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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))**

**SUPPLEMENTAL NOTICE OF THE 2017 ANNUAL GENERAL MEETING**

Reference is made to the circular (the “**Circular**”) and the notice (the “**Notice**”) of the 2017 Annual General Meeting (the “**AGM**”) dated April 13, 2018, as well as the announcement with regard to further postponement of the AGM and the corresponding arrangements (the “**Further Postponement Announcement**”) dated June 12, 2018 of Huishang Bank Corporation Limited\* (the “**Bank**”). Unless otherwise defined herein, terms used in this supplemental notice shall have the same meanings as those defined in the Circular, the Notice and the Further Postponement Announcement.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that on June 8, 2018, the Board, as the convener of the AGM, received additional proposals for the AGM proposed by Zhongjing Sihai Company Ltd. (中靜四海實業有限公司) (a Shareholder directly holding approximately 4.02% of the total issued ordinary share capital of the Bank) and Wealth Honest Limited (a Shareholder directly holding approximately 4.38% of the total issued ordinary share capital of the Bank) (collectively referred to as the “**Proposing Shareholders**”). After consideration and examination pursuant to relevant regulations, the Board agrees to include the Additional Proposal on Profit Distribution Plan of Huishang Bank for 2017 (the “**Additional Proposal on Profit Distribution**”) in the agenda of the AGM.

As stated in the Further Postponement Announcement, the AGM will be postponed to be held at 9:00 a.m. on Saturday, June 30, 2018 at the Hall, 11/F, Block A, Tianhui Building, 79 Anqing Road, Hefei, Anhui Province, the PRC and the resolutions set out in the Notice shall remain unchanged.

In addition to the resolutions set out in the Notice, the Additional Proposal on Profit Distribution will be put forward at the same meeting for the Shareholders’ consideration:

**SUPPLEMENTAL ORDINARY RESOLUTION**

16. to consider and approve the Proposal on Profit Distribution of Huishang Bank for 2017 (proposal submitted by the Proposing Shareholders)

The Shareholders are reminded that the supplemental Ordinary Resolution No. 16 and the Special Resolution No. 13 set out in the Notice (To consider and approve the Profit Distribution Plan of the Bank for 2017) are two separate resolutions, and the Shareholders shall vote separately in respect of the two resolutions. **These two resolutions are contradictory and the Shareholders (except for HKSCC Nominees Limited) should not vote in favor of both resolutions at the same time.**

The Board is of the opinion that the 2017 profit distribution plan set out in Special Resolution No. 13 sufficiently considers the interests of all Shareholders and actual needs of the Bank's operation, and is in the best interests of the Bank and its Shareholders as a whole. Shareholders are reminded to vote reasonably after careful consideration:

- **If Shareholders approve the Special Resolution No. 13 but disapprove the Supplemental Ordinary Resolution No. 16 at the AGM, the Bank will distribute a dividend of 1 share (before tax) for every 10 shares and RMB0.25 (before tax) for every 10 shares to the Domestic Shareholders and the H Shareholders whose names appear on the register of members on Wednesday, July 11, 2018.** The date of dispatch of the certificates for the Bonus H Shares and the cheques for the cash dividend is expected to be Wednesday, August 29, 2018, and the date of the commencement of dealings in the Bonus H Shares is expected to be Thursday, August 30, 2018. In order to determine the eligibility of Shareholders for such dividends, the register of members of the Bank will be closed from Friday, July 6, 2018 to Wednesday, July 11, 2018 (both days inclusive). In order to be entitled to the dividend, H Shareholders of the Bank who have not registered the relevant transfer documents are required to lodge the transfer documents, together with the relevant share certificates, 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 not later than 4:30 p.m. on Thursday, July 5, 2018. The Bank will make further announcement on its website at [www.hsbank.com.cn](http://www.hsbank.com.cn) in relation to the date of dispatch of the certificates for the Bonus Domestic Shares and payment for the cash dividend for the Domestic Shareholders and other relevant arrangements in due course.
- **If Shareholders approve the Supplemental Ordinary Resolution No. 16 but disapprove the Special Resolution No. 13 at the AGM, the Bank will distribute the first installment of dividends of RMB0.25 (before tax) for every 10 shares to the Domestic Shareholders and the H Shareholders whose names appear on the register of members on Wednesday, July 11, 2018.** The date of distribution is expected to be Monday, July 30, 2018. In order to determine the eligibility of Shareholders for such dividends, the register of members of the Bank will be closed from Friday, July 6, 2018 to Wednesday, July 11, 2018 (both days inclusive). In order to be entitled to the dividend, H Shareholders of the Bank who have not registered the relevant transfer documents are required to lodge the transfer documents, together with the relevant share certificates, 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 not later than 4:30 p.m. on Thursday, July 5, 2018. The Bank will further announce with regard to distribution of the remaining profit referred to in the Supplemental Ordinary Resolution No. 16, as and when the Bank considers that the distribution conditions satisfied.

- As the Special Resolution No. 13 and the Supplemental Ordinary Resolution No. 16 are contradictory, **if they are both approved and passed at the AGM, the Bank will be unable to distribute dividends according to either of them**, and will by then make further announcement(s) on the profit distribution arrangements for 2017 (including but not limited to the method of determining which dividend distribution plan to be adopted, record date for dividend, closure of register of members and expected dividend payment date).
- **If the Special Resolution No. 13 and the Supplemental Ordinary Resolution No. 16 are both disapproved at the AGM, the Bank will not distribute the 2017 final dividend according to either the Special Resolution No. 13 or the Supplemental Ordinary Resolution No. 16.**

*Notes:*

1. Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"), all resolutions at the AGM will be voted by poll except where the chairman decides to allow a resolution which relates 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](http://www.hkexnews.hk)) and the Bank ([www.hsbank.com.cn](http://www.hsbank.com.cn)) in accordance with the Listing Rules.

The Shareholders of the Bank are reminded that: due to the postponement of the AGM, the period for closure of the register of members of the Bank to determine the eligibility of Shareholders to attend the AGM will be changed from the original period from Sunday, April 29, 2018 to Wednesday, June 20, 2018 (both days inclusive) to the new period from Sunday, April 29, 2018 to Saturday, June 30, 2018 (both days inclusive), during which period no transfer of Shares will be effected. Shareholders whose names appear on its register of members upon the closing of the business day of Sunday, April 29, 2018 shall be entitled to attend the AGM and vote thereon.

2. For details of the other resolutions to be considered and approved at the AGM, the eligibility for attending the AGM, the registration procedures and other matters, please refer to the Notice.
3. The supplemental proxy form of the AGM is enclosed to this supplemental notice. The supplemental proxy form, together with the notarized power of attorney or any other authorization documents must be returned to the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited (for H Shareholders) or the registered office and principal place of business of the Bank in the PRC (for Domestic Shareholders) in person or by post in any event not less than 24 hours before the time stipulated for convening the AGM (i.e. before 9:00 a.m. on Friday, June 29, 2018) or any adjourned meeting thereof.
4. The supplemental proxy form of the AGM is to be used for the supplemental resolutions set out in this supplemental notice, and will not affect the validity of the proxy form duly completed by you in respect of the resolutions set out in the Notice. If you have already validly appointed a proxy to attend and act on your behalf at the AGM but have not completed and returned the supplemental proxy form of the AGM, your proxy will have the right to vote on the supplemental resolutions set out in this supplemental notice at his/her discretion.

5. Matters in connection with the AGM (other than the supplemental resolutions set out in this supplemental AGM notice, convening time of the AGM, dividend distribution arrangement and the closing date for share registration) remain the same. For details of the other resolutions to be considered and approved at the AGM and other related matters, please refer to the Circular and the Notice available at the website of Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and at the website of the Bank ([www.hsbank.com.cn](http://www.hsbank.com.cn)).
6. Other matters:
- (a) The AGM is expected to last for no more than half a working day. The Shareholders and their proxies attending the meeting shall be responsible for 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 is:

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

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

Hefei, Anhui Province, China

June 14, 2018

*As at the date of this supplemental notice, the Board 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 and Zhu Hongjun as independent non-executive directors.*

\* *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.*