

*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.*



**重慶農村商業銀行**  
CHONGQING RURAL COMMERCIAL BANK

重慶農村商業銀行股份有限公司\*

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

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

**(Stock Code: 3618)**

## **POLL RESULTS OF THE 2023 ANNUAL GENERAL MEETING HELD ON 28 MAY 2024**

The board of directors (the “**Board**”) of Chongqing Rural Commercial Bank Co., Ltd. 重慶農村商業銀行股份有限公司\* (the “**Bank**”) is pleased to announce that at the 2023 annual general meeting of the Bank (the “**2023 AGM**”) held on 28 May 2024, all resolutions proposed at the 2023 AGM as set out in the notice of the 2023 AGM dated 7 May 2024 and the supplemental notice of the 2023 AGM dated 10 May 2024 were duly passed by the shareholders of the Bank (the “**Shareholders**”) by way of poll.

References are made to the circular of the Bank dated 7 May 2024 (the “**Circular**”) and the supplemental circular of the Bank dated 10 May 2024 (the “**Supplemental Circular**”). Unless the context requires otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular and the Supplemental Circular.

As at the equity registration day of the 2023 AGM (being 23 May 2024), the total number of Shares in issue of the Bank was 11,357,000,000 (of which 8,843,663,959 are A Shares and 2,513,336,041 are H Shares), which was the total number of Shares entitling the holders thereof (and proxies) to attend the 2023 AGM. In accordance with the relevant requirements of the Articles of Association and Rules of Procedures for the General Meeting, when a Shareholder fails to repay their credit facilities with the Bank on time, or when the number of equity interests of the Bank pledged by a Shareholder reaches or exceeds 50% of the equity interests of the Bank held by such Shareholder, such Shareholder shall not exercise the voting rights regarding matters to be considered at the general meeting. After the Directors have made all reasonable enquiries, to the best of their knowledge, information and belief, as of the date of the 2023 AGM, among the Shareholders entitled to attend the 2023 AGM, the total number of Shares held to be restricted from voting was 614,139,051. Hence, as at the date of the 2023 AGM, the total number of Shares of the Bank carrying voting rights (excluding total number of Shares without affirmed ownership) was 10,710,864,147 (of which

8,197,528,106 are A Shares and 2,513,336,041 are H Shares), which was the total number of Shares entitling the holders thereof (and proxies) to attend and vote on the relevant resolutions at the 2023 AGM.

After the Directors have made all reasonable enquiries, to the best of their knowledge, information and belief, as at the date of the 2023 AGM, Yufu Capital, Chongqing Sanxia Financing Guarantee Group Corporation (重慶三峽融資擔保集團股份有限公司), Chongqing River & Holiday Hotel Management Co., Ltd. (重慶兩江假日酒店管理有限公司), Chongqing Chuanyi Automation Co., Ltd. (重慶川儀自動化股份有限公司) and Chongqing Yufu (Hong Kong) Co., Ltd. (重慶渝富(香港)有限公司), holding 988,000,000 Shares, 15,000,454 Shares, 2,000,000 Shares, 10,000,000 Shares and 13,246,000 Shares respectively, which represent 8.70%, 0.13%, 0.02%, 0.09% and 0.12% of the total number of issued Shares of the Bank respectively, have material interests in No. 9 resolution and have abstained from voting on No. 9 resolution; City Investment Group and Chongqing Yukaifa Co., Ltd. (重慶渝開發股份有限公司), holding 797,087,430 Shares and 30,000,000 Shares respectively, which represent 7.02% and 0.26% of the total number of issued Shares of the Bank respectively, have material interests in No. 10 resolution and have abstained from voting on No. 10 resolution; Chongqing Development and Real Estate Management Co., Ltd (重慶發展置業管理有限公司) and Chongqing Development Investment, holding 589,084,181 Shares and 457,035,289 Shares respectively, which represent 5.19% and 4.02% of the total number of issued Shares of the Bank respectively, have material interests in No. 11 resolution and have abstained from voting on No. 11 resolution.

Save as disclosed above, there were no Shares entitling the Shareholders to attend but abstain from voting in favour of the proposed resolutions at the 2023 AGM as set out in Rule 13.40 of the Listing Rules. There were no restrictions on Shareholders to cast votes on any of the proposed resolutions at the 2023 AGM. No Shareholders were required under the Listing Rules to abstain from voting on the proposed resolutions at the 2023 AGM. No party has stated its intention in the Circular and the Supplemental Circular that it would vote against any proposed resolution or that it would abstain from voting at the 2023 AGM.

## **ATTENDANCE AT THE 2023 AGM**

Set out below are the details of the Shareholders and proxies carrying voting rights present in the 2023 AGM:

Number of Shareholders and proxies	90
<i>Including:</i>	
Number of A Shareholders and proxies	89
Number of H Shareholders and proxies	1
Total number of Shares carrying voting rights	4,901,301,896
<i>Including:</i>	
Total number of Shares carrying voting rights held by A Shareholders	4,289,646,039
Total number of Shares carrying voting rights held by H Shareholders	611,655,857
Percentage of total number of Shares carrying voting rights of the Bank	45.76%

<i>Including:</i>	Number of A Shares as a percentage of the total number of Shares carrying voting rights of the Bank	40.05%
	Number of H Shares as a percentage of the total number of Shares carrying voting rights of the Bank	5.71%

All Directors of the Bank have attended the 2023 AGM.

## **POLL RESULTS OF THE PROPOSED RESOLUTIONS AT THE 2023 AGM**

All the resolutions of the 2023 AGM were voted by poll and the poll results are as follows:

Ordinary Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
1.	To consider and approve the work report of the Board of the Bank for 2023	4,891,028,821 99.7904%	2,148,100 0.0438%	8,124,975 0.1658%	Passed
2.	To consider and approve the work report of the Board of Supervisors of the Bank for 2023	4,891,028,821 99.7904%	2,148,100 0.0438%	8,124,975 0.1658%	Passed
3.	To consider and approve the resolution in relation to the financial final proposal of the Bank for 2023	4,891,228,821 99.7945%	1,948,100 0.0397%	8,124,975 0.1658%	Passed
4.	To consider and approve the resolution in relation to the profit distribution plan of the Bank for 2023	4,900,890,596 99.9916%	339,100 0.0069%	72,200 0.0015%	Passed
5.	To consider and approve the resolution in relation to the financial budget proposal of the Bank for 2024	4,900,890,596 99.9916%	339,100 0.0069%	72,200 0.0015%	Passed
6.	To consider and approve the resolution in relation to the annual report of the Bank for 2023	4,891,228,821 99.7945%	1,948,100 0.0397%	8,124,975 0.1658%	Passed
7.	To consider and approve the resolution in relation to the appointment of the accounting firms of the Bank for 2024	4,867,372,494 99.3077%	22,261,211 0.4542%	11,668,191 0.2381%	Passed
8.	To consider and approve the resolution in relation to the proposed election of Mr. Peng Yulong as a non-executive Director of the Bank	4,845,310,056 98.8576%	55,987,137 1.1423%	4,703 0.0001%	Passed
9.	To consider and approve the resolution in relation to the related party transactions with Chongqing Yufu Capital Operation Group Company Limited and its related parties	3,673,760,191 93.8788%	229,336,154 5.8604%	10,205,551 0.2608%	Passed

Ordinary Resolutions		Number of Votes (%)			Voting Results
		For	Against	Abstain	
10.	To consider and approve the resolution in relation to the related party transactions with Chongqing City Construction Investment (Group) Company Limited and its related parties	3,874,604,761 94.4055%	229,336,154 5.5878%	273,551 0.0067%	Passed
11.	To consider and approve the resolution in relation to the related party transactions with Chongqing Development Investment Co., Ltd. and its related parties	3,649,386,721 94.0807%	229,336,154 5.9123%	273,551 0.0071%	Passed
Special Resolution		Number of Votes (%)			Voting Results
		For	Against	Abstain	
12.	To consider and approve the resolution in relation to the proposed issuance of financial bonds by the Bank	4,900,890,596 99.9916%	339,100 0.0069%	72,200 0.0015%	Passed

*Note:* The percentages shown are rounded to the nearest four decimal places. Any discrepancies between the total shown and the sum of the amounts listed are due to rounding.

As more than 50% of the total number of Shares represented by the Shareholders (including proxies) who attended and voted on the ordinary resolutions at the 2023 AGM were cast in favour of each of the above ordinary resolutions, and more than 2/3 of the total number of Shares represented by the Shareholders (including proxies) who attended and voted on the special resolution at the 2023 AGM were cast in favour of the above special resolution, all the above resolutions were duly passed.

The Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the 2023 AGM. Zhong Lun Law Firm, the Bank's PRC legal advisor, the Supervisors of the Bank and the representative of the Shareholders were also the scrutineers for the vote-taking and vote-tabulation at the 2023 AGM.

For details of the aforesaid resolutions, Shareholders may refer to the Circular and the Supplemental Circular issued by the Bank and published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Bank ([www.cqrcb.com](http://www.cqrcb.com)).

## **DISTRIBUTION OF DIVIDEND**

The declaration of cash dividend for 2023 of RMB0.2885 per Share (tax inclusive) was approved at the 2023 AGM, totaling RMB3,276 million (tax inclusive). Cash dividend for 2023 will be distributed on Friday, 28 June 2024 to H Shareholders whose names appear on the register of members of H Shares of the Bank on 6 June 2024; details of distribution of dividend to A Shareholders and related matters will be announced in due course. The above proposed distribution of dividend is denominated

in RMB. The dividend payable to A Shareholders shall be paid in RMB, and the dividend payable to H Shareholders shall be paid in Hong Kong dollars (HKD). The exchange rate to HKD to be adopted shall be the average central parity rate of RMB to HKD for the five business days preceding the date of declaration of such dividend at the 2023 AGM (28 May 2024, including the date thereof) as announced by the People's Bank of China (i.e. RMB1.00 to HKD1.098233). As such, the dividend per H Share of the Bank is HKD0.316840 (tax inclusive).

Shareholders may refer to the Circular and the Supplemental Circular issued by the Bank and published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Bank ([www.cqrcb.com](http://www.cqrcb.com)) for the details of the above distribution of dividend.

## **APPOINTMENT OF DIRECTOR**

The Bank is pleased to announce that at the 2023 AGM, Mr. Peng Yulong was appointed as a non-executive Director.

Mr. Peng Yulong's term of office shall be effective from the date of approval of his qualification as a Director by the National Financial Regulatory Administration Chongqing Office to the expiry of the term of office of the current session of the Board. The Bank will publish a separate announcement in accordance with the requirements of the Listing Rules after the relevant appointment becomes effective.

For details of the biography of Mr. Peng Yulong, Shareholders may refer to the Circular issued by the Bank and published on the websites of the Stock Exchange ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Bank ([www.cqrcb.com](http://www.cqrcb.com)). As of the date of this announcement, there has been no change in such information.

Save as disclosed above, there are no other matters relating to the election of Mr. Peng Yulong that are required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules or any other matters that need to be brought to the attention of the Shareholders.

For and on behalf of the Board  
**Chongqing Rural Commercial Bank Co., Ltd.\***  
**重慶農村商業銀行股份有限公司\***  
**Xie Wenhui**  
*Chairman and Executive Director*

Chongqing, the PRC, 28 May 2024

*As at the date of this announcement, the executive directors of the Bank are Mr. Xie Wenhui, Mr. Sui Jun and Mr. Zhang Peizong; the non-executive directors of the Bank are Ms. Hu Chun and Mr. Yin Xianglin; and the independent non-executive directors of the Bank are Mr. Zhang Qiaoyun, Mr. Lee Ming Hau, Mr. Li Jiaming and Ms. Bi Qian.*

\* *The Bank holds a financial licence number B0335H250000001 approved by the regulatory authority of the banking industry of the PRC and was authorised by the Administration for Market Regulation of Chongqing to obtain a corporate legal person business licence with a unified social credit code 91500000676129728J. The Bank is not an authorised institution in accordance with the Hong Kong Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorised to carry on banking/deposit-taking business in Hong Kong.*