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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)

(Stock code: 9889)

NOTICE OF THE 2022 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2022 first extraordinary general meeting (the “**EGM**”) of Dongguan Rural Commercial Bank Co., Ltd. (the “**Bank**”) will be held at the conference room of Dongguan Rural Commercial Bank Building, No. 2, Hongfu East Road, Dongcheng District, Dongguan City, Guangdong Province, the PRC (with certain additional satellite venues, shareholders will be arranged to attend the appointed venue, please refer to note 1 for details) on December 19, 2022 (Monday) at 3:00 p.m. to consider and, if thought fit, to pass the following resolutions as the ordinary resolutions/special resolutions:

Ordinary Resolutions

1. The resolution in relation to the change of chinese short name of Dongguan Rural Commercial Bank Co., Ltd.
2. The resolution in relation to the amendments to the rules of procedure for shareholders’ general meeting of Dongguan Rural Commercial Bank Co., Ltd. (2021 Version)
3. The resolution in relation to the amendments to the rules of procedure of the board of directors of Dongguan Rural Commercial Bank Co., Ltd. (2021 Version)
4. The resolution in relation to the amendments to the rules of procedure of the board of supervisors of Dongguan Rural Commercial Bank Co., Ltd. (2021 Version)

* *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.*

5. The resolution in relation to the amendments to the working rules for independent directors of Dongguan Rural Commercial Bank Co., Ltd. (2021 Version)
6. The resolution in relation to the formulation of the measures for the performance evaluation of directors, supervisors and senior management of Dongguan Rural Commercial Bank Co., Ltd. (2022 Version)
7. The resolution in relation to the amendments to the measures for equity management of Dongguan Rural Commercial Bank Co., Ltd. (2019 Version)
8. The resolution in relation to the formulation of the measures for equity investment management of Dongguan Rural Commercial Bank Co., Ltd. (2022 Version)
9. The resolution in relation to the removal of Mr. Chen Wei

Special Resolutions

10. The resolution in relation to the amendments to the articles of association of Dongguan Rural Commercial Bank Co., Ltd.
11. The resolution in relation to the participation in using special bonds to replenish the capital of Guangdong Puning Rural Commercial Bank Co., Ltd.# (廣東普寧農村商業銀行股份有限公司)

Board of Directors
Dongguan Rural Commercial Bank Co., Ltd.

Dongguan City, Guangdong Province, the PRC
November 28, 2022

Measures and Special Arrangements for Pandemic Prevention and Control

According to the requirements of pandemic prevention and control, in order to reduce the risks arising from the group gathering, the Bank will additionally arrange certain satellite venues at branches of the Bank in Dongguan for the EGM, please refer to note 1 to the notice of the EGM for details. The Bank will also adopt a series of disease prevention measures at the EGM venue. The Bank reminds Shareholders and the attendees participating in the on-site meeting to perform personal protective precautions, and actively comply with disease prevention and control requirements by detecting body temperature and wearing surgical masks before entering into the venue.

Due to the pandemic, the EGM will not have an on-site question-and-answer session. If shareholders have any questions about the Board of the Bank, please send the questions together with personal information and shareholding certificate to the mailbox gddh@drcbank.com before December 5, 2022 (Monday). The Board of the Bank will try its best to answer the questions at the EGM according to the actual situation.

Notes:

1. Arrangement of satellite venues and attendance

According to the requirements of pandemic prevention and control, in order to reduce the risks arising from the group gathering, the Bank will additionally arrange certain satellite venues at branches of the Bank in Dongguan for the EGM, and all H Shareholders who wish to attend the meeting in person or by proxy are tentatively arranged to attend the satellite venue at Dongcheng Branch located at the conference room, 3rd floor, 7 Dongcheng East Road, Dongcheng District, Dongguan to attend the EGM, and the arrangement of attendance for Domestic Shareholders will be informed separately upon receipt of his/her reply slip. At the same time, the Bank also recommends H Shareholders to appoint the chairman of the meeting as their proxy to vote on their behalf. For those H Shareholders who will attend the EGM, subject to the development of pandemic, limitation of the anti-pandemic regulations and number of H Shareholders returning the reply slip, the Bank may adjust the arrangement and make further announcement on these measures, when necessary.

2. For more details on the above resolutions, please refer to the EGM circular of the Bank dated November 28, 2022. In case of any discrepancy between the Chinese and English versions of this circular and the Notice of the EGM, the Chinese version shall prevail.

3. Closure of H share register of members

As announced by the Bank on November 4, 2022, for the purpose of determining the list of H shareholders of the Bank (“**H Shareholders**”) entitled to attend the EGM, the H share register of members of the Bank will be closed from November 19, 2022 (Saturday) to December 19, 2022 (Monday) (both days inclusive), during which period no transfer of H shares will be registered. The holders of H shares whose name appear on the H shares register of members of the Bank on December 19, 2022 (Monday) are entitled to attend and vote at the EGM. In order to be eligible to attend and vote for at the EGM, all transfers of H shares together with relevant share certificates must be delivered to the Bank’s H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, not later than 4:30 p.m. on November 18, 2022 (Friday).

4. Reply slip

H Shareholders who wish to attend the meeting in person or by proxy are required to return the reply slip for the EGM to the Bank’s H share registrar, Computershare Hong Kong Investor Services Limited, on or before December 9, 2022 (Friday) at 4:30 p.m. at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong. The reply slip for H Shareholders is enclosed with the circular of the EGM dated November 28, 2022, and can be downloaded from the websites of the HKEXnews at www.hkexnews.hk and the Bank at www.drcbank.com.

5. Proxy

A member entitled to attend and vote at the meeting is entitled to appoint a proxy or proxies to attend and vote in his stead, subject to the articles of association of the Bank. The form of proxy for H Shareholders is enclosed with the circular of the EGM dated November 28, 2022, and can be downloaded from the websites of the HKEXnews at www.hkexnews.hk and the Bank at www.drcbank.com. A proxy need not be a member, but must attend the EGM in person to represent the shareholder. If more than one proxy is so appointed, a photocopy of proxy form may be used and specify therein the number of shares in respect of which each such proxy is so appointed.

To be valid, the proxy form together with any power of attorney or other authority under which it is signed or a notarially certified copy of that power of attorney or authority (if any) must be lodged at the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, whose address is at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not less than 24 hours before the time fixed for holding the EGM (for H Shareholders) (or 24 hours before any adjournment thereof, if any).

Completion and return of the proxy form will not preclude a shareholder from attending and voting in person at the EGM or any adjournment thereof if he so wishes, but in such event the instrument appointing a proxy shall be deemed to be revoked.

Where there are joint holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the EGM (or any adjournment thereof), whether in person or by proxy, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Bank in respect of the joint holding.

6. Registration procedures for attending the EGM

Individual shareholders who wish to attend the meeting in person shall present their identity cards or other effective document or proof of identity and share certificates. Proxies of individual shareholders shall present their valid identification documents, copy of shareholder identify, power of attorney and share certificates. A corporate shareholder should attend the meeting by its legal representative or proxy appointed by the legal representative. A legal representative who wishes to attend the meeting should present his/her identity card or other valid documents evidencing his/her capacity as a legal representative and share certificates. If appointed to attend the meeting, the proxy should present his/her identity card and an authorization instrument duly signed by the legal representative of the corporate shareholder and share certificates.

7. For relevant matters regarding domestic shareholders of the Bank attending the EGM, please refer to the notice of domestic shareholders otherwise issued by the Bank.

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 and 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 and Mr. TANG Wencheng as non-executive Directors; Mr. ZENG Jianhua, Mr. YIP Tai Him, Mr. XU Zhi, Mr. TAN Fulong, Ms. LIU Yuou and Ms. XU Tingting as independent non-executive Directors.

for identification purposes only