

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 09677)

PROPOSED DISSOLUTION OF THE BOARD OF SUPERVISORS, PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION, PROPOSED CHANGE OF DIRECTORS

PROPOSED DISSOLUTION OF THE BOARD OF SUPERVISORS

Pursuant to the Company Law of the People's Republic of China (the “**Company Law**”), the Notice on Matters Related to the Coordination of Corporate Governance Regulations and the Company Law 《關於公司治理監管規定與公司法銜接有關事項的通知》 issued by the National Financial Regulatory Administration, and other relevant rules and regulations and regulatory requirements, as well as the actual circumstances of Weihai Bank Co., Ltd.* (the “**Bank**”), the Bank proposes to dissolve the board of supervisors (the “**Board of Supervisors**”) of the Bank and its special committees and standing bodies (the “**Proposed Dissolution of the Board of Supervisors**”). The authority of the Board of Supervisors, as required by the Company Law and the provisions of the relevant state authorities, will be exercised by the audit committee of the board of directors (the “**Board**” or the “**Board of Directors**”) of the Bank. The Bank will concurrently make amendments to relevant corporate governance documents, including the articles of association of the Bank (the “**Articles of Association**”), and simultaneously repeal or adjust accordingly the Rules of Procedure for the Board of Supervisors of the Bank and other corporate governance documents related to the Board of Supervisors or supervisors. The current members of the Board of Supervisors will cease to serve as supervisors or any related positions in the Board of Supervisors. The above adjustments shall take effect on the date when the shareholders' general meeting of the Bank approves both the dissolution of the Board of Supervisors and the Resolution on the Amendments to the Articles of Association (《關於修改〈公司章程〉的議案》), and the revised Articles of Association is approved by the National Financial Regulatory Administration Shandong Office. Members of the Board of Supervisors confirmed that they had no disagreements with the Board and that there were no matters in relation to the Proposed Dissolution of the Board of Supervisors that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) and the shareholders of the Bank (the “**Shareholders**”).

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The Board further announces that, in accordance with the latest regulatory requirements of national laws and regulations and regulatory authorities, and taking into account the Bank's actual circumstances, including the arrangements related to the adjustment of the Board of Supervisors, the Bank proposes to amend the Articles of Association (the “**Proposed Amendments to the Articles of Association**”). The Proposed Amendments to the Articles of Association include, but are not limited to, the Proposed Dissolution of the Board of Supervisors. The Proposed Amendments to the Articles of Association shall be submitted to the shareholders' general meeting of the Bank for consideration and approval and will take effect after the approval of the National Financial Regulatory Administration Shandong Office.

PROPOSED CHANGE OF DIRECTORS

The Board hereby announces that it proposes to nominate Mr. GUO Youhui and Mr. ZHOU Liang as candidates for non-executive directors of the Bank (the “**Candidates for Directors**”). The appointment of the directors is subject to approval by the shareholders' general meeting, and shall take effect upon the approval of their qualifications from the National Financial Regulatory Administration Shandong Office. The term of office shall be effective from the date on which their qualifications are approved and ending on the expiration of the term of the ninth session of the Board of Directors of the Bank. The two Candidates for Directors will each enter into a service contract with the Bank upon their qualifications are approved. Then, Mr. JIAO Weifeng and Mr. KANG Jian will cease to hold the positions of non-executive directors of the Bank and their respective roles in the relevant special committees of the Board. According to the Remuneration System for Directors and Supervisors (《董事、監事薪酬制度》) of the Bank, Mr. GUO Youhui and Mr. ZHOU Liang shall not receive any directors' allowance from the Bank.

Biographical details of Mr. GUO Youhui and Mr. ZHOU Liang are set out as follows:

Mr. GUO Youhui (郭有輝), aged 55, is a senior political work specialist. Mr. Guo has served as an accredited external director of the Talent Development Institute of Shandong Hi-Speed Group Co., Ltd. since February 2025. From November 2020 to February 2025, he served as chairman of Shandong Hi-Speed Weihai Development Company Limited. From January 2016 to November 2020, he served as secretary of the Party Committee of Qilu Transportation Development Group Company Limited Weihai Branch (renamed as Shandong High-speed Group Co., Ltd. Weirong Branch in September 2020); during this period, from July 2017 to April 2018, he concurrently served as general manager of Qilu Transportation

Weihai Development Co. Ltd. (齊魯交通威海發展有限公司). From December 2012 to January 2016, he served as director of the expressway management office of Weihai Highway Administration Bureau (威海市公路管理局); during this period, from January 2013 to January 2016, he concurrently served as deputy director of Weihai Highway Administration Bureau. From January 2008 to December 2012, he served as director of Weihai City Rushan Highway Administration Bureau. From July 1993 to January 2008, he successively held the positions of secretary of the office, deputy director of the office, director of the office, and director of the political work office of Weihai Highway Administration Bureau.

Mr. GUO Youhui graduated from the Party School of the Communist Party of China Shandong Provincial Committee (中共山東省委黨校) in 2010, majoring in economics management.

Mr. ZHOU Liang (周亮), aged 54, is a senior accountant. Mr. Zhou has served as chief accountant of Shandong Hi-speed Company Limited (a company listed on the Shanghai Stock Exchange, stock code: 600350) since August 2019. From August 2016 to August 2019, he served as deputy chief accountant and manager of the planning and finance department of Shandong Hi-Speed Company Limited. From March 2014 to August 2016, he served as chief financial officer of Shandong Hi-Speed Everbright Industrial Investment Fund Management Co., Ltd.. From November 2008 to March 2014, he successively held the positions of staff member of the planning and finance department, deputy manager of the planning and finance department, and manager of the audit department of Shandong Hi-Speed Company Limited. From November 1999 to November 2008, he successively held the positions of staff member, deputy section chief, and section chief of the planning and finance section of Shandong Hi-Speed Company Limited Zibo Branch. From July 1996 to November 1999, he served as a staff member of the planning and finance section of Zibo management office of Jiqing Expressway Administration Bureau (濟青高速公路管理局).

Mr. ZHOU Liang has concurrently served as a director of Dongxing Securities Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 601198) since October 2019.

Mr. ZHOU Liang graduated from Xi'an Highway and Transportation Institute in 1996, majoring in accounting.

As confirmed by Mr. GUO Youhui and Mr. ZHOU Liang, as at the date of this announcement, save as disclosed above, none of them (1) has held any other positions in the Bank or any of its subsidiary within the past three years, nor has any of them held any directorship in any other listed company; (2) has any relationship with any directors, senior management, substantial shareholders or controlling shareholders of the Bank; and (3) has any interest in or is deemed to be interested in any shares, underlying shares or debentures of the Bank or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed above, the Board is not aware of any other matters in relation to the proposed appointments of Mr. GUO Youhui and Mr. ZHOU Liang that are required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, nor is it aware of any other matters that need to be brought to the attention of Hong Kong Stock Exchange and the Shareholders.

The Bank will disseminate a circular containing the details of, among others, the Proposed Dissolution of the Board of Supervisors, the Proposed Amendments to the Articles of Association and the Proposed Change of Directors, and a notice of shareholders' general meeting to the Shareholders in due course.

Weihai Bank Co., Ltd.*
Board of Directors

Weihai, China
August 28, 2025

As at the date of this announcement, the Board of the Bank comprises Mr. MENG Dongxiao, Mr. ZHANG Wenbin, Mr. LU Jiliang and Mr. JIANG Yi as executive Directors; Mr. CHEN Xiaojun, Mr. ZHAO Bing, Mr. JIAO Weifeng, Mr. KANG Jian and Ms. LI Jie as non-executive Directors; Mr. FAN Chi Chiu, Mr. WANG Yong, Ms. SUN Zuying, Mr. YANG Yunhong and Mr. PENG Feng as independent non-executive Directors.

* *Weihai 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.*