by the shareholders of the class so affected at a class meeting convened in accordance with the requirements of Article 137 to Article 140 of the Articles of Association of the Bank.</p>	<p>Article 80 The Bank’s proposal to amend or abrogate the rights of class shareholders shall be subject to approval by way of a special resolution at a general meeting and approval by the shareholders of the class so affected at a class meeting convened in accordance with the requirements of Article 137-136 to Article 140 of the Articles of Association of the Bank.</p>	Adjust the corresponding serial numbers in accordance with the amendments to the Articles of Association.
36	<p>Article 80 Shareholders of the affected class, whether or not otherwise entitled to vote at general meetings originally, shall nevertheless be entitled to vote at class meetings in respect of matters concerning paragraphs (2) to (8), (11) to (12) of Article 79, but interested Shareholder(s) shall not be entitled to vote at class meetings.</p> <p>The meaning of “interested Shareholder(s)” as mentioned in the preceding paragraph is as follows:</p> <p>(1) in the case of a repurchase by the Bank of shares by pro rata offers to all shareholders or public dealing on the stock exchange according to Article 32 of the Articles of Association of the Bank, a Controlling Shareholder within the meaning of Article 356 of the Articles of Association of the Bank;</p>	<p>Article 81 Shareholders of the affected class, whether or not otherwise entitled to vote at general meetings originally, shall nevertheless be entitled to vote at class meetings in respect of matters concerning paragraphs (2) to (8), (11) to (12) of Article 79⁸⁰, but interested Shareholder(s) shall not be entitled to vote at class meetings.</p> <p>The meaning of “interested Shareholder(s)” as mentioned in the preceding paragraph is as follows:</p> <p>(1) in the case of a repurchase by the Bank of shares by pro rata offers to all shareholders or public dealing on the stock exchange according to Article 32 of the Articles of Association of the Bank, a Controlling Shareholder within the meaning of Article 356³¹³ of the Articles of Association of the Bank;</p>	Adjust the corresponding serial numbers in accordance with the amendments to the Articles of Association.

ANNEX 4**COMPARISON TABLE FOR THE AMENDMENTS TO
THE RULES OF PROCEDURE FOR THE GENERAL
MEETINGS OF BANK OF GANSU CO., LTD.**

NO.	ORIGINAL ARTICLES	AMENDED ARTICLES	BASIS OF AMENDMENT/ EXPLANATION
	<p>(2) in the case of repurchasing shares through an off-market agreement outside of the stock exchange by the Bank under Article 32 of the Articles of Association of the Bank, a Shareholder to whom the agreement relates;</p> <p>(3) in case of a proposed restructuring of the Company, shareholders who assume a relatively lower proportion of obligation than the obligations imposed on the other shareholders of that class or who have an interest in the proposed restructuring that is different from the general interests in such proposed restructuring of the other shareholders of that class shall be the “interested shareholders”.</p>	<p>(2) in the case of repurchasing shares through an off-market agreement outside of the stock exchange by the Bank under Article 32 of the Articles of Association of the Bank, a Shareholder to whom the agreement relates;</p> <p>(3) in case of a proposed restructuring of the Company, shareholders who assume a relatively lower proportion of obligation than the obligations imposed on the other shareholders of that class or who have an interest in the proposed restructuring that is different from the general interests in such proposed restructuring of the other shareholders of that class shall be the “interested shareholders”.</p>	

Note: In addition to the above amendments, the Chinese term “股東大會” in the Rules of Procedure for General Meetings of Bank of Gansu Co., Ltd. has been uniformly amended to “股東會”, which do not affect their English translation of “general meeting”. As these changes are not substantive, they are no longer listed article by article.

In order to keep the capital adequacy ratio constantly remaining at the required level, meet the capital requirements of the Bank for its continuous business development, utilise financing platforms flexibly and effectively and take advantage of opportunities in the capital market in a timely manner, and in accordance with the requirements of applicable laws and regulations of the PRC, the Listing Rules, and the Articles of Association, it is proposed that the Board approve and propose the general meeting to approve the proposal for granting the Board a general mandate to issue shares and matters including authority delegation by the Board.

I. Particulars of the General Mandate to Issue Shares

- (I) Subject to the conditions set out in Paragraph (II) below, the Board shall be authorized to separately or concurrently ratify, allot, issue, grant and/or otherwise deal with Shares (including treasury Shares, if any), securities convertible into Shares, share options and warrants of securities that are entitled to subscribe for any Shares or are convertible into Shares, or other securities that carry rights to subscribe for or are convertible into Shares during the Relevant Period (as defined below) (but no warrants, options or similar rights to subscribe shall be issued under the general mandate in exchange for cash).

Notwithstanding the fulfilment of the conditions set out in Paragraph (II) below, the Board shall obtain a separate mandate by way of a special resolution of the Shareholders prior to making the allotment of Shares with voting rights if such allotment will in fact result in a change of the control rights of the Bank.

- (II) The aggregate number of Shares (including treasury Shares, if any), securities convertible into Shares, share options and warrants of securities that are entitled to subscribe for any Shares or are convertible into Shares, or other securities that carry rights to subscribe for or are convertible into Shares proposed to be ratified, allotted, issued, granted and/or otherwise dealt with by the Board shall not exceed 20% of the total number of Shares of the Bank in issue (excluding treasury Shares, if any) as at the date on which this resolution is passed at the annual general meeting.
- (III) For the purposes of this resolution, “Relevant Period” means the period from the date on which this special resolution is passed at the general meeting until the earliest of the following:
1. the conclusion of the next annual general meeting of the Bank following the date on which this resolution is passed;
 2. the expiration of twelve months following the date on which this resolution is passed at the general meeting;
 3. the date on which the authority granted to the Board under this resolution is revoked or varied by a special resolution passed by the Shareholders at a general meeting.

- (IV) The Board shall be authorized to determine the details of the issuance plan, including but not limited to:
1. the class and number of Shares proposed to be issued;
 2. the pricing methods and/or the issue price (including the price range);
 3. the commencement and closing dates of the issuance;
 4. the specific use of proceeds;
 5. the making or granting of recommendations, agreements and options which might require the exercise of such powers;
 6. other contents that should be included in the specific issuance plan as required under relevant laws and regulations and other normative documents, and as requested by the relevant regulatory authorities and the stock exchange of the listing place.
- (V) The Board shall be authorized to implement the issuance plan and deal with matters relating to an increase in the registered capital of the Bank, so as to reflect the Shares authorized to be issued by the Bank under this resolution, and to make such amendments as appropriate and necessary to the clauses related to total share capital, capital structure and registered capital in the Articles of Association, to complete domestic and overseas statutory procedures for approval, registration and filing, and to take and complete any other actions and procedures which are necessary for the implementation of the issuance plan and the completion of the increase in the registered capital of the Bank.

II. Relevant Authorization

In order to improve the efficiency of decision-making, optimize internal approval procedures and seize market opportunities, with respect to dealing with matters in connection with the issuance of Shares under the general mandate, it is proposed that the Board approve and the Board in turn propose the general meeting to authorize the Board and the persons authorized by the Board to deal with matters in connection with the issuance of Shares under the general mandate. The specific details of the authorization given to the authorized persons by the Board will be separately determined upon the exercise of the general mandate by the Board under this resolution.

In 2025, the Independent Directors conscientiously and diligently performed their duties with integrity, based on an independent and objective stance, actively gave full play to the roles of Independent Directors in participating in decision-making, exercising supervisory checks and balances, and providing professional advisory services, continuously enhanced the effectiveness of corporate governance, and effectively protected the legitimate rights and interests of the Bank and all its Shareholders, in accordance with the Company Law, the Securities Law, the Guidelines on Corporate Governance of Banking and Insurance Institutions, the Listing Rules, and other domestic and overseas laws and regulations, as well as the Articles of Association and other relevant provisions. The performance of duties by Independent Directors during the year is reported as follows.

I. BASIC INFORMATION ON THE INDEPENDENT DIRECTORS

As of December 31, 2025, the fourth session of the Board of Directors comprised 12 members, including 5 Independent Directors, namely Mr. Liu Guanghua, Mr. Wang Lei, Mr. Hau Pak Sun, Mr. Li Zongyi, and Mr. Qiu Yongpan, whose diverse professional backgrounds and extensive expertise bring multi-dimensional analytical perspectives to Board decision-making. The number of Independent Directors of the Bank accounts for more than one third of all Directors, which is in compliance with relevant laws and regulations and the provisions of the Articles of Association. The Chairmen of three special committees under the Board of Directors, namely the Audit Committee, the Related Party Transaction and Risk Management Committee, and the Nomination and Remuneration Committee, are all Independent Directors. Except for the annual remuneration obtained, the Bank's Independent Directors do not have any business or financial interests in the Bank or its subsidiaries, nor do they hold any management positions in the Bank. The Bank has complied with relevant regulatory requirements in terms of the independence of its Independent Directors. On June 27, 2025, Mr. Dong Ximiao and Mr. Wang Tingting, Independent Directors of the third session of the Board of Directors, retired upon the expiry of their terms of office.

II. OVERVIEW ON PERFORMANCE OF DUTIES DURING THE YEAR

In 2025, the Bank convened 4 general meetings, at which 14 resolutions of various types were considered and approved and 4 reports were received; 11 meetings of the Board of Directors, at which 85 resolutions of various types were considered and approved and 1 report was received; and 25 meetings of the special committees of the Board of Directors, at which 83 resolutions of various types were considered. All Independent Directors actively attended the general meetings, meetings of the Board of Directors and its special committees, carefully reviewed the meeting materials, and actively participated in relevant pre-meeting communications and exchanges, gave full play to their independence and professionalism, deliberated on the resolutions of the meetings of the Board of Directors and its special committees, and expressed independent opinions in accordance with the relevant requirements. The attendance of the Independent Directors during the meetings in 2025 is set out as follows:

Independent Directors	General Meeting	Board Meetings	
	Attended in person	Attended in person	Attended by proxy
Mr. Liu Guanghua	4/4	11/11	0/11
Mr. Wang Lei	4/4	11/11	0/11

Independent Directors	General Meeting	Board Meetings	
	Attended in person	Attended in person	Attended by proxy
Mr. Hau Pak Sun	4/4	10/11	1/11
Mr. Li Zongyi	3/3	3/3	0/3
Mr. Qiu Yongpan	3/3	3/3	0/3
Mr. Dong Ximiao	1/1	4/4	0/4
Mr. Wang Tingting	1/1	4/4	0/4

In 2025, the attendance of Independent Directors during the meetings of the special committees of the Board of Directors is as follows:

Independent Director	Strategy and Development Committee		Audit Committee		Nomination and Remuneration Committee		Related Party Transactions and Risk Management Committee		Consumer Rights Protection Committee	
	Attended in person	Attended by proxy	Attended in person	Attended by proxy	Attended in person	Attended by proxy	Attended in person	Attended by proxy	Attended in person	Attended by proxy
	Mr. Liu Guanghua	-	-	-	-	2/2	0/2	9/9	0/9	2/2
Mr. Wang Lei	4/4	0/4	5/5	0/5	3/3	0/3	-	-	-	-
Mr. Hau Pak Sun	-	-	3/3	0/3	3/3	0/3	8/9	1/9	-	-
Mr. Li Zongyi	-	-	2/2	0/2	1/1	0/1	3/3	0/3	-	-
Mr. Qiu Yongpan	1/1	0/1	2/2	0/2	-	-	3/3	0/3	-	-
Mr. Dong Ximiao	-	-	2/2	0/2	2/2	0/2	4/4	0/4	-	-
Mr. Wang Tingting	-	-	-	-	2/2	0/2	4/4	0/4	-	-

Notes: (1) The number of “Attended in person” includes attendance in person and by such means as telephone and video.

- (2) During the Reporting Period, the Independent Directors of the Bank who were unable to attend the meetings of the Board of Directors and its special committees in person have entrusted other Directors with the attendance to the meetings and exercise of their voting rights on their behalves.

In 2025, the Independent Directors were faithful, diligent and standardized in the performance of their duties in strict accordance with relevant laws, regulations, regulatory provisions and the Articles of Association. They actively attended meetings of the Board of Directors and its special committees, carefully reviewed meeting materials before the meetings, and continuously and deeply understood the Bank’s corporate governance, strategic planning and promotion, operation and management, risk compliance, related-party transactions, consumer rights protection, internal audit and remuneration management through listening to the reports of senior management and other forms. During the meetings, they listened to the reports carefully, participated in the discussion and communication, exercised their voting rights at a prudent, rigorous and responsible attitude, and put forward constructive opinions and suggestions on related-party transactions, risk compliance, operation and management and other aspects, playing an important role in the decision-making of the Board of Directors. During the Reporting Period, the Independent Directors did not raise any objection to the relevant matters reviewed by the Board of Directors.

The Independent Directors of the Bank were able to actively participate in thematic training sessions on anti-money laundering, corporate governance of banking institutions and other topics in accordance with regulatory requirements and the Bank's arrangements, to continuously learn and master new regulatory rules and professional knowledge, pay attention to the development trends of the banking industry, and constantly improve the ability to perform their duties.

III. MAJOR CONCERNS IN PERFORMANCE OF DUTIES DURING THE YEAR

(I) Related party transactions

During the Reporting Period, the Bank strictly complied with the regulatory requirements, and conscientiously carried out various tasks such as the review of major related party transactions and filing of general related party transactions, with particular attention to the necessity, compliance and fairness of the pricing of related party transactions. Based on an independent and objective position and a prudent and responsible attitude, the Independent Directors issued independent opinions on the Bank's related party transactions in accordance with regulations, to ensure that the related party transactions were in compliance with internal approval procedures and fair pricing principles and were in the interests of the Bank and Shareholders as a whole.

(II) Assessment matters of regular reports and internal control reports

During the Reporting Period, the Board of Directors and the Audit Committee of the Bank considered and approved the annual report for 2024, the interim report for 2025, and the internal control assessment report for 2024. The Independent Directors attached importance to and supervised the financial information in the Bank's financial accounting reports and the internal control assessment report, considering that the financial accounting reports and internal control assessment report of the Bank were true, complete and accurate, and there were no materially false records, misleading statements or material omissions.

(III) Engagement or change of accounting firms

During the Reporting Period, in accordance with relevant requirements on the annual report work, the Independent Directors maintained adequate communication with the external auditors of the Bank and conscientiously performed relevant responsibilities and duties. The Board of Directors, its special committees and the general meeting of the Bank reviewed and approved the resolution on the re-appointment of ShineWing Certified Public Accountants LLP as the auditing firm. The Independent Directors concluded that ShineWing Certified Public Accountants was able to meet the requirements for providing audit services to the Bank in terms of professional competence, investor protection capability, integrity and independence, and was able to independently and objectively evaluate the Bank's financial status and operating results. Therefore, the Independent Directors agreed on the further engagement of ShineWing Certified Public Accountants as the Bank's financial report auditing firm for 2025.

(IV) Nomination and appointment of Directors and senior management members

During the Reporting Period, the Board of Directors considered the resolutions for the nomination of Director candidates, the election of members of the special committees of the fourth session of the Board of Directors, and the appointment of senior management members. The Independent Directors focused on the qualifications and conditions of the Director candidates and senior management members, as well as the legality and compliance of the nomination, review and voting procedures, and concluded that the qualifications of the relevant members were in compliance with the requirements of the Company Law and other relevant laws and regulations and the Articles of Association, and that the relevant election and appointment procedures were lawful and valid.

(V) Remuneration of Directors and senior management members

During the Reporting Period, the Board of Directors considered and approved the resolution on the remuneration distribution and settlement results for Directors and Supervisors for 2024 and the resolution on the remuneration distribution and settlement results for senior management members for 2024. The Independent Directors expressed independent opinions to agree on the above matters, considering that the review procedures for the settlement plans were in compliance with the Company Law and other relevant laws and regulations and the Articles of Association, and that there were no circumstances detrimental to the interests of the Bank and Shareholders, in particular the minority Shareholders.

(VI) Cash dividends and other returns to investors

The Bank has sound decision-making procedures and mechanisms regarding profit distribution and attaches great importance to the return to Shareholders. During the process of drafting the profit distribution plan, the Board of Directors extensively collected the opinions and requests from Shareholders, protected the legitimate rights and interests of small and medium-sized investors, and submitted the profit distribution plan to the general meeting for approval. The Independent Directors discharged their duties and played their roles diligently in the decision-making process of the profit distribution plan. They concluded that the Bank's profit distribution plan for 2024 was in compliance with the relevant laws and regulations on profit distribution and cash dividends, not only taking into account the requirements of the regulatory authorities' guidelines on cash dividends for listed companies, but also being conducive to the safeguarding of the continuous replenishment of endogenous capital in support of the sustained and healthy development of the Bank's business. There were no circumstances that would be detrimental to the interests of Shareholders as a whole and in particular, the minority Shareholders.

(VII) Implementation of information disclosure

During the Reporting Period, the Bank strictly complied with the laws and regulations, the Articles of Association and various information disclosure regulatory requirements, continuously strengthened proactive disclosure and enhanced disclosure transparency, and factually, accurately, completely, timely and fairly disclosed periodic reports, interim announcements and relevant information. The Independent Directors actively performed their duties in the preparation of periodic reports and information disclosure, communicated and discussed with external auditors, and urged external auditors to strengthen their audit of key areas.

(VIII) Protection of the legitimate rights and interests of depositors and minority Shareholders

During the Reporting Period, the Bank attached importance to the protection of the rights and interests of small and medium-sized investors and financial consumers, and incorporated consumer rights protection into corporate governance, corporate culture development and business development strategy. The consumer rights protection committee of the Board of Directors guided and urged the establishment and improvement of the management system for consumer rights protection, reviewed the consumer rights protection work report, studied the regulatory notifications on annual consumer rights protection work and the results of internal assessments, and urged the implementation of consumer rights protection strategies, policies and objectives. The Independent Directors actively performed their duties by paying attention to the protection of consumer rights and interests, so as to effectively protect the legitimate rights and interests of the depositors and minority Shareholders.

IV. OVERALL EVALUATION AND SUGGESTIONS

In 2025, the Independent Directors were able to strictly comply with the requirements of relevant laws and regulations, regulatory provisions and the Articles of Association, and, acting in good faith and with diligence and in a spirit of accountability to the Bank and all its Shareholders, leveraged their professional knowledge and experience in risk control, financial audit, and economic management to play their roles in participating in decision-making, exercising supervisory checks and balances, and providing professional advisory services within the Board of Directors, maintained effective communication with the Board of Directors and the management, and jointly promoted the Bank's standardized operations and sustained, stable and healthy development.

In 2026, the Independent Directors of the Bank will continue to observe the spirit of diligence and dedication, comply with relevant laws and regulations and the Articles of Association and other provisions, actively perform their duties, and give full play to their professional advantages to continuously enhance their capacity to perform their duties. Centering on the key priorities of the Board of Directors, they will independently and objectively express their opinions, protect the legitimate rights and interests of the Bank and all its Shareholders, and make greater contributions to the Bank's high-quality and sustainable development and the continuous deepening of corporate governance.

In accordance with the Guidelines on Corporate Governance of Banking and Insurance Institutions, the Measures for the Evaluation of the Performance of Directors and Supervisors of Banking and Insurance Institutions (Trial), the Articles of Association, the Measures for the Evaluation of Performance of Directors by the Board of Directors of Bank of Gansu Co., Ltd. (2021 Revision), the Measures for the Evaluation of Performance of Senior Management by the Board of Directors of Bank of Gansu Co., Ltd. (2021 Revision), and other relevant regulations, the Audit Committee of the Board of Directors organized and carried out the annual evaluation on the duty performance of the Board of Directors, the senior management and their members for 2025. The evaluation results are now reported as follows:

I. EVALUATION ON THE DUTY PERFORMANCE OF THE BOARD OF DIRECTORS AND DIRECTORS

(I) Evaluation on the duty performance of the Board of Directors

In 2025, the Board of Directors fully leveraged its decision-making and supervisory functions, made scientific assessments of economic and financial development trends, adhered to the general tone of seeking progress while maintaining stability, and pursued the dual main lines of development and risk reduction, driving high-quality development across the Bank. The Board of Directors conscientiously performed its duties, continuously improved the corporate governance mechanism, strengthened strategic guidance, consolidated capital management, enhanced risk and internal control management, and improved information disclosure and investor relations management. The Board regularly received specific assessment reports from the senior management on asset quality classification and risk management, and focused on preventing and mitigating risks and strengthening compliance management in line with the high-quality development objectives. The overall asset quality remained controllable, the business structure was continuously optimized, and key liquidity risk indicators maintained stable performance. Liquidity emergency management capabilities were continuously enhanced. Although high-quality liquid assets decreased compared with the beginning of the year, the Bank achieved the revitalization of resources and improvement of returns while maintaining stable risk resilience. The Board of Directors strictly complied with laws, regulations and regulatory requirements, conscientiously performed its duties, and supervised and urged the senior management to strictly implement the development strategy, business plans and various policies. The Board strengthened the development of the internal control system, supervised the senior management in effectively fulfilling its management responsibilities, and made timely evaluations and suggestions on the work and duties of the senior management. In 2025, the Bank held 4 annual general meetings, deliberating 14 resolutions; held 11 meetings of the Board of Directors, deliberating a total of 85 resolutions; and the five special committees under the Board of Directors held 25 meetings in aggregate, deliberating 83 resolutions, covering significant matters of the Bank including profit distribution, appointment of directors, and related party transactions.

(II) Evaluation on the duty performance of Directors**1. *Evaluation on the performance of fiduciary duties and compliance***

In 2025, all Directors subject to evaluation acted with honesty and diligence from the perspective of safeguarding the interests of the Shareholders and the overall interests of the Bank, conscientiously performed their duties, truthfully reported their personal information and related party relationships, and voluntarily accepted the supervision of regulatory authorities over their duty performance. No instances were found of any Director disclosing confidential information of the Bank, exploiting their position for improper personal gain or for the benefit of others, damaging the interests of the Bank or its shareholders, or otherwise violating laws, regulations or the Articles of Association.

2. *Evaluation on the performance of duties of diligence and professionalism*

All Directors were able to devote sufficient time and energy to the affairs of the Bank, attended general meetings, Board meetings and special committee meetings, carefully deliberated and listened to various resolutions and reports, and gained an in-depth understanding of the Bank's operations through attending meetings, conducting research and studying relevant materials. They made independent, professional and objective judgments on significant matters, ensuring that the information disclosed by the Bank was true, accurate and complete. All Directors personally attended more than two-thirds of the Board meetings. Each Independent Director worked at the Bank for no less than 15 working days. Directors who were unable to attend meetings due to unavoidable circumstances submitted written authorizations in accordance with the relevant regulations, clearly specifying their authorized opinions. The chairpersons of the Related Party Transaction and Risk Control Committee, the Audit Committee, and the Nomination and Remuneration Committee each worked at the Bank for no less than 20 working days, in compliance with regulatory requirements. All Directors possess sound educational backgrounds and extensive experience in economics and finance. They are able to fulfill their roles in accordance with the responsibilities of the Board of Directors, study and implement new regulatory requirements, actively participate in training on anti-money laundering, corporate governance of banking institutions and other relevant topics, continuously enhance the professionalism and effectiveness of their duty performance, and promote scientific decision-making by the Board of Directors.

All Directors were able to keep abreast of the Bank's business operations, management and risk profile in a timely manner, regularly reviewed the Bank's various operational reports, financial reports and risk management-related reports, and obtained a comprehensive understanding of the assessments made by regulatory authorities, external auditors and the public with respect to the

Bank. Drawing on their respective areas of expertise and professional experience, and through communication with management, all Directors gained an in-depth understanding of the operations of the Bank's departments and branches, carefully studied matters submitted for deliberation, exercised prudent judgment and offered opinions and suggestions. All Directors possess the professional knowledge, work experience and fundamental qualities necessary for the performance of their duties, demonstrate sound professional ethics, and have effectively fulfilled the responsibilities conferred upon them by applicable laws and regulations, regulatory requirements and the Articles of Association.

(III) Evaluation results on the duty performance of the Board of Directors and Directors

Upon evaluation, the evaluation results on the duty performance of the Board of Directors and the nine Directors, namely Liu Qing, Wang Xizhen, Zhang Bin, Zhang Junping, Ye Rong, Yang Chunmei, Liu Guanghua, Wang Lei and Hau Pak Sun, for 2025 are all rated as "Competent".

II. EVALUATION ON THE DUTY PERFORMANCE OF THE SENIOR MANAGEMENT AND ITS MEMBERS

(I) Evaluation on the duty performance of the Senior Management

In 2025, in accordance with applicable laws and regulations, the Articles of Association and the authorizations of the Board of Directors, the senior management of the Bank conscientiously implemented various national economic and financial policies and financial regulatory requirements, actively fulfilled the five key mandates in financial services, and earnestly implemented the resolutions adopted at the general meetings and Board meetings. Centering on the annual operation goals, the senior management strengthened risk management, paid close attention to asset quality, reinforced case prevention and control, and placed emphasis on product innovation, resource integration and technological innovation. The senior management fully, accurately and comprehensively implemented the new development philosophy, adhered to the general tone of seeking progress while maintaining stability, and pursued the dual main lines of development and risk reduction. Through hard work and perseverance under pressure, the senior management actively responded to market challenges, continuously strengthened liquidity risk management, made forward-looking plans for the overall volume and structural layout of business, proactively optimized business strategies, and increased the allocation of high-quality liquid assets. All liquidity regulatory indicators exceeded the regulatory standards, and the liquidity position remained sound. The senior management efficiently organized various operation and management activities, and the overall business operations maintained a trajectory of healthy development. As at the end of 2025, the Bank's total assets amounted to RMB435.896 billion, with a year-on-year increase of 5.11%; the balance of all loans

amounted to RMB229.619 billion, with a year-on-year decrease of 0.78%; the total liabilities amounted to RMB401.521 billion, with a year-on-year increase of 5.42%; the customer deposit balance amounted to RMB337.474 billion, with a year-on-year increase of 5.01%; and the owner's equity amounted to RMB34.375 billion, with a year-on-year increase of 1.59%. The scale indicators maintained a steady growth. The net profit amounted to RMB591 million, the non-performing loan ratio was 1.93%, the capital adequacy ratio was 12.07%, and the provision coverage ratio was 130.83%. All key operating indicators remained stable. No violation of laws, regulations or the Articles of Association was identified in the duty performance of the senior management.

(II) Evaluation on the duty performance of members of the senior management

In 2025, all members of the senior management subject to evaluation attached importance to the interests of all Shareholders and the overall interests of the Bank, strictly complied with national laws and regulations and the requirements of the Articles of Association, earnestly implemented national financial guidelines, policies and regulatory requirements, took the initiative to accept the oversight of regulatory authorities, honestly reported their relevant personal information and related relationships, and performed their management duties in accordance with laws and regulations. They carried out their work with integrity and diligence, effectively organized the daily operation and management of the Bank, conscientiously took charge of their respective business areas and related affairs, and focused on strengthening communication with the Board of Directors, giving full play to their individual enthusiasm and initiatives. All members of the senior management conscientiously implemented the resolutions of the Board of Directors and the requirements of regulatory authorities, exercised their management rights prudently, and carried out various tasks in a professional and pragmatic manner in accordance with their respective authorized division of labor, with diligence, dedication and teamwork. No instances were found of any member of the senior management violating laws, regulations or the Articles of Association, or exploiting their positions and authority within the Bank for personal gain or otherwise acting in a manner detrimental to the interests of the Bank or its Shareholders.

(III) Evaluation results on the duty performance of the senior management and its members

Upon evaluation, the evaluation results on the duty performance of senior management and the five senior management members, namely Wang Xizhen, Hao Jumei, Du Jing, Sun Xiaoming and Duan Jianxing, for 2025 are all rated as "Competent".

In accordance with the Administrative Measures for the Related Party Transactions of Banking and Insurance Institutions, the Listing Rules and the Measures on Management of the Related Party Transactions of Bank of Gansu Co., Ltd., and other relevant regulations, particulars of the Bank's related party transactions in 2025 are reported as follows:

I. MANAGEMENT OF THE LIST OF RELATED PARTIES IN 2025

(I) List under the rules of the NFRA

During the Reporting Period, in accordance with the Administrative Measures for the Related Party Transactions of Banking and Insurance Institutions and based on the principle of substance over form, the Bank identified a total of 7,044 related parties, comprising 731 related legal persons and 6,313 related natural persons. The related legal persons primarily included Gansu Province Highway Aviation Tourism Investment Group Co., Ltd. (shareholding: 18.3%), Gansu Provincial State-owned Assets Investment Group Co., Ltd. (shareholding: 12.67%), Gansu Financial Holding Group Co., Ltd. (shareholding: 8.29%), Jiuquan Iron & Steel (Group) Co., Ltd. (shareholding: 6.53%), Jinchuan Group Co., Ltd. (shareholding: 6.53%) and their controlling companies, as well as enterprises controlled by close relatives of related natural persons.

(II) List under the rules of the Stock Exchange

During the Reporting Period, in accordance with the Listing Rules, the Bank identified a total of 1,627 connected persons, comprising 1,307 connected legal persons and 320 connected natural persons. The connected legal persons primarily included Gansu Province Highway Aviation Tourism Investment Group Co., Ltd. (shareholding: 18.3%), Gansu Provincial State-owned Assets Investment Group Co., Ltd. (shareholding: 12.67%), and companies with which there is a connected relationship.

II. PARTICULARS OF RELATED PARTY TRANSACTIONS

(I) Credit granting transactions

1. Implementation under the rules of the NFRA

As of the end of December 2025, the net amount of credit granting transactions between the Bank and all related parties was RMB16.707 billion, accounting for 46.89% of the net capital of the Bank. Among which, the net amount of credit granting transactions with the five major Shareholders each holding more than 5% of the Shares and their related parties amounted to RMB16.594 billion, accounting for 46.57% of the net capital of the Bank; the net amount of credit granting transactions with the single largest related legal person (Gansu Asset Management Co., Ltd.) was RMB2.8 billion, accounting for 7.86% of the net capital of the Bank; the net amount of credit granting

transactions with the single largest related party group (Gansu Provincial State-owned Assets Investment Group Co., Ltd.) and its controlling companies was RMB5.043 billion, accounting for 14.15% of the net capital of the Bank; and the net amount of transactions with related natural persons and enterprises controlled by their close relatives was RMB113 million, accounting for 0.32% of the net capital of the Bank. The proportion of credit exposure to each major Shareholder group of the Bank is as follows:

Unit: RMB'0,000

No.	Name of Related Party	Net Amount of Related Party Transactions	Percentage of Net Capital
1	Gansu Provincial State-owned Assets Investment Group Co., Ltd.	504,308	14.15%
2	Gansu Financial Holding Group Co., Ltd.	418,672.63	11.75%
3	Gansu Province Highway Aviation Tourism Investment Group Co., Ltd.	379,680	10.66%
4	Jiuquan Iron & Steel (Group) Co., Ltd.	351,697	9.87%
5	Jinchuan Group Co., Ltd.	5,000	0.14%
6	Related natural persons and others	1.13	0.32%

2. *Implementation under the Listing Rules*

During the Reporting Period, the Bank provided loans and other credit facilities to connected persons with an aggregate balance of RMB31,711 million. The loans and other credit facilities provided by the Bank to the connected persons were entered into in the ordinary and usual course of business on normal commercial terms and with reference to prevailing market interest rates. Pursuant to Rule 14A.87(1) and Rule 14A.90 of the Listing Rules, these transactions constituted fully exempt connected transactions, and therefore were in compliance with the reporting, annual review, announcement, and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

(II) Asset transfer

During the Reporting Period, the Bank conducted three asset transfer transactions with related parties. The counterparty of all such transactions was Gansu Asset Management Co., Ltd.. The aggregate principal balance and interest of the transferred claims amounted to RMB20.083 billion, and the aggregate transfer price was RMB15.438 billion.

(III) Provision of services**1. Property leasing business**

The Bank entered into a property leasing agreement with JISCO Zhongtian Property Co., Ltd. (酒鋼集團中天置業有限公司) (“**Zhongtian Property**”). Pursuant to the agreement, Zhongtian Property agreed to lease a property located in Xiongguan District, Jiayuguan, Gansu Province to the Bank as the Bank’s business office, with a leasing term from July 1, 2025 to June 30, 2026 for an annual rental of RMB564,000. The transaction was entered into on commercial principles and conducted on conditions no more favorable than those of similar transactions with non-related parties.

The Bank entered into a property leasing agreement with Gansu Agricultural Reclamation Construction Engineering Co., Ltd. (甘肅省農墾建築工程有限責任公司). Pursuant to the agreement, Gansu Agricultural Reclamation Construction Engineering Co., Ltd. agreed to lease a shop located in Yumen City, Gansu Province to the Bank as the Bank’s business office, with a leasing term from February 1, 2025 to January 31, 2026 for an annual rental of RMB255,100. The transaction was entered into on commercial principles and conducted on conditions no more favorable than those of similar transactions with non-related parties.

2. Property services business

The Bank entered into a property management commission agreement with Lanzhou Changhong Property Management Co., Ltd. (蘭州長虹物業管理有限公司) (“**Changhong Property**”), an associate of Gansu Provincial State-owned Assets Investment Group Co., Ltd., a substantial Shareholder of the Bank. Pursuant to the agreement, Changhong Property agreed to provide property management services to Bank of Gansu Tower situated at Chengguan District, Lanzhou, Gansu Province, with a term from January 1, 2025 to December 31, 2025. The total annual service fees of the agreement amounted to RMB4,870,000. The transaction was entered into on commercial principles and conducted on conditions no more favorable than those of similar transactions with non-related parties.

(IV) Deposit and other transactions

During the Reporting Period, the total balance of deposits held by connected persons of the Bank was RMB17.005 billion. These deposits were conducted in the ordinary and usual course of business on normal commercial terms and with reference to prevailing market interest rates. Pursuant to Rule 14A.87(1) and Rule 14A.90 of the Listing Rules, these transactions constituted fully exempt connected transactions, and therefore were in compliance with the reporting, annual review, announcement, and independent shareholders’ approval requirements under Chapter 14A of the Listing Rules.

III. MANAGEMENT OF RELATED PARTY TRANSACTIONS**(I) Pricing management of related party transactions**

The pricing of transactions between the Bank and its related parties adheres to the principle of market pricing. Pricing standards are determined based on the specific nature of each type of transaction and are explicitly stipulated in the relevant agreements. For credit granting related party transactions, the pricing is determined in accordance with the pricing management requirements under the Measures of Bank of Gansu for the Pricing Management of RMB Loans (2022 Revision) (《甘肅銀行人民幣貸款定價管理辦法(2022年修訂)》), taking into account the credit rating and risk profile of the related party customer. For bond investment transactions, prices are determined through the centralized book-building system of asset exchanges, ensuring that transaction prices are fair and transparent and that procedures are in compliance with applicable laws and regulations.

(II) Approval of related party transactions

In strict compliance with regulatory requirements, the Bank continuously standardizes the approval process for related party transactions and strengthens business risk management. Adhering to the principles of good faith, openness and fairness, penetration identification and clear structure, the Bank submits material related party transactions on a transaction-by-transaction basis to the Related Party Transaction and Risk Control Committee for examination and to the Board of Directors for approval, and conducts relevant transactions in strict accordance with the related party transaction management requirements.

(III) Disclosure of related party transactions

During the Reporting Period, the Bank strictly complied with regulatory and internal institutional requirements to conduct related party transaction disclosure in a standardized manner, ensuring that material related party transactions are disclosed on a transaction-by-transaction basis within 15 working days after the business is conducted, and that general related party transactions are disclosed on a consolidated basis within 30 days after the end of each quarter.

In accordance with the Interim Measures for Equity Management of Commercial Banks, the Measures for the Supervision of the Behavior of Major Shareholders of Banking and Insurance Institutions (Trial) (“**Supervision Measures**”), and other regulatory requirements, the Bank conducted its annual assessment of substantial Shareholders (major Shareholders) for 2025, covering shareholder qualifications, financial condition, shareholding status, and related party transactions for the preceding year. The assessment confirms that the substantial Shareholders (major Shareholders) of the Bank comply with the applicable regulatory provisions governing substantial Shareholders (major Shareholders) of commercial banks. The specific assessment results are reported as follows.

I. BASIC INFORMATION ABOUT SUBSTANTIAL SHAREHOLDERS (MAJOR SHAREHOLDERS)

- (I) According to the Interim Measures for Equity Management of Commercial Banks, as of the end of 2025, the Bank had six substantial Shareholders, namely: Gansu Province Highway Aviation Tourism Investment Group Co., Ltd. (“**Gansu Highway Aviation Tourism**”), Gansu Provincial State-owned Assets Investment Group Co., Ltd. (“**Gansu State-owned Assets Investment Group**”), Gansu Financial Holding Group Co., Ltd. (“**Gansu Financial Holding Group**”), Jinchuan Group Co., Ltd. (“**Jinchuan Group**”), Jiuquan Iron & Steel (Group) Co., Ltd. (“**Jiuquan Iron & Steel Group**”), and Mengshang Bank Co., Ltd. (“**Mengshang Bank**”).
- (II) In accordance with the definition of major Shareholders of commercial banks under the Supervision Measures, as of the end of 2025, there were two Shareholders each holding more than 10% of the Bank’s equity, namely: the largest Shareholder, Gansu Highway Aviation Tourism Group, and the second largest Shareholder, Gansu State-owned Assets Investment Group.
1. Gansu Highway Aviation Tourism Group. Its registered capital is RMB100 billion and its legal representative is Yuan Dehao (袁得豪). Established in January 2011, Gansu Highway Aviation Tourism Group is a large, wholly state-owned provincial enterprise built upon Gansu High-grade Highways Construction and Development Co., Ltd. by integrating toll highways and some civil aviation airport resources across the province. The group is responsible for the investment, financing, construction, management, operation and development of expressways and first-class highways, general aviation, cultural tourism and other industries across the province, and has 38 first-tier subsidiaries, maintaining a domestic AAA credit rating and an international BBB+ credit rating.

2. Gansu State-owned Assets Investment Group. Its registered capital is RMB12,313,099,900 and its legal representative is Cheng Guangping (成廣平). Gansu State-owned Assets Investment Group is a super-large state-owned enterprise approved by the provincial government, the predecessor of which was Gansu Provincial State-owned Assets Management Co., Ltd. The group focuses on developing two major business segments of “financial and industrial businesses”, primarily encompassing non-ferrous metallurgy, power and energy, specialty agriculture, engineering consulting, biomedicine, electrical equipment, technology investment, and financial services. The group has controlling or equity stakes in 57 enterprises and directly or indirectly controls 9 listed companies, establishing a “State-owned Investment” brand with considerable influence in the province.
3. Gansu Financial Holding Group. Its registered capital is RMB15,838,676,200 and its legal representative is Qi Jianbang (祁建邦). Established in 2016, Gansu Financial Holding Group serves as the investment and financing center for state-owned financial capital across the province. The group controls 24 subsidiaries, has stakes in 34 enterprises, and has invested to establish 22 funds, spanning financial sectors such as securities, guarantees, funds, trusts, investments, leasing, credit reporting, microfinance, factor market, and supply chain finance.
4. Jinchuan Group. Its registered capital is RMB20,295,303,900 and its legal representative is Ruan Ying (阮英). Established in 1959 and headquartered in Jinchang, Gansu Province, Jinchuan Group is a super-large integrated enterprise engaged in mining, beneficiation, smelting, chemical processing, and deep processing, under the control of the People’s Government of Gansu Province. The group possesses the world’s third largest sulfide copper-nickel deposit and serves as China’s nickel and cobalt production base, the platinum-group metals refining center, and the largest copper producer in northern China. Its main products include nickel, copper, cobalt, gold, silver, platinum-group metals, advanced non-ferrous metal materials, and chemical products. In 2025, the group ranked 235th on the Fortune Global 500, 59th on the China Enterprise 500, 19th on the China Manufacturing Enterprise 500, and 4th in the non-ferrous metals industry.
5. Jiuquan Iron & Steel Group. Its registered capital is RMB14,572,477,700 and its legal representative is Cheng Zijian (程子建). Located in Jiayuguan City, Gansu Province, Jiuquan Iron & Steel Group was founded in 1958 and is China’s fourth steel joint enterprise to be developed through national planning, as well as the earliest, largest, and most diversified modern enterprise group engaged in both ferrous and non-ferrous metal industries in northwest China. After more than 60 years of development, the group has initially formed a pattern that achieves coordinated development among six main sectors, namely steel, non-ferrous metals, power and energy, equipment manufacturing, producer services, and modern agriculture.

6. Mengshang Bank. Its registered capital is RMB20 billion and its legal representative is Guo Lin (郭林). Mengshang Bank was jointly established on April 30, 2020 by Deposit Insurance Fund Management Company, CCB Financial Asset Investment Co., Ltd., Huishang Bank Corporation Limited, the financial authorities of Inner Mongolia Autonomous Region, Baotou City and Baotou Rare Earth High-tech Zone, and strong state-owned enterprises in the region. It is the largest city commercial bank by capital scale in the autonomous region.

As of the end of 2025, the shareholding of substantial Shareholders (major Shareholders) of the Bank is as follows:

No.	Name of Shareholder	Number of Shares Held (10,000 shares)	Shareholding Percentage (%)	Number of Pledged Shares	Type of Shareholder
1	Gansu Highway Aviation Tourism Group	275,769.61	18.30%	0	Major Shareholder, Substantial Shareholder
2	Gansu State-owned Assets Investment Group	190,925.10	12.67%	0	Major Shareholder, Substantial Shareholder
3	Gansu Financial Holding Group	125,000.00	8.29%	0	Substantial Shareholder
4	Jinchuan Group	98,397.23	6.53%	0	Substantial Shareholder
5	Jiuquan Iron & Steel Group	98,397.23	6.53%	0	Substantial Shareholder
6	Mengshang Bank	84,529.64	5.61%	0	Substantial Shareholder
	Total	873,018.81	57.93%	0	

Note: The shareholding of Gansu Highway Aviation Tourism Group includes 100,541,700 shares held by its wholly-owned subsidiary, Gansu Financial Capital Group.

As of the end of 2025, the penetration identification of the shareholding of substantial Shareholders of the Bank is as follows:

No.	Name of Substantial Shareholder	Controlling	Actual Controller	Persons	Ultimate Beneficiary	Dispatched
		Shareholder of Substantial Shareholder	of Substantial Shareholder	Acting in Concert with Substantial Shareholder	of Substantial Shareholder	Directors
1	Gansu Highway Aviation Tourism Group	State-owned Assets Supervision and Administration Commission of Gansu Provincial People's Government	State-owned Assets Supervision and Administration Commission of Gansu Provincial People's Government	None	State-owned Assets Supervision and Administration Commission of Gansu Provincial People's Government	Director Zhang Junping
2	Gansu State-owned Assets Investment Group	State-owned Assets Supervision and Administration Commission of Gansu Provincial People's Government	State-owned Assets Supervision and Administration Commission of Gansu Provincial People's Government	None	State-owned Assets Supervision and Administration Commission of Gansu Provincial People's Government	Director Liu Jian
3	Gansu Financial Holding Group	Gansu Provincial Department of Finance	Gansu Provincial Department of Finance	None	Gansu Provincial Department of Finance	Director Ye Rong
4	Jinchuan Group	Gansu State-owned Assets Investment Group	State-owned Assets Supervision and Administration Commission of Gansu Provincial People's Government	None	State-owned Assets Supervision and Administration Commission of Gansu Provincial People's Government	Director Li Chun
5	Jiuquan Iron & Steel Group	State-owned Assets Supervision and Administration Commission of Gansu Provincial People's Government	State-owned Assets Supervision and Administration Commission of Gansu Provincial People's Government	None	State-owned Assets Supervision and Administration Commission of Gansu Provincial People's Government	-
6	Mengshang Bank	None	None	None	None	Director Yang Chunmei

II. ANNUAL ASSESSMENT OF SUBSTANTIAL SHAREHOLDERS (MAJOR SHAREHOLDERS)**(I) Qualifications and financial status of Shareholders**

Gansu Highway Aviation Tourism Group, Jinchuan Group and Jiuquan Iron & Steel Group were promoters of the Bank when it was established, and have been the substantial Shareholders of the Bank since its establishment, and all of them have appointed Directors. Gansu State-owned Assets Investment Group and Gansu Financial Holding Group became the substantial Shareholders of the Bank after the capital injection in 2020. Mengshang Bank undertook the equity held by Baoshang Bank in the Bank, and obtained administrative approval from regulatory authorities for equity changes in June 2021. Prior to becoming substantial Shareholders of the Bank, the qualification of the six Shareholders had undergone regulatory approval. They possess good social reputation and credit records, with sound corporate governance and effective internal controls. The relationships between the six Shareholders and their actual controllers, related parties, parties acting in concert, and ultimate beneficiaries are clear and transparent. The Shareholders operate in a stable manner, and their key prudential regulatory indicators and investment in commercial banks comply with regulatory requirements.

(II) Shareholding status

In 2025, the shareholding of substantial Shareholders (major Shareholders) remained stable. The Shareholders have consistently supported the Bank in establishing an independent, sound and effectively balanced corporate governance structure. The shareholding of substantial Shareholders (major Shareholders) in the Bank complied with laws, regulations and regulatory provisions. The shares held are not subject to any pledges, freezes or restrictions on rights. The sources of capital contribution are legitimate, and there are no instances of fictitious capital contribution, inadequate capital contribution, circular capital contribution, withdrawal of capital contribution or disguised withdrawal of capital contribution. There are no instances of entrusting others or accepting entrustment from others to hold shares, or evading regulatory scrutiny through concealment of actual controllers, related relationships or other concealed conduct.

(III) Related party transactions during the previous year

In 2025, the Bank conducted various types of related party transactions in compliance with laws and regulations. The Bank regulated the related party transaction approval process in strict accordance with regulatory requirements and internal systems, and conducted related party transactions with substantial Shareholders (major Shareholders) adhering to the principles of good faith and fairness, on terms no more favorable than those of similar transactions with

non-related parties. There were no situations in which undue related party transactions were conducted with the Bank or improper benefits were obtained by leveraging their influence on the Bank through the means described in Article 22 of the Supervision Measures. The Bank has prepared the Report on Related Party Transactions of Bank of Gansu Co., Ltd. for 2025 (《甘肅銀行股份有限公司2025年度關聯交易開展情況報告》) in respect of the relevant matters.

(IV) Exercise of Shareholders' rights

In 2025, substantial Shareholders (major Shareholders) were able to perform their duties diligently in accordance with laws, regulations, regulatory provisions, and the Articles of Association, and lawfully and effectively participated in corporate governance through corporate governance procedures, exercising their Shareholder rights legitimately to safeguard the Bank's independent operations. There were no instances of abuse of Shareholder rights or improper interference with or restrictions on the Bank through their positions as major Shareholders or substantial Shareholders. Furthermore, substantial Shareholders exercised their nomination rights for Directors prudently, and the nominees met the relevant regulatory requirements. The dispatched Directors performed their duties diligently and effectively exercised their Directors' powers.

(V) Fulfillment of commitments

Substantial Shareholders (major Shareholders) have issued Shareholders' commitments in accordance with the Notice on Further Strengthening the Management of Commitments of Shareholders in Banking and Insurance Institutions, providing written commitments in respect of shareholder qualifications, sources of capital contribution, lawful exercise of rights, compliance with laws and regulations, and capital replenishment. In 2025, all substantial Shareholders (major Shareholders) effectively performed their commitments. No instances were found of interference with the Bank's day-to-day operations, demands for non-compliant dividend distributions, improper related party transactions, or obstruction of capital replenishment by other shareholders or entry of qualified shareholders, all of which would have damaged the lawful rights and interests of the Bank and other stakeholders. In addition, substantial Shareholders actively supported the Bank's development strategy and maintained the relative stability of the Bank's shareholding structure, with no instances of non-compliant transfer or reduction of the Shares.

(VI) Fulfillment of information disclosure obligations

Substantial Shareholders (major Shareholders) fulfilled their information reporting obligations in accordance with regulatory provisions, and regularly provided the Bank with additional and updated information on Shareholders and related parties.

They provided timely, truthful, accurate and complete feedback to the Bank on their own operating conditions, financial information, shareholding structure, controlling shareholders, actual controllers, related parties and transactions, with no false records, misleading statements or material omissions. The shares held by them were not subject to any litigation preservation measures or compulsory enforcement.

(VII) Implementation of the Articles of Association

Substantial Shareholders (major Shareholders) of the Bank were able to comply with the relevant provisions of the Articles of Association and equity management measures, and exercise their rights and perform their obligations in accordance with laws and regulations. There were no instances of overdue loans from the Bank. They supported the Board of Directors in formulating sound capital plans, cooperated with the Bank in reputation risk management, guided positive public opinions and protected the Bank's brand image. They supported the Bank in adjusting its profit distribution policy, balancing cash dividends and capital replenishment, and issued written commitments to replenish the Bank's capital when necessary in accordance with regulatory provisions.

(VIII) Compliance with laws, regulations and regulatory requirements

Currently, laws, rules and administrative regulations related to substantial Shareholders (major Shareholders) of the Bank mainly include the Guidelines on Corporate Governance of Banking and Insurance Institutions, the Interim Measures for Equity Management of Commercial Banks, the Administrative Measures for the Related Party Transactions of Banking and Insurance Institutions, and the Notice of the China Banking Regulatory Commission on Strengthening the Management of Equity Pledge of Commercial Banks. Meanwhile, the Bank also formulated and improved a series of policies and measures including the Measures for Equity Management of Bank of Gansu (Revised in 2024) and the Measures for Management of the Related Party Transactions of Bank of Gansu (Revised in 2025), with a view to constantly standardizing Shareholder conduct. In 2025, substantial Shareholders (major Shareholders) complied with laws, regulations and regulatory provisions, and no violations of prevailing laws, regulations and regulatory provisions related to shareholders of commercial banks were found.