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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)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 30 MAY 2025;
AND
DISTRIBUTION OF THE FINAL DIVIDEND**

References are made to the notice of the 2024 annual general meeting dated 9 May 2025 (the “**Notice**”) and the circular dated 9 May 2025 (the “**Circular**”) of Dongguan Rural Commercial Bank Co., Ltd. (the “**Bank**”). Capitalised terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise specified.

POLL RESULTS OF THE 2024 AGM

The Board of Directors is pleased to announce that, the 2024 AGM had been held at the conference room of Dongguan Rural Commercial Bank Building, No. 2, Hongfu East Road, Dongcheng Street, Dongguan City, Guangdong Province, the PRC on 30 May 2025 and all the proposed resolutions set out in the Notice (the “**Resolution(s)**”) have been duly passed by way of poll. The 2024 AGM was convened in compliance with the requirements of the Company Law and the Articles. All Directors attended the meeting.

* *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.*

As at the date of the 2024 AGM, the total number of Shares in issue was 6,888,545,510 Shares, of which 5,740,454,510 were Domestic Shares and 1,148,091,000 were H Shares, all of which entitle its holder to attend and vote on any Resolution proposed at the 2024 AGM. Shareholders holding an aggregate of 2,044,484,069 Shares, representing approximately 29.68% of the total issued Shares, attended the 2024 AGM, either in person or by proxy.

There was no Shareholder who is entitled to attend the 2024 AGM but to abstain from voting in favour of any of the Resolutions as required by Rule 13.40 of the Listing Rules, and none of the Shareholders was required to abstain from voting on any of the Resolutions at the 2024 AGM pursuant to the requirements of the Listing Rules. No Shareholder has stated the intention in the Circular to vote against or to abstain from voting on any of the Resolutions at the 2024 AGM.

The poll results of the Resolutions are as follows:

Ordinary Resolutions		Number of Votes (%)		
		For	Against	Abstained
1.	The Resolution in Relation to Work Report of the Board of Directors of the Bank for 2024	2,013,613,069 (98.490035%)	0 (0.000000%)	30,871,000 (1.509965%)
2.	The Resolution in Relation to Work Report of the Board of Supervisors of the Bank for 2024	2,013,613,069 (98.490035%)	0 (0.000000%)	30,871,000 (1.509965%)
3.	The Resolution in Relation to 2024 Annual Report of the Bank	2,013,613,069 (98.490035%)	0 (0.000000%)	30,871,000 (1.509965%)
4.	The Resolution in Relation to the Estimated Caps for Related Party Transactions in 2025 of the Bank	1,433,032,050 (97.891185%)	0 (0.000000%)	30,871,000 (2.108815%)
5.	The Resolution in Relation to Appointment of the Audit Accounting Firms for 2025 of the Bank	2,013,613,069 (98.490035%)	0 (0.000000%)	30,871,000 (1.509965%)
6.	The Resolution in Relation to 2024 Final Financial Accounts Plan of the Bank	2,013,613,069 (98.490035%)	0 (0.000000%)	30,871,000 (1.509965%)
7.	The Resolution in Relation to 2024 Profit Distribution Plan of the Bank	2,029,278,069 (99.256243%)	0 (0.000000%)	15,206,000 (0.743757%)
8.	The Resolution in Relation to 2025 Financial Budget Plan of the Bank	2,013,492,069 (98.484116%)	121,000 (0.005918%)	30,871,000 (1.509965%)

Note: As the related parties (including their related parties) to the estimated caps for the related party transactions under the Resolution number 4 have interests in such Resolution, pursuant to Article 46 of the Administrative Measures for Related Party Transactions of Banking and Insurance Institutions (《銀行保險機構關聯交易管理辦法》), they abstained from voting on such Resolution. Such related Shareholders hold an aggregate of 580,581,019 Shares. For details of the related parties, please refer to the Circular.

As the votes casted in favour of each of Resolutions number 1 to 8, being ordinary resolutions, represented more than half of the voting rights held by the Shareholders attending (including attendance by proxy) the 2024 AGM, such Resolutions were duly passed.

Computershare Hong Kong Investor Services Limited, the H Share registrar of the Bank, acted as the scrutineer for vote-taking at the 2024 AGM. The PRC legal advisor of the Bank and three Shareholder representatives (two of whom also served as Supervisor representatives) also participated in the vote-tabulation and acted as the scrutineer for vote-taking.

DISTRIBUTION OF THE FINAL DIVIDEND

The distribution of final dividend of RMB0.25 per share (tax inclusive) for the year ended 31 December 2024 (the “**Final Dividend**”) was approved at the 2024 AGM. The Final Dividend is denominated in RMB, and will be paid to the Domestic Shareholders and H Shareholders in RMB and HKD, respectively. The Final Dividend to be paid to H Shareholders in HKD will be converted at the average middle exchange rate of RMB against HKD announced by the People’s Bank of China on the date of approval of the distribution of the Final Dividend (i.e. 30 May 2025) and the four preceding working days, which is HKD1.00 to RMB0.91707. Accordingly, the Final Dividend to be paid per H Share is HKD0.27261 (tax inclusive).

The Final Dividend will be distributed on 30 June 2025 (Monday). The Bank will distribute the Final Dividend to the Shareholders whose name appear on the Bank’s register of Shareholders on 10 June 2025 (Tuesday).

To determine the entitlement of H Shareholders to the Final Dividend, the H Share register of members of the Bank will be closed from 5 June 2025 (Thursday) to 10 June 2025 (Tuesday), both days inclusive. In order to qualify for the Final Dividend, all H Share transfer documents together with the relevant share certificates must be lodged with 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 for registration, no later than 4:30 p.m. on 4 June 2025 (Wednesday).

For taxation and tax relief arrangement in relation to the Final Dividend, please refer to the Circular.

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

Dongguan City, Guangdong Province, the PRC
30 May 2025

As at the date of this announcement, the Board of Directors of the Bank comprises Mr. LU Guofeng, Mr. FU Qiang, Mr. QIAN Hua and Mr. YE Jianguang 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, Ms. LIU Yuou and Ms. XU Tingting as independent non-executive Directors.