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# 中国农业银行

AGRICULTURAL BANK OF CHINA

**AGRICULTURAL BANK OF CHINA LIMITED**

**中國農業銀行股份有限公司**

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

**(Stock Code: 1288)**

## **NOTICE OF THE 2023 ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the 2023 annual general meeting (the “**AGM**”) of Agricultural Bank of China Limited (the “**Bank**”) will be held at 2:45 p.m. on Tuesday, 21 May 2024, at the Bank’s headquarters, No. 18B Jianguomen Nei Avenue, Dongcheng District, Beijing, PRC to consider and, if thought fit, pass the following businesses:

### **ORDINARY RESOLUTIONS**

1. To consider and approve the 2023 work report of the board of directors of the Bank (the “**Board of Directors**”);
2. To consider and approve the 2023 work report of the board of supervisors of the Bank;
3. To consider and approve the final financial accounts for 2023 of the Bank;
4. To consider and approve the profit distribution plan for 2023 of the Bank;
5. To consider and approve the appointments of external auditors of the Bank for 2024;
6. To consider and approve the fixed assets investment budget for 2024;
7. To consider and approve the election of Mr. JU Jiandong as an independent non-executive Director of the Bank;

### **SPECIAL RESOLUTION**

8. To consider and approve the issuance quota of total loss-absorbing capacity non-capital bonds;

### **ORDINARY RESOLUTION**

9. To consider and approve the relevant arrangements of interim profit distribution for 2024;

## OTHER BUSINESSES

10. To listen to the 2023 work report of independent non-executive directors of the Bank;
11. To listen to the 2023 implementation of the Plan on Authorisation of General Meeting of Shareholders to the Board of Directors of the Bank;
12. To listen to the 2023 report on the management of related party transactions of the Bank; and
13. To listen to the 2023 report on the assessment of major shareholders (including substantial shareholders).

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

Beijing, the PRC  
30 April 2024

*Notes:*

- (1) Shareholders whose names appear on the register of members of H shares of the Bank on 21 May 2024 are entitled to attend and vote at the AGM. The H share register of members of the Bank will be closed from 15 May 2024 to 21 May 2024 (both days inclusive). Holders of H shares who wish to attend the AGM are required to deposit the transfer documents together with the relevant share certificates at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong at or before 4:30 p.m. on 14 May 2024.
- (2) Shareholders of H shares who are entitled to attend and vote at the AGM may designate one or more proxies to attend and vote at the AGM on his/her behalf. A proxy need not be a shareholder of the Bank.

To be valid, the proxy form together with the power of attorney (if any) and other relevant authorisation document(s) (if any) which have been notarised shall be deposited at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, not less than 24 hours before the time designated for the AGM (i.e. by 2:45 p.m. on Monday, 20 May 2024). Completion and return of the proxy form will not preclude the shareholders of H shares from attending and voting at the AGM or any adjourned meeting should they so wish.

The address of the H share registrar of the Bank is as follows:

Computershare Hong Kong Investor Services Limited  
17M Floor  
Hopewell Centre  
183 Queen’s Road East  
Wanchai  
Hong Kong

- (3) Any voting at the AGM shall be taken by poll. The AGM will adopt a combination of both onsite voting and online voting (online voting only applicable to A Shareholders) in terms of the mechanism for voting at the meeting.

- (4) Registration procedures for attending the AGM are as follows:
- (a) holders of H shares or their proxies shall present proof of identity when attending the AGM. If a holder of H share is a corporate entity, its legal representative or other persons authorised by the board of directors or other governing body of such corporate entity may attend the AGM by producing a copy of the resolutions of the board of directors or other governing body of such corporate entity designating such persons to attend the AGM.
  - (b) holders of H shares who intend to attend the AGM in person or by proxy are required to complete and return the reply slips for attending the meeting to the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, in person, by mail or by fax on or before Friday, 10 May 2024.
- (5) The 2023 A share cash dividends of the Bank is expected to be paid on 7 June 2024 and the 2023 H share cash dividends of the Bank is expected to be paid before or on 28 June 2024, subject to the consideration and approval by the AGM of the profit distribution plan of the Bank for 2023. Shareholders whose names appear on the register of members of H shares of the Bank on 6 June 2024 are entitled to the proposed cash dividend distribution for the year 2023. The H share register of members of the Bank will be closed from 1 June 2024 to 6 June 2024 (both days inclusive). Unregistered holders of H shares who wish to qualify for the entitlement to the proposed cash dividend distribution for the year 2023 are required to deposit the transfer documents together with the relevant share certificates at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong at or before 4:30 p.m. on 31 May 2024.
- (6) The AGM is expected to last for half a day. Shareholders attending (in person or by proxy) the AGM shall be responsible for their own travel and accommodation expenses.
- (7) Please refer to the circular of the AGM dated 30 April 2024 for the details of the above resolutions to be proposed at the AGM for consideration and approval.

*As at the date of this notice, the executive directors of the Bank are Mr. GU Shu, Mr. ZHANG Xuguang and Mr. LIN Li; the non-executive directors of the Bank are Ms. ZHOU Ji, Mr. LI Wei, Mr. LIU Xiaopeng, Mr. XIAO Xiang and Mr. ZHANG Qi; and the independent non-executive directors of the Bank are Mr. HUANG Zhenzhong, Ms. LEUNG KO May Yee, Margaret, Mr. LIU Shouying, Mr. WU Liansheng and Mr. WANG Changyun.*