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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)**

### **ANNOUNCEMENT IN RELATION TO THE INCREASE OF REGISTERED CAPITAL AND AMENDMENTS TO THE ARTICLES OF ASSOCIATION**

References are made to the issuance of A Share Convertible Corporate Bonds in the total amount of RMB30 billion which was completed by China Everbright Bank Company Limited (the “**Company**”) in March 2017 (as at 31 December 2017, the number of accumulated converted shares of such A Share Convertible Corporate Bonds is 32,138 shares) and the issuance of an aggregate of 5.81 billion H shares which was completed by the Company in December 2017. For more details of the aforesaid issuances, please refer to the related announcements of the Company dated 14 March 2017 and 22 December 2017.

References are also made to the circulars dated 8 December 2014, 15 June 2016 and 31 May 2017 in relation to the authorization granted to the Board of Directors of the Company at the general meeting of the Company to handle all matters relating to the registered capital of the Company in relation to the issuance of domestic Preference Shares, the issuance of A Share Convertible Corporate Bonds and the non-public issuance of H Shares, and the amendments and related matters of the terms related to share capitals of the Company of Articles of Association of China Everbright Bank Company Limited (the “**Articles of Association**”).

Based on the above authorization, the Board of Directors of the Company will change the registered capital of the Company and amend the relevant terms of the Articles of Association accordingly. The Board of Directors has resolved to make amendments to the following matters:

1. The registered capital of the Company increases from RMB46,679,095,000 to RMB52,489,127,138.

2. The amendments to the relevant articles of the Articles of Association are as follows:

	<b>Before the Amendment</b>	<b>After the Amendment</b>
Article 19	Upon approval by the approval departments authorized by the State Council, the total number of ordinary shares that the Bank may issue is 46,679,095,000 and the number of shares issued when the Bank was restructured as a joint stock limited company was 2,800,000,000 shares, representing approximately 6% of the total number of ordinary shares that the Bank may issue.	Upon approval by the approval departments authorized by the State Council, the total number of ordinary shares that the Bank may issue is <b>52,489,127,138</b> and the number of shares issued when the Bank was restructured as a joint stock limited company was 2,800,000,000 shares, representing approximately <b>5.33%</b> of the total number of ordinary shares that the Bank may issue.
Article 20	<p>The Bank issued 46,679,095,000 ordinary shares and 200,000,000 Preference Shares in total, including 6,868,735,500 overseas listed foreign shares, representing approximately 14.71% of the total number of shares that the Bank may issue; as well as 39,810,359,500 domestic listed shares which were issued to the domestic public; as well as 200,000,000 domestic Preference Shares which were not issued to the public.</p> <p>As at 21 July 2015, the shareholding structure of the Bank was 46,679,095,000 ordinary shares and 200,000,000 Preference Shares, among which, the shareholders of domestic listed shares held 39,810,359,500 ordinary shares and the shareholders of overseas listed foreign shares held 6,868,735,500 ordinary shares and the holders of domestic Preference Shares held 200,000,000 Preference Shares.</p>	<p>The Bank issued <b>52,489,127,138</b> ordinary shares and <b>300,000,000</b> Preference Shares in total, including <b>12,678,735,500</b> overseas listed foreign shares, representing approximately <b>24.15%</b> of the total number of shares that the Bank may issue; as well as <b>39,810,391,638</b> domestic listed shares which were issued to the domestic public; as well as <b>300,000,000</b> domestic Preference Shares which were not issued to the public.</p> <p>As at <b>31 December 2017</b>, the shareholding structure of the Bank was <b>52,489,127,138</b> ordinary shares and <b>300,000,000</b> Preference Shares, among which, the shareholders of domestic listed shares held <b>39,810,391,638</b> ordinary shares and the shareholders of overseas listed foreign shares held <b>12,678,735,500</b> ordinary shares and the holders of domestic Preference Shares held <b>300,000,000</b> Preference Shares.</p>
Article 24	The registered capital of the Bank shall be RMB46,679,095,000.	The registered capital of the Bank shall be RMB <b>52,489,127,138</b> .

The aforesaid amendments to the Articles of Association are subject to the approval by China Banking Regulatory Commission. The amended Articles of Association will take effect from the date of such approval.

**Board of Directors of  
China Everbright Bank Company Limited**

Beijing, the PRC, 12 January 2018

*As at the date of this announcement, the Executive Directors of the Company are Mr. Zhang Jinliang, Mr. Ma Teng and Ms. Li Jie; the Non-executive Directors are Mr. Gao Yunlong, Mr. Cai Yunge, Mr. Zhang Shude, Mr. Li Huaqiang and Mr. Zhao Wei; and the Independent Non-executive Directors are Mr. Qiao Zhimin, Mr. Xie Rong, Ms. Fok Oi Ling Catherine, Mr. Xu Hongcai, Mr. Feng Lun and Mr. Wang Ligu.*