



**SHENGJING BANK CO., LTD.\***  
**盛京銀行股份有限公司\***

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

(Stock Code: 02066)

**PROXY FORM FOR THE 2018 FIRST EXTRAORDINARY GENERAL MEETING  
 TO BE HELD ON WEDNESDAY, 28 FEBRUARY 2018**

No. of Shares to which this Proxy Form relates <sup>(Note 2)</sup>	
Type of Shares (Domestic Shares or H Shares) to which this Proxy Form relates <sup>(Note 2)</sup>	

I/We <sup>(Note 1)</sup> \_\_\_\_\_  
 of \_\_\_\_\_  
 being the registered holder(s) of \_\_\_\_\_ shares <sup>(Note 2)</sup>  
 of RMB1.00 each in the capital of **Shengjing Bank Co., Ltd.** (the "Bank") **HEREBY APPOINT THE CHAIRPERSON OF THE MEETING** or <sup>(Note 3)</sup> \_\_\_\_\_  
 of \_\_\_\_\_

as my/our proxy to attend and act for me/us at the 2018 first extraordinary general meeting of the Bank to be held at Room 604, 6/F, No. 109 Beizhan Road, Shenhe District, Shenyang, Liaoning Province, the PRC at 1:30 p.m. on Wednesday, 28 February 2018 (the "Meeting") (and at any adjournment thereof) for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at the Meeting (and at any adjournment thereof) to vote for me/us and in my/our name(s) in respect of the resolutions as indicated below. Unless otherwise stated, terms used in the notice of the Meeting dated 13 January 2018 in connection with the resolutions below shall have the same meaning when used herein.

ORDINARY RESOLUTIONS		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>	Abstain <sup>(Note 4)</sup>
1.	Proposed election of Mr. Zhang Qiyang as executive director of the sixth session of the Board;			
2.	Proposed election of Mr. Zhang Qiang as executive director of the sixth session of the Board;			
3.	Proposed election of Mr. Wang Yigong as executive director of the sixth session of the Board;			
4.	Proposed election of Mr. Wu Gang as executive director of the sixth session of the Board;			
5.	Proposed election of Mr. Qiu Huofa as non-executive director of the sixth session of the Board;			
6.	Proposed election of Mr. Liu Yanxue as non-executive director of the sixth session of the Board;			
7.	Proposed election of Mr. Li Jianwei as non-executive director of the sixth session of the Board;			
8.	Proposed election of Mr. Li Yuguo as non-executive director of the sixth session of the Board;			
9.	Proposed election of Mr. Yuen Wing Shing as non-executive director of the sixth session of the Board;			
10.	Proposed election of Mr. Zhao Weiqing as non-executive director of the sixth session of the Board;			
11.	Proposed election of Mr. Ni Guoju as independent non-executive director of the sixth session of the Board;			
12.	Proposed election of Mr. Jiang Ce as independent non-executive director of the sixth session of the Board;			
13.	Proposed election of Mr. Tai Kwok Leung, Alexander as independent non-executive director of the sixth session of the Board;			

ORDINARY RESOLUTIONS		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>	Abstain <sup>(Note 4)</sup>
14.	Proposed election of Mr. Xing Tiancai as independent non-executive director of the sixth session of the Board;			
15.	Proposed election of Mr. Li Jinyi as independent non-executive director of the sixth session of the Board;			
16.	Proposed election of Mr. Pan Wenge as shareholder representative supervisor of the sixth session of the supervisory board;			
17.	Proposed election of Mr. Liu Huidi as shareholder representative supervisor of the sixth session of the supervisory board;			
18.	Proposed election of Mr. Yu Haobo as shareholder representative supervisor of the sixth session of the supervisory board;			
19.	Proposed election of Mr. Ba Junyu as external supervisor of the sixth session of the supervisory board;			
20.	Proposed election of Mr. Sun Hang as external supervisor of the sixth session of the supervisory board;			
21.	Proposed election of Mr. Dai Qiang as external supervisor of the sixth session of the supervisory board;			
SPECIAL RESOLUTIONS		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>	Abstain <sup>(Note 4)</sup>
22.	Proposed amendments to the articles of association;			
23.	Proposed issuance of financial bonds.			

Date: \_\_\_\_\_ 2018

Signature(s) <sup>(Note 5)</sup>: \_\_\_\_\_

Notes:

- Full name(s) (in Chinese and English, as shown in the register of members) and registered address(es) to be inserted in **BLOCK CAPITALS**.
- Please insert the class and number of Shares registered in the name(s) to which this proxy relates. If no number is inserted, this Proxy Form will be deemed to relate to all Shares of the Bank registered in your name(s).
- If any proxy other than the Chairperson of the Meeting is preferred, please strike out the words **“THE CHAIRPERSON OF THE MEETING or”** and insert the name and address of the proxy desired in the space provided. A Shareholder may appoint one or more proxies to attend and vote in his stead. **ANY ALTERATION MADE TO THIS PROXY FORM MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK THE BOX MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK THE BOX MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, PLEASE TICK THE BOX MARKED “ABSTAIN” BESIDE THE APPROPRIATE RESOLUTION.** Any Shares voted as “Abstain” will be counted in the calculation of the number of vote required to pass a resolution. If no direction is given, your proxy may vote or abstain at his discretion. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- This Proxy Form must be signed by you or your attorney duly authorised in writing. In the case of a corporation, this Proxy Form must be either under its common seal or under the hand of its director(s) or duly authorised attorney(s). If this Proxy Form is signed by an attorney of the Shareholder, the power of attorney authorising that attorney to sign or other authorisation document must be notarised.
- In order to be valid, this Proxy Form together with the power of attorney or other authorisation documents (if any) must be deposited at the Bank’s H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not less than 24 hours before the time appointed for the holding of the Meeting or any adjournment thereof (as the case may be). Completion and return of a Proxy Form will not preclude you from attending and voting in person at the Meeting or any adjournment thereof should you so wish.
- Shareholders or their proxies attending the Meeting must produce their identity documents.
- A proxy need not be a Shareholder of the Bank but must attend the Meeting in person to represent you.
- In the case of joint shareholders of the Bank, any one of such persons may vote at the Meeting, either 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 register of members in respect of the joint shareholding.

\* *Shengjing Bank Co., Ltd. is not an authorised institution within the meaning of the Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorised to carry on banking and/or deposit-taking business in Hong Kong.*