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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)

NOTICE OF THE 2024 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2024 first extraordinary general meeting (the “**2024 First EGM**”) of Chongqing Rural Commercial Bank Co., Ltd. 重慶農村商業銀行股份有限公司* (the “**Bank**”) will be held at Conference Center, Building of Chongqing Rural Commercial Bank Co., Ltd. (at No. 36 Jinshamen Road, Jiangbei District, Chongqing, the People’s Republic of China (the “**PRC**”)) on Monday, 16 December 2024 at 10:00 a.m. Details of the 2024 First EGM are as follows:

I. GENERAL INFORMATION OF THE 2024 FIRST EGM

(I) Convenor

The board of directors of the Bank (the “**Board**”)

(II) Date and Time

Monday, 16 December 2024 at 10:00 a.m. The meeting is expected to last for half a day

(III) Venue

Conference Center, Building of Chongqing Rural Commercial Bank Co., Ltd. (at No. 36 Jinshamen Road, Jiangbei District, Chongqing, the PRC)

(IV) Way of conducting the 2024 First EGM

On-site conference and voting by poll

II. AGENDA OF THE 2024 FIRST EGM

Ordinary Resolution

1. To consider and approve the 2024 interim profit distribution plan of the Bank.

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*
Sui Jun
Executive Director and President

Chongqing, the PRC, 29 November 2024

Note:

1. Pursuant to the requirements under the Rules Governing the Listing of Securities (“**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”), all votes of resolution at the 2024 First EGM will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. An announcement on the voting results will be published on the websites of the Stock Exchange (www.hkexnews.hk) and the Bank (www.cqrcb.com) in accordance with the requirements under the Listing Rules.
2. For determining the entitlement of Shareholders to attend and vote at the 2024 First EGM, the register of members of the Bank will be closed from Wednesday, 11 December 2024 to Monday, 16 December 2024 (both days inclusive), during which period no transfer of Shares will be registered. The non-registered holders of H Shares must lodge all transfer documents accompanied by the relevant share certificates with the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited (at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong), no later than 4:30 p.m. on Tuesday, 10 December 2024. In accordance with the Bank’s current Articles of Association and the Rules of Procedures for the General Meeting in force, when the number of Shares pledged by a Shareholder reaches or exceeds 50% of the total Shares of the Bank held by such Shareholder, the voting rights of such Shareholders regarding matters to be considered at the 2024 First EGM shall be restricted.
3. The Board of Directors recommended a distribution of interim cash dividends in an aggregate amount of RMB2.208 billion (tax inclusive) for 2024 to all the Shareholders at a par value of RMB1.944 per 10 shares (tax inclusive). The dividend distribution plan will be submitted to the 2024 First EGM for consideration. Provided that such proposal is approved at the 2024 First EGM, the dividend is expected to be distributed on Thursday, 23 January 2025 to holders of H Shares whose names appear on the register of members of H Shares of the Bank on Friday, 27 December 2024. The aforementioned dividend proposed to be distributed will be denominated in RMB. Dividend payable to holders of A Shares shall be paid in RMB, whereas dividend payable to holders of H Shares shall be paid in HKD. The exchange rate for dividend payable in HKD shall be based on the average of the central parity rates of RMB to HKD as announced by the People’s Bank of China for the five working days preceding (and including) 16 December 2024, being the date of declaration of such dividend at the 2024 First EGM.

(1) Holders of H Shares

The register of members in respect of the H Shares of the Bank will be closed from Friday, 20 December 2024 to Friday, 27 December 2024 (both days inclusive). In order to determine the entitlement of the proposed cash dividend, holders of H Shares of the Bank shall deliver their transfer documents accompanied by the relevant share certificates with the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, before 4:30 p.m. on Thursday, 19 December 2024.

Matters in relation to the proposed interim dividend and income tax withheld in respect of dividends to be received by overseas non-resident enterprise/individual shareholders:

Non-resident Enterprise Shareholders

Pursuant to the Enterprise Income Tax Law of the People's Republic of China and related implementation rules and relevant requirements of the "Notice of the State Administration of Taxation on the Issues concerning Withholding the Enterprise Income Tax on the Dividends Paid by Chinese Resident Enterprises to H-share Holders Which Are Overseas Non-resident Enterprises" (Guo Shui Han [2008] No. 897), the Bank withholds the enterprise income tax at the rate of 10% for non-resident enterprise shareholders whose name appear on the register of members in respect of H Shares of the Bank on Friday, 27 December 2024.

Non-resident Individual Shareholders

According to Guo Shui Han [2011] No. 348 documents issued by the State Administration of Taxation, PRC, the Bank is required to withhold individual non-residential income tax for non-resident individual holders of H Shares, who are entitled to relevant preferential tax arrangement pursuant to the taxation agreements between the countries where they are residing with China and the regulation on taxation arrangement between the Mainland and Hong Kong (Macau).

1. As for the non-resident individual holders of H shares in countries which have entered into an agreement with China in respect of a tax rate lower than 10%, the Bank temporarily withholds individual income tax at the rate of 10%. Where the relevant non-resident individual holders of H shares are entitled to enjoy the treatment under tax agreements (arrangements), it may file an application with the competent tax authority of the Bank in accordance with the requirements of the Measures for the Administration of Non-resident Taxpayers Enjoying the Treatment under Agreements (SAT Announcement [2019] No. 35).
2. As for the non-resident individual holders of H shares in countries which have entered into an agreement with China in respect of a 10% tax rate, the Bank withholds individual income tax at the rate of 10%.
3. As for the non-resident individual holders of H shares in countries which have entered into an agreement with China in respect of a tax rate between 10% and 20%, the Bank withholds individual income tax at the actual rate agreed thereunder.
4. As for the non-resident individual holders of H shares in countries which have no tax agreement with China and are under any other circumstances, the Bank withholds individual income tax at the tax rate of 20%.

The Bank will, based on the registered address of individual holders of H Shares recorded in the register of members in respect of H Shares of the Bank on Friday, 27 December 2024, determine their residency. Where the residency of any individual holders of H Shares is inconsistent with the registered address, they shall notify, and submit the relevant proof to, the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, before 4:30 p.m. on Thursday, 19 December 2024. The Bank disclaims any responsibility arising from any claims due to holders of H Shares of the Bank whose residency are not confirmed timely or accurately or any disputes with regards to the tax withholding systems.

(2) Investors of Southbound Trading

Individual Shareholders in the Mainland of Southbound Trading

Shanghai-Hong Kong Stock Connect:	Pursuant to the Notice on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets (Cai Shui [2014] No. 81), for the distribution of interim dividend to Mainland individual shareholders who invest in the H Shares of the Bank through Shanghai-Hong Kong Stock Connect (these H Shares are registered in the name of HKSCC Nominees Limited and are held by China Securities Depository and Clearing Corporation Limited as the nominal holder), the Bank will withhold the payment of individual income tax at the rate of 20%. For the distribution of interim dividend to shareholders of Mainland securities investment funds investing in the H Shares of the Bank through Shanghai-Hong Kong Stock Connect (these H Shares are registered in the name of HKSCC Nominees Limited and are held by China Securities Depository and Clearing Corporation Limited as the nominal holder), the Bank will withhold the payment of individual income tax at the rate of 20%.
Shenzhen-Hong Kong Stock Connect:	Pursuant to the Notice on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shenzhen and Hong Kong Stock Markets (Cai Shui [2016] No. 127), for the distribution of interim dividend to Mainland individual shareholders who invest in the H Shares of the Bank through Shenzhen-Hong Kong Stock Connect (these H Shares are registered in the name of HKSCC Nominees Limited and are held by China Securities Depository and Clearing Corporation Limited as the nominal holder), the Bank will withhold the payment of individual income tax at the rate of 20%. For the distribution of interim dividend to shareholders of Mainland securities investment funds investing in the H Shares of the Bank through Shenzhen-Hong Kong Stock Connect (these H Shares are registered in the name of HKSCC Nominees Limited and are held by China Securities Depository and Clearing Corporation Limited as the nominal holder), the Bank will withhold the payment of individual income tax at the rate of 20%.

Shareholders of Mainland Enterprises of Southbound Trading

Shanghai-Hong Kong Stock Connect:	Pursuant to the Notice on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shanghai and Hong Kong Stock Markets (Cai Shui [2014] No. 81), for the distribution of interim dividend to Mainland enterprise shareholders investing in the H Shares of the Bank through Shanghai-Hong Kong Stock Connect (these H Shares are registered in the name of HKSCC Nominees Limited and are held by China Securities Depository and Clearing Corporation Limited as the nominal holder), the Bank will not withhold enterprise income tax, and the tax payable shall be submitted and paid by the shareholders of the Mainland enterprises themselves. Dividend obtained by shareholders of Mainland enterprises who hold H Shares of the Bank for 12 consecutive months are exempt from enterprise income tax.
Shenzhen-Hong Kong Stock Connect:	Pursuant to the Notice on Taxation Policies concerning the Pilot Program of an Interconnection Mechanism for Transactions in the Shenzhen and Hong Kong Stock Markets (Cai Shui [2016] No. 127), for the distribution of interim dividend to Mainland enterprise shareholders investing in the H Shares of the Bank through Shenzhen-Hong Kong Stock Connect (these H Shares are registered in the name of HKSCC Nominees Limited and are held by China Securities Depository and Clearing Corporation Limited as the nominal holder), the Bank will not withhold enterprise income tax, and the tax payable shall be submitted and paid by the shareholders of the Mainland enterprises themselves. Dividend obtained by shareholders of Mainland enterprises who hold H Shares of the Bank for 12 consecutive months are exempt from enterprise income tax.

It is advised that the holders of H Shares of the Bank shall consult their tax advisors on the tax implications of the ownership and disposal of H Shares of the Bank in China, Hong Kong and other countries (regions).

The time arrangements for the equity registration date, the cash dividend distribution date and the date of suspension of the transfer of Shares for the investors of Southbound Trading will align with those of the Bank's holders of H Shares.

Details of the payment of interim dividend to holders of A Shares and relevant matters will be announced in due course.

4. A shareholder entitled to attend and vote at the 2024 First EGM is entitled to appoint one or more proxies (if he/she holds more than one share) to attend and vote in his/her stead. A proxy need not be a member. If more than one proxy is so appointed, the appointment shall specify the class and number of shares in respect of which each such proxy is so appointed.
5. Shareholders shall appoint their proxies in writing. The proxy form must be signed by the shareholder or its attorney duly authorised in writing. If the shareholder is a legal person, the proxy form shall be affixed with the legal person's common seal or signed by its director, or its attorney duly authorised in writing. If the proxy form is signed by the attorney of the shareholder, the power of attorney or other authorisation documents shall be notarised. For holders of H Shares, the aforementioned documents must be lodged with the H Share Registrar, Computershare Hong Kong Investor Services Limited at 17M

Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the 2024 First EGM. Completion and return of the proxy form shall not preclude you from attending and voting in person at the 2024 First EGM and any adjourned meeting thereof. In such event, the instrument appointing a proxy shall be deemed to be revoked.

6. The contact of the office of the Board is as follows:

Address: No. 36 Jinshamen Road, Jiangbei District, Chongqing, China
Postal Code: 400023
Contact Person: Ms. Li
Telephone: (8623) 6111 1524
Facsimile: (8623) 6111 0844

7. Shareholders or their proxies shall produce their identity proof when attending the 2024 First EGM.
8. The 2024 First EGM is expected to last for half a day. Shareholders (in person or by proxy) attending the 2024 First EGM shall be responsible for their own expenses.

As at the date of this notice, the executive directors of the Bank are Mr. Sui Jun and Mr. Zhang Peizong; the non-executive directors of the Bank are Ms. Hu Chun and Mr. Yin Xianglin; and the independent non-executive directors of the Bank are Mr. Zhang Qiaoyun, Mr. Lee Ming Hau, Mr. Li Jiaming and Ms. Bi Qian.

- * *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 of 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.*