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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)

SUPPLEMENTAL NOTICE OF THE 2014 ANNUAL GENERAL MEETING OF HUISHANG BANK CORPORATION LIMITED

Reference is made to the circular to its shareholders dated on April 14, 2015 (the “**AGM Circular**”) and the notice of annual general meeting (the “**AGM Notice**”) of Huishang Bank Corporation Limited* (the “**Bank**”), which set out the time and venue of the 2014 annual general meeting (the “**AGM**”) of the Bank and contain the resolutions proposed at the AGM for Shareholders’ consideration and approval.

Supplemental notice is hereby given that the AGM of the Bank will be held as originally scheduled at 9:00 a.m. on Friday, May 29, 2015 at the Hall, 11/F of the Bank, Block A, Tianhui Building, 79 Anqing Road, Hefei, Anhui Province, PRC. In addition to the resolutions contained in the notice of AGM dated April 14, 2015 (the “**Original Notice**”), the following resolutions, which were proposed by Anhui Guoyuan Holding (Group) Company Ltd. (being the shareholders holding approximately 5.84% shares of the Bank) in accordance with the relevant laws and the Articles of Association, will also be considered as supplemental resolutions at the same meeting:

Ordinary Resolutions

13. To consider and approve the three-year dividend plan after the initial public offering and listing of the A Shares of the Bank (the “**A Share Offering**”);
14. To consider and approve the price stabilization plan of A Shares within three years after the A Share Offering;
15. To consider and approve the undertakings on the disclosure of information in the prospectus published in connection with the A Share Offering;
16. To consider and approve the dilution of current returns as a result of the A Share Offering and remedial measures;
17. To consider and approve the status report on the use of previously raised funds;
18. To consider and approve the amendments to the *Procedures for General Meetings of Huishang Bank Corporation Limited*;
19. To consider and approve amendments to the *Administrative Measures for the Control of Related Party Transactions of Huishang Bank Corporation Limited*;

Special Resolutions

26. To consider and approve the general mandate to issue the Domestic Shares by the Bank;
27. To consider and approve the plan of the A Share Offering of the Bank as follows:
 - (a) class of shares
 - (b) nominal value per share
 - (c) proposed stock exchange for 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 domestically and overseas listed shares
 - (k) term of the offering plan
28. To consider and approve the authorization to deal with matters relating to the A Share Offering;
29. To consider and approve the use of proceeds from the A Share Offering;
30. To consider and approve the accumulated profit distribution plan before the A Share Offering; and
31. To consider and approve the amendments to the Articles of Association of the Bank in connection with the A Share Offering.

The special resolutions numbered 13 to 18 set out in the notice of 2014 Annual General Meeting of the Bank dated April 14, 2015 shall be re-numbered and referred to as special resolutions numbered 20 to 25.

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

Hefei, Anhui Province, the PRC
May 13, 2015

Notes:

1. Pursuant to the *Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited* (the “**Listing Rules**”), all votes of resolutions as set out in the supplemental notice of the AGM will be taken 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. The voting results will be published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Bank (www.hsbank.com.cn) in accordance with the Listing Rules.

2. Proxy

The Bank delivered on the same day to its Shareholders the second proxy form (the “**Second Proxy Form**”) in respect of the resolutions contained in the supplemental notice of the AGM. Every Shareholder who has the right to attend and vote at the AGM is entitled to appoint one or more proxies, whether or not they are members of the Bank, to attend and vote on his/her behalf at the AGM. A proxy shall be appointed by an instrument in writing. Such instrument shall be signed by the appointer or his attorney duly authorized in writing. If the appointer is a legal person, the instrument shall be signed under a legal person’s seal or signed by its director or an attorney duly authorized in writing. In order to be valid, the instrument appointing a proxy and the power of attorney or other documents of authority (if any) under which it is signed, or a copy of such authority notarially certified, must be completed and returned to the Bank’s H Share Registrar (for holders of H Shares) or the registered office and principal place of business in the PRC (for holders of Domestic Shares) of the Bank no later than 24 hours before the time fixed for holding the AGM or any adjourned meeting thereof. Completion and return of the Second Proxy Form will not preclude the Shareholders from attending and voting in person at the AGM or at any adjourned meeting thereof should you so wish.

3. A Shareholder who has not yet lodged the proxy form (the “**First Proxy Form**”) which was sent together with the circular of the Bank dated April 14, 2015 in accordance with the instructions printed thereon is required to lodge the Second Proxy Form if he/she/it wishes to appoint proxies to attend the AGM in his/her/its stead. In this case, the First Proxy Form should not be lodged with the Bank’s H Share Registrar.

4. A Shareholder who has already lodged the First Proxy Form should note that:

(a) if no Second Proxy Form is lodged with the Bank’s H Share Registrar, the First Proxy Form will be treated as a valid proxy form lodged by him/her if correctly completed. The proxy so appointed by the Shareholder will be entitled to vote at his/her discretion or to abstain from voting on any resolution properly put to the AGM other than those referred to in the AGM Notice dated April 14, 2015 and the First Proxy Form, including resolutions set out in the supplemental circular and supplement notice of AGM of the Bank dated May 13, 2015; and

(b) if the Second Proxy Form is lodged with the Bank’s H Share Registrar not less than 24 hours before the time fixed for the AGM, the Second Proxy Form will revoke and supersede the First Proxy Form previously lodged by him/her. The Second Proxy Form will be treated as a valid proxy form lodged by the shareholder if it is duly completed.

5. Save for the supplemental resolutions set out in the supplemental notice of the AGM, all matters in connection with the AGM remain the same. For details in connection with the other resolutions to be submitted for consideration and approval at the AGM, qualification for attending, registration procedure, appointment of proxy and other related matters, please refer to the AGM Circular and AGM Notice dated April 14, 2015 which may be viewed at the website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and at the website of the Bank (www.hsbank.com.cn).
6. Other matters
- (1) The AGM is expected to last for no more than half business day. Shareholders and their proxies attending the meeting shall be responsible for their own traveling and accommodation expenses.
- (2) The address of Computershare Hong Kong Investor Services Limited is:

17M Floor, Hopewell Centre
183 Queen's Road East, Wanchai
Hong Kong
Tel: (852) 2862 8628
Fax: (852) 2865 0990

The address of the registered office and principal place of business of the Bank in the PRC:
The Board Office
Block A, Tianhui Building
79 Anqing Road
Hefei
Anhui Province
PRC
Tel: (86) 0551 6266 7787
Fax: (86) 0551 6266 7787

As at the date of this notice, the executive Directors of the Bank are Li Hongming, Xu Demei, Wu Xuemin, Zhang Renfu and Ci Yaping; the non-executive Directors are Zhang Feifei, Zhu Jiusheng, Zhao Zongren and Gao Yang; and the independent non-executive Directors are Au Ngai Daniel, Dai Genyou, Wang Shihao, Zhang Shenghuai, Fung Weichang and Zhu Hongjun.

- * *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.*