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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)
(the "Bank")

(Stock Code: 3988 and 4619 (Preference Shares))

ANNOUNCEMENT

Poll Results of the 2023 Second Extraordinary General Meeting

The Board of Directors of the Bank (the "Board") is pleased to announce the poll results of the 2023 Second Extraordinary General Meeting of the Bank (the "Meeting").

I. Convening and Attendance of the Meeting

The Meeting was held as an on-site meeting on Tuesday, 19 December 2023 at Bank of China Head Office Building, No. 1 Fuxingmen Nei Dajie, Xicheng District, Beijing, China.

The total number of issued ordinary shares with voting rights of the Bank as at 12 December 2023, the shareholding record date of the Meeting, was 294,387,791,241, which was the total number of shares entitling its holders to attend and vote on the resolutions proposed at the Meeting. There were no shares of the Bank entitling the holders to attend and abstain from voting in favour of the proposed resolutions pursuant to Rule 13.40 of the *Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited* (the "Listing Rules"), and no shareholders of the Bank were required under the Listing Rules to abstain from voting at the Meeting. The holders of ordinary shares present at the Meeting and the voting shares they held are shown as follows:

1. Total number of shareholders and authorized proxies present at the Meeting (including those attending the Meeting on-site and voting through online voting)	51
including: number of A-Share Holders	49
number of H-Share Holders	2

2. Total number of shares with voting rights held by those shareholders who were present at the Meeting	216,554,944,878
including: total number of shares held by A-Share Holders	189,977,928,905
total number of shares held by H-Share Holders	26,577,015,973
3. Percentage of total shares of the Bank with voting rights held by those shareholders who were present at the Meeting (%)	73.561116
including: percentage of total shares held by A-Share Holders (%)	64.533223
percentage of total shares held by H-Share Holders (%)	9.027893

According to the Articles of Association of the Bank and the circumstances of the Meeting, the resolutions proposed at the Meeting were not required to be considered and approved by the holders of preference shares of the Bank. Therefore, the holders of preference shares did not attend the Meeting.

Onsite and online voting methods were adopted at the Meeting, which were in compliance with the relevant provisions of the *Company Law of the People's Republic of China*, the *Rules for General Meeting of Shareholders of Listed Company*, the *Self-regulatory Guidelines for the Companies Listed on the Shanghai Stock Exchange No. 1 — Standardized Operation* and the Articles of Association of the Bank.

The Meeting was chaired by the Chairman of the Board Mr. Ge Haijiao. 14 of the 14 incumbent Directors, 6 of the 6 incumbent Supervisors and senior management members of the Bank were present at the Meeting.

II. Voting Results of the Meeting

The shareholders of the Bank present at the Meeting considered and approved the following resolutions by way of poll:

1. To consider and approve the 2022 Remuneration Distribution Plan for Executive Directors

Voting Results: Approved

Voting Details:

Type of shareholder	For		Against		Abstain	
	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
A Shares	189,976,673,505	99.999339	1,236,300	0.000651	19,100	0.000010
H Shares	26,319,804,019	99.032202	250,199,999	0.941414	7,011,955	0.026384
Total Ordinary Shares	216,296,477,524	99.880646	251,436,299	0.116107	7,031,055	0.003247

2. To consider and approve the Application for Special Outbound Donation Limit

Voting Results: Approved

Voting Details:

Type of shareholder	For		Against		Abstain	
	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
A Shares	189,976,130,305	99.999053	1,775,400	0.000935	23,200	0.000012
H Shares	26,441,572,324	99.490373	128,433,696	0.483251	7,009,953	0.026376
Total Ordinary Shares	216,417,702,629	99.936625	130,209,096	0.060127	7,033,153	0.003248

3. To consider and approve the 2022 Remuneration Distribution Plan for the Chairwoman of the Board of Supervisors

Voting Results: Approved

Voting Details:

Type of shareholder	For		Against		Abstain	
	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
A Shares	189,976,673,805	99.999339	1,236,300	0.000651	18,800	0.000010
H Shares	26,320,276,136	99.033978	249,724,881	0.939627	7,014,956	0.026395
Total Ordinary Shares	216,296,949,941	99.880864	250,961,181	0.115888	7,033,756	0.003248

All resolutions above are ordinary resolutions and were approved by more than 50% of voting shares held by the shareholders present at the Meeting (including authorized proxies) voting in favour.

In addition, the voting results on the following resolutions by A-Share Holders of the Bank holding less than 5% voting shares are as follows:

No.	Name of the proposal	For		Against		Abstain	
		Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
1	To consider and approve the 2022 Remuneration Distribution Plan for Executive Directors	1,184,766,972	99.894150	1,236,300	0.104240	19,100	0.001610
3	To consider and approve the 2022 Remuneration Distribution Plan for the Chairwoman of the Board of Supervisors	1,184,767,272	99.894176	1,236,300	0.104239	18,800	0.001585

Computershare Hong Kong Investor Services Limited (the H-Share Registrar of the Bank) was appointed as scrutineer of the Meeting.

For details of the aforesaid resolutions, shareholders of the Bank may refer to the circular of the Meeting dated 3 November 2023 issued by the Bank. The aforesaid circular can also be accessed through and downloaded from the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Bank (www.boc.cn).

III. Witnessing by Lawyers

King & Wood Mallesons witnessed the Meeting and issued a legal opinion certifying that (i) the convening, procedures and other relevant matters of the Meeting were in compliance with the requirements of the laws and administrative regulations of PRC, the *Rules for General Meeting of Shareholders of Listed Company* as issued by China Securities Regulatory Commission and the Articles of Association of the Bank; (ii) the qualifications of the attendees and the convener were lawful and valid; (iii) the voting process and the voting results were lawful and valid; and (iv) the resolutions passed at the Meeting were lawful and valid.

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

Beijing, PRC
19 December 2023

As at the date of this announcement, the directors of the Bank are: Ge Haijiao, Liu Jin, Lin Jingzhen, Zhang Yong, Zhang Jiangang*, Huang Binghua*, Liu Hui*, Shi Yongyan*, Jiang Guohua#, Martin Cheung Kong Liao#, Chui Sai Peng Jose#, Jean-Louis Ekra#, E Weinan# and Giovanni Tria#.*

* *Non-executive Directors*

Independent Non-executive Directors