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**THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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If you are in doubt as to any aspect of this supplemental circular or as to the action to be taken, you should consult your stock broker 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 Huishang Bank Corporation Limited\*, you should at once hand this supplemental circular, together with the supplemental proxy form, to the purchaser or the transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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

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**Huishang Bank Corporation Limited\***  
**徽商銀行股份有限公司\***

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

**(Stock Code: 3698)**

**SUPPLEMENTAL CIRCULAR**  
**INCLUSION OF ADDITIONAL PROPOSALS**  
**AND**  
**SUPPLEMENTAL NOTICE OF THE 2023**  
**ANNUAL GENERAL MEETING**

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The Annual General Meeting of the Bank will be postponed to be held at 9:00 a.m. on Saturday, June 29, 2024 at Conference Room 304, Area B, Huishang Bank Building, No. 1699 Yungu Road, Hefei, Anhui Province, the PRC. The supplemental notice of the Annual General Meeting is set out on pages 13 to 16 of this supplemental circular.

If you intend to appoint a proxy to attend the Annual General Meeting, you are required to complete and return the supplemental proxy form for the Annual General Meeting in accordance with the instructions printed thereon. H Shareholders should return the supplemental proxy form for the Annual General Meeting to Computershare Hong Kong Investor Services Limited, and Domestic Shareholders should return the supplemental proxy form for the Annual General Meeting to the Bank's registered office and principal place of business in the PRC respectively and in each case, in person or by post, not less than 24 hours before the time fixed for holding the Annual General Meeting (i.e. before 9:00 a.m. on Friday, June 28, 2024) or any adjourned meeting thereof. Completion and return of the supplemental proxy form will not preclude you from attending and voting in person at the Annual General Meeting or at any other adjourned meeting should you so wish.

This supplemental circular should be read in conjunction with the circular of the Bank dated May 14, 2024.

\* *Huishang Bank Corporation Limited 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.*

June 16, 2024

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## DEFINITIONS

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

“Additional Proposal on Annual Profit Distribution”	the Proposal on Profit Distribution of Huishang Bank for 2023 proposed by the Proposing Shareholder
“Additional Proposal on Special Dividend Plan”	the Proposal on Special Dividend Plan for Rewarding Shareholders of Huishang Bank proposed by the Proposing Shareholder
“AGM” or “Annual General Meeting”	the 2023 annual general meeting of the Bank postponed to be held at Conference Room 304, Area B, Huishang Bank Building, No. 1699 Yungu Road, Hefei, Anhui Province, the PRC at 9:00 a.m. on Saturday, June 29, 2024
“AGM Notice”	the AGM notice of the Bank dated May 14, 2024
“Bank” or “Huishang Bank”	Huishang Bank Corporation Limited (徽商銀行股份有限公司), a joint stock company incorporated in the PRC with limited liability, whose H Shares are listed on the Main Board of the Hong Kong Stock Exchange, including subsidiaries and subordinate branches
“Board” or “Board of Directors”	the board of directors of the Bank
“Director(s)”	the director(s) of the Bank
“Domestic Share(s)”	the ordinary share(s) issued by the Bank in the PRC with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in RMB
“Domestic Shareholder(s)”	holder(s) of the Domestic Share(s)
“H Share(s)”	the overseas-listed foreign share(s) in the share capital of the Bank, with a nominal value of RMB1.00 each, which are listed on the Main Board of the Hong Kong Stock Exchange
“H Share Registrar”	Computershare Hong Kong Investor Services Limited
“H Shareholder(s)”	holder(s) of the H Share(s)
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited

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## DEFINITIONS

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“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
“Original Annual Profit Distribution Plan”	the profit distribution plan for 2023 (namely, the Ordinary Resolution No. 3 for the AGM) proposed by the Bank to the AGM
“Original Circular”	the circular of the Bank dated May 14, 2024
“Original Proxy Form”	the proxy form published together with the Original Circular and the AGM Notice
“Proposing Shareholder”	Wealth Honest Limited, a subsidiary of Zhongjing Xinhua Asset Investment Management Co., Ltd., a substantial shareholder of the Bank, holding 421,869,000 H Shares of the Bank through HKSCC Nominees Limited
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Share(s)”	ordinary share(s) of the Bank, consisting of the Domestic Share(s) and the H Share(s)
“Shareholder(s)”	the shareholder(s) of the Bank

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## LETTER FROM THE BOARD

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### Huishang Bank Corporation Limited\*

### 徽商银行股份有限公司\*

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

(Stock Code: 3698)

*Executive Directors:*

Mr. Yan Chen (*Chairman*)

Mr. Kong Qinglong (*President*)

*Non-executive Directors:*

Mr. Ma Lingxiao

Mr. Wang Zhaohui

Mr. Wu Tian

Mr. Zuo Dunli

Mr. Gao Yang

Mr. Wang Wenjin

Mr. Zhao Zongren

*Independent non-executive Directors:*

Mr. Dai Peikun

Ms. Zhou Yana

Mr. Liu Zhiqiang

Mr. Yin Jianfeng

Ms. Huang Aiming

Mr. Xu Jiabin

*Registered office and principal*

*place of business in the PRC:*

Huishang Bank Building

No. 1699 Yungu Road

Hefei

Anhui 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

*To the Shareholders*

Dear Sir or Madam,

### 2023 ANNUAL GENERAL MEETING

#### I. INTRODUCTION

The Annual General Meeting of the Bank will be postponed to be held at 9:00 a.m. on Saturday, June 29, 2024 at Conference Room 304, Area B, Huishang Bank Building, No. 1699 Yungu Road, Hefei, Anhui Province, the PRC.

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## LETTER FROM THE BOARD

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On June 14, 2024, the Board, as the convener of the AGM, received additional proposals proposed by Wealth Honest Limited (directly or indirectly holding approximately 3.04% of the total issued ordinary share capital of the Bank) through HKSCC Nominees Limited. The convener agreed to submit the two additional proposals including the Additional Proposal on Annual Profit Distribution and the Additional Proposal on Special Dividend Plan as additional resolutions to the AGM in accordance with relevant regulations.

This supplemental circular should be read in conjunction with the Original Circular. The purpose of the Original Circular and this supplemental 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 proposed resolutions at the AGM.

### II. ADDITIONAL MATTERS TO BE RESOLVED AT THE AGM

Details of the matters to be considered at the AGM are set out in the AGM Notice contained in the Original Circular and in this supplemental notice of the AGM on pages 13 to 16 of this supplemental circular.

The Additional Proposal on Annual Profit Distribution and the Additional Proposal on Special Dividend Plan will be proposed to the AGM for consideration, respectively, in addition to those proposals set out in the Original Circular. Please refer to Appendix I and Appendix II to this supplemental circular for the full text of the Additional Proposal on Annual Profit Distribution and the Additional Proposal on Special Dividend Plan.

The Board hereby draws the Shareholders' attention to that, the Bank has proposed the Original Annual Profit Distribution Plan (namely the Ordinary Resolution No. 3 for the AGM) to the AGM. As set out in the Original Circular, in accordance with the Articles of Association, the Original Annual Profit Distribution Plan proposed by the Bank is as follows:

- (1) RMB1,352.64 million is to be appropriated to the statutory surplus reserve based on 10% of the net profit of RMB13,526.40 million of the Bank under the headquarters for 2023.
- (2) RMB1,609.48 million is to be appropriated to the general risk reserve based on 1.5% of the risk assets of the Bank under the headquarters in accordance with the Administrative Measures for the Provision of Reserves of Financial Enterprises (《金融企業準備金計提管理辦法》).
- (3) RMB1,352.64 million is to be appropriated to the discretionary surplus reserve based on 10% of the net profit of RMB13,526.40 million of the Bank under the headquarters for 2023.
- (4) The Bank proposes to distribute a cash dividend of RMB1.46 (tax inclusive) for every 10 Shares to all Shareholders on a basis of the total number of ordinary shares of 13,889,801,211 Shares of the Bank as at the end of 2023, with a total amount of cash dividend of approximately RMB2,027.91 million (tax inclusive).

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## LETTER FROM THE BOARD

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The Board is of the opinion that the Profit Distribution Plan for 2023 referred to in the Original Annual Profit Distribution Plan sufficiently considers the interests of all Shareholders and actual needs of the Bank's operation and is in the best interests of the Bank and its shareholders as a whole. Shareholders are reminded to vote reasonably after careful consideration:

- **If the Shareholders approve the Original Annual Profit Distribution Plan but disapprove the Additional Proposal on Annual Profit Distribution at the AGM, the Bank will distribute a cash dividend of RMB1.46 (tax inclusive) for every 10 Shares to the Domestic Shareholders and the H Shareholders whose names appear on the register of members of the Bank on Wednesday, July 10, 2024.**
- **If the Shareholders approve the Additional Proposal on Annual Profit Distribution but disapprove the Original Annual Profit Distribution Plan at the AGM, the Bank will distribute a cash dividend of RMB2.92 (tax inclusive) for every 10 Shares to the Domestic Shareholders and the H Shareholders whose names appear on the register of members of the Bank on Wednesday, July 10, 2024.**
- As the Original Annual Profit Distribution Plan and the Additional Proposal on Annual Profit Distribution are contradictory, **if they are both approved and passed at the AGM, the Bank will be unable to distribute dividends according to either of them**, and will then make further announcement(s) on the profit distribution arrangements for 2023 (including but not limited to the method of determining which dividend distribution plan to be adopted, record date for dividend, closure of register of members and expected dividend payment date).
- **If the Original Annual Profit Distribution Plan and the Additional Proposal on Annual Profit Distribution are both disapproved at the Annual General Meeting, the Bank will not distribute the 2023 final dividend according to either the Original Annual Profit Distribution Plan or the Additional Proposal on Annual Profit Distribution.**

### III. PROFIT DISTRIBUTION IMPLEMENTATION ARRANGEMENTS

If the Shareholders approve the Original Annual Profit Distribution Plan or Additional Proposal on Annual Profit Distribution at the AGM, the Bank will distribute the relevant dividend to the Domestic Shareholders and the H Shareholders whose names appear on the register of members of the Bank on Wednesday, July 10, 2024. The date of distribution is expected to be Thursday, August 22, 2024. In order to determine the eligibility of Shareholders for such dividends, the register of members of the Bank will be closed from Friday, July 5, 2024 to Wednesday, July 10, 2024 (both days inclusive). In order to be entitled to the above dividend, unregistered holders of H Shares of the Bank are required to lodge the relevant share transfer documents 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 for registration no later than 4:30 p.m. on Thursday, July 4, 2024.

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## LETTER FROM THE BOARD

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If the Additional Proposal on Special Dividend Plan is approved by the Shareholders at the AGM, relevant arrangements such as the timing of distribution and closure of the register of members will be announced separately in due course.

### IV. THE AGM

The AGM will be postponed to be held at 9:00 a.m. on Saturday, June 29, 2024 at Conference Room 304, Area B, Huishang Bank Building, No. 1699 Yungu Road, Hefei, Anhui Province, the PRC to consider and, if thought fit, to pass resolutions in respect to the matters set out in the AGM Notice and the supplemental notice of the AGM. The supplemental proxy form will be available for viewing on the HKEXnews website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Bank at [www.hsbank.com.cn](http://www.hsbank.com.cn). The supplemental notice of the Annual General Meeting is set out on pages 13 to 16 of this supplemental circular.

If you intend to appoint a proxy to attend the Annual General Meeting, you are required to complete and return the supplemental proxy form for the Annual General Meeting in accordance with the instructions printed thereon. H Shareholders should return the supplemental proxy form for the Annual General Meeting to Computershare Hong Kong Investor Services Limited, and Domestic Shareholders should return the supplemental proxy form for the Annual General Meeting to the Bank's registered office and principal place of business in the PRC respectively and in each case, in person or by post, not less than 24 hours before the time fixed for holding the Annual General Meeting (i.e. before 9:00 a.m. on Friday, June 28, 2024) or any adjourned meeting thereof. Completion and return of the supplemental proxy form will not preclude you from attending and voting in person at the Annual General Meeting or at any other adjourned meeting should you so wish.

The supplemental proxy form will not affect the validity of the Original Proxy Form duly completed by you. If you have already validly appointed a proxy to attend and act on your behalf at the AGM but have not completed and returned this supplemental proxy form, your proxy will have the right to vote on your behalf on the supplemental resolutions set out in the supplemental notice of the AGM at his/her discretion. If you have not completed and returned the Original Proxy Form but completed and returned the supplemental proxy form and validly appointed a proxy to attend and act on your behalf at the AGM, your proxy will have the right to vote on your behalf on the resolutions set out in the AGM Notice at his/her discretion unless otherwise instructed.

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## LETTER FROM THE BOARD

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### V. RECOMMENDATIONS

The Board is of the view that the Original Annual Profit Distribution Plan (namely the Ordinary Resolution No. 3 set out in the AGM Notice) fully considers the interests of all Shareholders and actual needs of the Bank's operation and is in the best interests of the Bank and its Shareholders as a whole. Therefore, the Board will not revoke the resolution and will submit it for the consideration and approval by the Shareholders at the AGM.

**Shareholders are reminded that the Additional Proposal on Annual Profit Distribution is contradictory to the Original Annual Profit Distribution Plan, and Shareholders should vote reasonably after careful consideration.**

By order of the Board  
**Huishang Bank Corporation Limited\***  
**Yan Chen**  
*Chairman*

Hefei, Anhui Province, the PRC

June 16, 2024

\* *Huishang Bank Corporation Limited 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.*

**PROPOSAL ON PROFIT DISTRIBUTION OF HUISHANG BANK FOR 2023  
ORDINARY RESOLUTION****TO: THE BOARD OF DIRECTORS OF HUISHANG BANK CORPORATION LIMITED**

We put forward the Proposal on Profit Distribution of Huishang Bank for 2023, pursuant to which we propose the following profit distribution plan of Huishang Bank for 2023:

I. RMB1,352.64 million is to be appropriated to the statutory surplus reserve based on 10% of the net profit of RMB13,526.40 million of Huishang Bank under the headquarters for 2023. RMB1,609.48 million is to be appropriated to the general risk reserve based on 1.5% of the closing balance of the risk assets of Huishang Bank under the headquarters. RMB1,352.64 million is to be appropriated to the discretionary surplus reserve based on 10% of the net profit of RMB13,526.40 million of Huishang Bank under the headquarters for 2023.

II. We propose to distribute a cash dividend of RMB2.92 (tax inclusive) for every 10 Shares to all Shareholders on a basis of the total number of ordinary shares of 13,889,801,211 Shares of Huishang Bank as at the end of 2023, with a total amount of cash dividend of approximately RMB4,057.92 million (tax inclusive), accounting for 30% of the net profit of RMB13,526.40 million of Huishang Bank under the headquarters for 2023.

Please consider the aforesaid proposal at the general meeting.

Annex: Description of the Proposal

*Note:* The Description of the Proposal forms an integral part of the proposal and the convenor shall publish it when making announcement(s)

Proposing Shareholder: Wealth Honest Limited

June 5, 2024

**Annex:****Description of Proposal**

The performance of Huishang Bank in 2023 was positive and outstanding, delivering a satisfactory answer to shareholders and the society. However, we believed that compared with the brilliant performance, the profit distribution plan as set out in Resolution No. 3 “Profit Distribution Plan for 2023” (the “**Resolution No. 3**”) in the Letter from the Board contained in the circular of Huishang Bank for the 2023 Annual General Meeting dated May 14, 2024 was not entirely reasonable.

Since 2023, the government and regulators have consecutively issued a number of documents, in particular, the government issued the new “National Nine Articles (國九條)” for the capital market in 2024, proposing to strengthen the supervision over cash dividends of listed companies, increase incentives for high-quality companies in distributing dividend, push to improve the dividend payout ratio, effectively enhance the level of returns to investors, and improve the normalization mechanism of dividend payment for listed companies to stabilize the expectation of investors on dividend payment. This year, dozens of large, medium, and small listed banks have responded to the “National Nine Articles (國九條)” by announcing that they will implement interim dividend plans, with the dividend payout ratio maintaining at 30%, which reflects the importance attached by the banks on returns to investor, and the positive impact of the regulatory policy on the dividend payment of listed banks. In fact, over the past few years, the overall cash dividend payout ratio of listed banks has remained stable at 30%.

In 2023, Huishang Bank ranked 123rd among the top 1,000 banks in the world and 24th in terms of core tier 1 capital and 22nd in terms of total assets and net profit among the China’s top 100 banks. Huishang Bank remains among the top 6 city commercial banks, following its advanced peers including Bank of Beijing, Bank of Shanghai, Bank of Jiangsu, Bank of Ningbo and Bank of Nanjing.

From 2013 to 2015 after its H-share listing, Huishang Bank followed recommendations from institutions and maintained a cash dividend payout ratio of over 30%. However, since 2016, Huishang Bank’s dividend payout ratio has been significantly reduced, and has consistently ranked among the lowest in listed banks. The dividend payout ratio in the profit distribution plan for 2023 proposed in the Resolution No. 3 was only 15%, which was seriously incompatible with Huishang Bank’s performance, industry status and image, and also dampened the confidence of the minority shareholders who have been staying with and supporting Huishang Bank. The expectation for prolonged low and unstable dividend distribution has also materially hindered the implementation of the established strategy of the Anhui Provincial Party Committee and the Anhui provincial government in respect of the A-share listing of Huishang Bank.

In order to restore the confidence of shareholders and the capital market, and accelerate the progress of Huishang Bank's A-share IPO, we put forward the Proposal on Profit Distribution of Huishang Bank for 2023, pursuant to which we propose to increase the cash dividend payout ratio for 2023 to 30%, in response to the clear policy guidance of the government, regulators and capital market and with an aim to improve Huishang Bank's subsequent performance in the capital market, including the A-share IPO. The dividend distribution plan for 2023, whether implementing alone or implementing together with the additional proposal proposed by us for the general meeting, namely the Proposal on Special Dividend Plan for Rewarding Shareholders of Huishang Bank, can meet the various capital adequacy regulatory requirements of the regulators (after taking into account Huishang Bank's own capital adequacy buffer range) and will cause no impact on Huishang Bank's capital adequacy ratio.

**PROPOSAL ON SPECIAL DIVIDEND PLAN FOR  
REWARDING SHAREHOLDERS OF HUISHANG BANK  
ORDINARY RESOLUTION**

**TO: THE BOARD OF DIRECTORS OF HUISHANG BANK CORPORATION LIMITED**

According to the performance of Huishang Bank and its peer situation, we put forward the Proposal on Special Dividend Plan for Rewarding Shareholders of Huishang Bank, pursuant to which we propose the following special dividend plan of Huishang Bank for rewarding shareholders for their continued support and trust:

The cash dividend payout ratio of Huishang Bank from 2016 to 2022 is to be increased to 30%. The difference between the distributed cash dividends of Huishang Bank and 30% of the net profit of Huishang Bank under the headquarters in each year from 2016 to 2022 (RMB1,349.2843 million, RMB1,950.8411 million, RMB1,892.4090 million, RMB953.7380 million, RMB2,744.2440 million, RMB1,859.7057 million and RMB1,783.0440 million, respectively, totaling RMB12,533.2661 million) is to be distributed. A cash dividend of RMB9.02 (tax inclusive) for every 10 Shares is to be distributed to all Shareholders on a basis of the total number of ordinary shares of 13,889,801,211 Shares of Huishang Bank as at the end of 2023, with a total amount of cash dividend of approximately RMB12,533.2661 million (tax inclusive), accounting for 19.68% of the total net profit of RMB63,671.4330 million of Huishang Bank under the headquarters from 2016 to 2022.

Please consider the aforesaid proposal at the general meeting.

Annex: Description of the Proposal

*Note:* The Description of the Proposal forms an integral part of the proposal and the convenor shall publish it when making announcement(s)

Proposing Shareholder: Wealth Honest Limited

June 5, 2024

**Annex:****Description of the Proposal**

It has been nearly four years since Huishang Bank acquired the assets of former Baoshang Bank in 2020. In just the three years from 2021 to 2023, Huishang Bank's total assets increased from RMB1.27 trillion to RMB1.8 trillion, net assets per Share increased from RMB6.27 to RMB8.85, and non-performing loan ratio decreased from 1.98% to 1.26%. Its net profit increased from RMB9.57 billion in 2021 to RMB15 billion in 2023. Over the past three years, Huishang Bank has continued to consolidate its leading position among domestic city commercial banks. In 2023, Huishang Bank ranked 123rd among the top 1,000 banks in the world, and 24th in terms of core tier 1 capital and 22nd in terms of total assets and net profit among China's top 100 banks. Huishang Bank remains among the top 6 city commercial banks in China, following its advanced peers including Bank of Beijing, Bank of Shanghai, Bank of Jiangsu, Bank of Ningbo and Bank of Nanjing. Such figures fully demonstrate that Huishang Bank has now shaken off the negative impact of its historical burdens on its operating performance.

From 2013 to 2015 after its H-share listing, Huishang Bank followed recommendations from institutions and maintained a cash dividend payout ratio of over 30%. However, since 2016, Huishang Bank's dividend payout ratio has been significantly reduced, and has consistently ranked among the lowest in listed banks. In 2021 and 2022, Huishang Bank formulated and implemented profit distribution plans which were far below the industry average standards. In 2021 and 2022, the cash dividends of Huishang Bank as a percentage of the net profit of the Group under the headquarters were only 12% and 15%, respectively, representing an aggregated dividend payout ratio of only 13.62% for the two years, ranking among the lowest in all 62 A-share and H-share listed banks. This was seriously incompatible with Huishang Bank's performance, industry status and image during the same periods, and also dampened the confidence of the minority shareholders who have been staying with and supporting Huishang Bank. The expectation for prolonged low and unstable dividend distribution has also materially hindered the implementation of the established strategy of the Anhui Provincial Party Committee and the Anhui provincial government in respect of the A-share listing of Huishang Bank.

In order to reward shareholders for their continued support and trust, restore the confidence of shareholders and the capital market, and accelerate the progress of Huishang Bank's A-share IPO, we put forward the Proposal on Special Dividend Plan for Rewarding Shareholders of Huishang Bank, pursuant to which we propose to increase the cash dividend payout ratio from 2016 to 2022 to 30%, in response to the clear policy guidance of the government, regulators and capital market and with an aim to improve Huishang Bank's subsequent performance in the capital market, including the A-share IPO. The special dividend plan, whether implementing alone or implementing together with the other additional proposal proposed by us for the general meeting, namely the Proposal on Profit Distribution of Huishang Bank for 2023, can meet the various capital adequacy regulatory requirements of the regulators (after taking into account Huishang Bank's own capital adequacy buffer range) and will cause no impact on Huishang Bank's capital adequacy ratio.

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## SUPPLEMENTAL NOTICE OF THE ANNUAL GENERAL MEETING

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### Huishang Bank Corporation Limited\*

### 徽商银行股份有限公司\*

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

**(Stock Code: 3698)**

## SUPPLEMENTAL NOTICE OF THE 2023 ANNUAL GENERAL MEETING

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the 2023 Annual General Meeting (the “**AGM**”) dated May 14, 2024, as well as the announcement with regard to postponement of the AGM and the corresponding arrangements (the “**Postponement Announcement**”) dated June 16, 2024 of Huishang Bank Corporation Limited\* (the “**Bank**”). Unless otherwise defined herein, terms used in this supplemental notice shall have the same meanings as those defined in the Circular, the Notice and the Postponement Announcement.

As stated in the Postponement Announcement, the AGM will be postponed to be held at 9:00 a.m. on Saturday, June 29, 2024 at Conference Room 304, Area B, Huishang Bank Building, No. 1699 Yungu Road, Hefei, Anhui Province, the PRC.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that on June 14, 2024, the Board, as the convener of the AGM, received additional proposals for the AGM proposed by Wealth Honest Limited (directly or indirectly holding approximately 3.04% of the total issued ordinary share capital of the Bank) (the “**Proposing Shareholder**”) through HKSCC Nominees Limited. The convener agreed to submit the following additional resolutions to the AGM in accordance with relevant regulations:

### SUPPLEMENTAL ORDINARY RESOLUTIONS

11. to consider and approve the Proposal on Profit Distribution of Huishang Bank for 2023 (additional proposal submitted by the Proposing Shareholder)
12. to consider and approve the Proposal on Special Dividend Plan for Rewarding Shareholders of Huishang Bank (additional proposal submitted by the Proposing Shareholder)

The special resolutions (11) to (14) as set out in the Notice shall be renumbered as special resolutions (13) to (16). The adjustment to the numbering will not affect the validity of the Original Proxy Form duly completed by the Shareholders.

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## SUPPLEMENTAL NOTICE OF THE ANNUAL GENERAL MEETING

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The Shareholders are reminded that the supplemental Ordinary Resolution No. 11 and the Ordinary Resolution No. 3 set out in the Notice (to consider and approve the Profit Distribution Plan of the Bank for 2023) are two separate resolutions, and the Shareholders shall vote separately in respect of the two resolutions. **These two resolutions are contradictory and the Shareholders (except for HKSCC Nominees Limited) should not vote in favor of both resolutions at the same time.**

The Board is of the opinion that the 2023 profit distribution plan set out in Ordinary Resolution No. 3 sufficiently considers the interests of all Shareholders and actual needs of the Bank's operation, and is in the best interests of the Bank and its Shareholders as a whole. Shareholders are reminded to vote reasonably after careful consideration:

- **If the Shareholders approve the Original Annual Profit Distribution Plan but disapprove the Additional Proposal on Annual Profit Distribution at the AGM, the Bank will distribute a cash dividend of RMB1.46 (tax inclusive) for every 10 Shares to the Domestic Shareholders and the H Shareholders whose names appear on the register of members of the Bank on Wednesday, July 10, 2024.**
- **If the Shareholders approve the Additional Proposal on Annual Profit Distribution but disapprove the Original Annual Profit Distribution Plan at the AGM, the Bank will distribute a cash dividend of RMB2.92 (tax inclusive) for every 10 Shares to the Domestic Shareholders and the H Shareholders whose names appear on the register of members of the Bank on Wednesday, July 10, 2024.**
- As the Original Annual Profit Distribution Plan and the Additional Proposal on Annual Profit Distribution are contradictory, **if they are both approved and passed at the AGM, the Bank will be unable to distribute dividends according to either of them**, and will then make further announcement(s) on the profit distribution arrangements for 2023 (including but not limited to the method of determining which dividend distribution plan to be adopted, record date for dividend, closure of register of members and expected dividend payment date).
- **If the Original Annual Profit Distribution Plan and the Additional Proposal on Annual Profit Distribution are both disapproved at the Annual General Meeting, the Bank will not distribute the 2023 final dividend according to either the Original Annual Profit Distribution Plan or the Additional Proposal on Annual Profit Distribution.**

By order of the Board  
**Huishang Bank Corporation Limited\***  
**Yan Chen**  
*Chairman*

Hefei, Anhui Province, the PRC  
June 16, 2024

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## SUPPLEMENTAL NOTICE OF THE ANNUAL GENERAL MEETING

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*Notes:*

1. Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), all votes of resolutions at the AGM will be taken by poll except where the chairman decides to allow a resolution which 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](http://www.hkexnews.hk)) and the website of the Bank ([www.hsbank.com.cn](http://www.hsbank.com.cn)) in accordance with the Listing Rules.

The Shareholders of the Bank are reminded that due to the postponement of the AGM, the period for closure of the register of members of the Bank to determine the eligibility of Shareholders to attend the AGM will be changed from the original period from Wednesday, May 29, 2024 to Friday, June 28, 2024 (both days inclusive) to the new period from Wednesday, May 29, 2024 to Saturday, June 29, 2024 (both days inclusive), during which period no transfer of Shares will be effected. Shareholders whose names appear on its register of members upon the closing of the business day of Tuesday, May 28, 2024 shall be entitled to attend the AGM and vote thereon.

If the Shareholders approve the Original Annual Profit Distribution Plan or Additional Proposal on Annual Profit Distribution at the AGM, the Bank will distribute the relevant dividend to the Domestic Shareholders and the H Shareholders whose names appear on the register of members of the Bank on Wednesday, July 10, 2024. The date of distribution is expected to be Thursday, August 22, 2024. In order to determine the eligibility of Shareholders for such dividends, the register of members of the Bank will be closed from Friday, July 5, 2024 to Wednesday, July 10, 2024 (both days inclusive). In order to be entitled to the above dividend, unregistered holders of H Shares of the Bank are required to lodge the relevant share transfer documents 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 for registration no later than 4:30 p.m. on Thursday, July 4, 2024.

If the Additional Proposal on Special Dividend Plan is approved by the Shareholders at the AGM, relevant arrangements such as the timing of distribution and closure of the register of members will be announced separately in due course.

2. For details of the other resolutions to be considered and approved at the AGM, the eligibility for attending the AGM, the registration procedures and other matters, please refer to the Notice.
3. The supplemental proxy form of the AGM will be available for viewing on the HKEXnews website of Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) and the website of the Bank at [www.hsbank.com.cn](http://www.hsbank.com.cn). The supplemental proxy form, together with the notarized power of attorney or any other authorization documents must be returned to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited (for H Shareholders) or the registered office and principal place of business of the Bank in the PRC (for Domestic Shareholders) in person or by post in any event not less than 24 hours before the time stipulated for convening the AGM (i.e. before 9:00 a.m. on Friday, June 28, 2024) or any adjourned meeting thereof.
4. The supplemental proxy form of the AGM is to be used for the supplemental resolutions set out in this supplemental notice, and will not affect the validity of the Original Proxy Form duly completed by you in respect of the resolutions set out in the Notice. If you have already validly appointed a proxy to attend and act on your behalf at the AGM but have not completed and returned the supplemental proxy form of the AGM, your proxy will have the right to vote on your behalf on the supplemental resolutions set out in this supplemental notice at his/her discretion. If you have not completed and returned the Original Proxy Form but completed and returned the supplemental proxy form and validly appointed a proxy to attend and act on your behalf at the AGM, your proxy will have the right to vote on your behalf on the resolutions set out in the AGM Notice at his/her discretion unless otherwise instructed.
5. Other matters in connection with the AGM (other than the supplemental resolutions set out in this supplemental AGM Notice, convening time of the AGM, dividend distribution arrangement and the closing date for share registration) remain the same. For details of the other resolutions to be considered and approved at the AGM and other related matters, please refer to the Circular and the Notice available at the HKEXnews website of Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Bank ([www.hsbank.com.cn](http://www.hsbank.com.cn)).

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## SUPPLEMENTAL NOTICE OF THE ANNUAL GENERAL MEETING

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6. Other matters:

A. The AGM is expected to last for no more than half day. Shareholders and their proxies attending the Meeting shall bear their own traveling and accommodation expenses.

B. The address of Computershare Hong Kong Investor Services Limited is:

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

The address of the registered office and principal place of business in the PRC of the Bank is:

The Board Office  
Huishang Bank Building, No. 1699 Yungu Road  
Hefei, Anhui Province  
the PRC  
Tel No.: (86) 0551 6519 5721/6266 7806  
Fax No.: (86) 0551 6266 7661

*As at the date of this supplemental notice, the Board of the Bank comprises Yan Chen and Kong Qinglong as executive directors; Ma Lingxiao, Wang Zhaohui, Wu Tian, Zuo Dunli, Gao Yang, Wang Wenjin and Zhao Zongren as non-executive directors; Dai Peikun, Zhou Yana, Liu Zhiqiang, Yin Jianfeng, Huang Aiming and Xu Jiabin as independent non-executive directors.*

\* *Huishang Bank Corporation Limited 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.*