

**中原银行股份有限公司\***  
**ZHONGYUAN BANK CO., LTD.\***

(A joint stock limited liability company incorporated in the People's Republic of China)  
(Stock Code: 1216)

**FORM OF PROXY FOR THE H SHARE CLASS MEETING**  
**TO BE HELD ON JUNE 30, 2025 (MONDAY) (OR ANY ADJOURNMENT THEREOF)**

No. of H Shares to which this form of proxy relates <sup>(Note 1)</sup>	
---	--

I/We<sup>(Note 2)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the holder(s) of \_\_\_\_\_ H Shares<sup>(Note 3)</sup> with a nominal value of RMB1.00 each of Zhongyuan Bank Co., Ltd. (the “**Bank**”), hereby appoint the Chairman of the meeting or<sup>(Note 4)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
as my/our proxy(ies) to attend the first H share class meeting of 2025 (the “**H Share Class Meeting**”) of the holders (the “**H Shareholders**”) of the H shares (the “**H Shares**”) of the Bank to be physically held at 3:30 p.m. (or immediately after the conclusion or adjournment of the 2024 AGM) on June 30, 2025 (Monday) or any adjourned meeting thereof at Zhongke Golden Tower, No. 23 Shangwu Waihuan Road, Zhengdong New District CBD, Zhengzhou, Henan Province, the PRC, and to vote at such meeting in respect of the resolutions set out in the notice of the H Share Class Meeting dated June 9, 2025 (Monday) as indicated below on behalf of me/us, or if no such indication is given, as my/our proxy(ies) think(s) fit. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the circular of the Bank dated June 9, 2025 (the “**Circular**”).

Special Resolutions		For <sup>(Note 5)</sup>	Against <sup>(Note 5)</sup>	Abstain <sup>(Note 5)</sup>
1.	to consider and approve the Amendments to the Articles of Association of Zhongyuan Bank Co., Ltd.			
2.	to consider and approve the Amendments to the Rules of Procedures of the Shareholders' General Meeting of Zhongyuan Bank Co., Ltd.			

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2025                      Signature(s)<sup>(Note 6)</sup>: \_\_\_\_\_

**Notes:**

- Please insert the number of H Shares registered in your name(s) to which this form of proxy relates. If a number is inserted, this form of proxy will be deemed to relate only to those H Shares. If no number is inserted, this form of proxy will be deemed to relate to all H Shares registered in your name(s) (whether alone or jointly with others).
- Please insert the full name(s) and address(es) as registered in the register of members of the Bank in **BLOCK LETTERS**.
- Please insert the number of H Shares registered in your name(s).
- If any proxy other than the Chairman of the meeting of the Bank is preferred, please strike out the words “**the Chairman of the meeting or**” and insert the name of the proxy desired in the space provided. You 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 form of proxy must be initialed by the person who signs it.
- Important: If you wish to vote for any resolution, please put a tick in the box marked “For” or insert the number of H 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 H Shares held by you. If you wish to vote abstention on any resolution, please put a tick in the box marked “Abstain” or insert the number of H Shares held by you. If no direction is given, your proxy shall vote at his/her own discretion. The H Shares abstained will be counted in the calculation of the required majority.
- This form of proxy 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 common seal or under the hand of its director or attorney or a representative duly authorized in writing. In case of joint H Shareholders, this form of proxy may be signed by any of such joint H Shareholders.
- To be valid, this form of proxy 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, 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 for the holding of the H Share Class Meeting or any adjournment thereof.
- In case of joint H Shareholders, any one of such joint H Shareholders may vote at the H Share Class Meeting of either in person or by proxy in respect of such H Shares as if he/she was solely entitled thereto. However, if more than one of such joint H Shareholders are present at the H Share Class Meeting in person or by proxy, the vote of the person (in person or by a proxy) whose name appears first in the register of members of the Bank will be accepted as the sole and exclusive vote of the joint H Shareholders.
- You are reminded that completion and return of the form of proxy will not preclude you from attending and voting in person at the H Share Class Meeting or any adjournment thereof if you so wish.
- For the avoidance of confusion, the amendments to the Rules of Procedures of the Shareholders' General Meeting are subject to the approval at the 2024 AGM by way of ordinary resolutions and approval at the H Share Class Meeting by way of special resolutions.

\* 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.