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中國銀行股份有限公司
BANK OF CHINA LIMITED

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3988 and 4601(Preference Shares))

ANNOUNCEMENT

Resolutions of the Board of Directors

Bank of China Limited (“**Bank of China**” or the “**Bank**”) held the 2019 third meeting of the Board of Directors and the meeting was held as an on-site meeting on 29 April 2019 in Beijing. The meeting notice was sent to all Directors and Supervisors of the Bank on 12 April 2019 by means of written documents and emails. 13 Directors were eligible to attend the meeting and 12 Directors attended the meeting in person. Executive Director Mr. Wu Fulin did not attend the meeting due to other important business engagements and appointed Executive Director Mr. Lin Jingzhen as his authorized proxy to attend and vote on his behalf. Non-voting attendees to the meeting included members of the Board of Supervisors and the Senior Management. The convening of the meeting is in compliance with applicable laws, administration regulations, bylaws, normative documents, including the *Company Law of the People's Republic of China*, and the *Articles of Association of Bank of China Limited*. Vice Chairman Mr. Liu Liange chaired the meeting. The following proposals were considered and approved by open ballot by the Directors who attend the meeting:

1. 2019 First Quarter Reports

For: 13 Against: 0 Abstain: 0

For details, please refer to the 2019 First Quarter Reports published on the websites of the Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Bank (www.boc.cn) on the same day.

2. Appointment of Mr. Zheng Guoyu as Executive Vice President of the Bank

For: 13 Against: 0 Abstain: 0

Independent Non-executive Directors commented on this proposal as follows: Agree.

The Board Meeting held on 25 January 2019 considered and approved the Proposal on the Appointment of Mr. Zheng Guoyu as Chief Business Management Officer of the Bank. The appointment formalities of Mr. Zheng Guoyu as Chief Business Management Officer have not been completed, and Mr. Zheng Guoyu will not serve as Chief Business Management Officer of the Bank. The qualifications of Mr. Zheng Guoyu to serve as Executive Vice President of the Bank are subject to the approval of China Banking and Insurance Regulatory Commission.

The biographic details of Mr. Zheng Guoyu are as follows:

Mr. Zheng Guoyu was born in 1967, and joined the Bank in 1988. From June 2015 to March 2019, he served as General Manager of Sichuan Branch of the Bank. Mr. Zheng served as General Manager of Shanxi Branch of the Bank from January 2012 to June 2015. Previously, Mr. Zheng successively served as Assistant General Manager and Deputy General Manager of Hubei Branch. He graduated from Wuhan Institute of Water Transportation Engineering with a Bachelor's Degree in Engineering in 1988, and obtained a Master's Degree in business administration from Huazhong University of Science & Technology in 2000. He holds the title of Senior Economist.

**The Board of Directors of
Bank of China Limited**

Beijing, PRC
29 April 2019

As at the date of this announcement, the directors of the Bank are: Liu Liange, Wu Fulin, Lin Jingzhen, Zhao Jie, Li Jucai*, Xiao Lihong*, Wang Xiaoya*, Liao Qiang*, Lu Zhengfei#, Leung Cheuk Yan#, Wang Changyun#, Angela Chao# and Jiang Guohua#.*

* *Non-executive Directors*

Independent Non-executive Directors