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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 REPAYMENT AND DELISTING OF MATURED A SHARE CONVERTIBLE CORPORATE BONDS**

As approved in the Reply in relation to Approving the Public Issuance of Convertible Corporate Bonds of China Everbright Bank Company Limited (Zheng Jian Xu Ke [2017] No. 315) issued by the China Securities Regulatory Commission, China Everbright Bank Company Limited (the “**Company**”) issued convertible corporate bonds (the “**Convertible Bonds**”) with face value totalled RMB30 billion publicly on the Shanghai Stock Exchange (the “**SSE**”) on 17 March 2017, for a term of six years (i.e., from 17 March 2017 to 16 March 2023). Pursuant to the approval of the Self-discipline Supervision Decision [2017] No. 79 issued by the Shanghai Stock Exchange, the Convertible Bonds have been listed and traded on the SSE since 5 April 2017. Such bonds are referred to as “Everbright Convertible Bonds” and issued under the bond code “113011”.

According to the Measures on Administration of the Issuance and Registration of Securities by Listed Companies, the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange and the Prospectus in relation to Public Issuance of A Share Convertible Corporate Bonds of China Everbright Bank Company Limited (the “**Prospectus**”), the relevant particulars on the repayment at maturity and delisting of the Convertible Bonds are announced as follows:

#### **I. REPAYMENT SCHEME**

According to the provisions of the Prospectus: Within five trading days after maturity of the Convertible Bonds under the issuance, the Company shall redeem all outstanding Convertible Bonds from investors at 105% of par value including the interest for the last year. Therefore, the total repayment of the Convertible Bonds at maturity is RMB105/piece (tax inclusive).

## **II. TRADING CESSATION DATE OF CONVERTIBLE BONDS**

According to the regulations such as the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange, the trading in the Convertible Bonds will cease from 14 March 2023, and the last trading day of the Convertible Bonds is 13 March 2023.

Upon the cessation of the trading and before the maturity of the conversion period (i.e., from 14 March 2023 to 16 March 2023), holders of the Convertible Bonds will be still entitled to convert their Convertible Bonds into ordinary A shares of the Company under terms as agreed.

## **III. RECORD DATE OF REPAYMENT OF CREDITORS' RIGHT (I.E. THE MATURITY DATE OF CONVERTIBLE BONDS)**

The maturity date and record date of repayment of the Convertible Bonds are 16 March 2023, and all holders of the Convertible Bonds registered in the Shanghai Branch of China Securities Depository and Clearing Co., Ltd. (the "CSDC Shanghai Branch") after the close of trading on the SSE on 16 March 2023 are eligible for repayment of the Convertible Bonds.

## **IV. REPAYMENT AMOUNT OF PRINCIPAL AND INTEREST AND REPAYMENT DATE**

The Convertible Bonds will be repaid at maturity with the amount of principal and interest of RMB105/piece on 17 March 2023, the repayment date.

## **V. REPAYMENT METHOD**

The principal and interest of the Convertible Bonds will be transferred into the account of relevant holders of the Convertible Bonds by CSDC Shanghai Branch via entrusted security dealers.

## **VI. DELISTING DATE OF CONVERTIBLE BONDS**

The Convertible Bonds will cease to be traded since 14 March 2023 and shall be delisted from the SSE since 17 March 2023.

## **VII. INFORMATION ON PAYMENT OF BOND INTEREST INCOME TAX BY INVESTORS**

Pursuant to the provisions under the Individual Income Tax Law of the People's Republic of China and other relevant tax laws, regulations and documents, the individual investors of the Convertible Bonds of the Company (including securities investment fund) shall perform tax obligations. According to relevant provisions of the Prospectus, the Company will repay the outstanding Convertible Bonds at the price of 105% of the par value of the bonds (including the interest for the last year), of which the income tax on the individual income shall be withheld and paid by respective payment institutions in a unified manner at a tax rate of 20%, i.e., the actual payment amount of each Convertible Bond with par value of RMB100 shall be

RMB104.00 (after tax). The final amount of aforesaid income tax to be withheld and paid shall be subject to the opinion of the taxation department of the place where the payment institution is located. In the event that each payment institution fails to perform the withhold and payment obligations, the legal liabilities arising therefrom shall be assumed by the payment institution itself. Provided that there is any terms of tax policies for reduction of the aforesaid income tax at the place where the taxpayer is located, the taxpayer may apply for tax refund with the local taxation department within the declaration period as required.

According to the provisions under the Enterprise Income Tax Law of the People's Republic of China and other relevant tax laws, regulations and documents, for resident enterprises holding the Convertible Bonds, the interest income taxes of the bonds shall be paid by themselves, i.e., the actual payment amount for each Convertible Bond with par value of RMB100 is RMB105.00 (tax inclusive).

For the non-resident enterprises (within the meaning under the Enterprise Income Tax Law of the People's Republic of China) such as the holders of the Convertible Bonds who are qualified foreign institutional investors (QFII) or RMB foreign institutional investors (RQFII), according to the requirements of the Announcement on Extension of the Corporate Income Tax and Value-Added Tax Policy for Foreign Institutions to Invest in the Domestic Bond Market (Announcement [2021] No. 34 of MOF and STA), the bond interest income received from foreign institutions' investments in the domestic bond market is temporarily exempted from corporate income tax and value-added tax from 7 November 2021 to 31 December 2025, i.e., the actual payment amount for each Convertible Bond with par value of RMB100 is RMB105.00 (tax inclusive). The above temporary corporate income tax exemption does not cover the bond interest received by organizations and locations set up by foreign institutions within the PRC which have actual connections with such organizations and locations.

For other investors who hold Convertible Bonds, they shall fulfill the corresponding tax obligations pursuant to the provisions of relevant tax laws, regulations and documents.

## **VIII. OTHERS**

Contact department: Asset and Liability Management Department of the Company

Contact number: 010-63639129

**The Board of Directors of  
China Everbright Bank Company Limited**

Beijing, the PRC  
8 March 2023

*As at the date of this announcement, the Executive Director of the Company is Mr. Qu Liang; the Non-executive Directors are Mr. Wang Jiang, Mr. Wu Lijun, Mr. Yao Zhongyou, Mr. Yao Wei, Mr. Liu Chong and Mr. Li Wei; and the Independent Non-executive Directors are Mr. Wang Ligu, Mr. Shao Ruiqing, Mr. Hong Yongmiao, Mr. Li Yinquan, Mr. Han Fuling and Mr. Liu Shiping.*