

*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.*



**中國光大銀行股份有限公司**  
**China Everbright Bank Company Limited**

*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock code: 6818)**

**FURTHER ANNOUNCEMENT**  
**IN RESPECT OF THE PROPOSED RESTRUCTURING**

This announcement is made by the Company pursuant to Rule 13.09 of the Listing Rules and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the SFO.

Reference is made to the section on “Our History, Restructuring and Operational Reform – Proposed Restructuring” in the prospectus of the Company dated 10 December 2013 relating to the global offering of the Company. Reference is also made to the announcements of the Company dated 1 August 2014 and 10 November 2014 respectively. Unless otherwise indicated, capitalized terms used herein shall have the same meanings as those defined in the Company’s announcement dated 10 November 2014.

The Company and all Directors jointly and severally accept full responsibility for the accuracy of information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

The Board hereby announces that the Company has been informed by CE Beijing that Huijin Limited had applied to China Securities Regulatory Commission (the “**CSRC**”) for a waiver from making general offers for all the A shares in the Company as a result of the Proposed Restructuring. In case the said waiver from the CSRC is not granted, MOF and Huijin Limited will not make the capital contributions under the Founder Agreement.

The Company will make further announcement(s) in relation to the Proposed Restructuring pursuant to the Takeovers Code, the Listing Rules and the SFO, as and when appropriate.

By order of the Board  
**China Everbright Bank Company Limited**

**TANG Shuangning**  
*Chairman*

Beijing, the PRC  
21 November 2014

*As at the date of this announcement, the executive Directors of the Company are Mr. Zhao Huan and Mr. Wu Qing; the non-executive Directors are Mr. Tang Shuangning, Mr. Wu Jian, Ms. Narentuya, Mr. Wu Gang, Ms. Wang Shumin, Mr. Wang Zhongxin and Mr. Wu Gaolian; and the independent non-executive Directors are Mr. Zhou Daojiong<sup>(1)</sup>, Mr. Zhang Xinze, Mr. Qiao Zhimin, Mr. Xie Rong and Ms. Fok Oi Ling Catherine.*

*(1) Since the resignation of Mr. ZHOU Daojiong would result in the number of independent non-executive Directors on the Board falling below the quorum provided by law, Mr. ZHOU Daojiong will continue to perform his duties as the independent non-executive director, the chairman of the Nomination Committee, a member of the Strategy Committee and a member of the Remuneration Committee of the sixth session of the Board until the appointment qualification of Mr. QIU Dong is approved by the CBRC.*