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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)

ANNOUNCEMENT IN RELATION TO THE APPROVAL BY CBRC OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the circular of Huishang Bank Corporation Limited (the “Bank”) dated April 14, 2015 (the “Circular”) and the announcement of the Bank dated May 29, 2015 in respect of the poll results of the 2014 annual general meeting of the Bank. Unless the context otherwise requires, capitalized terms used herein shall have the same meanings as those defined in the Circular.

At the 2014 annual general meeting of the bank held on May 29, 2015, the proposal regarding amendments to Article 60 of the Articles of Association was considered and approved. The Bank has received the “Approval from the China Banking Regulatory Commission, Anhui Office on the Amendments to the Articles of Association of Huishang Bank Corporation Limited” (Wan Yin Jian Fu [2015] No. 126) on July 21, 2015, approving the amended Articles of Association.

The final amended provisions in the Articles of Association are as follows:

Existing Provision	Amended Provision
<p>Article 60 If shareholders use their equity interests in the Bank to provide guarantees for themselves or others, they shall strictly comply with the requirements of laws, regulations and regulatory authorities, and inform the Board of Directors of the Bank in advance. Shareholders shall not pledge the Bank's shares if the outstanding balance of the loans they have borrowed from the Bank exceeds the audited net equity value held by them in the Bank in the previous year.</p>	<p>Article 60 If shareholders use their equity interests in the Bank to provide guarantees for themselves or others, they shall strictly comply with the requirements of laws, regulations and regulatory authorities, and inform the Board of Directors of the Bank in advance. The Office of the Board of Directors is responsible for daily work such as collecting, collating and reporting of such information in relation to pledge of equity interests of the Bank. Upon the registration of pledge of equity interests, the shareholders involved shall provide the Bank with the relevant information in relation to the pledge of equity interests in a timely manner so as to meet the Bank's requirements on risk management and information disclosure.</p> <p>Where a shareholder who serves on the Board of Directors or the Board of Supervisors, or directly, indirectly or jointly holds or controls more than 2% of share capital or voting rights in the Bank pledges his/her equity interests in the Bank, it shall make an application and filing to the Board of Directors of the Bank in advance, stating the basic information of the pledge including the reasons for the pledge, the number of shares involved, the term of pledge and the particulars of the pledgees.</p> <p>Where the Board of Directors considers the pledge to be materially adverse to the stability of the Bank's shareholding, corporate governance, as well as the risk and related party transaction control, no filing shall be made. The director(s) appointed by a shareholder proposing to pledge his/her shares in the Bank shall avoid attending the meeting of the Board of Directors at which such proposal is considered.</p> <p>Where a shareholder pledges 50% or more of his/her equity interests in the Bank, the voting rights of such shareholder at the shareholders' general meetings, as well as the voting rights of the director(s) nominated by such shareholder at board meetings, shall be subject to restrictions.</p> <p>Shareholders shall not pledge the Bank's shares if the outstanding balance of the loans they have borrowed from the Bank exceeds the audited net equity value held by them in the Bank in the previous year.</p>

The full text of the amended Articles of Association can be found on the websites of The Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Bank (www.hsbank.com.cn) respectively.

By order of the Board
Huishang Bank Corporation Limited*
Li Hongming
Chairman

Hefei, Anhui Province, China
July 21, 2015

As at the date of this announcement, the Board of Directors of the Bank comprises Li Hongming, Xu Demei, Wu Xuemin, Zhang Renfu 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, Fung Weichang and Zhu Hongjun 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.*