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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)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the “**AGM**”) of Bank of Communications Co., Ltd. (the “**Bank**”) for the year 2023 will be held at Bocom Financial Tower, No. 188 Yin Cheng Zhong Lu, Shanghai, the People's Republic of China (the “**PRC**”) at 9:30 a.m. on Wednesday, 26 June 2024, for the purpose of passing the following resolutions:

As Ordinary Resolutions

1. To consider and, if thought fit, to approve the report of the board of directors (the “**Board**”) of the Bank for the year ended 31 December 2023.
2. To consider and, if thought fit, to approve the report of the board of supervisors of the Bank for the year ended 31 December 2023.
3. To consider and, if thought fit, to approve the financial report of the Bank for the year ended 31 December 2023.
4. To consider and, if thought fit, to approve the profit distribution plan of the Bank for the year ended 31 December 2023.
5. To consider and, if thought fit, to approve the fixed assets investment plan of the Bank for the year ending 31 December 2024.
6. To consider and, if thought fit, to approve the appointment of Mr. Zhang Baojiang as an executive director of the Bank.
7. To consider and, if thought fit, to approve the appointment of Mr. Xiao Wei as an independent non-executive director of the Bank.
8. To consider and, if thought fit, to approve the appointment of KPMG as the international auditor for the year 2024 and KPMG Huazhen LLP as the domestic auditor of the Bank for the year 2024 for the provision of auditing services and other relevant professional services to the Bank for a total remuneration of RMB40.105 million, and with a term commencing from the time of approval at the AGM and ending on the time of conclusion of the annual general meeting of the Bank for the year 2024; and to authorise the Board, and the Board to authorise the senior management, to negotiate with them the specific work content, contract terms and other matters, and enter into engagement contracts.

As Special Resolution

9. To consider and, if thought fit, to approve the issuance quota of total loss-absorbing capacity non-capital bonds.

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

Shanghai, the PRC
5 June 2024

Notes:

1. Closure of register of members for H shares and eligibilities for attending the AGM

The shareholders whose names appear on the register of members for H shares of the Bank at the close of business on Thursday, 20 June 2024 are entitled to attend the AGM with their passports or other identity papers.

The register of members for H shares of the Bank will be closed from Friday, 21 June 2024 to Wednesday, 26 June 2024 (both days inclusive), during which period no transfer of the H shares will be registered.

Holders of the H shares intending to attend the AGM shall lodge all the transfer documents for H shares together with the relevant share certificates with Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Bank in Hong Kong, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Thursday, 20 June 2024.

2. Closure of register of members for H shares and eligibilities for Final Dividend

The Board has proposed to distribute a cash dividend of RMB0.375 per share (inclusive of tax) for the year ended 31 December 2023 (the “**Final Dividend**”). If the resolution regarding the payment of the Final Dividend is approved by the shareholders of the Bank at the AGM, the Final Dividend is expected to be distributed on Wednesday, 10 July 2024 to the shareholders whose names appear on the register of members of A shares of the Bank at the close of business on Tuesday, 9 July 2024, and on Wednesday, 31 July 2024 to the shareholders whose names appear on the register of members of H shares of the Bank at the close of business on Tuesday, 9 July 2024.

The register of members for H shares of the Bank will be closed from Thursday, 4 July 2024 to Tuesday, 9 July 2024 (both days inclusive) during which period no transfer of H shares will be registered. In order to be qualified to receive the Final Dividend, for holders of H shares, all transfer documents together with the relevant share certificates must be lodged with 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, Wan Chai, Hong Kong, no later than 4:30 p.m. on Wednesday, 3 July 2024.

3. Proxy

Shareholders entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote in their stead. A proxy need not be a shareholder of the Bank.

A proxy of a shareholder who has appointed more than one proxy may only vote on a poll in respect of the shares actually held. The instrument appointing a proxy must be in writing under the hand of the appointer or his/her attorney duly authorised in writing. If the shareholder is a corporate body, the proxy form must be either executed under its common seal or under the hand of its director(s) or duly authorised attorney(s). If that instrument is signed by an attorney of the appointer, the power of attorney authorising that attorney to sign, or other document of authorisation, must be notarially certified.

To be valid, the notarially certified power of attorney, or other documents of authorisation, and the proxy form must be delivered to the Bank’s share registrar by hand, post or fax as soon as possible and in any event not less than 24 hours before the time appointed for the AGM or any adjournment thereof. The Bank’s share registrar is Computershare Hong Kong Investor Services Limited, whose address is 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong (Tel: (852) 2862 8555, Fax: (852) 2865 0990).

4. Method of voting at the AGM

According to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting must be taken by way of poll. Accordingly, the chairman of the AGM will demand a poll in relation to the proposed resolutions at the AGM.

5. Other issues

The AGM (on-site meeting) is expected to last for half a day. Shareholders (in person or by proxy) attending the AGM shall be responsible for their own travelling and accommodation expenses. Shareholders or their proxies attending the AGM shall produce their identity documents and the authorisation documents mentioned above. A photocopy of such identity documents and authorisation documents should also be provided. For photocopies of documents for an individual shareholder, the photocopies shall be signed by the individual. For photocopies of documents for a corporate shareholder, the photocopies shall be stamped with the corporate chop.

As at the date of this notice, the directors of the Bank are Mr. Ren Deqi, Mr. Yin Jiuyong, Mr. Zhou Wanfu, 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