

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.*

**中原銀行股份有限公司\***  
**ZHONGYUAN BANK CO., LTD.\***

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

**(Stock Code: 1216)**

**PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION AND  
ABOLITION OF THE BOARD OF SUPERVISORS**

The board of directors (the “**Board**”) of Zhongyuan Bank Co., Ltd.\* (the “**Bank**”) hereby announces that, to reflect the changes in the laws and regulations such as the Company Law of the People’s Republic of China and the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and with reference to the industry experience and in light of the actual condition of the Bank, the Bank convened a meeting of the Board, considering and approving, among others, the resolutions in relation to the proposed amendments to the Articles of Association of Zhongyuan Bank Co., Ltd. (the “**Articles of Association**”), the Rules of Procedure of the Shareholders’ General Meeting of Zhongyuan Bank Co., Ltd. (the “**Rules of Procedure of the Shareholders’ General Meeting**”), and the Rules of Procedure of the Board’s Meeting of Zhongyuan Bank Co., Ltd. (the “**Rules of Procedure of the Board’s Meeting**”) (the “**Proposed Amendments**”). The Proposed Amendments include (but are not limited to) the abolition of the Board of Supervisors of the Bank. Accordingly, upon the Proposed Amendments taking effect, the current members of the Board of Supervisors shall cease to serve as Supervisors or hold any related positions on the Board of Supervisors. All members of the Board of Supervisors of the Bank have confirmed that they have no disagreement with the Board and there is no other matter relating to the Bank’s abolition of the Board of Supervisors that needs to be brought to the attention of the Shareholders, creditors of the Bank or The Stock Exchange of Hong Kong Limited.

The resolution of the proposed amendments to the existing Articles of Association will be subject to the consideration and approval of the Shareholders of the Bank at the shareholders’ general meeting by way of a special resolution and will take effect on the date of approval from the China banking regulatory authority.

The resolution of the proposed amendments to the existing Rules of Procedure of the Shareholders’ General Meeting will be subject to the consideration and approval of the Shareholders of the Bank at the shareholders’ general meeting by way of an ordinary resolution and will take effect after the new amendments to the Articles of Association have taken effect.

The resolution of the proposed amendments to the existing Rules of Procedure of the Board’s Meeting will be subject to the consideration and approval of the Shareholders of the Bank at the shareholders’ general meeting by way of an ordinary resolution and will take effect after the new amendments to the Articles of Association have taken effect.

The Bank will propose at the shareholders' general meeting for consideration and approval, if thought fit, by the Shareholders the granting of authority to the Board to, among others, (i) make adjustments and amendments to the Articles of Association in accordance with the opinions and suggestions of the competent government authorities and regulatory authorities (including but not limited to the adjustments and amendments to the articles words, chapters and clauses, etc.), and deal with the approval, registration or filing procedures for the aforesaid documents in competent government authorities and regulatory authorities according to the laws upon these amendments; and (ii) delegate such authority to the chairman of the Bank.

A circular containing, among other things, details of the Proposed Amendments, together with the notice of the shareholders' general meeting, will be provided to the Bank's Shareholders in due course.

By order of the Board  
**Zhongyuan Bank Co., Ltd.\***  
**GUO Hao**  
*Chairman*

Zhengzhou, the People's Republic of China  
August 28, 2025

*As at the date of this announcement, the Board comprises Mr. GUO Hao as executive Director; Mr. FENG Ruofan and Ms. ZHANG Shu as non-executive Directors; Mr. XU Yiguo, Ms. ZHAO Zijian, Mr. WANG Maobin, Mr. PAN Xinmin and Mr. GAO Pingyang as independent non-executive Directors.*

\* *Zhongyuan Bank 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 and/or deposit-taking business in Hong Kong.*