中國銀行
BANK OF CHINA

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 4619 (Preference Shares))

ANNOUNCEMENT

Resolutions of the Board of Directors

Bank of China Limited (the "**Bank**") held the 2022 second meeting of the Board of Directors and the meeting was held as an on-site meeting on 29 March 2022 in Beijing. The meeting notice was sent to all Directors and Supervisors of the Bank on 15 March 2022 by means of written documents and emails. 14 Directors were eligible to attend the meeting and 14 Directors attended the meeting in person. 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* (the "**Articles of Association**"). Chairman Mr. Liu Liange chaired the meeting. The following proposals were considered and approved by open ballot by the Directors who were present at the meeting:

1. 2021 Annual Reports of Bank of China

(1) 2021 Annual Reports of Bank of China

For: 14 Against: 0 Abstain: 0

For details, please refer to the 2021 Annual Reports of Bank of China 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) 2021 Annual Financial Report

For: 14 Against: 0 Abstain: 0

2. Report on Capital Adequacy Ratio of Bank of China for 2021

For: 14 Against: 0 Abstain: 0

For details, please refer to the Report on Capital Adequacy Ratio of Bank of China for 2021 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.

3. Report on Internal Control Assessment of Bank of China for 2021

For: 14 Against: 0 Abstain: 0

Independent Non-executive Directors commented on this proposal as follows: We believe that the Report on the Internal Control Assessment of Bank of China for 2021 reflects the actual condition of the Bank's internal control, and is in compliance with the requirements of applicable laws and regulations as well as the Articles of Association. We agree with this Report.

4. Corporate Social Responsibility Report of Bank of China for 2021 (Environmental Social Governance)

For: 14 Against: 0 Abstain: 0

For details, please refer to the Corporate Social Responsibility Report of Bank of China for 2021 (Environmental Social Governance) 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.

5. Profit Distribution Plan of Bank of China for 2021

For: 14 Against: 0 Abstain: 0

Independent Non-executive Directors commented on this proposal as follows: We believe that the Profit Distribution Plan of Bank of China for 2021 is in compliance with the requirements of applicable laws and regulations as well as the Articles of Association and does not contain the circumstances that prejudice the interests of the Bank and shareholders. We agree with the Profit Distribution Plan and agree to submit the proposal to the Shareholders' Meeting for review and approval.

6. Engagement & Fees of Accountant for 2022

For: 14 Against: 0 Abstain: 0

Independent Non-executive Directors commented on this proposal as follows: We believe that PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers Hong Kong are qualified and competent to provide audit services to the Bank, and they have requisite independence and good integrity, and have the ability to protect investors. The decision procedures of engagement of accountant for 2022 are in compliance with the requirements of applicable laws and regulations as well as the Articles of Association. We agreed to engage PricewaterhouseCoopers Zhong Tian LLP and PricewaterhouseCoopers Hong Kong as the accountant of the Bank for 2022 and submit the Proposal to the Shareholders' Meeting for review and approval.

7. 2021 Work Report of the Board of Directors of Bank of China

For: 14 Against: 0 Abstain: 0

8. Report on the Connected Transactions of Bank of China for 2021

For: 14 Against: 0 Abstain: 0

Independent Non-executive Directors commented on this proposal as follows: We believe that the Report on the Connected Transactions of Bank of China for 2021 is in compliance with the requirements of applicable laws and regulations as well as the Articles of Association. We agree with this Report and agree to report it to the Shareholders' Meeting.

9. Report on the Implementation of the Scheme on the Authorization to the Board of Directors Granted by the Shareholders' Meeting of BOC for 2021

For: 14 Against: 0 Abstain: 0

10. Appointment of Ms. Meng Qian as Chief Information Officer of the Bank

For: 14 Against: 0 Abstain: 0

Independent Non-executive Directors commented on this proposal as follows: We believe that the qualifications of Ms. Meng Qian and the procedures of the appointment are in compliance with the requirements of applicable laws and regulations as well as the Articles of Association. We agree with the Appointment of Ms. Meng Qian as Chief Information Officer of the Bank.

The qualifications of Ms. Meng Qian to serve as Chief Information Officer of the Bank are subject to the approval of China Banking and Insurance Regulatory Commission.

The biographic details of Ms. Meng Qian are as follows:

Ms. Meng Qian was born in 1965, and joined the Bank in 1987. Since November 2019, Ms. Meng has served as General Manager of Information Technology Department of the Bank, and she has concurrently served as General Manager of Enterprise Architecture Office since September 2020. From December 2014 to November 2019, Ms. Meng served as General Manager of the Software Center of the Bank. From March 2014 to December 2014, she served as General Manager of the Data Center of the Bank. Ms. Meng served as General Manager of the Information Center of the Bank from September 2009 to March 2014, and also concurrently served as General Manager of the Test Center of the Bank from July 2013 to March 2014. Ms. Meng previously served as Director (technology management) of the Information Center of the Bank, and Deputy General Manager (Person-In-Charge) of the Information Center of the Bank. She graduated from Beijing Computer Science College with a Bachelor's degree in Engineering in 1987. She holds the title of Senior Engineer.

11. Appointment of Mr. Huang Binghua as Member of Special Committees

For: 14 Against: 0 Abstain: 0

Approve the appointment of Mr. Huang Binghua as member of the Audit Committee, the Risk Policy Committee, the Personnel and Remuneration Committee, upon commencement of his term of office as Non-executive Director of the Bank.

The 2021 Annual Financial Report of the Bank, and the above mentioned proposal 5–7 will be submitted to the 2021 Annual General Meeting for consideration and approval while the proposal 8–9 will be reported to the 2021 Annual General Meeting. The notice and meeting materials for the 2021 Annual General Meeting of the Bank will be announced in due course.

The Board of Directors of
Bank of China Limited

Beijing, PRC
29 March 2022

As at the date of this announcement, the directors of the Bank are: Liu Liange, Liu Jin, Wang Wei, Lin Jingzhen, Xiao Lihong, Wang Xiaoya*, Zhang Jiangang*, Chen Jianbo*, Wang Changyun#, Angela Chao#, Jiang Guohua#, Martin Cheung Kong Liao#, Chen Chunhua# and Chui Sai Peng Jose#.*

* *Non-executive Directors*
\# *Independent Non-executive Directors*