

A. FURTHER INFORMATION ABOUT OUR GROUP**1. Incorporation**

We were incorporated in the PRC on June 18, 1992 under the PRC law and were converted into a joint stock limited liability company in 1997. Our registered address is at China Everbright Center, No. 25 and 25A Taipingqiao Avenue, Xicheng District, Beijing 100033, the PRC. We have registered a place of business in Hong Kong at Room E, 40/F, Far East Finance Centre, 16 Harcourt Road, Admiralty, Hong Kong and have been registered as a non-Hong Kong company on June 20, 2011 under Part XI of the Hong Kong Companies Ordinance. Ms. LO Yee Har, Susan and Ms. LEE Mei Yi have been appointed as our agents for the acceptance of service of process and notices in Hong Kong. The address for service of process on the Bank in Hong Kong is Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong. Our A Shares have been listed on the Shanghai Stock Exchange since August 18, 2010.

As our Bank was established in the PRC, we operate subject to the relevant laws and regulations of the PRC and our constitution which comprises our Articles of Association. Certain aspects of the relevant laws and regulations of the PRC, and a summary of certain provisions of our Articles of Association are set out in Appendices V and VI to this prospectus, respectively.

2. Changes in the share capital of our Group*The Bank*

Immediately upon our conversion into a joint stock limited liability company which took effect in 1997, our registered capital was RMB2,800 million.

In 1999, we increased our registered capital by converting our capital reserve to paid-in capital. Our Shareholders received 5.4 new Shares for each 10 Shares they held, through which we issued 1,512 million new Shares in total. Upon completion of the conversion, our registered capital was increased to RMB4,312 million.

Pursuant to resolutions adopted at our extraordinary general meeting held on September 28, 2000 and our general meeting held on September 7, 2001 and upon the approval by the PBOC, we issued 3,157.90 million new Shares at a subscription price of RMB1.95 per Share for a total consideration of RMB6,157.91 million. 72 of our then existing Shareholders subscribed for a total of 1,742.70 million new Shares and 93 new Shareholders subscribed for a total of 1,415.20 million new Shares. Upon completion of the capital increase, our registered capital was increased to RMB7,469.90 million.

Pursuant to a resolution adopted at our general meeting held on April 30, 2002 and upon approval by the PBOC, our capital reserve was converted into paid-in capital on the basis of one new Share for every 10 Shares through which we issued 746.99 million new Shares in total as a result. Upon completion of the conversion, our registered capital was increased to RMB8,216.89 million.

Pursuant to a resolution adopted at our extraordinary general meeting held on November 28, 2007 and upon approval by the State Council and the CBRC, Huijin subscribed for 20 billion new Shares at a subscription price of RMB1.00 per Share. Upon completion of the capital increase, our registered capital was increased to RMB28,216.89 million.

Pursuant to a resolution adopted at our general meeting held on July 17, 2009 and upon approval by the MOF and the CBRC, we entered into share subscription agreements with China Reinsurance, China Power Finance Corporation Limited (中國電力財務有限公司), Shenergy (Group) Corporation Limited (申能(集團)有限公司), China Aerospace Science and Technology Corporation (中國航天科技集團公司), Aerospace Science and Technology Finance Co., Ltd. (航天科技財務有限責任公司), Baosteel Group Corporation (寶鋼集團有限公司), Shanghai Chengtou Holding Co., Ltd. (上海城投控股股份有限公司) and Guangdong Provincial Expressway Development Co., Ltd. (廣東省高速公路發展股份有限公司). Pursuant to these share subscription agreements, we issued 5,217.90 million new Shares to the above mentioned investors at a subscription price of RMB2.20 per Share for a total consideration of RMB11,479.38 million. Our registered capital was increased to RMB33,434.79 million upon completion of the capital increase.

Immediately following the listing and trading of the A Shares on August 18, 2010 and the exercise of over-allotment option on September 16, 2010, our registered capital was RMB40,434.79 million divided into 40,434.79 million A Shares of nominal value of RMB1.00 each, all of which were credited as fully paid up.

Immediately after the Global Offering, our registered capital will be RMB45,514.79 million (assuming neither the Offer Size Adjustment Option nor the Over-allotment Option is exercised), made up of 5,588,000,000 H Shares of RMB1.00 each (assuming neither the Offer Size Adjustment Option nor the Over-allotment Option is exercised) and 39,926,790,000 A Shares of RMB1.00 each.

Save as disclosed in this prospectus, there has been no alteration in the Company's registered capital since our conversion into a joint stock limited liability company.

Our Principal Subsidiaries

Our principal subsidiaries are referred to in the Accountants' Report, the text of which is set out in Appendix I to this prospectus:

(1) Shaoshan Everbright Village Bank

Shaoshan Everbright Village Bank is 70% held by us, 10% by Sany Group Co., Ltd. (三一集團有限公司), 6% by Changsha Tongcheng Holding Co., Ltd. (長沙通程控股股份有限公司), 8% by Hunan Poly Real Estate Development Co., Ltd. (湖南保利房地產開發有限公司) and 6% by Shaoshan City Construction and Investment Company Limited (韶山市城市建設投資有限責任公司). It was established under the laws of the PRC on September 24, 2009 with a registered capital of RMB50 million.

(2) Everbright Financial Leasing

Everbright Financial Leasing is 90% held by us, 5% by Wuhan New Harbor Construction and Investment Development Group Co., Ltd. (武漢新港建設投資開發集團有限公司) and 5% by Wuhan Rail Transit Construction Co., Ltd. (武漢市軌道交通建設公司). It was established under the laws of the PRC on May 19, 2010 with a registered capital of RMB800 million.

(3) *Huai'an Everbright Village Bank*

Huai'an Everbright Village Bank is 70% held by us, 10% by Jiangsu Golden Fox Garment Co., Ltd. (江蘇金狐狸服飾有限公司), 10% by Huai'an Shuanglong Weiye Technology Co., Ltd. (淮安市雙龍偉業科技有限公司), 5% by Jiangsu Taihua Pharmaceutical Company Limited (江蘇泰華醫藥有限責任公司) and 5% by Nanjing Mengdu Tobacco Packing Co., Ltd. (南京夢都煙草包裝有限公司). It was established under the laws of the PRC on February 1, 2013 with a registered capital of RMB100 million.

There has been no alteration in the share capital of the subsidiaries of our Company within the two years preceding the date of this prospectus.

3. Resolutions of our Shareholders

Pursuant to the extraordinary general meeting held on March 29, 2013, our Shareholders resolved that:

- (a) the listing plan of our Company be approved, including, among other things,
 - listing on the Hong Kong Stock Exchange through an initial public offering of H Shares;
 - as part of Global Offering, offering of H Shares in the United States to Qualified Institutional Buyers (as such term is defined in Rule 144A) and outside of the United States in reliance on Regulation S, offering of H Shares to professional and institutional investors in Hong Kong, and offering of H Shares without listing in Japan; and
 - the conversion of our Company into an overseas subscription joint stock company with limited liability;
- (b) the Board of Directors be authorized, among other things, to do any acts and things relating to the issue and listing of the H Shares on the Hong Kong Stock Exchange.

Pursuant to the extraordinary general meeting held on the same day, our Shareholders resolved that the amendments to the Articles of Association be approved and shall become effective on the Listing Date upon approval by the CBRC.

B. FURTHER INFORMATION ABOUT OUR BUSINESS

1. Summary of material contracts

We have entered into the following contracts (not being contracts entered into in the ordinary course of business) within the two years immediately preceding the date of this prospectus that are or may be material:

- (a) a cornerstone investment agreement dated November 29, 2013 and an amendment agreement dated December 6, 2013, entered into among Ocean Fortune Investment Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which Ocean Fortune Investment Limited agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for US\$800 million at the Offer Price;
- (b) a cornerstone investment agreement dated May 29, 2013 and a supplemental agreement dated November 25, 2013, entered into among Ever Ideal Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which Ever Ideal Limited agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for HK\$780 million at the Offer Price;

- (c) a cornerstone investment agreement dated June 14, 2013, entered into among The Prudential Insurance Company of America, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which The Prudential Insurance Company of America agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$50 million at the Offer Price;
- (d) a cornerstone investment agreement dated November 24, 2013, entered into among Sun Life Assurance Company of Canada, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which Sun Life Assurance Company of Canada agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$50 million at the Offer Price;
- (e) a cornerstone investment agreement dated June 30, 2013, entered into among Zhongrong International Trust Co., Ltd., Essence International Securities (Hong Kong) Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which Zhongrong International Trust Co., Ltd. agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$200 million at the Offer Price;
- (f) a cornerstone investment agreement dated October 29, 2013, entered into among TEDA Investment Holding Co., Ltd., China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited, Haitong International Securities Company Limited and us, pursuant to which TEDA Investment Holding Co., Ltd. agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$80 million at the Offer Price;
- (g) a cornerstone investment agreement dated October 16, 2013, entered into among Wenze International Investment Limited, BNP Paribas Securities (Asia) Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which Wenze International Investment Limited agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for HK\$546 million at the Offer Price;
- (h) a cornerstone investment agreement dated August 16, 2013, entered into among China Oceanwide International Investment Co., LTD., Haitong International Securities Company Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which China Oceanwide International Investment Co., LTD. agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$67 million at the Offer Price;
- (i) a cornerstone investment agreement dated November 23, 2013, entered into among Sinochem International (Overseas) Pte. Ltd., China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which Sinochem International (Overseas) Pte. Ltd. agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of RMB400 million at the Offer Price;

- (j) a cornerstone investment agreement dated October 31, 2013, entered into among Shanghai Electric Group Hongkong Company Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which Shanghai Electric Group Hongkong Company Limited agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$30 million at the Offer Price;
- (k) a cornerstone investment agreement dated July 10, 2013, entered into among Sany International Development Limited, China Everbright Securities (HK) Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which Sany International Development Limited agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$30 million at the Offer Price;
- (l) a cornerstone investment agreement dated July 19, 2013, entered into among C.N. Team Ltd., BNP Paribas Securities (Asia) Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which C.N. Team Ltd. agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for HK\$234 million at the Offer Price;
- (m) a cornerstone investment agreement dated July 22, 2013, entered into among NorthShore Investment (HK) Limited, China Everbright Securities (HK) Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which NorthShore Investment (HK) Limited agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$30 million at the Offer Price;
- (n) a cornerstone investment agreement dated July 19, 2013, entered into among Guangzhou Fortune Field Gold Trade Co., Ltd, ABCI Securities Company Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which Guangzhou Fortune Field Gold Trade Co., Ltd agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$30 million at the Offer Price;
- (o) a cornerstone investment agreement dated November 6, 2013, entered into among China Chengtong Holdings Group Ltd., ABCI Securities Company Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which China Chengtong Holdings Group Ltd. agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$30 million at the Offer Price;
- (p) a cornerstone investment agreement dated November 27, 2013, entered into among Hongkong Energy Group Investment Limited, CCB International Capital Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which Hongkong Energy Group Investment Limited agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$30 million at the Offer Price;

- (q) a cornerstone investment agreement dated 19 July 2013, entered into among Haochen Holding Limited, BNP Paribas Securities (Asia) Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which Haochen Holding Limited agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for HK\$234 million at the Offer Price;
- (r) a cornerstone investment agreement dated November 6, 2013, entered into among Sun Hung Kai Strategic Capital Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which Sun Hung Kai Strategic Capital Limited agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$10 million at the Offer Price;
- (s) a cornerstone investment agreement dated November 6, 2013, entered into among First Asian Holdings Limited, China International Capital Corporation Hong Kong Securities Limited, UBS AG, Hong Kong Branch, Morgan Stanley Asia Limited and us, pursuant to which First Asian Holdings Limited agreed to subscribe for such number of H Shares (rounded down to the nearest whole board lot of 1,000 H Shares) as may be purchased for Hong Kong dollar equivalent of US\$10 million at the Offer Price;
- (t) an underwriting agreement in relation to the public offering without listing in Japan dated October 29, 2013, entered into between Daiwa Capital Markets Hong Kong Limited and us, pursuant to which Daiwa Capital Markets Hong Kong Limited has agreed with an underwriting commitment of 500 million H Shares; and
- (u) the Hong Kong Underwriting Agreement.

2. Intellectual property rights





As of the Latest Practicable Date, our Group has registered or has applied for the registration of the following intellectual property rights which are material in relation to our Group's business.

(a) Trademarks

- (i) As of June 30, 2013, our Group has registered the following trademarks which are material in relation to our Group's business:


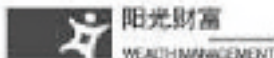
Trademarks	Territory of registration	Class	Registration number	Valid period
	PRC	36	3567783	October 28, 2005 – October 27, 2015
	PRC	9	1153297	February 21, 2008 – February 20, 2018
	PRC	9	5271861	April 28, 2009 – April 27, 2019
	PRC	36	5036550	June 28, 2009 – June 27, 2019
	PRC	36	1327316	October 21, 1999 – October 20, 2019
	PRC	36	5396320	October 28, 2009 – October 27, 2019
	PRC	36	5529191	November 28, 2009 – November 27, 2019
	PRC	36	1357454	January 21, 2000 – January 20, 2020
	PRC	36	1357455	January 21, 2000 – January 20, 2020
	PRC	36	5271860	May 21, 2010 – May 20, 2020
	PRC	36	6444402	May 28, 2010 – May 27, 2020
	PRC	36	7044635	July 28, 2010 – July 27, 2020

Trademarks	Territory of registration	Class	Registration number	Valid period
	PRC	35	7653322	December 28, 2010 – December 27, 2020
阳光  缴费	PRC	9	5271858	March 7, 2011 – March 6, 2021
	PRC	36	5695165	March 14, 2011 – March 13, 2021
	PRC	9	6444403	September 7, 2011 – September 6, 2021
	PRC	36	7653323	January 21, 2011 – January 20, 2021
	PRC	36	6109544	July 7, 2012 – July 6, 2022
	PRC	36	6109545	July 7, 2012 – July 6, 2022
光合动力	PRC	35	9156902	March 21, 2012 – March 20, 2022
光合动力	PRC	36	9156977	March 21, 2012 – March 20, 2022
光合动力	PRC	42	9156995	September 28, 2012 – September 27, 2022
	PRC	36	9997840	November 21, 2012 – November 20, 2022
	Hong Kong	36	301931319	May 30, 2011 – May 29, 2021
	Hong Kong	36	301931328	May 30, 2011 – May 29, 2021
	PRC	35	10040580	March 7, 2013 – March 6, 2023

Trademarks	Territory of registration	Class	Registration number	Valid period
	PRC	36	10040599	March 28, 2013 – March 27, 2023
	PRC	35	10339360	February 28, 2013 – February 27, 2023
	PRC	36	10342646	February 28, 2013 – February 27, 2023
	PRC	35	10339359	February 28, 2013 – February 27, 2023

- (ii) As of June 30, 2013, our Group has applied for the registration of the following trademarks which are material in relation to our Group's business:

Trademarks	Territory of application	Class	Application number	Application date
	PRC	36	7965697	January 4, 2010
	PRC	36	8040752	February 1, 2010
	PRC	36	8051627	February 4, 2010
	PRC	36	10838697	April 27, 2012
	PRC	36	10838698	April 27, 2012
	PRC	36	11166967	July 5, 2012
	PRC	42	11545289	September 26, 2012
	PRC	41	11545290	September 26, 2012
	PRC	38	11545291	September 26, 2012

Trademarks	Territory of application	Class	Application number	Application date
阳光 e	PRC	36	11545292	September 26, 2012
阳光 e	PRC	35	11545293	September 26, 2012
阳光 e	PRC	16	11545294	September 26, 2012
阳光 e	PRC	9	11545295	September 26, 2012
	PRC	36	10342654	December 22, 2011
	PRC	36	10342685	December 22, 2011

The class number represents the specifications of products or services which have already been registered or are in the process of registration. Detailed specifications of the products or services represented by that class number are set out in the relevant registration certificates or application forms.

On March 20, 2008, we entered into a trademark license agreement with China Everbright (Group), pursuant to which we were granted a license to use its “光大,” “Everbright” and “E” trademarks for nil consideration. On December 29, 2009, China Everbright (Group) undertook to us that it would, in accordance with relevant provisions in the Trademark Law of the People’s Republic of China (中華人民共和國商標法), perform the renewal procedures with the trademark registration authorities in PRC in relation to the above three trademarks in due course before their expiration. After the renewal, on the condition of the full performance by our Bank of the said trademark license agreement entered into between the parties, China Everbright (Group) will continuously license our Bank to use these trademarks at nil consideration with no time limit being specified. See “Relationship with our Controlling Shareholders and Connected Transactions – Connected Transactions – Trademark Licensing Agreement” for details.

(b) Domain Names

As of June 30, 2013, our Group has registered the following domain names:

Domain Name	Valid period
cebbank.com	March 25, 1999 – March 25, 2015
cebbank.com.cn	October 27, 2000 – October 27, 2015
95595.com.cn	October 27, 2000 – October 27, 2015
95595.cn	March 17, 2003 – March 17, 2015
cebbank.cn	March 17, 2003 – March 17, 2015
光大電子支付.cn	November 20, 2008 – November 20, 2018
出國金融服務.cn	November 20, 2008 – November 20, 2018
光大出國通.cn	November 20, 2008 – November 20, 2018
陽光存管.cn	November 20, 2008 – November 20, 2018
陽光供應鏈.cn	November 20, 2008 – November 20, 2018
陽光商品融資.cn	November 20, 2008 – November 20, 2018
陽光保理.cn	November 20, 2008 – November 20, 2018
everbrightsupplychain.com	November 20, 2008 – November 20, 2018
bjceb.com	November 20, 2008 – November 20, 2018

Domain Name	Valid period
cebxyk.com	November 20, 2008 – November 20, 2018
xykceb.com	November 20, 2008 – November 20, 2018
cebccreditcard.com	November 20, 2008 – November 20, 2018
光大手機銀行.cn	November 24, 2008 – November 24, 2018
陽光財富.cn	November 20, 2008 – November 20, 2018
光大私人銀行.cn	November 24, 2008 – November 24, 2018
光大銀行.cn	November 6, 2000 – April 27, 2021
中國光大銀行.cn	November 6, 2000 – April 27, 2021
中國光大銀行.com	October 30, 2011 – October 30, 2021
光大理財夜市.cn	September 27, 2012 – September 27, 2022
陽光營業廳.cn	September 27, 2012 – September 27, 2022
光大營業廳.cn	September 27, 2012 – September 27, 2022
光大網上營業廳.cn	September 27, 2012 – September 27, 2022
光大陽光營業廳.cn	September 27, 2012 – September 27, 2022
光大銀行營業廳.cn	September 27, 2012 – September 27, 2022
光大銀行網上營業廳.cn	September 27, 2012 – September 27, 2022
光大銀行陽光營業廳.cn	September 27, 2012 – September 27, 2022
中國光大銀行營業廳.cn	September 27, 2012 – September 27, 2022
中國光大銀行網上營業廳.cn	September 27, 2012 – September 27, 2022
中國光大銀行陽光營業廳.cn	September 27, 2012 – September 27, 2022
光大理財夜市.中國	September 27, 2012 – September 27, 2022
陽光營業廳.中國	September 27, 2012 – September 27, 2022
光大營業廳.中國	September 27, 2012 – September 27, 2022
光大網上營業廳.中國	September 27, 2012 – September 27, 2022
光大陽光營業廳.中國	September 27, 2012 – September 27, 2022
光大銀行營業廳.中國	September 27, 2012 – September 27, 2022
光大銀行網上營業廳.中國	September 27, 2012 – September 27, 2022
光大銀行陽光營業廳.中國	September 27, 2012 – September 27, 2022
中國光大銀行營業廳.中國	September 27, 2012 – September 27, 2022
中國光大銀行網上營業廳.中國	September 27, 2012 – September 27, 2022
中國光大銀行陽光營業廳.中國	September 27, 2012 – September 27, 2022
光大理財夜市.com	September 27, 2012 – September 27, 2022
陽光營業廳.com	September 27, 2012 – September 27, 2022
光大營業廳.com	September 27, 2012 – September 27, 2022
光大網上營業廳.com	September 27, 2012 – September 27, 2022
光大陽光營業廳.com	September 27, 2012 – September 27, 2022
光大銀行營業廳.com	September 27, 2012 – September 27, 2022
光大銀行網上營業廳.com	September 27, 2012 – September 27, 2022
光大銀行陽光營業廳.com	September 27, 2012 – September 27, 2022
中國光大銀行營業廳.com	September 27, 2012 – September 27, 2022
中國光大銀行網上營業廳.com	September 27, 2012 – September 27, 2022
中國光大銀行陽光營業廳.com	September 27, 2012 – September 27, 2022
ygyyt.com	September 27, 2012 – September 27, 2022
cebhall.com	September 27, 2012 – September 27, 2022
gdhall.cn	September 27, 2012 – September 27, 2022
gdhall.com.cn	September 27, 2012 – September 27, 2022
wsyyt.cn	September 27, 2012 – September 27, 2022
wsyyt.com.cn	September 27, 2012 – September 27, 2022
ygyyt.cn	September 27, 2012 – September 27, 2022
ygyyt.com.cn	September 27, 2012 – September 27, 2022
nethall.com.cn	September 27, 2012 – September 27, 2022
ebhall.cn	September 27, 2012 – September 27, 2022
ebhall.com.cn	September 27, 2012 – September 27, 2022
sunshinehall.cn	September 27, 2012 – September 27, 2022
sunshinehall.com.cn	September 27, 2012 – September 27, 2022
cebhall.cn	September 27, 2012 – September 27, 2022
cebhall.com.cn	September 27, 2012 – September 27, 2022
陽光e融資.cn	November 5, 2012 – November 5, 2022
陽光e支付.cn	November 5, 2012 – November 5, 2022
陽光e留學.cn	November 5, 2012 – November 5, 2022

Domain Name	Valid period
陽光e管家.cn	November 5, 2012 – November 5, 2022
陽光e分期.cn	November 5, 2012 – November 5, 2022
陽光e加油.cn	November 5, 2012 – November 5, 2022
陽光e購房.cn	November 5, 2012 – November 5, 2022
陽光e商旅.cn	November 5, 2012 – November 5, 2022
陽光e保險.cn	November 5, 2012 – November 5, 2022
陽光e購車.cn	November 5, 2012 – November 5, 2022
陽光e繳費.cn	November 5, 2012 – November 5, 2022
陽光e購金.cn	November 5, 2012 – November 5, 2022
陽光e基金.cn	November 5, 2012 – November 5, 2022
陽光e理財.cn	November 5, 2012 – November 5, 2022
陽光e申請.cn	November 5, 2012 – November 5, 2022
陽光e融資.中國	November 5, 2012 – November 5, 2022
陽光e支付.中國	November 5, 2012 – November 5, 2022
陽光e留學.中國	November 5, 2012 – November 5, 2022
陽光e管家.中國	November 5, 2012 – November 5, 2022
陽光e分期.中國	November 5, 2012 – November 5, 2022
陽光e加油.中國	November 5, 2012 – November 5, 2022
陽光e購房.中國	November 5, 2012 – November 5, 2022
陽光e商旅.中國	November 5, 2012 – November 5, 2022
陽光e保險.中國	November 5, 2012 – November 5, 2022
陽光e購車.中國	November 5, 2012 – November 5, 2022
陽光e繳費.中國	November 5, 2012 – November 5, 2022
陽光e購金.中國	November 5, 2012 – November 5, 2022
陽光e基金.中國	November 5, 2012 – November 5, 2022
陽光e理財.中國	November 5, 2012 – November 5, 2022
陽光e申請.中國	November 5, 2012 – November 5, 2022
陽光e融資.com	October 30, 2012 – October 30, 2022
陽光e支付.com	October 30, 2012 – October 30, 2022
陽光e留學.com	October 30, 2012 – October 30, 2022
陽光e管家.com	October 30, 2012 – October 30, 2022
陽光e分期.com	October 30, 2012 – October 30, 2022
陽光e加油.com	October 30, 2012 – October 30, 2022
陽光e購房.com	October 30, 2012 – October 30, 2022
陽光e商旅.com	October 30, 2012 – October 30, 2022
陽光e保險.com	October 30, 2012 – October 30, 2022
陽光e購車.com	October 30, 2012 – October 30, 2022
陽光e繳費.com	October 30, 2012 – October 30, 2022
陽光e購金.com	October 30, 2012 – October 30, 2022
陽光e基金.com	October 30, 2012 – October 30, 2022
陽光e理財.com	October 30, 2012 – October 30, 2022
陽光e申請.com	October 30, 2012 – October 30, 2022
光大電子支付.中國	November 20, 2008 – November 20, 2018
出國金融服務.中國	November 20, 2008 – November 20, 2018
光大出國通.中國	November 20, 2008 – November 20, 2018
陽光存管.中國	November 20, 2008 – November 20, 2018
陽光供應鏈.中國	November 20, 2008 – November 20, 2018
陽光商品融資.中國	November 20, 2008 – November 20, 2018
陽光保理.中國	November 20, 2008 – November 20, 2018
光大手機銀行.中國	November 24, 2008 – November 24, 2018
陽光財富.中國	November 20, 2008 – November 20, 2018
光大私人銀行.中國	November 24, 2008 – November 24, 2018
光大銀行.中國	November 6, 2000 – April 27, 2021
中國光大銀行.中國	November 6, 2005 – April 27, 2021

3. Our Depositors and Borrowers

Our five largest depositors and five largest borrowers accounted for less than 30% of the respective total deposits from customers and total loans and advances to customers as of the Latest Practicable Date.

C. FURTHER INFORMATION ABOUT OUR DIRECTORS, MANAGEMENT AND STAFF**1. Disclosure of Interests**

Immediately following completion of the Global Offering (but without taking into account the exercise of either the Offer Size Adjustment Option or the Over-allotment Option), none of our Directors and Supervisors will have any interests and short positions in the Shares, underlying shares or debentures of our Company or any associated corporations (within the meaning of Part XV of the SFO) which are required to be notified to us and the Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and/or short positions which they are taken or deemed to have under such provisions of the SFO), or which will be required, pursuant to the Model Code for Securities Transactions by Directors of Listed Companies in the Listing Rules, to be notified to us and the Hong Kong Stock Exchange or which will be required pursuant to section 352 of the SFO to be entered in the register referred to therein once the shares are listed. For this purpose, the relevant provisions of the SFO will be interpreted as if they applied to our supervisors.

Save as disclosed in this prospectus, none of the Directors or Supervisors is a director or employee of a company which is expected to have an interest in the Shares failing to be disclosed to the Company and the Hong Kong Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO once the H Shares are listed on the Hong Kong Stock Exchange.

2. Substantial shareholders

So far as our Directors are aware, immediately following completion of the Global Offering (without taking into account the exercise of either the Offer Size Adjustment Option or the Over-allotment Option), the following persons will have interests or short positions in our Shares which are required to be disclosed to us and the Hong Kong Stock Exchange under the provisions of Divisions 2 and 3 of Part XV of the SFO:

Name of shareholder	Nature of interest	Class of securities	Number of securities	Approximate percentage of interest in our Bank immediately after the Global Offering	Approximate percentage of interest in the relevant class of Shares of our Bank immediately after the Global Offering
Huijin ⁽¹⁾	Beneficial and attributable interest	A Shares	20,338,103,054	44.68%	50.94%
China Everbright (Group)	Attributable interest	A Shares	2,058,791,354	4.52%	5.16%
China Shipping (Group) Company ⁽²⁾	Attributable interest	H Shares	1,531,377,000	3.36%	27.40%
Ocean Fortune Investment Limited	Beneficial owner	H Shares	1,531,377,000	3.36%	27.40%
SSF ⁽³⁾	Attributable interest	H Shares	508,000,000	1.12%	9.09%
Jingwei Textile Machinery Company Limited ⁽⁴⁾	Attributable interest	H Shares	382,844,000	0.84%	6.85%
Zhongrong International Trust Co., Ltd.	Beneficial owner	H Shares	382,844,000	0.84%	6.85%

Notes:

- (1) Huijin directly holds 19,328,718,247 A Shares of our Bank, and China Reinsurance holds 1,009,384,807 A Shares of our Bank. Huijin holds 84.91% of the shares of China Reinsurance and is therefore deemed to be interested in the 1,009,384,807 A Shares directly held by China Reinsurance.

- (2) China Shipping (Group) Company is the ultimate controlling shareholder of Ocean Fortune Investment Limited and is therefore deemed to be interested in the 1,531,377,000 H Shares directly held by Ocean Fortune Investment Limited. The calculation is based on the mid-point of the indicative Offer Price range stated in this prospectus. See “Our Corporate Investors”.
- (3) SSF also holds 640,983,131 A Shares of our Bank as of the Latest Practicable Date.
- (4) Jingwei Textile Machinery Company Limited is the ultimate controlling shareholder of Zhongrong International Trust Co. Ltd. and is therefore deemed to be interested in the 382,844,000 H Shares directly held by Zhongrong International Trust Co. Ltd.. The calculation is based on the mid-point of the indicative Offer Price range stated in this prospectus. See “Our Corporate Investors”.

So far as our Directors are aware, the following parties (other than us) will, immediately following completion of the Global Offering (without taking into account the exercise of either the Offer Size Adjustment Option or the Over-allotment Option), be directly or indirectly interested in 10% or more of the nominal value of any class of share capital carrying rights to vote in any subsidiary of our Bank:

<u>Name of interested party</u>	<u>Name of subsidiary</u>	<u>Percentage of shareholding</u>
Sany Group Co., Ltd.	Shaoshan Everbright Village Bank	10%
Jiangsu Golden Fox Garment Co., Ltd.	Huai’an Everbright Village Bank	10%
Huai’an Shuanglong Weiye Technology Co., Ltd.	Huai’an Everbright Village Bank	10%

3. Service contracts

Pursuant to Rules 19A.54 and 19A.55 of the Listing Rules, we have entered into a contract with each of our Directors and Supervisors in respect of, among other things, compliance with relevant laws, regulations and the Articles of Association and provisions on arbitration. Save as disclosed above, we have not entered, and do not propose to enter, into any service contracts with any of our Directors or Supervisors in their respective capacities as Directors or Supervisors (other than contracts expiring or determinable by the employer within one year without the payment of compensation (other than statutory compensation)).

4. Directors’ and Supervisors’ remuneration

The aggregate amount of remuneration (including fees, salaries, contributions to pension schemes, housing allowances and other allowances and benefits in kind and discretionary bonuses) which was paid to our Directors in respect of each of the three years ended December 31, 2010, 2011 and 2012 and the six months ended June 30, 2013 was approximately RMB4.12 million, RMB4.00 million, RMB2.47 million and RMB1.32 million, respectively.

The aggregate amount of remuneration (including fees, salaries, contributions to pension schemes, housing allowance and other allowances and benefits in kind and discretionary bonuses) which was paid to our Supervisors in respect of each of the three years ended December 31, 2010, 2011 and 2012 and the six months ended June 30, 2013 was approximately RMB4.14 million, RMB6.22 million, RMB6.07 million and RMB3.04 million, respectively.

Under the arrangements currently in force, the aggregate remuneration payable to, and benefits in kind receivable by, our Directors and Supervisors for the year ending December 31, 2013 is estimated to be approximately RMB4.53 million and RMB9.75 million, respectively.

5. Fees or commissions received

Save as disclosed in this prospectus, none of our Directors or any of the persons whose names are listed in the paragraph headed “Consents” in this Appendix had received any commissions, discounts, agency fee, brokerages or other special terms from our Group in connection with the issue or sale of any capital of any member of our Group within the two years preceding the date of this prospectus.

6. Personal guarantees

None of the Directors and Supervisors has provided personal guarantees in favor of lenders in connection with banking facilities granted to us.

7. Related party transactions

During the two years preceding the date of this prospectus, we have engaged in material related party transactions as described in the Accountants’ Report set out in Appendix I to this prospectus.

D. OTHER INFORMATION**1. Estate Duty**

Our Directors have been advised that no material liability for estate duty is likely to fall on our Company or any of our subsidiaries.

2. Litigation

Save as disclosed in this prospectus, no member of our Group was engaged in any litigation, arbitration or claim of material importance and no litigation, arbitration or claim of material importance is known to our Directors to be pending or threatened against any member of our Group as of the Latest Practicable Date.

3. Joint Sponsors

Each of the Joint Sponsors, except China Everbright Capital Limited, satisfies the independence criteria applicable to sponsors as set out in Rule 3A.07 of the Listing Rules.

As China Everbright Capital Limited is ultimately owned by one of our major shareholders, China Everbright (Group), hence it is not independent from our Company according to Rule 3A.07 of the Listing Rules.

The Company has entered into an engagement agreement with the Joint Sponsors, pursuant to which the Company agreed to pay the Joint Sponsors a fee of RMB3,000,000 to act as the sponsors to the Company in the Global Offering.

4. Promoters

We have 131 Promoters, including China Everbright (Group), China National Tobacco Corporation Yunnan Company and Asian Development Bank. Save as disclosed in this prospectus, within the two years immediately preceding the date of this prospectus, no cash, security or benefit has been paid, allotted or given, or is proposed to be paid, allotted or given to the Promoters named above in connection with the Global Offering or the related transactions described in this prospectus.

5. Preliminary Expenses

Our estimated preliminary expenses are approximately HK\$1.30 million. All such preliminary expenses relating to the Global Offering are payable by our Company.

6. Qualifications of Experts

The qualifications of the experts (as defined under the Listing Rules and the Hong Kong Companies Ordinance) who have given their opinions or advice in this prospectus are as follows:

Name	Qualifications
China International Capital Corporation Hong Kong Securities Limited	Licensed corporation under the SFO to conduct type 1 (dealing in securities), type 2 (dealing in future contracts), type 3 (leveraged foreign exchange trading), type 4 (advising on securities), type 5 (advising on future contracts) and type 6 (advising on corporate finance) regulated activities as defined under the SFO
UBS Securities Hong Kong Limited	Licensed corporation under the SFO to conduct type 1 (dealing in securities), type 6 (advising on corporate finance) and type 7 (providing automated trading services) regulated activities as defined under the SFO
Morgan Stanley Asia Limited	Licensed corporation under the SFO to conduct type 1 (dealing in securities), type 4 (advising on securities), type 5 (advising on futures contracts), type 6 (advising on corporate finance) and type 9 (asset management) regulated activities as defined under the SFO
China Everbright Capital Limited	Licensed corporation under the SFO to conduct type 1 (dealing in securities), type 4 (advising on securities) and type 6 (advising on corporate finance) regulated activities as defined under the SFO
BNP Paribas Securities (Asia) Limited	Licensed corporation under the SFO to conduct type 1 (dealing in securities), type 2 (dealing in future contracts), type 4 (advising on securities), type 6 (advising on corporate finance) and type 7 (providing automated trading services) regulated activities as defined under the SFO
BOCI Asia Limited	Licensed corporation under the SFO to conduct type 1 (dealing in securities) and type 6 (advising on corporate finance) regulated activities as defined under the SFO
KPMG	Certified Public Accountants
King & Wood Mallesons	PRC legal advisor to our Bank
Jingtian & Gongcheng, Attorneys At Law	PRC legal advisor to the Joint Sponsors and the Underwriters

7. Consents

Each of the Joint Sponsors, KPMG as our independent reporting accountants and auditor, King & Wood Mallesons as our PRC legal advisor and Jingtian & Gongcheng, Attorneys At Law as PRC legal advisor to the Joint Sponsors and the Underwriters has given and has not withdrawn its respective written consents to the issue of this prospectus with the inclusion of their reports and/or letters and/or the references to their names included herein in the form and context in which they are respectively included.

None of the experts named above has any shareholding interests in any member of our Group or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any member of our Group.

8. Binding Effect

This prospectus shall have the effect, if an application is made in pursuance hereof, of rendering all persons concerned bound by all the provisions (other than the penal provisions) of sections 44A and 44B of the Hong Kong Companies Ordinance so far as applicable.

9. No Material Adverse Change

Our Directors confirm that up to the date of this prospectus, there has been no material adverse change in our financial or trading position since June 30, 2013.

E. WAIVERS FROM STRICT COMPLIANCE WITH THE LISTING RULES

Please refer to the section headed “Waivers from Strict Compliance with the Listing Rules” in this prospectus for details.

F. BILINGUAL PROSPECTUS

The English language and the Chinese language versions of this prospectus are being published separately, in reliance upon the exemption provided by section 4 of the Companies Ordinance (Exemption of Companies and Prospectuses from Compliance with Provisions) Notice (Chapter 32L of the Laws of Hong Kong).

G. MISCELLANEOUS

Save as otherwise disclosed in this prospectus:

- (a) none of our Directors or Supervisors nor any of the parties listed in the paragraph headed “Consents” in “Other Information” of this Appendix is interested in our promotion, or in any assets which have, within the two years immediately preceding the date of this prospectus, been acquired or disposed of by or leased to us, or are proposed to be acquired or disposed of by or leased to any member of our Group;
- (b) none of our Directors or Supervisors nor any of the parties listed in the paragraph headed “Consents” in “Other Information” of this Appendix is materially interested in any contract or arrangement subsisting at the date of this prospectus which is significant in relation to our business;
- (c) no share or loan capital of our Company is under option or is agreed conditionally or unconditionally to be put under option;
- (d) we have not issued nor agreed to issue any founder shares, management shares or deferred shares;
- (e) within the two years preceding the date of this prospectus, no commission has been paid or is payable (except commissions to the Underwriters) for subscription, agreeing to subscribe for, procuring subscription or agreeing to procure subscription of any H Shares;
- (f) no amount or securities or benefit has been paid or allotted or given within the two years preceding the date of this prospectus to any of our Promoters nor is any such securities or amount or benefit intended to be paid or allotted or given;
- (g) none of our Directors or their respective associates has any interest in our top five borrowers or our top five depositors;
- (h) there are no arrangements under which future dividends are waived or agreed to be waived;
- (i) within the two years preceding the date of this prospectus, we have not issued nor agreed to issue any share or loan capital fully or partly paid either for cash or for a consideration other than cash;

- (j) we have no outstanding convertible debt securities or debentures;
- (k) there has been no interruption in our business which may have or have had a significant effect on our financial position in the last 12 months;
- (l) save for our A Shares which are listed on the Shanghai Stock Exchange, none of our equity and debt securities is listed on or dealt with in any other stock exchange, nor is any listing or permission to deal being or proposed to be sought; and
- (m) the Company currently does not intend to apply for the status of sino-foreign investment joint stock limited company and does not expect to be subject to the PRC Sino-foreign Joint Venture Law.