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中國光大銀行股份有限公司

## **China Everbright Bank Company Limited**

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

**(Stock code: 6818)**

### **ANNOUNCEMENT ON GRANT OF WAIVER FROM MANDATORY GENERAL OFFER REQUIREMENT REGARDING EQUITY CHANGE PLAN**

Reference is made to the announcement of China Everbright Bank Company Limited (the “**Company**”) dated 3 May 2020 (the “**Announcement**”) in relation to the approval from the Ministry of Finance in relation to the issuance of additional shares by China Everbright Group Limited (“**Everbright Group**”) to Central Huijin Investment Ltd. (“**Huijin Company**”), and the transfer of 10,250,916,094 A shares of the Company (representing 19.53% of the total share capital of the Company) by Huijin Company to Everbright Group. Unless otherwise stated, terms used in this announcement have the same meanings as defined in the Announcement.

In connection with the Equity Change, Everbright Group has applied for, and the Securities and Futures Commission of Hong Kong has granted a waiver pursuant to Note 6(a) to Rule 26.1 under the Code on Takeovers and Mergers (the “**Takeovers Code**”) from strict compliance with Rule 26.1(a) of the Takeovers Code exempting Everbright Group from the obligation to make a general offer for the shares of the Company arising from the Equity Change. Accordingly, the proposed acquisition of the Company’s shares by Everbright Group will not give rise to any obligation on Everbright Group to make a mandatory general offer for shares of the Company.

As required under Rule 9.3 of the Takeovers Codes, the Directors of the Company jointly and severally accept full responsibility for the accuracy of the information contained in the Announcement and this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in the Announcement and this announcement have been arrived at after due and careful consideration and there are no other facts not contained in the Announcement and this announcement, the omission of which would make any statement in the Announcement and this announcement misleading.

**Shareholders and potential investors of the Company are advised to exercise caution when dealing in the shares of the Company.**

On behalf of the Board  
**China Everbright Bank Company Limited**  
**LI Xiaopeng**  
*Chairman*

Beijing, the PRC  
6 May 2020

*As at the date of this announcement, the Executive Directors of the Company are Mr. Liu Jin and Mr. Lu Hong; the Non-executive Directors are Mr. Li Xiaopeng, Mr. Wu Lijun, Mr. Cai Yunge, Mr. Wang Xiaolin, Mr. Shi Yongyan, Mr. Dou Hongquan, Mr. He Haibin, Mr. Liu Chong and Ms. Yu Chunling; and the Independent Non-executive Directors are Ms. Fok Oi Ling Catherine, Mr. Xu Hongcai, Mr. Feng Lun, Mr. Wang Liguo, Mr. Shao Ruiqing and Mr. Hong Yongmiao.*