

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 THE RULES OF PROCEDURES OF THE
SHAREHOLDERS' GENERAL MEETING**

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**”) and the Rules of Procedures of the Shareholders’ General Meeting of Zhongyuan Bank Co., Ltd. (the “**Rules of Procedures of the Shareholders’ General Meeting**”).

The resolution of the proposed amendments to the existing Articles of Association will be subject to the approval of the Shareholders of the Bank at the 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 Procedures of the Shareholders’ General Meeting will be subject to the approval of the Shareholders of the Bank at the 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 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 others, details of the proposed amendments to the Articles of Association and the Rules of Procedures of the Shareholders' General Meeting together with a notice of the general meeting will be made available to the Shareholders of the Bank in due course.

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

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

As at the date of this announcement, the Board comprises Mr. GUO Hao as executive Director; Ms. ZHANG Qiuyun, 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.*