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**中国农业发展银行**  
AGRICULTURAL DEVELOPMENT BANK OF CHINA

*(statutory financial institution organised under the laws of the People's Republic of China)*

as the Issuer

## **COMMENCEMENT OF AN OFFERING OF RMB FIX RATE BONDS DUE 2020**

### **Profile and Subscription Form and Securities Brokers' Confirmation in relation to the application for the Retail Bonds**

**Stock code: 85744**

Unless otherwise defined herein, terms used in this announcement shall have the same meaning as those defined in the offering circular dated 17 May 2019 (the "**Offering Circular**").

The Issuer announces that it has today commenced the offering of Renminbi fixed rate Bonds (the "**Offering**" and the "**Bonds**", respectively) comprising an institutional offering (the "**Institutional Offering**" and the Bonds subscribed for thereby, the "**Institutional Bonds**") and a retail offering (the "**Retail Offering**" and the Bonds subscribed for thereby, the "**Retail Bonds**").

Applications for the Retail Bonds can be made either through HKSCC directly if you hold an investor account or through securities brokers by giving electronic instructions to HKSCC.

Investors who place order through their securities brokers will be required to fill in the Profile and Subscription Form, the form of which is included in this announcement and attached to the Offering Circular as Appendix 1. The Profile and Subscription Form is to be submitted to your securities broker and does not have to be returned to the Issuer.

Securities brokers will be required to submit Securities Brokers' Confirmation to acknowledge and confirm that they have implemented reasonable measures to ensure that each prospective investor understands and gives the confirmations and

acknowledgements as set out in the Profile and Subscription Form. A copy of the Profile and Subscription Form and the Securities Brokers' Confirmation can be collected from the Depository Counter of HKSCC at 1/F, One & Two Exchange Square, 8 Connaught Place, Central, Hong Kong. The electronic copy of the Profile and Subscription Form and the Securities Brokers' Confirmation is also included in this announcement and uploaded to the Issuer's website – <http://www.adbc.com.cn/> and can be obtained during the application period of the Retail Bonds.

17 May 2019

*As at the date of this announcement, the members of the Party Committee are Mr. Xie Xuezhi as Secretary, Mr. Qian Wenhui as Deputy secretary, Mr. Bao Jian'an, Mr. Lin Li, Mr. Yin Jiuyong, Mr. He Xingxiang, Mr. Wang Zhaohe and Mr. Sun Lansheng as Members.*

**THE AGRICULTURAL DEVELOPMENT BANK OF CHINA  
RMB FIXED RATE BONDS DUE 2020**

**Applicant Profile and Subscription Form**

*Note: Applicants with joint name accounts should provide information of one of the account holders only*

*References to the singular include the plural (as applicable in the case of joint name accounts).*

Applicant's Name:

Applicant's Number:

Securities Account Number:

Settlement Account Number:

Handling/Brokerage Fee:

Subscription Amount (RMB):

Settlement Amount (RMB):

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**Applicant's Declarations**

I agree that the application process does not involve any solicitation or recommendation, and no suitability assessment is required.

I hereby confirm that I have read and correctly understood the "Offering Circular" dated 17 May 2019 before subscription.

In accordance with the section entitled "What Confirmations Do I Have to Make" in the Offering Circular, I acknowledge and hereby confirm that:

- I understand that the coupon payable for the Retail Bonds has not yet been fixed and will be determined on the pricing of the Institutional Bonds, subject to the Minimum Yield which will be afforded to me in respect of the Retail Offering;
- I agree to accept the Retail Bonds I have applied for or any lesser number allotted to me;
- I authorize you, my securities broker, to which I give my application instructions to credit any Retail Bonds allotted to me to my investment account with it and I understand that no certificates of title (including any temporary document of title) will be available to me for my Retail Bonds and my interest in the Retail Bonds is in book-entry form only;
- I agree that if I am not allotted any Retail Bonds or if my application is successful only in part, the whole or an appropriate portion of the application price will be returned to me without interest at my own risk;
- I understand and confirm that I am only permitted to make **ONE** application for the Retail Bonds, subject to a maximum amount of RMB200 million;

- I understand that the Bonds will be held through CMU which means that interest and principal will be paid to the bank account holders notified to the Agricultural Development Bank of China (the “**Bank**”) by the CMU and not distributed through CMU;
- I have read and understood this Offering Circular and have relied on no other information or material relating to the Bonds;
- I have read and understood the section entitled “Terms and Conditions of the Bonds” in the Offering Circular and the application procedures set out in the Offering Circular and agree to be bound by them;
- I agree that neither the Bank nor Hong Kong Securities Clearing Company Limited (“**HKSCC**”), their respective directors, officers, agents and nominees will be liable to me or any other person in any way for any loss suffered as a result of the sale of the Retail Bonds to me in accordance with the terms and conditions in the Offering Circular;
- I confirm that I am not located within the United States, Canada or Japan and am not a U.S. Person and am purchasing the Bonds in an offshore transaction pursuant to Regulation S under the United States Securities Act of 1933 and rules and regulation promulgated under such Act. Terms used in this paragraph have the meanings given to them by Regulation S; and
- I understand that the Bank has taken no steps to qualify for or engage in a public offering (by means of publicity or otherwise) in any jurisdiction except Hong Kong SAR and if the laws of any place outside Hong Kong apply to my application, I agree and warrant that I have complied with all such laws and the Bank will not breach any laws outside Hong Kong as a result of the acceptance of my offer to purchase, or any action arising from my rights and obligations under the terms and conditions in the Offering Circular.

In addition, I also further acknowledge and confirm that:

1. I will comply with any applicable selling restrictions as stated in the Offering Circular;
2. I (i) have received from you the terms and conditions relating to the relevant securities account and the Offering Circular, (ii) have reviewed the Offering Circular; (iii) have read carefully all related documents and forms as described in the Offering Circular, and understand and agree to be bound by the contents of all such documents and forms; and (iv) understand the nature of the product and am/are willing to accept all the relevant risks involved;
3. I understand that the instructions provided herein are irrevocable;
4. I understand that you have the discretion to decide, from the date of the submission of this application, to retain the relevant settlement amount in my settlement account set out above until such settlement amount is debited from my settlement account on or before the closing date for the subscription, or until a notice is received stating that instructions as given in this subscription application cannot be executed for any reasons;
5. I agree to pay all fees (including brokerage fees, trading fees or any applicable levies) in connection with my application of the Bonds;

6. I understand that upon your approval of this application, you can deposit the product and any physical securities deliverable under the terms and conditions of the product into my securities account set out above;
7. I hereby authorise you to freeze and/or deduct from my settlement account set out above an amount no greater than the settlement amount upon submission of this application.
8. I agree that (a) you are acting in the capacity of an agent in handling this application and irrevocably appoint you as my agent in applying for the Bonds; and (b) you will receive from the Bank a placing and distribution fee of 0.18% of the allotted amount of the Bonds through HKSCC.
9. I understand the contents of this form.

I understand that if I am unable to provide the series of confirmations above (including those as contained in the Offering Circular and set out above), I am NOT eligible to apply for subscription.

Signature of Applicant

Date:

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**Securities Brokers' Confirmation**

To: THE AGRICULTURAL DEVELOPMENT BANK OF CHINA

C/O: HONG KONG SECURITIES CLEARING COMPANY LIMITED  
NOMINEE SECTION – DEPOSITORY AND NOMINEE SERVICES  
30/F, ONE EXCHANGE SQUARE,  
8 CONNAUGHT PLACE, CENTRAL  
HONG KONG

Dear Sirs,

We are a “securities broker” referred to in the Offering Circular for the offering of RMB fixed rate Bonds due 2020 (the “**Bonds**”) to be issued by the Agricultural Development Bank of China (the “**Bank**”).

We hereby acknowledge and confirm that:

- (a) we have implemented reasonable measures to ensure that each prospective investor (i) gives the confirmations and acknowledgments required to be given by the investors as set out in the Applicant Profile and Subscription Form (including that the applicant is only permitted to make one application subject to a maximum amount of RMB200 million) (the “**Purchaser Confirmations**”) and (ii) confirm the investor’s understanding of the contents of the Applicant Profile and Subscription Form at the time of submitting an application to subscribe for the Bonds through us; and
- (b) we shall not accept application instructions from a prospective investor who does not give the Purchaser Confirmations or confirm its understanding of the contents of the Applicant Profile and Subscription Form. For the avoidance of doubt, we shall not be responsible for checking the accuracy and/or truthfulness of the Purchaser Confirmations.

We understand that this confirmation will be relied on by the Bank and the Hong Kong Securities Clearing Company Limited. We shall comply with the confirmations above and understand that applications through us would otherwise not be accepted.

This confirmation shall have full legal effect and be governed by and construed in accordance with the laws of the Hong Kong Special Administrative Region of the People’s Republic of China.

Date:

\_\_\_\_\_  
Name(s) of authorised signatory(ies)

Contact Telephone No.:

For and on behalf of

Name of Company:

\_\_\_\_\_  
Please affix the company chop bearing its company name.

CCASS Participant ID: