

Unless otherwise defined in this announcement, capitalized terms used herein shall have the same meanings as those defined in the prospectus dated September 16, 2021 (the “**Prospectus**”) issued by Dongguan Rural Commercial Bank Co., Ltd.* (東莞農村商業銀行股份有限公司*) (the “**Bank**”).

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This announcement is not for release, publication, distribution, directly or indirectly, in or into the United States (including its territories and possessions, any state of the United States and the District of Columbia). This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in Hong Kong, the United States or elsewhere. The Offer Shares have not been, and will not be, registered under the United States Securities Act of 1933 as amended from time to time (the “**U.S. Securities Act**”) or any state securities laws of the United States and are being offered, sold or delivered outside the United States in reliance on Regulation S. There is not and it is not currently intended for there to be any public offering of securities of the Bank in the United States.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities. This announcement is not a prospectus. Potential investors should read the Prospectus for detailed information about the Global Offering described below before deciding whether or not to invest in the H Shares thereby being offered. The Bank has not been and will not be registered under the U.S. Investment Company Act of 1940, as amended.

In connection with the Global Offering, ABCI Securities Company Limited as stabilizing manager (the “**Stabilizing Manager**”), its affiliates or any person acting for it, on behalf of the Underwriters, may over-allocate and effect transactions with a view to stabilizing or supporting the market price of the H Shares at a level higher than that which might otherwise prevail for a limited period after the Listing Date. However, there is no obligation on the Stabilizing Manager, its affiliates or any person acting for it, to conduct any such stabilizing action, which, if commenced, will be done at the sole and absolute discretion of the Stabilizing Manager, its affiliates or any person acting for it, and may be discontinued at any time. Any such stabilizing activity is required to be brought to an end on the 30th day after the last day for the lodging of applications under the Hong Kong Public Offering. Such stabilization action, if taken, may be effected in all jurisdictions where it is permissible to do so, in each case in compliance with all applicable laws, rules and regulatory requirements, including the Securities and Futures (Price Stabilizing) Rules (Chapter 571W of the Laws of Hong Kong), as amended, made under the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Potential investors should be aware that stabilizing action cannot be taken to support the price of the H Shares for longer than the stabilization period which begins on the Listing Date and is expected to expire on the 30th day after the last day for lodging applications under the Hong Kong Public Offering (i.e. Thursday, October 21, 2021). After this date, no further stabilizing action may be taken, and demand for the H Shares, and therefore the price of the H Shares, could fall.

Potential investors of the Offer Shares should note that the Joint Global Coordinators (for themselves and on behalf of the Hong Kong Underwriters) shall be entitled to terminate their obligations under the Hong Kong Underwriting Agreement with immediate effect upon the occurrence of any of the events set out in the paragraph headed “Underwriting — Underwriting Arrangements — Hong Kong Public Offering — Hong Kong Underwriting Agreement — Grounds for Termination” in the Prospectus at any time prior to 8:00 a.m. on the Listing Date (which is currently expected to be on Wednesday, September 29, 2021).



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)

GLOBAL OFFERING

Number of Offer Shares	: 1,148,091,000 H Shares (subject to the Over-allotment Option)
Number of International Offer Shares	: 1,033,281,000 H Shares (subject to adjustment and the Over-allotment Option)
Number of Hong Kong Offer Shares	: 114,810,000 H Shares (subject to adjustment)
Maximum Offer Price	: HK\$8.71 per H Share, plus brokerage of 1%, SFC transaction levy of 0.0027%, and Hong Kong Stock Exchange trading fee of 0.005% (payable in full on application in Hong Kong Dollars and subject to refund)
Nominal value	: RMB1.00 per H Share
Stock code	: 9889

Joint Sponsors









Joint Global Coordinators










Joint Bookrunners and Joint Lead Managers













* 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.

IMPORTANT NOTICE TO INVESTORS: FULLY ELECTRONIC APPLICATION PROCESS

We have adopted a fully electronic application process for the Hong Kong Public Offering. We will not provide printed copies of the Prospectus or printed copies of any application forms to the public in relation to the Hong Kong Public Offering.

The Prospectus is available at the website of the Hong Kong Stock Exchange at www.hkexnews.hk under the “*HKEXnews > New Listings > New Listing Information*” section, and the website of the Bank at www.drcbank.com. If you require a printed copy of the Prospectus, you may download and print from the website addresses above.

To apply for the Hong Kong Offer Shares, you may:

- (1) apply online through the **White Form eIPO** service at www.eipo.com.hk;
- (2) apply through the **CCASS EIPO** service to electronically cause HKSCC Nominees to apply on your behalf, including by:
 - i. instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf; or
 - ii. (if you are an existing **CCASS Investor Participant**) giving **electronic application instructions** through the CCASS Internet System (<https://ip.ccass.com>) or through the CCASS Phone System by calling +852 2979 7888 (using the procedures in HKSCC’s “An Operating Guide for Investor Participants” in effect from time to time). HKSCC can also input **electronic application instructions** for CCASS Investor Participants through HKSCC’s Customer Service Centre at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong by completing an input request.

We will not provide any physical channels to accept any application for the Hong Kong Offer Shares by the public. The contents of the electronic version of the Prospectus are identical to the printed document as registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies (Winding Up and Miscellaneous Provisions) Ordinance.

If you are an **intermediary, broker** or **agent**, please remind your customers, clients or principals, as applicable, that the Prospectus is available online at the website addresses above.

Please refer to the section headed “How to Apply for Hong Kong Offer Shares” in the Prospectus for further details of the procedures through which you can apply for the Hong Kong Offer Shares electronically.

Your application must be for a minimum of 1,000 Hong Kong Offer Shares and in one of the numbers set out in the table. You are required to pay the amount next to the number you select.

Dongguan Rural Commercial Bank Co., Ltd.

(HK\$8.71 per Hong Kong Offer Share)

**NUMBER OF HONG KONG OFFER SHARES THAT
MAY BE APPLIED FOR AND PAYMENTS**

No. of Hong Kong Offer Shares applied for	Amount payable on application	No. of Hong Kong Offer Shares applied for	Amount payable on application	No. of Hong Kong Offer Shares applied for	Amount payable on application	No. of Hong Kong Offer Shares applied for	Amount payable on application
	<i>HK\$</i>		<i>HK\$</i>		<i>HK\$</i>		<i>HK\$</i>
1,000	8,797.78	25,000	219,944.27	200,000	1,759,554.13	2,000,000	17,595,541.34
2,000	17,595.54	30,000	263,933.13	250,000	2,199,442.67	3,000,000	26,393,312.01
3,000	26,393.32	35,000	307,921.97	300,000	2,639,331.20	4,000,000	35,191,082.68
4,000	35,191.08	40,000	351,910.83	350,000	3,079,219.74	5,000,000	43,988,853.35
5,000	43,988.86	45,000	395,899.68	400,000	3,519,108.27	15,000,000	131,966,560.05
6,000	52,786.62	50,000	439,888.54	450,000	3,958,996.81	25,000,000	219,944,266.75
7,000	61,584.40	60,000	527,866.24	500,000	4,398,885.34	35,000,000	307,921,973.45
8,000	70,382.16	70,000	615,843.95	600,000	5,278,662.40	45,000,000	395,899,680.15
9,000	79,179.94	80,000	703,821.65	700,000	6,158,439.47	57,405,000 ⁽¹⁾	505,036,025.31
10,000	87,977.71	90,000	791,799.37	800,000	7,038,216.54		
15,000	131,966.56	100,000	879,777.07	900,000	7,917,993.60		
20,000	175,955.41	150,000	1,319,665.61	1,000,000	8,797,770.67		

(1) Maximum number of Hong Kong Offer Shares you may apply for.

No application for any other number of Hong Kong Offer Shares will be considered and any such application is liable to be rejected.

THE LISTING APPLICATION

The Bank has applied to the Listing Committee of the Hong Kong Stock Exchange for the listing of, and permission to deal in, the Offer Shares to be issued by the Bank pursuant to the Global Offering (including the additional Offer Shares which may be issued pursuant to the exercise of the Over-allotment Option). The Domestic Shares of the Bank may be converted to H Shares after obtaining the approval of the CSRC or the authorized approval authorities of the State Council, details of which are set out in “Share Capital — Conversion of Domestic Shares into H Shares” in the Prospectus.

Assuming that the Hong Kong Public Offering becomes unconditional at or before 8:00 a.m. in Hong Kong on Wednesday, September 29, 2021, it is expected that dealings in the H Shares on the Hong Kong Stock Exchange will commence at 9:00 a.m. on Wednesday, September 29, 2021. In the event that the Over-allotment Option is exercised, an announcement will be made by the Bank on the Bank’s website at www.drcbank.com and the website of the Hong Kong Stock Exchange at www.hkexnews.hk.

STRUCTURE OF THE GLOBAL OFFERING

The Global Offering comprises:

- the Hong Kong Public Offering of initially 114,810,000 Offer Shares (subject to reallocation) representing approximately 10% of the total number of Offer Shares initially available under the Global Offering, and
- the International Offering of initially 1,033,281,000 Offer Shares (subject to reallocation and the Over-allotment Option) representing approximately 90% of the total number of Offer Shares initially available under the Global Offering.

The allocation of the Offer Shares between the Hong Kong Public Offering and the International Offering will be subject to reallocation as described in the section headed “Structure of the Global Offering” in the Prospectus.

In particular, Offer Shares may be reallocated from the International Offering to the Hong Kong Public Offering to satisfy valid applications under the Hong Kong Public Offering. In accordance with Guidance Letter HKEX-GL91-18 issued by the Hong Kong Stock Exchange, if such reallocation is done other than pursuant to clawback mechanism as described in the section headed “Structure of the Global Offering — the Hong Kong Public Offering — Reallocation” in the Prospectus, the number of Offer Shares that may be reallocated from the International Offering to the Hong Kong Public Offering shall not exceed 114,810,000 Offer Shares, representing approximately 10% of the Offer Shares initially available under the Global Offering, increasing the total number of Offer Shares available under the Hong Kong Public Offering to 229,620,000 Offer Shares, representing approximately 20% of the Offer Shares and the final Offer Price shall be fixed at the bottom end of the indicative Offer Price range (i.e. HK\$7.92 per Offer Share) stated in the Prospectus.

In connection with the Global Offering, it is expected that the Bank will grant the Over-allotment Option to the International Underwriters, which will be exercisable by the Joint Global Coordinators (on behalf of the International Underwriters) in whole or in part at their sole and absolute discretion within 30 days after the last day for lodging applications under the Hong Kong Public Offering (the last day for exercise of the Over-allotment Option being Thursday, October 21, 2021) to require the Bank to issue and allot up to 172,213,000 additional Offer Shares, representing approximately 15% of the total number of Offer Shares initially available under the Global Offering, at the Offer Price under the International Offering, to, among other things, cover over-allocations in the International Offering, if any. In the event the Over-allotment Option is exercised, the Bank will make an announcement which will be posted on the website of the Hong Kong Stock Exchange (www.hkexnews.hk) and on our website (www.drcbank.com), respectively.

PRICING

The Offer Price will not be more than HK\$8.71 per Offer Share and is currently expected to be not less than HK\$7.92 per Offer Share, unless otherwise announced, as further explained in the section headed “Structure of the Global Offering” in the Prospectus. Applicants for the Hong Kong Offer Shares are required to pay, on application, the maximum Offer Price of HK\$8.71 per Offer Share (plus 1% brokerage, 0.0027% SFC transaction levy and 0.005% Hong Kong Stock Exchange trading fee), subject to refund if the Offer Price as finally determined is less than HK\$8.71 per Offer Share.

EXPECTED TIMETABLE

Hong Kong Public Offering commences	9:00 a.m. on Thursday, September 16, 2021
Latest time for completing electronic applications under the White Form eIPO service through the designated website www.eipo.com.hk	11:30 a.m. on Tuesday, September 21, 2021
Application lists for the Hong Kong Public Offering open	11:45 a.m. Tuesday, September 21, 2021
Latest time for (a) completing payment for the White Form eIPO applications by effecting internet banking transfer(s) or PPS payment transfer(s) and (b) giving electronic application instructions to HKSCC	12:00 noon Tuesday, September 21, 2021

If you are instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf, you are advised to contact your **broker** or **custodian** for the latest time for giving such instructions which may be different from the latest time as stated above.

Application lists close 12:00 noon Tuesday, September 21, 2021

Expected Price Determination Date Wednesday, September 22, 2021

Announcement of:

- the Offer Price;
- an indications of the level of interest in the International Offering, the level of applications in the Hong Kong Public Offering; and
- the basis of allocations of the Hong Kong Offer Shares

to be published on our website at www.drcbank.com and the website of the Hong Kong Stock Exchange at www.hkexnews.hk on or before Tuesday, September 28, 2021

the results of allocations in the Hong Kong Public Offering (with successful applicants' identification document numbers, where appropriate) to be available through a variety of channels, including

- in the announcement to be posted on the website of the Bank at www.drcbank.com and the website of the Hong Kong Stock Exchange at www.hkexnews.hk Tuesday, September 28, 2021

- from the designated results of allocations website at www.iporesults.com.hk (alternatively: English <https://www.eipo.com.hk/en/Allotment>; Chinese <https://www.eipo.com.hk/zh-hk/Allotment>) with a "search by ID" function from 8:00 a.m. on Tuesday, September 28, 2021 to 12:00 midnight on Monday, October 4, 2021

- from the allocation results telephone enquiry by calling +852 2862 8555 between 9:00 a.m. and 6:00 p.m. on

Tuesday,
September 28, 2021,
Wednesday,
September 29, 2021,
Thursday,
September 30, 2021,
and Monday,
October 4, 2021

Dispatch/Collection of H Share certificates or deposit of the H Share certificates into CCASS in respect of wholly or partially successful applications pursuant to the Hong Kong Public Offering on or before

Tuesday,
September 28, 2021

Dispatch/Collection of **White Form** e-Refund payment instructions/refund checks in respect of wholly or partially successful applications (if applicable) or wholly or partially unsuccessful applications pursuant to the Hong Kong Public Offering on or before

Tuesday,
September 28, 2021

Dealings in the H Shares on the Hong Kong Stock Exchange expected to commence at

9:00 a.m. on
Wednesday,
September 29, 2021

SETTLEMENT

Subject to the granting of the listing of, and permission to deal in, the H Shares on the Hong Kong Stock Exchange and compliance with the stock admission requirements of HKSCC, the H Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the date of commencement of dealings in the H Shares on the Hong Kong Stock Exchange or on any other date HKSCC chooses. Settlement of transactions between participants of the Hong Kong Stock Exchange is required to take place in CCASS on the second Business Day after any trading day. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time. Investors should seek the advice of their stockbroker or other professional advisor for details of the settlement arrangements as such arrangements may affect their rights and interests. All necessary arrangements have been made to enable the H Shares to be admitted into CCASS.

ELECTRONIC APPLICATION CHANNELS

White Form eIPO

You may submit your application through the **White Form eIPO** service at www.eipo.com.hk (24 hours daily, except on the last day for applications) from 9:00 a.m. on Thursday, September 16, 2021 until 11:30 a.m. on Tuesday, September 21, 2021 and the latest time for completing full payment of application monies in respect of such applications will be 12:00 noon on Tuesday, September 21, 2021 the last day for applications, or such later time under the section headed “How to Apply for Hong Kong Offer Shares — C. Effect of bad weather and/or Extreme Conditions on the opening and closing of the application lists” in the Prospectus.

CCASS EIPO

CCASS Clearing/Custodian Participants can input **electronic application instructions** at the following times on the following dates:⁽¹⁾

Thursday, September 16, 2021 — 9:00 a.m. to 8:30 p.m.

Friday, September 17, 2021 — 8:00 a.m. to 8:30 p.m.

Monday, September 20, 2021 — 8:00 a.m. to 8:30 p.m.

Tuesday, September 21, 2021 — 8:00 a.m. to 12:00 noon

CCASS Investor Participants can input **electronic application instructions** from 9:00 a.m. on Thursday, September 16, 2021 until 12:00 noon on Tuesday, September 21, 2021 (24 hours daily, except on Tuesday, September 21, 2021, the last day for applications).

The latest time for inputting your **electronic application instructions** will be 12:00 noon on Tuesday, September 21, 2021, the last day for applications or such later time as described in the section headed “How to Apply for Hong Kong Offer Shares — C. Effect of bad weather and/or Extreme Conditions on the opening and closing of the application lists” in the Prospectus.

If you are instructing your **broker** or **custodian** who is a CCASS Clearing Participant or a CCASS Custodian Participant to give **electronic application instructions** via CCASS terminals to apply for the Hong Kong Offer Shares on your behalf, you are advised to contact your **broker** or **custodian** for the latest time for giving such instructions which may be different from the latest time as stated above.

Note:

- (1) These times are subject to change as HKSCC may determine from time to time with prior notification to CCASS Clearing/Custodian Participants and/or CCASS Investor Participants.

The application monies (including the brokerage fees, SFC transaction levy and the Hong Kong Stock Exchange trading fee) will be held by the receiving bank and on behalf of the Bank after the closing of the application lists and the refund monies, if any, will be returned to the applicants without interest on or before Tuesday, September 28, 2021.

Please refer to the sections headed “Structure of the Global Offering” and “How to Apply for Hong Kong Offer Shares” of the Prospectus for details of the conditions and procedures of the Hong Kong Public Offering.

Application for the Hong Kong Offer Shares will only be considered on the basis of the terms and conditions set out in the Prospectus, the Green Application Form and the designated website (www.eipo.com.hk) for White Form eIPO.

PUBLICATION OF RESULTS

The Bank expects to announce the final Offer Price, the level of indications of interest in the International Offering, the level of applications in the Hong Kong Public Offering and the basis of allocations of the Hong Kong Offer Shares on Tuesday, September 28, 2021 on the Bank’s website at www.drccb.com and the website of the Hong Kong Stock Exchange at www.hkexnews.hk.

The results of allocations and the Hong Kong identity card/passport/Hong Kong business registration numbers of successful applicants under the Hong Kong Public Offering will be available through a variety of channels at the times and date and in the manner specified in the section headed “How to Apply for Hong Kong Offer Shares — D. Publication of Results” in the Prospectus.

If an application is rejected, not accepted or accepted in part only, or if the Offer Price as finally determined is less than the maximum Offer Price of HK\$8.71 per Offer Share (excluding brokerage, SFC transaction levy and the Hong Kong Stock Exchange trading fee thereon) paid on application, or if the conditions of the Hong Kong Public Offering are not fulfilled in accordance with “Structure of the Global Offering — Conditions of the Hong Kong Public Offering” in the Prospectus or if any application is revoked, the application monies, or the appropriate portion thereof, together with the related brokerage, SFC transaction levy and the Hong Kong Stock Exchange trading fee, will be refunded, without interest.

No temporary document of title will be issued in respect of the H Shares and no receipt will be issued for sums paid on application. H Share certificates will only become valid at 8:00 a.m. on Wednesday, September 29, 2021 (Hong Kong Time), provided that the Global Offering has become unconditional in all respects at or before that time and the right of termination described in the section headed “Underwriting” in the Prospectus has not been exercised.

Assuming the Global Offering becomes unconditional at or before 8:00 a.m. (Hong Kong Time) on Wednesday, September 29, 2021, dealings in the H Shares on the Hong Kong Stock Exchange are expected to commence at 9:00 a.m. on Wednesday, September 29, 2021. The H Shares will be traded in board lots of 1,000 H Shares each. The stock code of the H Shares is 9889.

This announcement is available for viewing on the website of the Bank at www.drcbank.com and the website of the Hong Kong Stock Exchange at www.hkexnews.hk.

By order of the Board
Dongguan Rural Commercial Bank Co., Ltd.*
Wang Yaoqiu
Chairman

Hong Kong, September 16, 2021

As at the date of this announcement, the Board of Directors of the Bank comprises Mr. WANG Yaoqiu (Chairman), Mr. FU Qiang, Mr. YE Jianguang, Mr. CHEN Wei as executive Directors, Mr. LAI Chun Tung, Mr. WANG Junyang, Mr. CAI Guowei, Mr. YE Jinquan, Mr. CHEN Haitao, Mr. ZHANG Qingxiang, Mr. CHEN Weiliang as non-executive Directors, and Mr. YIP Tai Him, Mr. XU Zhi, Mr. SHI Wenfeng, Mr. TAN Fulong, Ms. LIU Yuou and Ms. XU Tingting as independent non-executive Directors.