



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))

Proxy Form for the 2018 Annual General Meeting

No. of shares to which this Proxy Form relates ^(note 1)	
No. of pledged shares in all domestic shares/H shares being held	
Percentage of pledged shares in all domestic shares/H shares being held	

I/We^(note 2) (Name) _____

of _____

being the registered holder(s) of _____

domestic shares/H shares^(note 3) of RMB1.00 each in the share capital of Huishang Bank Corporation Limited* (the "Bank") hereby appoint the chairman of the Meeting or^(note 4) (Name) _____

of _____

as my/our proxy to attend and act for me/us at the 2018 annual general meeting of the Bank (the "AGM") to be held at 9:00 a.m. on Sunday, June 30, 2019 at the Hall, 11/F, Block A, Tianhui Building, 79 Anqing Road, Hefei, Anhui Province, the People's Republic of China (the "PRC") (or at any adjournment of it) for the purposes of voting for me/us in respect of the resolutions as set out in the notice of the AGM as indicated below, and if no such indication is given, as my/our proxy thinks fit.

ORDINARY RESOLUTIONS		For ^(note 5)	Against ^(note 5)	Abstain ^(note 5)
1.	To consider and approve the final financial accounts for 2018			
2.	To consider and approve the financial budget for 2019			
3.	To consider and approve the profit distribution plan for 2018			
4.	To consider and approve the appointment of external auditors of the Bank for 2019			
5.	To consider and approve the Work Report of the Board of Directors for 2018			
6.	To consider and approve the Work Report of the Board of Supervisors for 2018			
7.	To determine the remuneration standard for executive Directors for 2016			
8.	To determine the remuneration standard for executive Directors for 2017			
9.	To determine the remuneration standard for the former chairman of the Board of Supervisors for 2016			
10.	To determine the remuneration standard for the former chairman of the Board of Supervisors for 2017			
11.	To consider and approve the amendments to the Rules of Procedure of General Meetings of Huishang Bank Corporation Limited			
12.	To consider and approve the amendments to the Rules of Procedure of the Board of Directors of Huishang Bank Corporation Limited			
13.	To consider and approve the amendments to the Rules of Procedure of the Board of Supervisors of Huishang Bank Corporation Limited			
14.	To consider and approve the election of Mr. He Jiehua as an executive Director of the fourth session of the Board of Directors of the Bank			
15.	To consider and approve the election of Mr. Yan Chen as a non-executive Director of the fourth session of the Board of Directors of the Bank			
SPECIAL RESOLUTIONS		For ^(note 5)	Against ^(note 5)	Abstain ^(note 5)
16.	To consider and approve the general mandate for the issuance of Shares			
17.	To individually consider and approve the plan on the initial public offering and listing of A Shares ("A Share Offering") of the Bank			
	(a) Class of shares			
	(b) Nominal value per share			
	(c) Proposed stock exchange for the listing			
	(d) Offering size			
	(e) Target subscribers			
	(f) Strategic placing			
	(g) Mode of offering			
	(h) Pricing methodology			
	(i) Form of underwriting			
	(j) Conversion into a joint stock company with limited liability with domestic and overseas listed shares			
	(k) Term of the offering plan			

18.	To consider and approve the resolution on the authorization of the Board to deal with specific matters in respect of the A Share Offering			
19.	To consider and approve the resolution on the use of proceeds from the A Share Offering			
20.	To consider and approve the resolution on the accumulated profit distribution plan before the A Share Offering			
21.	To consider and approve the resolution on the three-year dividend plan after the A Share Offering			
22.	To consider and approve the resolution on the price stabilization plan of A Shares within three years after the A Share Offering			
23.	To consider and approve the resolution on the undertakings on the disclosure of information in the prospectus published in connection with the A Share Offering			
24.	To consider and approve the resolution on the dilution of current returns as a result of the A Share Offering and remedial measures			
25.	To consider and approve the resolution on the status report on the use of previously raised proceeds			
26.	To consider and approve the resolution on the amendments to the Articles of Association of Huishang Bank Corporation Limited in connection with the A Share Offering			
ORDINARY RESOLUTIONS		For^(note 5)	Against^(note 5)	Abstain^(note 5)
27.	To consider and approve the resolution on the amendments to the Rules of Procedure of General Meetings of Huishang Bank Corporation Limited in connection with the A Share Offering			
28.	To consider and approve the resolution on the amendments to the Rules of Procedure of the Board of Directors of Huishang Bank Corporation Limited in connection with the A Share Offering			
29.	To consider and approve the resolution on the amendments to the Rules of Procedure of the Board of Supervisors of Huishang Bank Corporation Limited in connection with the A Share Offering			
30.	To consider and approve the resolution on the amendments to the Administrative Measures for the Control of Related Party Transactions of Huishang Bank Corporation Limited in connection with the A Share Offering			

Note: For the above resolutions, the resolutions numbered from (1) to (15) and (27) to (30) are ordinary resolutions and the resolutions numbered from (16) to (26) are special resolutions, among which each item under the A Share Offering Plan in Resolution (17) shall be individually approved. You should first review the Bank's circular and the notice of the AGM dated May 15, 2019 before appointing a proxy.

Date: _____

Signature(s):^(note 6) _____

Notes:

- Please insert the number of shares of the Bank registered in your name(s) to which this Proxy Form relates. If a number is inserted, this Proxy Form will be deemed to relate only to those shares. If no number is inserted, the Proxy Form will be deemed to relate to all shares of the Bank registered in your name(s) (whether alone or jointly with others). For the avoidance of doubt, the shares in this form exclude the preference shares of the Bank.
- Please insert the full name(s) (Chinese or English) and address(es) as registered in the register of members of the Bank in block letters.
- Please insert the number of shares of the Bank registered in your name(s) and delete as appropriate.
- If any proxy other than the chairman of the AGM is preferred, please strike out the words "the chairman 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 on his/her behalf. A proxy need not be a shareholder of the Bank. Any alteration made to this Proxy Form must be initialed by the person(s) who sign(s) it.
- Important: If you wish to vote for any resolution, please put a tick in the box marked "FOR" or insert the number of shares held by you. If you wish to vote against any resolution, please put a tick in the box marked "AGAINST" or insert the number of shares held by you. If you wish to abstain from voting for any resolution, please put a tick in the box marked "ABSTAIN" or insert the number of shares held by you. If no indication, your proxy will be entitled to exercise his/her discretion or to abstain.** Your proxy will also be entitled to vote at his/her discretion or to abstain on any resolution properly put to the meeting other than those referred to in the notice of the AGM. The shares abstained will be counted in the calculation of the required majority.
- This Proxy Form must be signed by you or your attorney duly authorized in writing or, in the case of a corporation, must be either executed under its seal or under the hand of its director or other attorney duly authorized to sign the same. In case of joint holders, this Proxy Form must be jointly signed by the Shareholder whose name stands first in the register of members of the Bank.
- To be valid, for holders of H shares, this Proxy Form and, if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority must be delivered to the H share registrar of the Bank in Hong Kong, 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 holding of the AGM (i.e. before 9:00 a.m. on Saturday, June 29, 2019). For holders of domestic shares, this Proxy Form and, if such proxy is signed by a person on behalf of the appointer pursuant to a power of attorney or other authority, a notarially certified copy of that power of attorney or other authority must be delivered to the Bank's registered office and principal place of business in the PRC at Block A, Tianhui Building, 79 Anqing Road, Hefei, Anhui Province, the PRC, postal code: 230001 (attention to the board office) not less than 24 hours before the time appointed for holding of the AGM (i.e. before 9:00 a.m. on Saturday, June 29, 2019).
- In case of joint shareholders of the Bank, only the person whose name stands first on the register of members may attend and vote at the AGM, either in person or by proxy.
- A Shareholder or his/her/its proxy should produce proof of identity when attending the AGM.
- Completion and return of this Proxy Form will not preclude you from attending and voting in person at the AGM or at any adjourned meeting should you so wish.

* *Huishang Bank Corporation Limited is not an authorized institution within the meaning of the Hong Kong 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.*