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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)

**AMENDMENTS TO THE ARTICLES OF ASSOCIATION APPROVED
BY NATIONAL FINANCIAL REGULATORY AUTHORITY,
DISSOLUTION OF THE BOARD OF SUPERVISORS, RESIGNATION OF
INDEPENDENT NON-EXECUTIVE DIRECTOR TAKING EFFECT
AND
RESIGNATION OF EXECUTIVE DIRECTOR**

**AMENDMENTS TO THE ARTICLES OF ASSOCIATION APPROVED BY THE
NATIONAL FINANCIAL REGULATORY AUTHORITY, DISSOLUTION OF
THE BOARD OF SUPERVISORS, RESIGNATION OF INDEPENDENT NON-
EXECUTIVE DIRECTOR TAKING EFFECT**

References are made to the announcement dated 24 November 2025, the circular dated 24 December 2025 and the poll results announcement dated 8 January 2026 of the 2026 first extraordinary general meeting (the “**EGM**”), the 2026 first domestic shareholders class meeting and the 2026 first H shareholders class meeting (collectively as the “**Class Meetings**”) of Dongguan Rural Commercial Bank Co., Ltd. (the “**Bank**”). The resolutions in relation to the amendments to the articles of association of the Bank (the “**Articles of Association**”) were considered and approved at the EGM and the Class Meetings held on 8 January 2026.

The Bank recently received Approval of the Amendment to the Articles of Association of Dongguan Rural Commercial Bank Co., Ltd. by the National Financial Regulatory Administration Dongguan Branch (Dong Jin Fu [2026] No. 13) from the National Financial Regulatory Administration Dongguan Branch (the “**NFRA Dongguan Branch**”), which approved the amended Articles of Association considered and approved at the EGM and the Class Meetings, and which took effect on 11 March 2026. For the full text of the amended Articles of Association, please refer to the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Bank (www.drcbank.com).

* *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.*

From the date of the Articles of Association being approved by the NFRA Dongguan Branch, the Bank shall no longer establish the board of supervisors (the “**Board of Supervisors**”) and its special committees. The audit committee under the Board of Directors (the “**Board of Directors**” or the “**Board**”) of the Bank shall exercise the powers of the Board of Supervisors as stipulated by laws, regulations, and regulatory rules such as the Company Law of the People’s Republic of China. Additionally, the audit department shall be restructured from being under the senior management to being under the audit committee of the Board of Directors. The Rules of Procedure of the Board of Supervisors and other rules pertaining to the Board of Supervisors of the Bank shall be simultaneously repealed. Each supervisor confirms that there is no disagreement with the Board of Directors and the Board of Supervisors of the Bank, and that there are no other matters relating to his/her resignation that need to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) and the shareholders of the Bank (the “**Shareholders**”).

Reference is made to the announcement of the Bank dated 13 November 2025 in relation to, among other things, the matter that Ms. XU Tingting (“**Ms. XU**”) resigned as an independent non-executive Director of the Bank and from her duty in the relevant special committee of the Board of Directors, but would continue to perform such duties until the date on which she is no longer required to perform her duties as stipulated in the Articles of Association. From the date on which the Articles of Association were approved by the NFRA Dongguan Branch, Ms. XU has ceased to serve as an independent non-executive Director of the Bank and from her duties in the relevant special committees of the Board of Directors. Ms. XU has confirmed that she has no disagreement with the Board of Directors and there is no matter relating to her resignation that needs to be brought to the attention of the Shareholders, creditors or the Hong Kong Stock Exchange.

Following the resignation of Ms. XU taking effective, the composition of the Nomination and Remuneration Committee of the Board of Directors of the Bank no longer meets the requirements under Rules 3.25 and 3.27A of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the “**Listing Rules**”) that independent non-executive directors must constitute a majority. The Bank will convene a meeting of the Board of Directors at an appropriate time to adjust the composition of the Nomination and Remuneration Committee of the Board of Directors so as to comply with the relevant requirements of Rules 3.25 and 3.27A of the Listing Rules as soon as practicable and within three months, and will make a further announcement in respect of the relevant appointment(s) at an appropriate time.

The Board of Directors would like to take this opportunity to express its gratitude to the supervisors and Ms. XU for their contributions to the Bank during their tenure of office.

RESIGNATION OF EXECUTIVE DIRECTOR

The Board of Directors of the Bank hereby announces that Mr. YE Jianguang (“**Mr. YE**”) has submitted his resignation to the Board to resign from the positions of the executive Director of the Bank, chairman of the Comprehensive Risk Management Committee of the Board and member of the Related Party Transaction Control Committee of the Board, and the authorised representative under Rule 3.05 of the Listing Rules (the “**Authorised Representative**”) in accordance with the Articles of Association and organisational work arrangements, and his resignation shall take effect on 11 March 2026.

Mr. YE continues to serve as vice president, secretary to the Board of Directors and joint company secretary of the Bank. Mr. YE has confirmed that he has no disagreement with the Board and there are no other matters in respect of his resignation that need to be brought to the attention of the Shareholders, creditors or the Hong Kong Stock Exchange.

The Board would like to take this opportunity to express its gratitude to Mr. YE for his contributions to the Bank during his tenure of office.

Following the resignation of Mr. YE as the Authorised Representative, the Bank will endeavour to identify a suitable candidate to fill the vacancy of the Authorised Representative as soon as possible to ensure compliance with the requirement that an issuer shall appoint two Authorised Representatives under Rule 3.05 of the Listing Rules. The Bank will make further announcement as and when appropriate.

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

Dongguan City, Guangdong Province, the PRC
13 March 2026

As at the date of this announcement, the Board of Directors of the Bank comprises Mr. LU Guofeng, Mr. FU Qiang and Mr. QIAN Hua as executive Directors; Ms. LI Huiqin, Mr. WONG Wai Hung, Mr. TANG Wencheng and Mr. CHAN Ho Fung as non-executive Directors; and Mr. ZENG Jianhua, Mr. YIP Tai Him, Mr. XU Zhi, Mr. TAN Fulong and Ms. LIU Yuou as independent non-executive Directors.