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

**廣州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: 1551)**

## **RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board of directors (the “**Board**”) of Guangzhou Rural Commercial Bank Co., Ltd.\* (the “**Bank**”) hereby announces that Mr. Zheng Guojian (“**Mr. Zheng**”), an independent non-executive director of the Bank, has tendered his resignation as an independent non-executive director of the fourth session of the Board, the chairman and member of the Audit Committee, a member of the Nomination and Remuneration Committee, and a member of the Related Party Transactions and Risk Management Committee to the Board of the Bank as he needs to devote more time to his other personal affairs. According to the Articles of Association of the Bank, the resignation of Mr. Zheng has been considered and approved by the Board of the Bank on 3 February 2026, with effect from the same date.

Mr. Zheng has confirmed that he has no disagreement with the Board of the Bank, and there are no matters relating to his resignation that need to be brought to the attention of the shareholders and the creditors of the Bank. The Board of the Bank would like to express its sincere gratitude to Mr. Zheng for his contribution to the Bank during his tenure of service.

Pursuant to Rule 3.10A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the Bank must appoint independent non-executive directors representing at least one-third of the Board. Therefore, following the resignation of Mr. Zheng, the Bank has four independent non-executive directors, resulting in the number of independent non-executive directors of the Board falling below the minimum number as required under Rule 3.10A of the Listing Rules. Pursuant to Rule 3.11 of the Listing Rules, the Bank must fill the vacancy within three months after failing to meet Rule 3.10A of the Listing Rules.

References are made to the announcement dated 22 November 2024 and the circular dated 28 November 2024 of the Bank, in relation to, among other things, the proposed appointment of Mr. Zhu Guilong (“**Mr. Zhu**”) as an independent non-executive director.

Subject to the approval of Mr. Zhu's qualification of appointment by the Guangdong Bureau of National Financial Regulatory Administration, it is expected that the Board will comprise five independent non-executive directors. Therefore, the Bank will re-comply with Rule 3.10A of the Listing Rules. The Bank will publish further announcement(s) in due course following the approval of Mr. Zhu's qualification of appointment as a director.

By Order of the Board  
**Guangzhou Rural Commercial Bank Co., Ltd.\***  
**Cai Jian**  
*Chairman*

Guangzhou, the PRC  
3 February 2026

*As at the date of this announcement, the Board comprises three executive directors, namely Mr. Cai Jian, Ms. Deng Xiaoyun and Mr. Tan Bo; seven non-executive directors, namely Mr. Ni Kai, Mr. Wang Xiaobin, Mr. Zuo Liang, Mr. Zhang Yan, Ms. Xing Qiuyu, Mr. Hu Geyou and Mr. Feng Yaoliang; and four independent non-executive directors, namely Mr. Liao Wenyi, Mr. Du Jinmin, Mr. Zhang Hua and Mr. Ma Hok Ming.*

\* *Guangzhou 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.*