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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)**

**APPROVAL BY THE CSRC OF THE APPLICATION FOR  
REGISTRATION OF THE PRIVATE PLACEMENT OF  
DOMESTIC SHARES OF THE BANK**

References are made to the announcements of Guangzhou Rural Commercial Bank Co., Ltd.\* (the “**Bank**”) dated 26 April 2023 and 20 June 2023 (the “**Announcements**”) and the circular dated 31 May 2023 (the “**Circular**”), in relation to, among other things, the proposed private placement of Domestic Shares to subscribers. Unless as otherwise defined, capitalized terms used herein shall have the same meanings as those defined in the Announcements and the Circular.

The board of directors of the Bank (the “**Board**”) is pleased to announce that the Bank has received the Approval Regarding the Registration of Shares Issued by Guangzhou Rural Commercial Bank Co., Ltd. to Selected Placees (Zheng Jian Xu Ke [2023] No. 2876) (《關於同意廣州農村商業銀行股份有限公司向特定對象發行股票註冊的批覆》(證監許可[2023]2876號)) (the “**Approval for Domestic Shares**”) issued by the China Securities Regulatory Commission (the “**CSRC**”) on 26 December 2023 (the “**Registration Approval Date**”) today. The CSRC has approved the application for registration of the Issuance of Domestic Shares. Details of the Approval for Domestic Shares are set out below:

- I. The application for registration of the issuance of shares of the Bank to selected placees has been approved.
- II. The Issuance of Domestic Shares shall be implemented in strict accordance with the application documents submitted to the CSRC.
- III. The Approval for Domestic Shares shall be valid for a period of 12 months from the Registration Approval Date.

IV. During the period from the Registration Approval Date to the completion of the Issuance of Domestic Shares, if any significant matters occur to the Bank, the Bank shall report such matters to the CSRC in a timely manner and handle the same in accordance with relevant regulations.

**The Bank has not entered into any definitive agreement in respect of the Issuance of Domestic Shares. Various factors such as market conditions are beyond the control of the Bank, and it is uncertain whether the Issuance of Domestic Shares will proceed. The Bank will handle the relevant matters relating to the Issuance of Domestic Shares in accordance with the relevant laws and regulations, the requirements under the aforesaid approval document from the CSRC and the authorization granted at the general meeting of shareholders and the Class Meetings of the Bank, and will make further announcements in respect of the latest progress of the Issuance of Domestic Shares in due course. Shareholders of the Bank and potential investors are advised to exercise caution when dealing in the securities of the Bank.**

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

Guangzhou, the PRC  
28 December 2023

*As at the date of this announcement, the Board comprises one executive director, namely Mr. Cai Jian; eight non-executive directors, namely Mr. Wang Xiaobin, Mr. Da Hengcheng, Mr. Zuo Liang, Mr. Liu Wensheng, Mr. Zhang Junzhou, Mr. Meng Sen, 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.*