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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 and 4608 (Preference Shares))

NOTICE OF THE 2018 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2018 first extraordinary general meeting (the “EGM”) of Huishang Bank Corporation Limited* (the “**Bank**”) will be held at 9:00 a.m. on Wednesday, November 28, 2018 at the Hall, 11/F of the Bank, Block A, Tianhui Building, 79 Anqing Road, Hefei, Anhui Province, the PRC. Details are as follows:

ORDINARY RESOLUTIONS

1. to consider and approve the election rules for Directors at the general meeting;
2. to consider and approve the election rules for Supervisors at the general meeting;
3. election of the executive Directors of the fourth session of the Board of Directors of the Bank, including:
 - (a) election of Mr. Wu Xuemin as an executive Director;
 - (b) election of Mr. Zhang Renfu as an executive Director;
 - (c) election of Mr. Ci Yaping as an executive Director;
4. election of the non-executive Directors of the fourth session of the Board of Directors of the Bank, including:
 - (a) election of Mr. Zhu Yicun as a non-executive Director;
 - (b) election of Mr. Qian Li as a non-executive Director;
 - (c) election of Mr. Wu Tian as a non-executive Director;
 - (d) election of Mr. Qian Dongsheng as a non-executive Director;
 - (e) election of Mr. Gao Yang as a non-executive Director;
 - (f) election of Mr. Wang Wenjin as a non-executive Director;
 - (g) election of Mr. Zhao Zongren as a non-executive Director;

5. election of the independent non-executive Directors of the fourth session of the Board of Directors of the Bank, including:
 - (a) election of Ms. Zhou Yana as an independent non-executive Director;
 - (b) election of Mr. Dai Peikun as an independent non-executive Director;
 - (c) election of Mr. Yin Jianfeng as an independent non-executive Director;
 - (d) election of Ms. Huang Aiming as an independent non-executive Director;
 - (e) election of Mr. Hu Jun as an independent non-executive Director;
 - (f) election of Mr. Liu Zhiqiang as an independent non-executive Director;
6. election of the Shareholder representative Supervisors of the fourth session of the Board of Supervisors of the Bank, including:
 - (a) election of Mr. Chen Rui as a Shareholder representative Supervisor;
 - (b) election of Mr. Li Ruifeng as a Shareholder representative Supervisor;
 - (c) election of Ms. Hu Jing as a Shareholder representative Supervisor;
7. election of the external Supervisors of the fourth session of the Board of Supervisors of the Bank, including:
 - (a) election of Ms. Pan Shujuan as an external Supervisor;
 - (b) election of Mr. Yang Mianzhi as an external Supervisor;
 - (c) election of Ms. Dong Xiaolin as an external Supervisor;
8. to consider and approve the resolution on the establishment of an asset management subsidiary;

SPECIAL RESOLUTIONS

9. to consider and approve the resolution on amendments to the Articles of Association of the Bank; and
10. to consider and approve the resolution on the issuance of capital supplementary bonds.

By order of the Board
Huishang Bank Corporation Limited*
Wu Xuemin
Chairman

Hefei, Anhui Province, the PRC
October 13, 2018

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 EGM will be taken by poll except where the chairman decides to allow a resolution which relates purely 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 websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Bank (www.hsbank.com.cn) in accordance with the Listing Rules.
2. **Cumulative Voting System and the Arrangements of Election of Directors, Shareholder Representative Supervisors and External Supervisors**

Subject to Resolutions No. 1 and 2 of this Notice being passed at the EGM, Resolutions No. 3 to No. 7 of this Notice will be proceeded by way of cumulative voting.

The basic counting principle of the cumulative voting system is as follows: every Share of the Bank held by each Shareholder entitled to cast votes shall carry as many voting rights as the number of Directors or Supervisors of the same category to be elected under the same resolution, which means the total number of the votes each Shareholder is entitled in respect of the resolution equals the number of Shares of the Bank held by the Shareholder multiplied by the number of Directors or Supervisors of the same category to be elected under such resolution. The Shareholder may cast all votes in hand for one candidate, or cast votes for various candidates under the same resolution and the same category. The aggregate number of the votes of the Shareholder cast for the candidates shall not exceed the total number of the votes he/she holds in hand under the same resolution and otherwise shall be deemed invalid in respect of the resolution. In the event that the aggregate number of the votes of the Shareholder cast for all candidates under the same resolution is less than the total number of the votes he/she holds, the resultant differences shall be considered to abstain from voting and excluded from the number of actual valid votes.

Details of the implementation of the cumulative voting system in the election of the members of the fourth session of the Board of Directors and the election of the Shareholder representative Supervisors and the external Supervisors of the fourth session of the Board of Supervisors are set out in Appendix I and Appendix II to the circular of EGM despatched to the Shareholders on the same date of this notice.

3. Closure of register of members and eligibility for attending and voting at the EGM

H Shareholders and Domestic Shareholders of the Bank are advised that the register of members of the Bank will close from Monday, October 29, 2018 to Wednesday, November 28, 2018 (both days inclusive), during which time no transfer of H Shares and Domestic Shares of the Bank will be effected and registered. Among which, in order to qualify for attending and voting at the EGM, H Shareholders must lodge relevant 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, by 4:30 p.m. on Friday, October 26, 2018.

Shareholders of the Bank whose names appear on the register of members of the Bank at the close of business on Monday, October 29, 2018 are entitled to attend and vote at the EGM.

4. Reply slip

Shareholders intending to attend and vote at the EGM in person or by proxy should complete and lodge the accompanying reply slip and return it to the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited (for H Shareholders) or the address of the registered office and principal place of business in the PRC (for Domestic Shareholders) of the Bank on or before Thursday, November 8, 2018. The reply slip may be delivered by hand, by post or by fax to the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited (for H Shareholders) or the address of the registered office and principal place of business in the PRC (for Domestic Shareholders) of the Bank. Completion and return of the reply slip will not preclude the Shareholders from attending and voting at the EGM.

However, the failure to return the reply slip may result in an adjournment of the EGM, if the number of Shares carrying voting rights represented by the Shareholders proposing to attend the EGM by reply slip does not reach more than half of the total number of shares of the Bank carrying voting rights at the EGM.

5. Proxy

Every Shareholder who has the right to attend and vote at the EGM is entitled to appoint one or more proxies, whether or not they are members of the Bank, to attend and vote on his/her behalf at the EGM.

A proxy shall be appointed by an instrument in writing. Such instrument shall be signed by the appointer or his attorney duly authorized in writing. If the appointer is a legal person, the instrument shall be signed under a legal person's seal or signed by its director or an attorney duly authorized in writing. In order to be valid, the instrument appointing a proxy and the power of attorney or other documents of authority (if any) under which it is signed, or a copy of such authority notarially certified, must be completed and returned to the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited (for H Shareholders) or the registered office and principal place of business in the PRC (for Domestic Shareholders) of the Bank no later than 24 hours before the time fixed for holding the EGM (i.e. before 9:00 a.m. on Tuesday, November 27, 2018 for the purpose of the EGM) or any adjourned meeting thereof. Completion and return of the proxy form will not preclude the Shareholders from attending and voting in person at the EGM or at any adjourned meeting should you so wish.

6. Other businesses

(a) The EGM is expected to last for no more than half a working 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,
Wanchai, 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:

The Board Office,
Block A,
Tianhui Building,
79 Anqing Road,
Hefei,
Anhui Province,
the PRC
Tel No.: (86) 0551 6266 7787
Fax No.: (86) 0551 6266 7787

As at the date of this notice, the Board of the Bank comprises Wu Xuemin and Ci Yaping as executive Directors; Zhang Feifei, Zhu Jiusheng, Qian Li, Lu Hui, Zhao Zongren, Qiao Chuanfu and Gao Yang as non-executive Directors; Au Ngai Daniel, Dai Genyou, Wang Shihao, Zhang Shenghuai, Zhu Hongjun and Zhou Yana 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.*