

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



**重慶農村商業銀行**

CHONGQING RURAL COMMERCIAL BANK

重慶農村商業銀行股份有限公司\*

**Chongqing Rural Commercial Bank Co., Ltd.\***

*(a joint stock limited company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 3618)**

## **COMPLETION OF THE A SHARE OFFERING AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

This announcement is made by Chongqing Rural Commercial Bank Co., Ltd.重慶農村商業銀行股份有限公司\* (the “**Bank**”) pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and the Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

### **COMPLETION OF THE A SHARE OFFERING**

References are made to the announcement of the Bank dated 28 April 2016, the supplemental circular dated 6 June 2016, the announcement dated 17 June 2016, the announcement dated 17 March 2017, the announcement dated 21 March 2017, the circular dated 12 April 2017, the announcement dated 5 May 2017, the announcement dated 12 March 2018, the announcement dated 13 March 2018, the announcement dated 29 March 2018, the circular dated 4 April 2018, the announcement dated 27 April 2018, the announcement dated 26 February 2019, the announcement dated 26 March 2019, the circular dated 4 April 2019, the announcement dated 26 April 2019, the announcement dated 15 August 2019, the announcement dated 6 September 2019, the announcements dated 10 September 2019, the announcement dated 20 September 2019 and the announcement dated 25 October 2019, in relation to the Bank’s proposed A Share Offering (the “**A Share Offering**”) and relevant matters. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as defined in the above announcements and circulars.

The Board is pleased to announce that the Bank has completed the A Share Offering. The A Shares of the Bank will be listed and commence trading on the Shanghai Stock Exchange on 29 October 2019. Certain key information in respect of the A Share Offering is as follows:

|                                                                      |                                                                                      |
|----------------------------------------------------------------------|--------------------------------------------------------------------------------------|
| Place of listing                                                     | Shanghai Stock Exchange                                                              |
| Date of listing                                                      | 29 October 2019                                                                      |
| Stock abbreviation                                                   | CQRCB                                                                                |
| Stock code                                                           | 601077                                                                               |
| Total number of issued shares of the Bank after the A Share Offering | 11,357,000,000 shares (comprising 2,513,336,041 H Shares and 8,843,663,959 A Shares) |

In accordance with the requirements of the relevant regulatory authorities approving the A Share Offering, all existing Domestic Shares of the Bank issued before the A Share Offering shall have been registered with China Securities Depository and Clearing Corporation Limited as restricted circulating A Shares, which shall rank pari passu with other A Shares of the Bank issued under the A Share Offering, save for the lock-up period.

## **AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

References are made to the circular of the Bank dated 6 June 2016 and the announcement of the Bank dated 17 June 2016. At the general meeting held on 17 June 2016, the Shareholders of the Bank considered and approved the special resolution to amend certain articles of the Articles of Association of Chongqing Rural Commercial Bank Co., Ltd. (《重慶農村商業銀行股份有限公司章程》) (the “**Articles of Association**”) in accordance with the regulatory requirements in relation to the A Share Offering. Please refer to Appendix V to the relevant circular for details of the amendments. The amendments to the Articles of Association have been approved by the regulatory authority of the banking industry of the PRC.

References are made to the circular of the Bank dated 27 October 2017 and the announcement of the Bank dated 11 December 2017. At the general meeting held on 11 December 2017, the Shareholders of the Bank considered and approved the special resolution to amend certain articles of the applicable Articles of Association after the A Share Offering in accordance with the Guideline on Strengthening Party Discipline during the Promotion of Reform and Development of State-owned Enterprises (Yu Wei Ban Fa [2016] No. 9)(《關於在推進國有企業改革發展中落實全面從嚴治黨的意見》(渝委辦發[2016]9號)) which required the incorporation of Party construction into the articles of association of state-owned enterprises and based on the actual needs of the Bank. Please refer to Appendix III to the relevant circular for details of the amendments. The amendments to the Articles of Association have been approved by the regulatory authority of the banking industry of the PRC.

References are made to the circular of the Bank dated 7 August 2018 and the announcements of the Bank dated 21 September 2018 and 10 January 2019. At the general meeting held on 21 September 2018, the Shareholders of the Bank considered and approved the special resolution to amend certain articles of the applicable Articles of Association after the A Share Offering in accordance with relevant requirements of the regulatory authority of the banking industry of the PRC such as the Guidelines on the Corporate Governance of Commercial Banks (《商業銀行公司治理指引》) and based on the actual circumstances of the Bank. Please refer to Appendix V to the relevant circular for

details of the amendments. At the Board meeting held on 16 November 2018, in accordance with relevant requirements of Interim Measures for the Equity Management of Commercial Banks (《商業銀行股權管理暫行辦法》) and guiding opinions of the regulatory authority of the banking industry of the PRC, based on the actual circumstances of the Bank, the Board made further amendments to the Articles of Association within the scope of the authorisation by the general meeting. Please refer to the announcement of the Bank dated 10 January 2019 for details of the further amendments. The amendments to the Articles of Association have been approved by the regulatory authority of the banking industry of the PRC.

For the full text of the amended Articles of Association, please refer to the websites of Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the Bank ([www.cqrcb.com](http://www.cqrcb.com)).

Shareholders of the Bank should be aware that the English version of the Articles of Association is a translation of the Chinese version. The Chinese version of the Articles of Association shall prevail in the case of any discrepancies and/or inconsistencies between the two versions.

For and on behalf of the Board  
**Chongqing Rural Commercial Bank Co., Ltd.\***  
**重慶農村商業銀行股份有限公司\***  
**Liu Jianzhong**  
*Chairman and Executive Director*

Chongqing, the PRC, 28 October 2019

*As at the date of this announcement, the executive directors of the Bank are Mr. Liu Jianzhong, Mr. Xie Wenhui and Mr. Zhang Peizong; the non-executive directors of the Bank are Mr. Zhang Peng, Ms. Chen Xiaoyan, Mr. Luo Yuxing and Mr. Wen Honghai; and the independent non-executive directors of the Bank are Mr. Yuan Zengting, Mr. Cao Guohua, Mr. Song Qinghua, Mr. Zhang Qiaoyun and Mr. Lee Ming Hau.*

\* *The Bank holds a financial licence number B0335H250000001 approved by the regulatory authority of the banking industry of the PRC and was authorised by the Administration for Market Regulation of Chongqing to obtain a corporate legal person business licence with a unified social credit code 91500000676129728J. The Bank is not an authorised institution in accordance with the Hong Kong Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorised to carry on banking/deposit-taking business in Hong Kong.*