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交通銀行股份有限公司 Bank of Communications Co., Ltd.

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 03328)

ANNOUNCEMENT APPROVAL OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION BY REGULATORY AUTHORITY

Reference is made to the circular of Bank of Communications Co., Ltd. (the “**Bank**”) dated 8 July 2022 (the “**Circular**”) and the announcement of the Bank dated 25 August 2022. At the 2022 first extraordinary general meeting, the 2022 first A shareholders class meeting and the 2022 first H shareholders class meeting of the Bank held on 25 August 2022 (together, the “**Shareholders’ Meetings**”), the “Resolution in relation to the Amendments to the Articles of Association of the Bank of Communications Co., Ltd.” was considered and approved. Subsequently, in accordance with the authorization granted by the Shareholders’ Meetings and the comments by the National Administration of Financial Regulation, the Bank has made necessary and appropriate amendments to the articles of association of the Bank (the “**Articles of Association**”) (please refer to the appendix to this announcement for specific amendments).

Recently, the Bank received the “Approval from the National Administration of Financial Regulation concerning the Amendments to the Articles of Association of Bank of Communications” (Jin Fu [2023] No. 317). The amended Articles of Association has been approved and come into effect.

Please refer to the Circular for other amendments to the Articles of Association. The full text of the amended Articles of Association is available on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Bank (www.bankcomm.com).

By order of the Board of
Bank of Communications Co., Ltd.
He Zhaobin
Company Secretary

Shanghai, the PRC
16 October 2023

As at the date of this announcement, the directors of the Bank are Mr. Ren Deqi, Mr. Liu Jun, Mr. Li Longcheng, Mr. Wang Linping*, Mr. Chang Baosheng*, Mr. Liao, Yi Chien David*, Mr. Chan Siu Chung*, Mr. Mu Guoxin*, Mr. Chen Junkui*, Mr. Luo Xiaopeng*, Mr. Cai Haoyi[#], Mr. Shi Lei[#], Mr. Zhang Xiangdong[#], Ms. Li Xiaohui[#], Mr. Ma Jun[#] and Mr. Wong Tin Chak[#].*

* *Non-executive directors*

[#] *Independent non-executive directors*

APPENDIX

COMPARISON TABLE OF THE AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF BANK OF COMMUNICATIONS CO., LTD.

No.	Articles Approved by the Shareholders' Meetings	Amendments subsequent to the Shareholders' Meetings
1	<p>Article 56 Where an investor and its related parties and persons acting in concert, either separately or jointly, intend to initially or accumulatively hold five percent (5%) or more of total capital or total issued shares of the Bank, an application shall be filed with the banking regulatory authority of the State Council for approval in advance.</p> <p>Where an investor and its related parties and persons acting in concert hold, either separately or jointly, one percent (1%) or more but less than five percent (5%) of total capital or total issued shares of the Bank, a report shall be made to the banking regulatory authority of the State Council within 10 working days upon the acquisition of the shares.</p>	<p>Article 56 Where an investor and its related parties and persons acting in concert, either separately or jointly, intend to initially or accumulatively hold five percent (5%) or more of total capital or total issued shares of the Bank, an application shall be filed with made through the Bank to the banking regulatory authority of the State Council for approval in advance.</p> <p>Where an investor and its related parties and persons acting in concert hold, either separately or jointly, one percent (1%) or more but less than five percent (5%) of total capital or total issued shares of the Bank, a report shall be made through the Bank to the banking regulatory authority of the State Council within 10 working days upon the acquisition of the shares.</p>
2	<p>Article 57 A holder of ordinary share(s) of the Bank shall undertake the following obligations:</p> <p>.....</p> <p>(5) Shareholders of the Bank shall support the Board of Directors of the Bank to perform reasonable capital planning, so that the Bank's capital can continue to meet regulatory requirements. Major shareholders replenish capital or fulfill the written commitments they have made to the Bank when necessary, except for the Ministry of Finance, Central Huijin Investment Co., Ltd., National Council for Social Security Fund, and shareholders subject to exemptions approved by the banking regulatory authority of the State Council;</p> <p>.....</p>	<p>Article 57 A holder of ordinary share(s) of the Bank shall undertake the following obligations:</p> <p>.....</p> <p>(5) Shareholders of the Bank shall support the Board of Directors of the Bank to perform reasonable capital planning, so that the Bank's capital can continue to meet regulatory requirements. Major shareholders replenish capital or fulfill the written commitments they have made to the Bank when necessary, except for the Ministry of Finance, Central Huijin Investment Co., Ltd., National Council for Social Security Fund, and shareholders subject to exemptions approved by the banking regulatory authority of the State Council;</p> <p>.....</p>

No.	Articles Approved by the Shareholders' Meetings	Amendments subsequent to the Shareholders' Meetings
	<p>(15) For shareholders who have made false statements, abused shareholder rights or conducted other behaviors that harm the interests of the Bank, the Bank may be restricted or prohibited from conducting connected transactions with them, limit their holdings of the Bank's equity, the equity pledge ratio, etc., and may restrict their rights to request general meeting and to vote, nominate, propose, and dispose of at the general meeting; major shareholders should make relevant commitments in accordance with relevant laws, regulations and regulatory requirements and fulfill them effectively. The Bank has the right to take corresponding restrictive measures against major shareholders who violate the commitment except for the Ministry of Finance, Central Huijin Investment Co., Ltd., the National Council of Social Security Fund, and the shareholders exempted as approved by the banking regulatory authority of the State Council;</p> <p>(16) Other obligations provided by the relevant laws, administrative regulations, regulatory rules and these Articles of Association.</p> <p>If a shareholder abuses his shareholder's rights and causes losses to the Bank or other shareholders, he shall be liable for compensation in accordance with the law. Shareholders who abuse the Bank's independent status as a legal person and the limited liability of shareholders to avoid debts and seriously damage the interests of the Bank's creditors shall be jointly and severally liable for the Bank's debts.</p> <p>For the obligations of ordinary shareholders stipulated in this Article, where the shareholder is the financial department of the State Council, the investment institutions authorized by the State Council etc., the laws, regulations, department rules and normative documents stipulate otherwise, such provisions shall prevail. For the obligations of ordinary shareholders stipulated in this Article, the</p>	<p>(15)(14) For shareholders who have made false statements, abused shareholder rights or conducted other behaviors that harm the interests of the Bank, the Bank may be restricted or prohibited <u>the regulatory authorities may restrict or prohibit the Bank</u> from conducting connected transactions with them, limit their holdings of the Bank's equity, the equity pledge ratio, etc., and may restrict their rights to request general meeting and to vote, nominate, propose, and dispose of at the general meeting; major shareholders should make relevant commitments in accordance with relevant laws, regulations and regulatory requirements and fulfill them effectively. The Bank has the right to take corresponding restrictive measures against major shareholders who violate the commitment except for the Ministry of Finance, Central Huijin Investment Co., Ltd., the National Council of Social Security Fund, and the shareholders exempted as approved by the banking regulatory authority of the State Council;</p> <p>(16)(15) Other obligations provided by the relevant laws, administrative regulations, regulatory rules and these Articles of Association.</p> <p>If a shareholder abuses his shareholder's rights and causes losses to the Bank or other shareholders, he shall be liable for compensation in accordance with the law. Shareholders who abuse the Bank's independent status as a legal person and the limited liability of shareholders to avoid debts and seriously damage the interests of the Bank's creditors shall be jointly and severally liable for the Bank's debts.</p> <p>For the obligations of ordinary shareholders stipulated in this Article, where the shareholder is the financial department of the State Council, the investment institutions authorized by the State Council etc., the laws, regulations, department rules and normative documents stipulate otherwise, such provisions shall prevail. For the obligations of</p>

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	<p>financial department of the State Council, the investment institutions authorized by the State Council and other relevant shareholders shall not be subject to the obligations not applicable thereto.</p>	<p>ordinary shareholders stipulated in this Article, the financial department of the State Council, the investment institutions authorized by the State Council and other relevant shareholders shall not be subject to the obligations not applicable thereto.</p>
3	<p>Article 60 Shareholders, especially major shareholders, shall support the Board of Directors in developing rational capital plans to ensure that the capital of the Bank continuously satisfies the regulatory requirements.</p> <p>When the Bank experiences difficulty in liquidity, shareholders who hold loans at the Bank shall immediately repay the loan due or repay in advance the loan undue.</p> <p>The regulations on the payment risks of commercial banks of the banking regulatory authority of the State Council shall be applicable to the standards to define the difficulty in liquidity referred in this Article.</p>	<p>Article 60 <u>Shareholders, especially major shareholders, shall support the Board of Directors in developing rational capital plans to ensure that the capital of the Bank continuously satisfies the regulatory requirements.</u></p> <p>When the Bank experiences difficulty in liquidity, shareholders who hold loans at the Bank shall immediately repay the loan due or repay in advance the loan undue.</p> <p>The regulations on the payment risks of commercial banks of the banking regulatory authority of the State Council shall be applicable to the standards to define the difficulty in liquidity referred in this Article.</p>
4	<p>Article 146 The Bank shall have a Board of Directors which shall be responsible to the shareholders' general meeting. The Board of Directors of the Bank shall consist of 5 to 19 Directors, the number of which shall be determined by the shareholders' general meeting.</p> <p>.....</p>	<p>Article 146 The Bank shall have a Board of Directors which shall be responsible to the shareholders' general meeting. The Board of Directors of the Bank shall consist of 514 to 19 Directors, the number of which shall be determined by the shareholders' general meeting.</p> <p>.....</p>

No.	Articles Approved by the Shareholders' Meetings	Amendments subsequent to the Shareholders' Meetings
5	<p>Article 163</p> <p>.....</p> <p>The Bank shall record the on-site meetings of the Board of Directors by means of audio and video recording. The minutes of meeting of the Board of Directors shall be perpetually kept as files of the Bank.</p>	<p>Article 163</p> <p>.....</p> <p>The Bank shall record the on-site meetings of the Board of Directors by means of audio and video recording. <u>The documents of the meetings of the Board of Directors such as minutes and resolutions shall be submitted to the banking regulatory authority of the State Council in a timely manner.</u> The minutes of meeting of the Board of Directors shall be perpetually kept as files of the Bank.</p>
6	<p>Article 210 The resolution of the meetings of the Board of Supervisors may be made in two manners: a vote at an on-site meeting and a vote by written consent. Each Supervisor shall have one vote. The resolution of the Board of Supervisors must be adopted by two-thirds or more of all Supervisors.</p>	<p>Article 210 The resolution of the meetings of the Board of Supervisors may be made in two manners: a vote at an on-site meeting and a vote by written consent. Each Supervisor shall have one vote. The resolution of the Board of Supervisors must be adopted by two-thirds or more of all Supervisors <u>the total number of Supervisors.</u></p>