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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)**

## **NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2026 first extraordinary general meeting (the “EGM”) of Dongguan Rural Commercial Bank Co., Ltd. (the “Bank”) will be 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 January 8, 2026 (Thursday) at 3:00 p.m., to consider and, if thought fit, to pass the following resolutions:

### **Ordinary Resolutions**

1. The Resolution in Relation to the Dissolution of the Board of Supervisors of the Bank
2. The Resolution in Relation to the Amendments of the Working Rules for Independent Directors of the Bank
3. The Resolution in Relation to the Amendments of the Remuneration System for Directors and Supervisors of the Bank

\* *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.*

4. The Resolution in Relation to the Appointment of Independent Non-executive Directors of the Bank's Fifth Session of the Board of Directors
  - 4.1 Appointment of Mr. Chan Kwok Fung, Dennis as an Independent Non-executive Director of the Fifth Session of the Board of Directors
  - 4.2 Appointment of Mr. Li Yanwen as an Independent Non-executive Director of the Fifth Session of the Board of Directors
  - 4.3 Appointment of Ms. Zhang Shuangmei as an Independent Non-executive Director of the Fifth Session of the Board of Directors
  - 4.4 Appointment of Ms. Wang Zhifang as an Independent Non-executive Director of the Fifth Session of the Board of Directors
5. The Resolution in Relation to the Adjustments of the Estimated Caps for Related Party Transactions in 2025 of the Bank
6. The Resolution in Relation to Estimated Caps for Recurring Related Party Transactions of Directors, Supervisors and Senior Management in 2025 of the Bank

#### **Special Resolutions**

7. The Resolution in Relation to the Amendments to the Articles of Association of the Bank
8. The Resolution in Relation to the Amendments to the Rules of Procedure of Shareholders' General Meeting of the Bank
9. The Resolution in Relation to the Amendments to the Rules of Procedure of the Board of Directors of the Bank
10. The Resolution in Relation to the Amendments of the Authorization Program of the Shareholders' General Meeting to the Board of Directors of the Bank

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

Dongguan City, Guangdong Province, the PRC  
December 24, 2025

*Notes:*

1. For more details on the above resolutions, please refer to the circular of the Bank dated December 24, 2025.

**2. Closure of H share register of members**

As announced by the Bank on November 24, 2025, for the purpose of determining the list of H shareholders of the Bank (“**H Shareholders**”) entitled to attend the EGM, the H share register of members of the Bank will be closed from December 9, 2025 (Tuesday) to January 8, 2026 (Thursday) (both days inclusive), during which period no transfer of H shares will be registered. The holders of H shares whose name appear on the H shares register of members of the Bank on January 8, 2026 (Thursday) are entitled to attend and vote at the EGM. In order to be eligible to attend and vote for at the EGM, all transfers of H shares together with relevant share certificates must be delivered to 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, not later than 4:30 p.m. on December 8, 2025 (Monday).

**3. Proxy**

A member entitled to attend and vote at the meeting is to appoint a proxy or proxies to attend and vote in his stead, subject to the articles of association of the Bank. The form of proxy for H Shareholders can be downloaded from the websites of the HKEXnews at [www.hkexnews.hk](http://www.hkexnews.hk) and the Bank at [www.drcbank.com](http://www.drcbank.com). A proxy need not be a member, but must attend the EGM in person to represent the shareholder. If more than one proxy is so appointed, a photocopy of proxy form may be used and specify therein the number of shares in respect of which each such proxy is so appointed.

To be valid, the proxy form together with any power of attorney or other authority under which it is signed or a notarially certified copy of that power of attorney or authority (if any) must be lodged at the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, whose address is at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, not less than 48 hours before the time fixed for holding the EGM (for H Shareholders) (or 48 hours before any adjournment thereof, if any).

Completion and return of the proxy form will not preclude a shareholder from attending and voting in person at the EGM or any adjournment thereof if he so wishes, but in such event the instrument appointing a proxy shall be deemed to be revoked.

Where there are joint holders of any share, any one of such joint holders may vote, either in person or by proxy, in respect of such share as if he/she were solely entitled thereto, but if more than one of such joint holders be present at the EGM (or any adjournment thereof), whether in person or by proxy, the vote of the senior holder who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders, and for this purpose seniority shall be determined by the order in which the names stand in the register of members of the Bank in respect of the joint holding.

**4. Registration procedures for attending the EGM**

Individual shareholders who wish to attend the meeting in person shall present their identity cards or other effective document or proof of identity and share certificates. Proxies of individual shareholders shall present their valid identification documents, copy of shareholder identify, power of attorney and share certificates. A corporate shareholder should attend the meeting by its legal representative or proxy appointed by the legal representative. A legal representative who wishes to attend the meeting should present his/her identity card or other valid documents evidencing his/her capacity as a legal representative and share certificates. If appointed to attend the meeting, the proxy should present his/her identity card and an authorization instrument duly signed by the legal representative of the corporate shareholder and share certificates.

5. To enhance meeting efficiency, no on-site Q&A session will be held during the EGM. If shareholders have any questions for the Board of Directors of the Bank, please submit them along with personal information and proof of shareholding to [gddh@drcbank.com](mailto:gddh@drcbank.com) before December 31, 2025 (Wednesday). The Board of Directors of the Bank will endeavor to address these inquiries during the EGM as circumstances permit.
6. For relevant matters regarding domestic shareholders of the Bank attending the EGM, please refer to the notice of domestic shareholders otherwise issued by the Bank.

*As at the date of this notice, 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.*