

Bank of Zhengzhou Co., Ltd.*

鄭州銀行股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(the “**Bank**”)

Board Diversity Policy

(the “**Policy**”)

1. Objective

The Policy aims to set out the guidelines adopted by the board of directors (the “**Board**”) of the Bank to achieve Board members’ diversification. The Bank believes that the diversity of the members of the Board could improve the performance of the Bank.

2. Policy statement

In designing the Board’s composition, Board diversity has been considered from different aspects, including but not limited to gender, regional and industry experience, skills, knowledge and educational background, so as to ensure that the Board has diverse and balanced talents, skills, experience and background etc. All Board appointments will be based on their own merits, and candidates will be considered against objective criteria, with due regard given to the benefits of diversity on the Board.

In overseeing the conduct of the annual review of the effectiveness of the Board, the Nomination Committee of the Bank (the “**Nomination Committee**”) will consider the balance of talents, skills, experience, independence and knowledge of the Board and the diversity of the Board.

3. Measurable objectives

Selection of candidates of the Board will be based on a range of diversity perspectives, including but not limited to gender, age, cultural, ethnicity, professional experience, skills, knowledge, educational background and other factors that may be relevant from time to time towards achieving a diversified Board.

The Nomination Committee is responsible for reviewing the structure, size and composition (including skills, knowledge and experience) of the Board, making recommendation on any proposed changes to the Board to complement the Bank’s corporate strategy, identifying individuals suitably qualified to become Board members, selecting or making recommendations to the Board on the selection of individuals nominated for directorships, assessing the independence of independent non-executive directors of the Bank and making recommendations to the Board on the appointment or re-appointment of directors and reviewing succession plan for directors. The Nomination Committee will also discuss and set all measurable objectives as and when appropriate to achieve Board diversity and submit them to the Board for adoption. The Board may at any time seek to improve one or more aspects of its diversity and measure progress against those objectives accordingly.

The Board will ensure that an appropriate balance of male and female members of the Board is achieved with reference to stakeholders’ expectations and international and local recommended best practices. The Board also strives to maintain an appropriate proportion of members with direct experience in the core markets of the Bank and its subsidiaries (collectively the “**Group**”) and diverse ethnic backgrounds, and reflects the Group’s strategy.

4. Supervision and reporting

The Nomination Committee shall report on the Board's composition under diversified perspectives, monitors the implementation of the Policy and reports on the process it has used in relation to appointments of Board members.

Newly appointed director of the Bank will be provided a comprehensive, formal and tailored introduction on appointment, to ensure that the newly appointed director has a proper understanding of the Group's operations and business, as well as his/her roles and responsibilities, and fills in his/her knowledge gap. The Bank will also provide appropriate trainings for directors from time to time, to equip directors with the qualities and abilities required by the Board.

5. Reviewing the Policy

The Nomination Committee will discuss any revisions to the Policy that may be required, and recommend any such revisions to the Board for consideration and approval. The Board will review the implementation and effectiveness of the Policy on an annual basis.

6. Disclosure of the Policy

A summary of the Policy on Board diversity, including measurable objectives set for implementing the Policy and the progress made towards achieving those objectives will be disclosed in the Corporate Governance Report contained in the Bank's annual report. The Policy will also be published on the Bank's website.

Adopted on 30 March 2023

* *The Bank 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.*