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**DRC Bank**

**Dongguan Rural Commercial Bank Co., Ltd.\***

**東莞農村商業銀行股份有限公司\***

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

**(Stock code: 9889)**

## **POLL RESULTS OF THE 2022 FIRST EXTRAORDINARY GENERAL MEETING HELD ON 19 DECEMBER 2022**

References are made to the notice of 2022 first extraordinary general meeting dated 28 November 2022 (the “**Notice**”) and the circular dated 28 November 2022 (the “**Circular**”) of Dongguan Rural Commercial Bank Co., Ltd. (the “**Bank**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise specified.

### **POLL RESULTS OF THE EGM**

The Board of Directors is pleased to announce that, the EGM had been held at the conference room of Dongguan Rural Commercial Bank Building, No. 2, Hongfu East Road, Dongcheng District, Dongguan City, Guangdong Province, the PRC (with certain additional satellite venues) on 19 December 2022 and all the proposed resolutions set out in the Notice (the “**Resolution(s)**”) have been duly passed by way of poll. The EGM was convened in compliance with the requirements of the Company Law of the People's Republic of China and the Articles. Mr. Wang Yaoqiu, Mr. Fu Qiang, Mr. Ye Jianguang, Mr. Lai Chun Tung, Mr. Cai Guowei, Mr. Ye Jinqun, Mr. Chen Haitao, Mr. Zhang Qingxiang, Mr. Chen Weiliang, Mr. Tang Wencheng, Mr. Zeng Jianhua, Mr. Yip Tai Him, Mr. Xu Zhi, Mr. Tan Fulong, Ms. Liu Yuou and Ms. Xu Tingting were the Directors who attended the EGM; while Mr. Wang Junyang was not able to attend the EGM due to other business commitments, and Mr. Chen Wei did not attend the EGM.

As at the date of the EGM, the total number of Shares in issue was 6,888,545,510 Shares, of which 5,740,454,510 were Domestic Shares and 1,148,091,000 were H Shares, all of which entitle its holder to attend and vote on any resolution proposed at the EGM. Shareholders holding an aggregate of 3,964,710,318 Shares, representing approximately 57.56% of the total issued Shares, attended the EGM, either in person or by proxy.

\* *Dongguan Rural Commercial 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.*

There were no Shareholders who are entitled to attend this EGM but have to abstain from voting in favour of any of the Resolutions in accordance with Rule 13.40 of the Listing Rules, and none of the Shareholders was required to abstain from voting on any of the Resolutions at the EGM pursuant to the requirements of the Listing Rules. No Shareholder has stated the intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the EGM.

The poll results of the Resolutions are as follows:

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstain
1.	The resolution in relation to the change of Chinese short name of Dongguan Rural Commercial Bank Co., Ltd.	3,962,667,706 (99.95%)	0 (0.00%)	2,042,612 (0.05%)
2.	The resolution in relation to the amendments to the rules of procedure for shareholders' general meeting of Dongguan Rural Commercial Bank Co., Ltd. (2021 Version)	3,962,667,706 (99.95%)	0 (0.00%)	2,042,612 (0.05%)
3.	The resolution in relation to the amendments to the rules of procedure of the board of directors of Dongguan Rural Commercial Bank Co., Ltd. (2021 Version)	3,962,667,706 (99.95%)	0 (0.00%)	2,042,612 (0.05%)
4.	The resolution in relation to the amendments to the rules of procedure of the board of supervisors of Dongguan Rural Commercial Bank Co., Ltd. (2021 Version)	3,962,667,706 (99.95%)	0 (0.00%)	2,042,612 (0.05%)
5.	The resolution in relation to the amendments to the working rules for independent directors of Dongguan Rural Commercial Bank Co., Ltd. (2021 Version)	3,962,667,706 (99.95%)	0 (0.00%)	2,042,612 (0.05%)
6.	The resolution in relation to the formulation of the measures for the performance evaluation of directors, supervisors and senior management of Dongguan Rural Commercial Bank Co., Ltd. (2022 Version)	3,962,667,706 (99.95%)	0 (0.00%)	2,042,612 (0.05%)

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstain
7.	The resolution in relation to the amendments to the measures for equity management of Dongguan Rural Commercial Bank Co., Ltd. (2019 Version)	3,962,667,706 (99.95%)	0 (0.00%)	2,042,612 (0.05%)
8.	The resolution in relation to the formulation of the measures for equity investment management of Dongguan Rural Commercial Bank Co., Ltd. (2022 Version)	3,961,862,451 (99.93%)	0 (0.00%)	2,847,867 (0.07%)
9.	The resolution in relation to the removal of Mr. Chen Wei	3,961,862,451 (99.93%)	0 (0.00%)	2,847,867 (0.07%)
Special Resolutions		Number of Votes (%)		
		For	Against	Abstain
10.	The resolution in relation to the amendments to the articles of association of Dongguan Rural Commercial Bank Co., Ltd.	3,961,862,451 (99.93%)	0 (0.00%)	2,847,867 (0.07%)
11.	The resolution in relation to the participation in using special bonds to replenish the capital of Guangdong Puning Rural Commercial Bank Co., Ltd.# (廣東普寧農村商業銀行股份有限公司)	3,958,505,017 (99.84%)	3,357,434 (0.08%)	2,847,867 (0.07%)

As the votes casted in favour of each of Resolutions number 1 to 9, being ordinary resolutions, represented more than half of the voting rights held by the Shareholders attending (including attendance by proxy) the EGM, such Resolutions were duly passed.

As the votes casted in favour of each of Resolutions number 10 and 11, being special resolutions, represented more than two-thirds of the voting rights held by the Shareholders attending (including attendance by proxy) the EGM, such Resolutions were duly passed.

Computershare Hong Kong Investor Services Limited, the H share registrar of the Bank, acted as the scrutineer for vote-taking at the EGM. The PRC legal advisor of the Bank, one Shareholder representative and two Supervisors also participated in the vote-tabulation and acted as the scrutineers for vote-taking.

## **REMOVAL OF EXECUTIVE DIRECTOR**

As the ordinary resolution in relation to the removal of Mr. Chen Wei as executive Director has been duly passed by the Shareholders at the EGM, Mr. Chen Wei has been removed as executive Director, with effect from the conclusion of the EGM.

## **AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE BANK**

A special resolution in relation to the proposed amendments to the articles of association of the Bank has been duly passed by the Shareholders at the EGM. The amended articles of association of the Bank shall become effective from the date on which the approval from the CBIRC Dongguan Office has been obtained.

**Board of Directors**  
**Dongguan Rural Commercial Bank Co., Ltd.**

Dongguan City, Guangdong Province, the PRC  
19 December 2022

*As at the date of this announcement, the board of directors of the Bank comprises Mr. WANG Yaoqiu (Chairman), Mr. FU Qiang and Mr. YE Jianguang as executive Directors; Mr. LAI Chun Tung, Mr. WANG Junyang, Mr. CAI Guowei, Mr. YE Jinqian, Mr. CHEN Haitao, Mr. ZHANG Qingxiang, Mr. CHEN Weiliang and Mr. TANG Wencheng as non-executive Directors; Mr. ZENG Jianhua, Mr. YIP Tai Him, Mr. XU Zhi, Mr. TAN Fulong, Ms. LIU Yuou and Ms. XU Tingting as independent non-executive Directors.*

# *for identification purposes only*