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Guangzhou Rural Commercial Bank Co., Ltd.*
廣州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)

(H Share Stock code: 1551)

(Preference Share Stock code: 4618)

**POLL RESULTS OF THE 2022 ANNUAL GENERAL MEETING,
THE FIRST DOMESTIC SHAREHOLDERS CLASS MEETING OF
2023 AND THE FIRST H SHAREHOLDERS CLASS MEETING OF
2023 HELD ON 20 JUNE 2023;
PAYMENT OF THE FINAL DIVIDENDS;
APPOINTMENT OF NON-EXECUTIVE DIRECTORS;
AND
AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

The board (the “**Board**”) of directors (the “**Directors**”) of Guangzhou Rural Commercial Bank Co., Ltd.* (the “**Bank**”) hereby announces that the 2022 annual general meeting (the “**AGM**”), the first domestic shareholders class meeting of 2023 (the “**Domestic Shareholders Class Meeting**”) and the first H shareholders class meeting of 2023 (the “**H Shareholders Class Meeting**”) (collectively, the “**Meetings**”) were held in sequence at 13F, No. 1 Huaxia Road, Pearl River New Town, Tianhe District, Guangzhou, Guangdong Province, the PRC at 9:30 a.m. on Tuesday, 20 June 2023. References are made to the notices of the 2022 AGM and the First H Shareholders Class Meeting of 2023 dated 4 May 2023 (the “**Notices**”), and the circular dated on 31 May 2023 (the “**Circular**”) by the Bank respectively. Unless the context otherwise defines, capitalized terms used herein shall have the same meanings as ascribed to them in the Notices and the Circular.

CONVENING AND ATTENDANCE OF THE MEETINGS

The Meetings were convened by the Board and all chaired by Mr. Cai Jian, the chairman of the Bank, and were held in accordance with the provisions of the Company Law of the People's Republic of China and the Articles of Association of the Bank. Directors of the Bank, namely Mr. Cai Jian, Mr. Da Hengcheng, Mr. Zhang Junzhou, Mr. Feng Yaoliang, Mr. Lai Zhiguang, Mr. Liao Wenyi, Mr. Du Jinmin, Mr. Tan Jinsong, Mr. Zhang Hua and Mr. Ma Hok Ming attended the Meetings, while the Directors Mr. Zuo Liang, Ms. Feng Kaiyun and Mr. Zhang Weiguo were unable to attend the Meetings in person due to business arrangements. The Bank's PRC legal adviser, GUANGDONG J&J LAW FIRM (廣東君信經綸君厚律師事務所), Computershare Hong Kong Investor Services Limited (the Bank's H Share Registrar), two Shareholder representatives and one Supervisor acted as the vote counters and scrutineers for the votes cast at the Meetings.

As at the date of the AGM, the total number of issued Shares of the Bank was 11,451,268,539 Shares, of which 9,325,933,539 Shares were Domestic Shares and 2,125,335,000 Shares were H Shares, which was also the total number of Shares entitling the holders thereof (and their proxies) to attend the AGM. As at the date of the Domestic Shareholders Class Meeting, the total number of issued Domestic Shares of the Bank was 9,325,933,539 Shares, which was also the total number of Shares entitling the holders thereof (and their proxies) to attend the Domestic Shareholders Class Meeting. As at the date of the H Shareholders Class Meeting, the total number of issued H Shares of the Bank was 2,125,335,000 Shares, which was also the total number of Shares entitling the holders thereof (and their proxies) to attend the H Shareholders Class Meeting.

As at the date of the Meetings, the Shareholders in attendance either in person or by proxy at the AGM held a total of 7,625,264,142 Shares (representing approximately 66.59% of the total issued Shares of the Bank as at the date of the AGM), of which 7,376,213,842 Shares are Shares carrying voting rights (representing approximately 64.41% of the total issued Shares of the Bank as at the date of the AGM); the Domestic Shareholders in attendance either in person or by proxy at the Domestic Shareholders Class Meeting held a total of 5,973,195,142 Domestic Shares (representing approximately 64.05% of the total issued Domestic Shares of the Bank as at the date of the Domestic Shareholders Class Meeting), of which 5,724,144,842 Shares are Domestic Shares carrying voting rights (representing approximately 61.38% of the total issued Domestic Shares of the Bank as at the date of the Domestic Shareholders Class Meeting); the H Shareholders in attendance either in person or by proxy at the H Shareholders Class Meeting held a total of 1,636,069,000 H Shares (representing approximately 76.98% of the total issued H Shares of the Bank as at the date of the H Shareholders Class Meeting), of which 1,636,069,000 Shares are H Shares carrying voting rights (representing approximately 76.98% of the total issued H Shares of the Bank as at the date of the H Shareholders Class Meeting).

POLL RESULTS OF THE MEETINGS

Poll Results of the AGM

All resolutions at the AGM were voted by way of poll on a one-share-one-vote basis. The poll results are as follows:

Ordinary Resolutions		Number of Votes Cast and Percentage of Total Number of Votes Cast		
		For	Against	Abstain
1	to consider and approve the proposal of the 2022 Board of Directors' Report	7,366,213,842 99.8644%	10,000,000 0.1356%	0 0%
2	to consider and approve the proposal of the 2022 Board of Supervisors' Report	7,366,213,842 99.8644%	10,000,000 0.1356%	0 0%
3	to consider and approve the proposal of electing directors of the third session of the Board of the Bank:			
3.1	to consider and approve the proposal of electing Mr. Wang Xiaobin as a non-executive director of the third session of the Board	7,366,213,842 99.8644%	10,000,000 0.1356%	0 0%
3.2	to consider and approve the proposal of electing Mr. Liu Wensheng as a non-executive director of the third session of the Board	7,366,213,842 99.8644%	10,000,000 0.1356%	0 0%
3.3	to consider and approve the proposal of electing Mr. Meng Sen as a non-executive director of the third session of the Board	7,366,213,842 99.8644%	10,000,000 0.1356%	0 0%
4	to consider and approve the proposal of the 2022 Annual Report	7,366,213,842 99.8644%	10,000,000 0.1356%	0 0%
5	to consider and approve the proposal of the 2022 Annual Financial Accounts	7,361,213,842 99.7966%	10,000,000 0.1356%	5,000,000 0.0678%
6	to consider and approve the proposal of the 2022 Profit Distribution Plan	7,366,098,802 99.8629%	10,000,000 0.1356%	115,040 0.0015%
7	to consider and approve the proposal of the 2022 Report on Sannong Financial Services	7,366,213,842 99.8644%	10,000,000 0.1356%	0 0%
8	to consider and approve the proposal of the 2023 Financial Budget	6,815,783,842 92.4022%	305,430,000 4.1407%	255,000,000 3.4571%

Ordinary Resolutions		Number of Votes Cast and Percentage of Total Number of Votes Cast		
		For	Against	Abstain
9	to consider and approve the proposal of estimated annual caps for material related party transactions with major shareholders in 2023	2,712,420,840 99.6180%	10,000,000 0.3673%	400,000 0.0147%
10	to consider and approve the proposal of the appointment of auditors for 2023 annual audit and 2023 interim review and authorize the Board to determine their remunerations	7,361,213,842 99.7966%	10,000,000 0.1356%	5,000,000 0.0678%
11	to consider and approve the proposal of amendments to the Rules of Procedures for General Meetings	7,366,213,842 99.8644%	10,000,000 0.1356%	0 0%
12	to consider and approve the proposal of the work measures related to high-quality development in 2023	6,720,783,842 91.1143%	655,430,000 8.8857%	0 0%
Special Resolutions		Number of Votes Cast and Percentage of Total Number of Votes Cast		
		For	Against	Abstain
13	to consider and individually approve the following items in respect of the proposal of the private placement of Domestic Shares under Specific Mandate:			
	13.1 type and par value of Shares to be issued	6,624,183,842 89.8047%	660,030,000 8.9481%	92,000,000 1.2472%
	13.2 number of Shares to be issued	6,623,783,842 89.7992%	660,030,000 8.9481%	92,400,000 1.2527%
	13.3 target places	6,623,783,842 89.7992%	660,030,000 8.9481%	92,400,000 1.2527%
	13.4 method of pricing	6,623,668,802 89.7977%	660,030,000 8.9481%	92,515,040 1.2542%
	13.5 method of issuance	6,623,668,802 89.7977%	660,030,000 8.9481%	92,515,040 1.2542%
	13.6 timing of issuance	6,623,668,802 89.7977%	660,030,000 8.9481%	92,515,040 1.2542%
	13.7 use of proceeds	6,624,068,802 89.8031%	660,030,000 8.9481%	92,115,040 1.2488%
	13.8 distribution of retained profit	6,623,668,802 89.7977%	660,430,000 8.9535%	92,115,040 1.2488%
	13.9 lock-up arrangement	6,623,668,802 89.7977%	660,030,000 8.9481%	92,515,040 1.2542%
	13.10 validity period	6,623,668,802 89.7977%	660,030,000 8.9481%	92,515,040 1.2542%

Special Resolutions		Number of Votes Cast and Percentage of Total Number of Votes Cast		
		For	Against	Abstain
14	to consider and individually approve the following items in respect of the proposal of the non-public issuance of overseas listed Foreign Shares (H Shares) under Specific Mandate:			
	14.1 type and par value of Shares to be issued	6,628,367,802 89.8614%	655,030,000 8.8803%	92,816,040 1.2583%
	14.2 number of Shares to be issued	6,628,367,802 89.8614%	655,030,000 8.8803%	92,816,040 1.2583%
	14.3 target places	6,628,367,802 89.8614%	655,030,000 8.8803%	92,816,040 1.2583%
	14.4 method of pricing	6,628,367,802 89.8614%	655,030,000 8.8803%	92,816,040 1.2583%
	14.5 method of issuance	6,628,367,802 89.8614%	655,030,000 8.8803%	92,816,040 1.2583%
	14.6 timing of issuance	6,628,367,802 89.8614%	655,030,000 8.8803%	92,816,040 1.2583%
	14.7 use of proceeds	6,628,367,802 89.8614%	655,030,000 8.8803%	92,816,040 1.2583%
	14.8 distribution of retained profit	6,627,967,802 89.8560%	655,430,000 8.8857%	92,816,040 1.2583%
	14.9 validity period	6,627,967,802 89.8560%	655,030,000 8.8803%	93,216,040 1.2637%
	14.10 listing arrangement	6,628,367,802 89.8614%	655,030,000 8.8803%	92,816,040 1.2583%
15	to consider and approve the proposal of the authorization to the Board and its authorized persons to deal with matters related to private placement of Domestic Shares and non-public issuance of Foreign Shares (H Shares) (collectively, the “ Issuance ”)	6,629,068,802 89.8709%	655,030,000 8.8803%	92,115,040 1.2488%
16	to consider and approve the proposal of changing the Bank’s registered capital upon completion of the Issuance	7,366,098,802 99.8629%	10,000,000 0.1356%	115,040 0.0015%
17	to consider and approve the proposal of issuance of undated capital bonds	7,365,698,802 99.8574%	10,400,000 0.1410%	115,040 0.0016%
18	to consider and approve the proposal of amendments to the Articles of Association	7,366,098,802 99.8629%	10,000,000 0.1356%	115,040 0.0015%

Notes:

1. As a majority of the votes were cast in favour of the resolutions numbered 1 to 12, all such resolutions were duly passed as ordinary resolutions.
2. As more than two-thirds of the votes were cast in favour of the resolutions numbered 13 to 18, all such resolutions were duly passed as special resolutions.
3. Pursuant to the Articles of Association of the Bank, the voting rights of Shareholders who have pledged 50% or more of its/his/her equity interests in the Bank, or whose credit extended by the Bank is overdue, shall be subject to restrictions at the AGM. The total number of the Shares subject to restrictions amounted to 249,050,300 Shares.
4. There were no holders of Shares entitled to attend but required to abstain from voting in favour of the resolutions at the AGM under Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).
5. Guangzhou Metro Group Co., Ltd. (廣州地鐵集團有限公司), Guangzhou City Renewal Group Co., Ltd. (廣州城市更新集團有限公司), Guangdong Zhujiang Roads & Bridges Investment Co., Ltd. (廣東珠江公路橋樑投資有限公司), Guangdong Yingxin Information Investment Co., Ltd. (廣東盈信信息投資有限公司), Fengchi Investment Co., Ltd. (豐馳投資有限公司), Shanghai Dazhan Investment Management Co., Ltd. (上海大展投資管理有限公司), Zhongxian International Holding Ltd. (中先國際控股有限公司), Guangzhou Gongkong Capital Management Co., Ltd. (廣州工控資本管理有限公司) (previously known as Guangzhou Jinjun Investments Holding Co., Ltd. (廣州金駿投資控股有限公司)), Guangzhou Vanlead Group Co., Ltd. (廣州萬力集團有限公司), Guangzhou Industrial Investment Holding Group Co., Ltd. (廣州工業投資控股集團有限公司), Guangzhou Lingnan Business Travel Investment Group Co., Ltd. (廣州嶺南商旅投資集團有限公司) (previously known as Guangzhou Commercial Investment Holdings Group Limited (廣州商貿投資控股集團有限公司)), Guangzhou Lingnan International Enterprise Group Co., Ltd. (廣州嶺南國際企業集團有限公司), Aeon Life Insurance Co., Ltd. (百年人壽保險股份有限公司), Guangzhou Huaxin Group Co., Ltd. (廣州華新集團有限公司), Guangdong Dongsheng Industrial Co., Ltd. (廣東東升實業有限公司) (previously known as Guangzhou Dongsheng Investment Co., Ltd. (廣州市東升投資有限公司)), Foshan Dongjian Group Co., Ltd. (佛山市東建集團有限公司), Longdong Economic Development Company, Tianhe District, Guangzhou City (廣州市天河區龍洞經濟發展公司), Guangzhou Finance Holdings Group Co., Ltd. (廣州金融控股集團有限公司), Guangzhou Guangyong State-Owned Assets Management Co., Ltd. (廣州市廣永國有資產經營有限公司), and Guangzhou Radio Group Co., Ltd. (廣州無線電集團有限公司), holding a total of 4,059,216,002 Domestic Shares, and Weizhuo Company Limited (威卓有限公司), AEON Life Insurance Co., Ltd., and Guang Rong Finance Company Limited (廣永財務有限公司), holding 594,177,000 H Shares, which are materially interested in the ordinary resolution numbered 9, shall have therefore abstained from voting on the resolution.
6. Save as disclosed above, no Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the AGM.
7. None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

POLL RESULTS OF THE DOMESTIC SHAREHOLDERS CLASS MEETING

All resolutions at the Domestic Shareholders Class Meeting were voted by way of poll on a one-share-one-vote basis. The poll results are as follows:

Special Resolutions		Number of Votes Cast and Percentage of Total Number of Votes Cast		
		For	Against	Abstain
1	to consider and individually approve the following items in respect of the proposal of the private placement of Domestic Shares under Specific Mandate:			
1.1	type and par value of Shares to be issued	4,972,114,842 86.8621%	660,030,000 11.5306%	92,000,000 1.6073%
1.2	number of Shares to be issued	4,971,714,842 86.8552%	660,030,000 11.5306%	92,400,000 1.6142%
1.3	target placeses	4,971,714,842 86.8552%	660,030,000 11.5306%	92,400,000 1.6142%
1.4	method of pricing	4,971,599,802 86.8531%	660,030,000 11.5306%	92,515,040 1.6163%
1.5	method of issuance	4,971,714,842 86.8552%	660,030,000 11.5306%	92,400,000 1.6142%
1.6	timing of issuance	4,971,714,842 86.8552%	660,030,000 11.5306%	92,400,000 1.6142%
1.7	use of proceeds	4,972,114,842 86.8621%	660,030,000 11.5306%	92,000,000 1.6073%
1.8	distribution of retained profit	4,971,714,842 86.8552%	660,430,000 11.5376%	92,000,000 1.6072%
1.9	lock-up arrangement	4,971,714,842 86.8552%	660,030,000 11.5306%	92,400,000 1.6142%
1.10	validity period	4,971,714,842 86.8552%	660,030,000 11.5306%	92,400,000 1.6142%

Special Resolutions		Number of Votes Cast and Percentage of Total Number of Votes Cast		
		For	Against	Abstain
2	to consider and individually approve the following items in respect of the proposal of the non-public issuance of overseas listed Foreign Shares (H Shares) under Specific Mandate:			
	2.1 type and par value of Shares to be issued	4,976,413,842 86.9372%	655,030,000 11.4433%	92,701,000 1.6195%
	2.2 number of Shares to be issued	4,976,413,842 86.9372%	655,030,000 11.4433%	92,701,000 1.6195%
	2.3 target places	4,976,413,842 86.9372%	655,030,000 11.4433%	92,701,000 1.6195%
	2.4 method of pricing	4,976,298,802 86.9352%	655,030,000 11.4433%	92,816,040 1.6215%
	2.5 method of issuance	4,976,413,842 86.9372%	655,030,000 11.4433%	92,701,000 1.6195%
	2.6 timing of issuance	4,976,413,842 86.9372%	655,030,000 11.4433%	92,701,000 1.6195%
	2.7 use of proceeds	4,976,413,842 86.9372%	655,030,000 11.4433%	92,701,000 1.6195%
	2.8 distribution of retained profit	4,976,013,842 86.9303%	655,030,000 11.4433%	93,101,000 1.6264%
	2.9 validity period	4,976,413,842 86.9372%	655,030,000 11.4433%	92,701,000 1.6195%
	2.10 listing arrangement	4,976,413,842 86.9372%	655,030,000 11.4433%	92,701,000 1.6195%
3	to consider and approve the proposal of the authorization to the Board and its authorized persons to deal with matters related to private placement of Domestic Shares and non-public issuance of Foreign Shares (H Shares) (collectively, the “ Issuance ”)	4,976,298,802 86.9352%	655,030,000 11.4433%	92,816,040 1.6215%
4	to consider and approve the proposal of amendments to the Articles of Association	5,622,029,802 98.2161%	10,000,000 0.1747%	92,115,040 1.6092%

Notes:

1. As more than two-thirds of the votes were cast in favour of the resolutions numbered 1 to 4, such resolutions were duly passed as special resolutions.
2. Pursuant to the Articles of Association of the Bank, the voting rights of Shareholders who have pledged 50% or more of its/his/her equity interests in the Bank, or whose credit extended by the Bank is overdue, shall be subject to restrictions at the Domestic Shareholders Class Meeting. The total number of the Shares subject to restrictions amounted to 249,050,300 Domestic Shares.
3. There were no holders of Domestic Shares entitled to attend but required to abstain from voting in favour of the resolutions at the Domestic Shareholders Class Meeting under Rule 13.40 of the Listing Rules.
4. No Domestic Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the Domestic Shareholders Class Meeting.
5. None of the Domestic Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the Domestic Shareholders Class Meeting.

POLL RESULTS OF THE H SHAREHOLDERS CLASS MEETING

All resolutions at the H Shareholders Class Meeting were voted by way of poll on a one-share-one-vote basis. The poll results are as follows:

Special Resolutions		Number of Votes Cast and Percentage of Total Number of Votes Cast		
		For	Against	Abstain
1	to consider and individually approve the following items in respect of the proposal of the private placement of Domestic Shares under Specific Mandate:			
1.1	type and par value of Shares to be issued	1,636,069,000 100%	0 0%	0 0%
1.2	number of Shares to be issued	1,636,069,000 100%	0 0%	0 0%
1.3	target places	1,636,069,000 100%	0 0%	0 0%
1.4	method of pricing	1,636,069,000 100%	0 0%	0 0%
1.5	method of issuance	1,636,069,000 100%	0 0%	0 0%
1.6	timing of issuance	1,636,069,000 100%	0 0%	0 0%
1.7	use of proceeds	1,636,069,000 100%	0 0%	0 0%
1.8	distribution of retained profit	1,636,069,000 100%	0 0%	0 0%
1.9	lock-up arrangement	1,636,069,000 100%	0 0%	0 0%
1.10	validity period	1,636,069,000 100%	0 0%	0 0%

Special Resolutions		Number of Votes Cast and Percentage of Total Number of Votes Cast		
		For	Against	Abstain
2	to consider and individually approve the following items in respect of the proposal of the non-public issuance of overseas listed Foreign Shares (H Shares) under Specific Mandate:			
	2.1 type and par value of Shares to be issued	1,636,069,000 100%	0 0%	0 0%
	2.2 number of Shares to be issued	1,636,069,000 100%	0 0%	0 0%
	2.3 target places	1,636,069,000 100%	0 0%	0 0%
	2.4 method of pricing	1,636,069,000 100%	0 0%	0 0%
	2.5 method of issuance	1,636,069,000 100%	0 0%	0 0%
	2.6 timing of issuance	1,636,069,000 100%	0 0%	0 0%
	2.7 use of proceeds	1,636,069,000 100%	0 0%	0 0%
	2.8 distribution of retained profit	1,636,069,000 100%	0 0%	0 0%
	2.9 validity period	1,636,069,000 100%	0 0%	0 0%
	2.10 listing arrangement	1,636,069,000 100%	0 0%	0 0%
3	to consider and approve the proposal of the authorization to the Board and its authorized persons to deal with matters related to private placement of Domestic Shares and non-public issuance of Foreign Shares (H Shares) (collectively, the “ Issuance ”)	1,636,069,000 100%	0 0%	0 0%
4	to consider and approve the proposal of amendments to the Articles of Association	1,636,069,000 100%	0 0%	0 0%

Notes:

1. As more than two-thirds of the votes were cast in favour of the resolutions numbered 1 to 4, such resolutions were duly passed as special resolutions.
2. Pursuant to the Articles of Association of the Bank, the voting rights of Shareholders who have pledged 50% or more of its/his/her equity interests in the Bank, or whose credit extended by the Bank is overdue, shall be subject to restrictions at the H Shareholders Class Meeting. The total number of the Shares subject to restrictions amounted to 0 H Share.
3. There were no holders of H Shares entitled to attend but required to abstain from voting in favour of the resolutions at the H Shareholders Class Meeting under Rule 13.40 of the Listing Rules.
4. No H Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions at the H Shareholders Class Meeting.
5. None of the H Shareholders have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the H Shareholders Class Meeting.

PAYMENT OF THE FINAL DIVIDENDS

The payment of cash dividends for the year ended 31 December 2022 of RMB1.05 (tax inclusive) per 10 Shares (the “**Final Dividends**”) was approved at the AGM. The Bank is expected to distribute the Final Dividends on Thursday, 20 July 2023 to the holders of Domestic Shares and the holders of H Shares whose names appear on the register of members on Sunday, 2 July 2023.

The Final Dividends are denominated in RMB. Dividends payable to the holders of Domestic Shares will be paid in RMB, while dividends payable to the holders of H Shares will be paid in Hong Kong dollars. The exchange rate for dividends paid in Hong Kong dollars shall be the average middle rate (i.e. HK\$1.00 to RMB0.91299) for the five business days preceding the date of declaration of such dividends at the AGM (i.e. 20 June 2023, inclusive) as announced by the People’s Bank of China. As such, the Final Dividends for every H Share are HK\$0.11501 (tax inclusive).

For matters concerning taxation relating to the Final Dividends and the closure of register of members, please refer to the Circular.

APPOINTMENT OF NON-EXECUTIVE DIRECTORS

References are made to the announcement of the Bank dated 31 March 2023 and the Circular of the Bank in relation to the proposed appointment of non-executive Directors at the AGM:

- (i) Mr. Wang Xiaobin (“**Mr. Wang**”) was appointed as a non-executive Director of the Bank;
- (ii) Mr. Liu Wensheng (“**Mr. Liu**”) was appointed as a non-executive Director of the Bank;
- (iii) Mr. Meng Sen (“**Mr. Meng**”) was appointed as a non-executive Director of the Bank;

The terms of office of Mr. Wang, Mr. Liu, and Mr. Meng will become effective upon the approval of Guangdong Bureau of China Banking and Insurance Regulatory Commission (“**Guangdong Bureau CBIRC**”) for their eligibility to hold office until the expiry of the third session of the Board of Directors.

AMENDMENTS TO THE ARTICLES OF ASSOCIATION

References are made to the announcement of the Bank dated 26 April 2023 and the Circular of the Bank in relation to (among other things) the proposed amendments to the Articles of Association. The proposal in relation to the proposed amendments to the Articles of Association has been duly approved by Shareholders at the Meetings by way of a special resolution, and shall take effect from the date on which the Bank has obtained the approval of Guangdong Bureau CBIRC (In particular, as the Bank intends to conduct an issuance of new shares (for details, please refer to the Bank’s announcement dated 26 April 2023 and the Circular of the Bank in relation to the the issuance of shares), the amendments to the articles of the Articles of Association in relation to the change of registered capital and the total number of shares (i.e. Articles 26 and 29) will take effect from the date of approval of the aforesaid issuance of shares by the relevant regulatory authorities and the completion of the issuance). The registered capital and the total number of shares of the Bank will be changed accordingly as a result of the aforesaid issuance of shares, and the Bank will subsequently perform its information disclosure obligations in accordance with the applicable laws and regulations in due course.

By Order of the Board
Guangzhou Rural Commercial Bank Co., Ltd.*
Cai Jian
Chairman

Guangzhou, the PRC
20 June 2023

As at the date of this announcement, the Board comprises one executive director, namely Mr. Cai Jian; six non-executive directors, namely Mr. Da Hengcheng, Mr. Zuo Liang, Ms. Feng Kaiyun, Mr. Zhang Junzhou, Mr. Feng Yaoliang and Mr. Lai Zhiguang; and six independent non-executive directors, namely Mr. Liao Wenyi, Mr. Du Jinmin, Mr. Tan Jinsong, Mr. Zhang Weiguo, Mr. Zhang Hua and Mr. Ma Hok Ming.

** Guangzhou 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.*