

Bank of Guizhou Co., Ltd.

(the “Company”)

Procedures for Nomination of Director Candidates

Article 1 To further clarify the nomination procedures for director candidates of Bank of Guizhou Co., Ltd. (hereinafter referred to as the “Company”), this Code is hereby formulated according to the provisions of the Company Law of the People’s Republic of China (the “Company Law”), the Securities Law of the People’s Republic of China, the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“Listing Rules”) and other applicable laws, regulations, regulatory documents, and the Articles of Association of the Company (the “Articles of Association”) as well as the actual conditions of the Company.

Article 2 The procedures for nomination of Director candidates are as follows:

1. Shareholder(s) individually or jointly holding three percent or more of the total shares with voting right of the Company may propose in writing to the shareholders’ general meeting for the nomination of candidates for Directors, but the number of persons nominated shall comply with the provisions of the Articles of Association and shall not exceed the number of persons to be elected. The aforesaid proposal by the Shareholders to the Company shall be given to the Company no less than seven days prior to the date of the shareholders’ general meeting.
2. The nomination of candidates for independent non-executive directors shall be carried out in accordance with laws and regulations and the regulatory requirements of the places where the Company’s shares are listed.
3. The intention to nominate a Director candidate, the written notice of the nominee’s consent to be nominated, and the relevant written materials regarding the nominees shall be delivered to the Company not less than seven days prior to the date of the shareholders’ general meeting.
4. In order to satisfy the relevant disclosure requirements of issuer’s directors under Rule 13.51(2) of the Listing Rules, and enable Shareholders to make an informed decision on their election of Directors, in addition to the notice of nomination, the nominator also shall provide basic information on the candidates of Directors, including but not limited to the following:
 - (1) full name (including any former name and alias) and age;
 - (2) positions held with the Company and/or its subsidiaries (if any);
 - (3) relevant experiences, including (i) other directorships held in the past three years in public companies, the securities of which are listed on any securities market in Hong Kong or overseas; and (ii) other major appointments and professional qualifications;
 - (4) current employment and such other information (which may include business experiences and academic qualifications) of which Shareholders should be aware, pertaining to the ability and integrity of the candidate;

- (5) length or proposed length of service as a director of the Company;
 - (6) relationships with any Directors, senior management, substantial shareholders or controlling shareholders (as defined in the Listing Rules) of the Company, or an appropriate negative statement;
 - (7) interests in Shares within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), or an appropriate negative statement;
 - (8) a declaration made by the Director candidates in respect of the information required to be disclosed pursuant to Rules 13.51(2)(h) to (w) of the Listing Rules, or an appropriate negative statement to that effect where there is no information required to be disclosed pursuant to any of such requirements nor any other matters relating to that Director candidates' standing for election as a Director that should be brought to Shareholders' attention; and
 - (9) contact information.
5. The Board of Directors shall disclose detailed information (including resumes and basic information) of the Director candidates before the shareholders' general meeting, so as to ensure that Shareholders have enough understanding about the Director candidates when voting.
 6. The period accorded by the Company to the nominators and candidates to submit the aforementioned notices and documents shall not be less than seven days (counting from the day immediately following the date of issuance of the notice of the shareholders' general meeting).

Article 3 For any matter not covered in these Procedures, or in the event of any contradiction with any laws, administrative regulations, normative documents, relevant regulatory requirements of the place(s) where shares of the Company are listed (such as the Listing Rules) or Articles of Association as amended under lawful procedures promulgated after these Procedures becomes effective, such laws, administrative regulations and normative documents, the Listing Rules and other relevant regulatory rules of the place(s) where the Company is listed and the Articles of Association shall prevail.

Article 4 The Procedures for Nomination of Director Candidates been adopted by the 13th meeting of the second session of the Board of the Company and will take effect from the date of the listing issuance of H shares of the Company.

Article 5 The rights of interpretation and amendment of these Procedures shall be vested in the Board of Directors of the Company.