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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your Shares in CHINA BOHAI BANK CO., LTD., you should at once hand this circular to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 9668)

**REPORT OF THE BOARD OF DIRECTORS FOR 2023
REPORT OF THE BOARD OF SUPERVISORS FOR 2023
REPORT OF FINAL FINANCIAL ACCOUNTS FOR 2023
PROFIT DISTRIBUTION PLAN FOR 2023
FINANCIAL BUDGET REPORT FOR 2024
ADJUSTMENTS TO THE INVESTMENT PLAN FOR 2023
INVESTMENT PLAN FOR 2024
REMUNERATION OF MR. LI FUAN FOR 2022
ELECTION OF MS. WANG AIJIAN AS AN INDEPENDENT
NON-EXECUTIVE DIRECTOR
ELECTION OF MR. LIU JUNMIN AS AN INDEPENDENT
NON-EXECUTIVE DIRECTOR
ELECTION OF MR. GAO DEGAO AS AN INDEPENDENT
NON-EXECUTIVE DIRECTOR
ELECTION OF MR. LIU LANBIAO AS AN INDEPENDENT
NON-EXECUTIVE DIRECTOR
ELECTION OF MS. DU HUIBIN AS AN EXTERNAL SUPERVISOR
AND
NOTICE OF 2023 ANNUAL GENERAL MEETING**

The Bank will convene the 2023 AGM at 2:00 p.m. on Friday, June 28, 2024 at Meeting Room 6702, China Bohai Bank Tower, 218 Haihe East Road, Hedong District, Tianjin, China. Notice of the 2023 AGM is set out in this circular and is also published on the website of The Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Bank (www.cbhb.com.cn).

If you intend to appoint a proxy to attend the 2023 AGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holders of H Shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. For holders of Domestic Shares, the proxy form should be returned to the office of the Board of the Bank at 218 Haihe East Road, Hedong District, Tianjin, China, Postal Code: 300012; and in any event, not later than 24 hours before the time appointed for holding the 2023 AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the 2023 AGM or any adjournment thereof should you so wish and, in such event, the proxy form shall be deemed to have been revoked.

This circular is prepared in both Chinese and English. In case of any discrepancies between the Chinese and English versions, the Chinese version shall prevail.

June 7, 2024

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DEFINITIONS

In this circular, unless the context otherwise requires, the following terms shall have the following meanings:

“2023 AGM”	the 2023 annual general meeting of the Bank to be held at Meeting Room 6702, China Bohai Bank Tower, 218 Haihe East Road, Hedong District, Tianjin, China at 2:00 p.m. on Friday, June 28, 2024
“Articles of Association”	the Articles of Association of CHINA BOHAI BANK CO., LTD. (as amended, supplemented or otherwise modified from time to time)
“Bank” or “our Bank”	CHINA BOHAI BANK CO., LTD. (渤海銀行股份有限公司)
“Board” or “Board of Directors”	the Board of Directors of the Bank
“Board of Supervisors”	the Board of Supervisors of the Bank
“CBIRC”	the former China Banking and Insurance Regulatory Commission (中國銀行保險監督管理委員會)
“Director(s)”	the director(s) of the Bank
“Domestic Shareholder(s)”	the holder(s) of Domestic Share(s)
“Domestic Share(s)”	ordinary share(s) issued by the Bank with a nominal value of RMB1.00 each, which are subscribed for or credited as paid up in Renminbi
“Group”	the Bank and its subsidiary
“H Shareholder(s)”	the holder(s) of H Shares
“H Share(s)”	the overseas listed foreign share(s) issued by the Bank with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong Dollars and listed and traded on the Hong Kong Stock Exchange
“HK\$” or “HKD” or “Hong Kong dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

DEFINITIONS

“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Independent Non-executive Director(s)” or “Independent Director(s)”	the independent non-executive Director(s) of the Bank
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China
“Reporting Period”	the year ended December 31, 2023
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	the holder(s) of the Shares
“Share(s)”	the Domestic Share(s) and H Share(s)
“Supervisor(s)”	the supervisor(s) of the Bank
“%”	percent

LETTER FROM THE BOARD



CHINA BOHAI BANK CO., LTD.

渤海銀行股份有限公司

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

(Stock Code: 9668)

Executive Directors:

Mr. WANG Jinhong (*Chairman*)

Mr. QU Hongzhi

Mr. DU Gang

Mr. ZHAO Zhihong

Non-executive Directors:

Mr. AU Siu Luen (*Vice Chairman*)

Ms. YUAN Wei

Mr. DUAN Wenwu

Mr. HU Aimin

Mr. ZHANG Yunji

Independent Non-executive Directors:

Mr. MAO Zhenhua

Mr. MU Binrui

Mr. TSE Yat Hong

Mr. ZHU Ning

Mr. SHUM Siu Hung Patrick

Registered Address and

Office Address:

218 Haihe East Road

Hedong District

Tianjin

PRC

Principal Place of Business

in Hong Kong:

Suites 1201-1209 and 1215-1216

12/F, Two International Finance Centre

Central

Hong Kong

To the Shareholders

Dear Sir/Madam,

**REPORT OF THE BOARD OF DIRECTORS FOR 2023
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ELECTION OF MR. LIU LANBIAO AS AN INDEPENDENT
NON-EXECUTIVE DIRECTOR
ELECTION OF MS. DU HUIBIN AS AN EXTERNAL SUPERVISOR
AND
NOTICE OF 2023 ANNUAL GENERAL MEETING**

LETTER FROM THE BOARD

INTRODUCTION

The purpose of this circular is to provide you with the notice of the 2023 AGM and to provide you with all the reasonable and necessary information. The following matters will be proposed as ordinary resolutions to Shareholders' general meeting at the 2023 AGM for consideration: (1) Report of the Board of Directors for 2023; (2) Report of the Board of Supervisors for 2023; (3) Report of Final Financial Accounts for 2023; (4) Profit Distribution Plan for 2023; (5) Financial Budget Report for 2024; (6) Adjustments to the Investment Plan for 2023; (7) Investment Plan for 2024; (8) Remuneration of Mr. LI Fuan for 2022; (9) Election of Ms. WANG Aijian as an Independent Non-executive Director; (10) Election of Mr. LIU Junmin as an Independent Non-executive Director; (11) Election of Mr. GAO Degao as an Independent Non-executive Director; (12) Election of Mr. LIU Lanbiao as an Independent Non-executive Director; and (13) Election of Ms. DU Huibin as an External Supervisor. Furthermore, this circular also includes written reports of matters to be listened to at the 2023 AGM.

REPORT OF THE BOARD OF DIRECTORS FOR 2023

For the Report of the Board of Directors for 2023 of CHINA BOHAI BANK CO., LTD., please refer to the section "Report of the Board of Directors" of the Bank's 2023 Annual Report.

REPORT OF THE BOARD OF SUPERVISORS FOR 2023

For the Report of the Board of Supervisors for 2023 of CHINA BOHAI BANK CO., LTD., please refer to the section "Report of the Board of Supervisors" of the Bank's 2023 Annual Report.

REPORT OF FINAL FINANCIAL ACCOUNTS FOR 2023

For the Report of Final Financial Accounts for 2023 of CHINA BOHAI BANK CO., LTD., please refer to the section "Audit Report and Financial Report" of the Bank's 2023 Annual Report.

PROFIT DISTRIBUTION PLAN FOR 2023

The Board of the Bank proposes to distribute profits for 2023 in below order:

1. The Bank will appropriate statutory surplus reserve based on 10% of the net profit of the Bank amounting to RMB488.266 million;
2. The Bank will appropriate general (risk) reserve amounting to RMB387.046 million;
3. The Bank will not appropriate discretionary surplus reserve for 2023;
4. The Bank will not distribute dividends for 2023;
5. The Bank will not transfer any reserve funds to increase its share capital for 2023.

LETTER FROM THE BOARD

FINANCIAL BUDGET REPORT FOR 2024

Based on a comprehensive analysis of the economic situation at home and abroad, as well as changes in regulatory policies in 2024, the Bank has prepared the financial budget report for 2024 by taking into account the initiative, orientation and feasibility of the budget.

In 2024, the foundation for domestic economic recovery will remain insecure. Commercial banks will face great challenges in operations as the banking industry will continue to face downward pressure on interest rate spreads and the asset quality will continue to be under pressure. Firstly, the foundation for economic recovery will remain insecure. In the short term, the patchy economic recovery from the impact of the pandemic will lead to weaker household consumption expectations and confidence in the private sector with a sluggish real estate market and mounting local government debts. In the long term, issues such as aging population, economic structural transformation, and slowdown in industrialization and urbanization will persist. Coupled with external factors such as geopolitics, anti-globalization, and fluctuations in U.S. dollar interest rates, economic recovery will continue to be subject to great uncertainty. Secondly, the banking industry will continue to face downward pressure on interest rate spreads. At the Central Financial Work Conference, emphases have been placed on political consciousness, prioritizing the well-being of the people and functionality in financial operations, while pursuing the “Five Major Developments” consisting of technology finance, green finance, inclusive finance, pension finance and digital finance, in order to guide financial institutions to undertake social responsibilities and continue to benefit the real economy. The LPR was lowered three times in 2022 and twice in 2023, and the over-five-year LPR was lowered in February 2024. In September 2023, the People’s Bank of China and the National Financial Regulatory Administration published the Notice on Reducing the Interest Rates of Existing Individual Housing Loans for the Purchase of First Housing Units. Along with the gradual implementation of debt resolution policies of the local governments, the banking industry will continue to face great downward pressure on interest rate spreads. Thirdly, the asset quality will continue to be under pressure. In 2024, various conflicts and issues in the financial sector will be intertwined with and affect each other. There will still be many hidden economic and financial risks, which are deeply related to local debt risks and real estate risks. Efforts to thoroughly combat financial chaos and strengthen financial supervision will be further stepped up. Against such backdrop, the banking industry will continue to face severe challenges in risk management, and the asset quality will continue to be under pressure.

The official implementation of the Capital Rules for Commercial Banks since January 1, 2024 will put forward higher requirements for the management of asset structure, allocation of credit resources and efficiency of capital use of commercial banks. The Bank will face more capital constraints.

LETTER FROM THE BOARD

In 2024, the Bank will continue to improve the level of refined management and further optimize the allocation of financial resources. It is expected that, in 2024, the Group will record business and management fee of RMB10,586.984 million, representing an increase of 4.55% over the previous year.

In 2024, the Group will further strengthen the management of fixed assets investment, and guarantee the building of branches as planned. Based on the actual needs of fixed assets, the report is prepared on the basis of business complex building, wealth management subsidiary, back-office service center, existing branches and new branches. In 2024, the Group plans to invest RMB620.46 million in fixed assets (including construction in progress), of which: the budget for properties is RMB255.07 million, and the budget for non-properties is RMB365.39 million.

The Bank applies for RMB21.3 billion for write-off loss budget for 2024 in total, and is allowed to adjust among bankruptcy reorganization, non-performing asset transfer, write-off of bad debts and reduction and exemption of loans according to the actual situation.

ADJUSTMENTS TO THE INVESTMENT PLAN FOR 2023

As the Bank added investment in the Supporting Decoration Project of the New Office and Business Premises of Wuhan Branch in 2023, the Bank needs to adjust the Investment Plan for 2023. The specific adjustments are as follows:

I. Progress of the Investment Plan for 2023

In 2023, the Bank planned to invest in two projects at the beginning of the year, with an estimated investment of RMB94.5 million for the year. As of the end of August 2023, the Bank completed investment of RMB3.6173 million in total, with a completion rate of 3.8% of the investment plan. In particular: for the Floodlighting and Logo Improvement Project of China Bohai Bank Tower, the Bank completed investment of RMB3.3448 million from January to August 2023; for the Renovation Project of the Back-office Service Center of China Bohai Bank, the Bank completed investment of RMB0.2725 million from January to August 2023.

II. Adjustments to the Investment Plan and the Reasons Thereof

The Bank proposes to adjust the Investment Plan for 2023. The specific adjustments are as follows: A project named the Supporting Decoration Project of the New Office and Business Premises of Wuhan Branch will be added. The project is expected to commence in October 2023 and complete in January 2024. The total planned investment of the project is RMB39.4415 million, of which RMB23.0073 million is planned to be invested in 2023 and RMB16.4342 million is planned to be invested in 2024 and beyond.

LETTER FROM THE BOARD

INVESTMENT PLAN FOR 2024

I. The Direction and Purpose of Investment

In order to comply with the macro-economic development trend, meet the requirements of financial regulatory policies, cost reduction and efficiency enhancement, strengthen and optimize the main financial business, promote industrial transformation and upgrading, and improve core competitiveness, the Bank will carry out key investments in the principal business of commercial banking services in 2024 in accordance with the strategic goals and development directions of the Bank.

II. Overview of Investment Plan

In 2024, the Bank plans to invest in three projects. All of them are principal business investment projects carried over from 2023, with a total investment of RMB259.1143 million and an estimated investment of RMB34.3584 million for the year.

III. Investment Projects

1. *Renovation Project of the Back-office Service Center of China Bohai Bank*

The total investment for the project is RMB154.3336 million. The project was originally scheduled to start in June 2023, with acceptance of works to be completed in June 2025. Later, as discussed and agreed at the 34th Party Committee (Extended) Meeting of the Bank in 2023, in order to further enforce resource conservation, achieve the goal of cost reduction and efficiency enhancement, and reduce the use of non-interest-bearing assets, the back-office service center will be subject to a sale plan. The Bank proposes to adjust the overall disposal plan of the project, namely to switch from renovation to selling the back-office service center. Currently, the Bank is facilitating various tasks as to the disposal and starting to go through relevant internal and external approval procedures.

The proposed investment for 2024 will be RMB1 million for the settlement of all types of payments that have incurred to the project management unit, supervision unit, cost consulting unit and other participating units for the subsequent sale and disposal plan of the project to be approved.

2. *Floodlighting and Logo Improvement Project of China Bohai Bank Tower*

The total investment for the project is RMB65.3392 million. As a landmark building in Tianjin, China Bohai Bank Tower is located at 218 Haihe East Road, Hedong District, Tianjin. The implementation of the project has great significance for beautifying Tianjin and improving the reputation of the Bank. In 2023, the project completed construction settlement, and started to enter warranty period. The proposed investment for 2024 will be RMB30,000 for the payment of supervision fees.

LETTER FROM THE BOARD

3. Supporting Decoration Project of the New Office and Business Premises of Wuhan Branch

The total investment for the project is RMB39.4415 million, and it is a new project in 2023. Located in the Wuhan Minsheng Financial Center, No. 185 and 187 Yunxia Road, Jiangnan District (Central Business District), Wuhan, Hubei Province, the project undertakes decoration and technological transformation on the new office building purchased for Wuhan Branch so as to effectively improve the office and business environment of the Wuhan Branch of the Bank, enhance customer experience and social image, and promote virtuous cycle for development. In October 2023, the project officially started construction, and on-site construction was expected to be completed in March 2024. The proposed investment for 2024 will be RMB33.3284 million for the payment of various construction costs.

IV. Seeking Authorization Granted to the Board of Directors to Consider and Approve the Adjustments to the Investment Plan for 2024 by the Shareholders' General Meeting

Pursuant to relevant regulations, the investment plan of the Bank shall be successively approved by the Bank's office meeting, the Party Committee meeting, the Development Strategy and Inclusive Finance Committee under the Board of Directors, the Board of Directors, and the Shareholders' general meeting. Taking into account the requirements of the state-owned assets regulatory authorities and the uncertainty of the adjustments to the investment plan for the year, in order to ensure the flexibility and compliance of the relevant investment activities of the Bank, it is proposed to seek relevant authorization for the adjustments to the investment plan in 2024 (if involved) at the Shareholders' general meeting, and report the adjustments to the investment plan for 2024 to the Shareholders' general meeting in the resolution relating to the investment plan for the coming year.

(I) Authorized subject: Board of Directors

(II) Matters of authorization:

1. Reduction in the existing projects in the investment plan for 2024;
2. Increase or decrease in the planned investment amount in 2024 of the existing projects in the investment plan for 2024, provided that the total investment amount remains unchanged;

(III) Validity period of authorization: Upon review and approval of the Investment Plan for 2024 of CHINA BOHAI BANK CO., LTD. by the Shareholders' general meeting and up to December 31, 2024. During the validity period of authorization, if the Shareholders' general meeting is no longer permitted to grant relevant authorization to the Board of Directors due to changes in laws, regulations and regulatory requirements, the authorization herein shall lapse automatically.

LETTER FROM THE BOARD

REMUNERATION OF MR. LI FUAN FOR 2022

The remuneration (before tax) of Mr. LI Fuan, the former Chairman of the Bank, for 2022 is as follows:

Unit: RMB

Name	Annual basic salary	Annual performance- based salary	Welfare treatment
LI Fuan	232,000	184,800	179,185.69

ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTORS

As reviewed by the Nomination and Remuneration Committee of the Board, the Board proposed to appoint Ms. WANG Aijian as an Independent Non-executive Director, a member of the Nomination and Remuneration Committee of the Board and a member of the Audit and Consumer Rights Protection Committee of the Board of the Bank.

As reviewed by the Nomination and Remuneration Committee of the Board, the Board proposed to appoint Mr. LIU Junmin as an Independent Non-executive Director and the chairman of the Nomination and Remuneration Committee of the Board of the Bank.

As reviewed by the Nomination and Remuneration Committee of the Board, the Board proposed to appoint Mr. GAO Degao as an Independent Non-executive Director, the chairman of the Risk Management and Green Finance Committee of the Board, the chairman of the Related Party Transactions Control Committee of the Board and a member of the Audit and Consumer Rights Protection Committee of the Board of the Bank.

As reviewed by the Nomination and Remuneration Committee of the Board, the Board proposed to appoint Mr. LIU Lanbiao as an Independent Non-executive Director, a member of the Nomination and Remuneration Committee of the Board, a member of the Risk Management and Green Finance Committee of the Board and a member of the Related Party Transactions Control Committee of the Board of the Bank.

The terms of office of Ms. WANG Aijian, Mr. LIU Junmin, Mr. GAO Degao and Mr. LIU Lanbiao will commence from the date when they are elected as Independent Non-executive Directors of the Bank by the Shareholders' general meeting of the Bank and their related appointment qualifications are approved by relevant regulatory authority and ending on the date of completion of the re-election of the fifth session of the Board of the Bank.

Please refer to Appendix I to this circular for the biographical details of the above Independent Non-executive Director candidates.

LETTER FROM THE BOARD

The Nomination and Remuneration Committee of the Board considered, among other things, but not limited to, the following when making nominations to the Board for directorships:

- the relevant provisions of the Company Law, the Commercial Banking Law, the Code of Corporate Governance of Banking and Insurance Institutions, the Measures for the Administration of the Office-holding Qualifications of the Directors (Council Members) and Senior Managers of Banking Financial Institutions, the Measures on Administrative Licensing Items on Chinese-Funded Commercial Banks, the Listing Rules, and other laws and regulations;
- the relevant provisions of the Articles of Association of the Bank and internal governance documents such as the Working Rules for the Nomination and Remuneration Committee of the Board;
- the actual work of the Bank;
- the Board Diversity Policy of the Bank, including but not limited to gender, age, cultural and educational background, ethnicity, industry and professional experience, technical and professional skills and/or qualifications, knowledge, length of service and the time commitment that will be required as a Director;
- the factors set out in Rule 3.13 of the Listing Rules that may affect the independence of the Independent Non-executive Director(s); and
- any other factors that the Nomination and Remuneration Committee of the Board may from time to time consider relevant and applicable.

The Nomination and Remuneration Committee of the Board of the Bank, having identified individuals suitably qualified to become Directors, will nominate the Directors and review their qualifications and conditions of office in accordance with the provisions of the Articles of Association and the procedures and standards for the appointment of Directors, and make recommendations to the Board on the nomination of such individuals.

In nominating Ms. WANG Aijian, Mr. LIU Junmin, Mr. GAO Degao and Mr. LIU Lanbiao as Independent Non-executive Directors, the Nomination and Remuneration Committee of the Board has taken into account their extensive experiences in their professional fields, work history and other experiences, and is satisfied that they possess the required character, integrity and experience to discharge their duties as Independent Non-executive Directors in sustainable and effective manners; and that they can enable the Bank to maintain the diversity of Board members and bring a wealth of expertise and experience to the Board. In addition, Ms. WANG Aijian, Mr. LIU Junmin, Mr. GAO Degao and Mr. LIU Lanbiao have confirmed to the Bank during the election process that they meet the independence requirement under Rule 3.13 of the Listing Rules and therefore the Board considers them each being elected as an Independent Non-executive Director, to be independent.

LETTER FROM THE BOARD

ELECTION OF AN EXTERNAL SUPERVISOR

As reviewed by the Nomination Committee of the Board of Supervisors, the Board of Supervisors proposed to appoint Ms. DU Huibin as an external Supervisor and a member of the Nomination Committee of the Board of Supervisors of the Bank, with a term of office commencing from the date of her election as an external Supervisor of the Bank by the Shareholders' general meeting of the Bank and ending on the date of completion of the re-election of the fifth session of the Board of Supervisors of the Bank.

Please refer to Appendix II to this circular for the biographical details of Ms. DU.

MATTERS TO BE LISTENED TO AT THE 2023 AGM

The following reports (written reports) will also be listened to at the 2023 AGM:

Report on Resignation of Mr. ZHU Ning as an Independent Non-executive Director of the Bank

Report on Resignation of Mr. MAO Zhenhua as an Independent Non-executive Director of the Bank

Report on Resignation of Mr. MU Binrui as an Independent Non-executive Director of the Bank

Report on Resignation of Mr. CHI Guotai as an Independent Non-executive Director of the Bank

Report on Resignation of Mr. DIAO Qinyi as an external Supervisor of the Bank

Report on Resignation of Mr. QI Ershi as an external Supervisor of the Bank

2023 Special Report on Related Party Transactions of CHINA BOHAI BANK CO., LTD.

2023 Assessment Report on the Performance of Duties of the Board of Directors, Senior Management and their Members issued by the Board of Supervisors of CHINA BOHAI BANK CO., LTD.

2023 Report on Self-evaluation of the Board of Supervisors and Assessment of the Performance of Duties of Supervisors of CHINA BOHAI BANK CO., LTD.

Report of the Board of Supervisors on Independent Opinions on Related Matters in 2023

LETTER FROM THE BOARD

2023 AGM

The Bank will convene the 2023 AGM at 2:00 p.m. on Friday, June 28, 2024 at Meeting Room 6702, China Bohai Bank Tower, 218 Haihe East Road, Hedong District, Tianjin, China. Notice of the 2023 AGM is set out on pages 58 to 60 of this circular.

If you intend to appoint a proxy to attend the 2023 AGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holders of H Shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. For holders of Domestic Shares, the proxy form should be returned to the office of the Board of the Bank at 218 Haihe East Road, Hedong District, Tianjin, China, Postal Code: 300012; and in any event, not later than 24 hours before the time appointed for holding the 2023 AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the 2023 AGM or any adjournment thereof should you so wish.

CLOSURE OF REGISTER OF MEMBERS

In order to determine the Shareholders who are entitled to attend the 2023 AGM, the register of members of the Bank has been closed from Wednesday, May 29, 2024 to Friday, June 28, 2024 (both days inclusive).

VOTING METHOD OF 2023 AGM

According to the Listing Rules, the voting of resolutions at the 2023 AGM will be taken by poll. The relevant poll results will be published on the website of The Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk and the Bank's website at www.cbhb.com.cn.

Please be advised that in accordance with Article 69 of the Articles of Association, when the credit extended by the Bank to a shareholder (in particular, substantial shareholder) is overdue, or if a shareholder pledges 50% or more of his/her equity in the Bank, the voting rights of such shareholder at the Shareholders' general meetings and of director(s) appointed by such shareholder at Board meetings shall be subject to restriction.

RECOMMENDATION

The Board is of the opinion that the above resolutions proposed are in the interests of the Bank and the Shareholders as a whole. Thus, the Board recommends that the Shareholders should vote in favor of all the relevant resolutions proposed at the 2023 AGM.

By order of the Board
CHINA BOHAI BANK CO., LTD.
WANG Jinhong
Chairman

Tianjin, China
June 7, 2024

**APPENDIX I BIOGRAPHICAL DETAILS OF CANDIDATES FOR
INDEPENDENT NON-EXECUTIVE DIRECTORS**

The biographical details of the candidates for Independent Non-executive Directors are as follows:

Ms. WANG Aijian (王愛儉), born in 1954, is a professor with a doctor's degree. She served as a teacher of the Department of Finance of Tianjin University of Finance and Economics, a vice dean of the School of Economics of Tianjin University of Finance and Economics, a director of the Office of Academic Development of Tianjin University of Finance and Economics and the vice president of Tianjin University of Finance and Economics. She now serves as a director of Coordinated Innovation Center For Binhai Finance in China (CICBFC) under Tianjin University of Finance and Economics, an independent director of Tasly Pharmaceutical Group Co., Ltd. (天士力醫藥集團股份有限公司), and an independent director of GuoDu Securities Co., Ltd. (國都證券股份有限公司).

Mr. LIU Junmin (劉駿民), born in 1950, is a professor with a doctor's degree. He served as a lecturer in Tianjin University of Finance and Economics, an associate professor and a professor in the Department of Economics of Nankai University, and an independent director of Sanbo Hospital Management Group Limited (三博腦科醫院管理集團股份有限公司). He now serves as an independent non-executive director of Chinese People Holdings Company Limited, as well as an independent non-executive director of China Literature Limited.

Mr. GAO Degao (高德高), born in 1958, is a senior economist with a master's degree. He served as the president and secretary of the Chinese Communist Party (CPC) committee of Shanxi Branch of China Construction Bank (CCB), the principal, president and secretary of the CPC committee of Tianjin Branch of CCB and the chairman and secretary of the CPC committee of Kincheng Bank of Tianjin Co., Ltd. He now serves as the general counsel of strategic development of Kincheng Bank of Tianjin Co., Ltd.

Mr. LIU Lanbiao (劉瀾瀾), born in 1966, is a professor with a doctor's degree. He used to be engaged in teaching and scientific research in the School of Economics of Nankai University. He once served as a vice dean of the School of Finance of Nankai University and an external supervisor of Liaoshen Bank. He is now engaged in teaching and scientific research in the School of Finance of Nankai University and serves as vice dean of the Institute of State Economy of Nankai University. He is also an independent director of NYOCOR Co., Ltd. and an external supervisor of Industrial and Commercial Bank of China Limited.

Save as disclosed above, Ms. WANG Aijian, Mr. LIU Junmin, Mr. GAO Degao and Mr. LIU Lanbiao have not held any directorship in other listed companies in the past three years or any other major appointments and qualifications. Save as disclosed above, Ms. WANG Aijian, Mr. LIU Junmin, Mr. GAO Degao and Mr. LIU Lanbiao do not have any other relationships with other Directors, Supervisors, senior management or substantial Shareholders of the Bank.

**APPENDIX I BIOGRAPHICAL DETAILS OF CANDIDATES FOR
INDEPENDENT NON-EXECUTIVE DIRECTORS**

Upon the election of Ms. WANG Aijian, Mr. LIU Junmin, Mr. GAO Degao and Mr. LIU Lanbiao as Independent Non-executive Directors of the Bank by the Shareholders' general meeting and the approval of their related appointment qualifications by the relevant regulatory authority, each of them will enter into a service contract with the Bank. Their terms of office as Directors will commence from the date when they are elected as Independent Non-executive Directors of the Bank by the Shareholders' general meeting and their appointment qualifications are approved by relevant regulatory authority and end on the date of completion of the re-election of the fifth session of the Board of the Bank. During their tenure as Independent Non-executive Directors of the Bank, they will receive an allowance as Independent Non-executive Director of RMB350,000 per annum (before tax) from the Bank.

In addition, Ms. WANG Aijian, Mr. LIU Junmin, Mr. GAO Degao and Mr. LIU Lanbiao do not have any interests in the shares of the Bank within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed herein, there are no other matters in relation to the appointments of Ms. WANG Aijian, Mr. LIU Junmin, Mr. GAO Degao and Mr. LIU Lanbiao that need to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any other matters that need to be brought to the attention of the Shareholders.

The biographical details of a candidate for external Supervisor are as follows:

Ms. DU Huibin (杜慧濱), born in 1977, is a professor with a doctoral degree. She served as the deputy director of the College of Management and Economics in Tianjin University, and is currently the director of the College of Management and Economics in Tianjin University, the deputy director of the SESC Ecological and Environmental Systems Engineering Committee, a standing member of the SESC Energy & Resource Systems Engineering Technical Committee, a standing member of the Low Carbon Development Management Professional Committee of Chinese Society of Optimization, Overall Planning and Economic Mathematics, a standing member of the Chinese Society of Energy Economics and Management, and the secretary general of the Systems Engineering Society of Tianjin, etc.

Save as disclosed above, Ms. DU has not held any other directorships in other listed companies in the past three years or any other major appointments and qualifications. Save as disclosed above, Ms. DU does not have any other relationships with other Directors, Supervisors, senior management or substantial Shareholders of the Bank.

Upon obtaining the approval by the shareholders' general meeting, Ms. DU will enter into a service contract with the Bank. The term of office of Ms. DU will commence on the date of her election as an external Supervisor of the fifth session of the Board of Supervisors of the Bank and will end on the date of completion of the re-election of the fifth session of the Board of Supervisors of the Bank. During her term of office as an external Supervisor of the Bank, Ms. DU will receive an allowance as an external Supervisor of RMB350,000 per annum (before tax) from the Bank.

In addition, Ms. DU does not have any interests in the shares of the Bank within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong). Save as disclosed herein, there are no other matters in relation to the appointment of Ms. DU that need to be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any other matters that need to be brought to the attention of the Shareholders.

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REPORT ON RESIGNATION OF MR. ZHU NING AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE BANK

The Board has received a resignation letter from Mr. ZHU Ning. In order to devote more time to his other business commitments, Mr. ZHU resigned as an Independent Non-executive Director of the Bank, a member of the Nomination and Remuneration Committee of the Board, and a member of the Audit and Consumer Rights Protection Committee of the Board. As considered and approved by the Board, the resignation of Mr. ZHU shall become effective from the date on which the successor Independent Non-executive Director is elected by the shareholders' general meeting of the Bank and on the date such successor Independent Non-executive Director obtains the qualification approval from the regulatory authority. During this period, Mr. ZHU will continue to perform his duties as an Independent Non-executive Director of the Bank and under relevant special committees of the Board.

REPORT ON RESIGNATION OF MR. MAO ZHENHUA AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE BANK

The Board has received a resignation letter from Mr. MAO Zhenhua. In accordance with the relevant provisions of the Code of Corporate Governance of Banking and Insurance Institutions (《銀行保險機構公司治理準則》), independent directors shall not hold office for over six years in total in a banking or insurance institution. Mr. MAO resigned as an Independent Non-executive Director of the Bank and the chairman of the Nomination and Remuneration Committee of the Board. As considered and approved by the Board, the resignation of Mr. MAO shall become effective from the date on which the successor Independent Non-executive Director is elected by the Shareholders' general meeting of the Bank and on the date such successor Independent Non-executive Director obtains the qualification approval from the regulatory authority. During this period, Mr. MAO will continue to perform his duties as an Independent Non-executive Director of the Bank and under relevant special committee of the Board.

REPORT ON RESIGNATION OF MR. MU BINRUI AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE BANK

The Board has received a resignation letter from Mr. MU Binrui. In accordance with the relevant provisions of the Code of Corporate Governance of Banking and Insurance Institutions (《銀行保險機構公司治理準則》), independent directors shall not hold office for over six years in total in a banking or insurance institution. As Mr. MU will serve as an Independent Non-executive Director of the Bank for six years in September 2024, he resigned as an Independent Non-executive Director of the Bank, the chairman of the Risk Management and Green Finance Committee of the Board, the chairman of the Related Party Transactions Control Committee of the Board and a member of the Audit and Consumer Rights Protection Committee of the Board. As considered and approved by the Board, the resignation of Mr. MU shall become effective from the date on which the successor Independent Non-executive Director is elected by the shareholders' general meeting of the Bank and on the date such

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successor Independent Non-executive Director obtains the qualification approval from the regulatory authority. During this period, Mr. MU will continue to perform his duties as an Independent Non-executive Director of the Bank and under relevant special committees of the Board.

REPORT ON RESIGNATION OF MR. CHI GUOTAI AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE BANK

The Board has received a resignation letter from Mr. CHI Guotai. In accordance with the relevant provisions of the Code of Corporate Governance of Banking and Insurance Institutions (《銀行保險機構公司治理準則》), independent directors shall not hold office for over six years in total in a banking or insurance institution. Mr. CHI resigned as an Independent Non-executive Director of the Bank, a member of the Nomination and Remuneration Committee of the Board, a member of the Risk Management and Green Finance Committee of the Board and a member of the Related Party Transactions Control Committee of the Board. As considered and approved by the Board, the resignation of Mr. CHI became effective from May 30, 2024.

REPORT ON RESIGNATION OF MR. DIAO QINYI AS AN EXTERNAL SUPERVISOR OF THE BANK

The Board of Supervisors has received a resignation letter from Mr. DIAO Qinyi. In accordance with relevant provisions of the Code of Corporate Governance of Banking and Insurance Institutions (《銀行保險機構公司治理準則》), an external supervisor shall not hold office for over six years in total in a banking or insurance institution. Mr. DIAO resigned as an external Supervisor of the Bank and the chairman of the Supervision Committee of the Board of Supervisors. As considered and approved by the Board of Supervisors, the resignation of Mr. DIAO became effective on May 28, 2024.

REPORT ON RESIGNATION OF MR. QI ERSHI AS AN EXTERNAL SUPERVISOR OF THE BANK

The Board of Supervisors has received a resignation letter from Mr. QI Ershi. In accordance with relevant provisions of the Code of Corporate Governance of Banking and Insurance Institutions (《銀行保險機構公司治理準則》), an external supervisor shall not hold office for over six years in total in a banking or insurance institution. Mr. QI resigned as an external Supervisor of the Bank and the chairman of the Nomination Committee of the Board of Supervisors. As considered and approved by the Board of Supervisors, the resignation of Mr. QI shall become effective from the date on which a new external Supervisor is elected by the shareholders' general meeting of the Bank. During this period, Mr. QI will continue to perform his duties as an external Supervisor and the chairman of the Nomination Committee of the Board of Supervisors.

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2023 SPECIAL REPORT ON RELATED PARTY TRANSACTIONS OF CHINA BOHAI BANK CO., LTD.

Pursuant to the requirements of the Administrative Measures for Related Party Transactions of Banking and Insurance Institution, the Information Reporting Policy of CHINA BOHAI BANK CO., LTD. and the Measures for Related Party (Connected) Transactions Management of CHINA BOHAI BANK CO., LTD., the Bank's 2023 report on overall related party transactions was issued as follows:

I. Related Parties

During the Reporting Period, the Bank had implemented the model of classification and identification of related parties and unified management in accordance with the regulatory requirements of the National Financial Regulatory Administration, the Hong Kong Stock Exchange and the Ministry of Finance, dynamically updated and maintained the list of related parties by collecting information from substantial Shareholders, reporting information by insiders and proactive identification of related relationships in the course of daily business operation, and reported to the related party transaction supervision system as required.

The Bank had 3,451 related legal persons, representing an increase of 1,151 as compared with 2022. The Bank had 2,718 related natural persons, representing a decrease of 262 as compared with 2022. Related legal persons included the Bank's substantial Shareholders and their related parties in a total of 3,324, and there were 124 other related legal persons formed due to the relationship of natural persons, 1 subsidiary and 2 associates.

II. Related Party Transactions

(I) Related party transactions of credit extension business in 2023

During the Reporting Period, pursuant to the regulatory and industry policies, the Bank reviewed 58 related party transactions of credit extension business. Among which, 6 material related party transactions were submitted to the Board of Directors for approval upon review by the Related Party Transactions Control Committee under the Board of Directors, and reported to regulatory authorities and disclosed as required; 52 general related party transactions were filed with the Related Party Transactions Control Committee under the Board of Directors of the Bank upon review by the Related Party Transactions Committee of the Bank, and disclosed as required. Other credit extension business between the Bank and its related parties were exempt from review and disclosure in the manner of related party transactions.

At the end of the Reporting Period, the Bank's net credit exposure to all related parties amounted to RMB25,444.5351 million. The relevance of a single customer, the relevance of a group customer and the total relevance of the Bank were 5.40%, 11.72% and 20.54% respectively, which were all in compliance with the regulatory requirements of not more than 10%, 15% and 50%.

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(II) Related party transactions on asset transfer in 2023

During the Reporting Period, the Bank had no related party transactions on asset transfer subject to review and disclosure.

(III) Related party transactions on services in 2023

During the Reporting Period, the Bank considered 21 related party transactions on services, including 2 related party transactions with a unified transaction agreement and 19 general related party transactions. The types of transactions included housing rental, agency sales, and custody business.

(IV) Related party transactions on deposits and others in 2023

As at the end of the Reporting Period, the balance of deposits of the related parties of the Bank was RMB18,104.2428 million, including the balance of deposits of the related natural persons of RMB390.0592 million, the balance of deposits of the related legal persons (non-interbank customers) of RMB4,932.5957 million, and the balance of deposits of the related legal persons (interbank customers) of RMB12,781.5879 million.

During the Reporting Period, the Bank considered 2 related party transactions of other types. The types of transactions included investment management and advance payments.

III. Performance of Duties by the Board of Directors and its Related Party Transactions Control Committee

(I) The Board of Directors and its Related Party Transactions Control Committee worked diligently and conscientiously and strictly controlled the approval of related party transactions

The Bank has established the Related Party Transactions Control Committee of the Board of Directors, which is subordinate to the Risk Management and Green Finance Committee of the Board of Directors, held accountable to the Board of Directors and assists the Board of Directors in performing the duties in the management of related party transactions of the Bank. In accordance with the policies of the Bank, material related party transactions (including those with unified transaction agreements) of the Bank are subject to review by the Related Party Transactions Control Committee of the Board of Directors, and subject to review and approval by the Board of Directors upon review by the Committee.

WRITTEN REPORTS OF MATTERS TO BE LISTENED TO

(II) Convening of meetings and performance of duties

1. During the Reporting Period, the Board of the Bank reviewed and approved 8 material related party transactions (including those with unified transaction agreements), the particulars of which are as follows:

No.	Name of related party	Transaction	Name of meeting	Approval date
1	CBHB Wealth Management Co., Ltd.	Interbank credit (for transactions) of up to RMB5 billion	The 45th meeting of the fifth session of the Board of Directors	April 26, 2023
2	Tianjin Bohai State-owned Assets Management Co., Ltd.	Short-term working capital loans of RMB4.4 billion	The 48th meeting of the fifth session of the Board of Directors	July 28, 2023
3	Hwabao WP Fund Management Co., Ltd.	Interbank loans of up to RMB2 billion		
4	Tianjin TEDA Industrial Group Co., Ltd.	Short-term working capital loans of RMB1.1 billion	The 50th meeting of the fifth session of the Board of Directors	October 25, 2023
5	Heng An Standard Life Insurance Company Limited	Cooperation on insurance agency business		
6	CBHB Wealth Management Co., Ltd.	Interbank loans of up to RMB0.5 billion and bond investment of up to RMB0.5 billion		
7	CBHB Wealth Management Co., Ltd.	Cooperation on agency wealth management and custody business	The 52nd meeting of the fifth session of the Board of Directors	December 28, 2023
8	TEDA Investment Holding Co., Ltd.	Short-term working capital loans of RMB1.487 billion		

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2. During the Reporting Period, the Related Party Transactions Control Committee under the Board of Directors of the Bank held 6 meetings and considered/listened to 11 resolutions. The details are as follows:

No.	Issues for consideration	Name of meeting	Meeting time	Results of consideration
1	2022 Special Report on Related Party Transactions of CHINA BOHAI BANK CO., LTD.	The 21st meeting of the Related Party Transactions Control Committee of the fifth session of the Board of Directors	March 27, 2023	Considered and approved
2	2022 annual report of CHINA BOHAI BANK CO., LTD.			Considered and approved
3	Related party transactions of credit business of CBHB Wealth Management Co., Ltd.	The 22nd meeting of the Related Party Transactions Control Committee of the fifth session of the Board of Directors	April 24, 2023	Considered and approved
4	Related party transactions of credit business of Tianjin Bohai State-owned Assets Management Co., Ltd.	The 23rd meeting of the Related Party Transactions Control Committee of the fifth session of the Board of Directors	July 27, 2023	Considered and approved
5	Related party transactions of credit business of Hwabao WP Fund Management Co., Ltd.			Considered and approved
6	Interim Report 2023 of CHINA BOHAI BANK CO., LTD.	The 24th meeting of the Related Party Transactions Control Committee of the fifth session of the Board of Directors	August 24, 2023	Considered and approved
7	Related party transactions of credit business of Tianjin TEDA Industrial Group Co., Ltd.	The 25th meeting of the Related Party Transactions Control Committee of the fifth session of the Board of Directors	October 24, 2023	Considered and approved
8	Related party transactions on insurance agency business of Heng An Standard Life Insurance Company Limited			Considered and approved
9	Related party transactions of credit business of CBHB Wealth Management Co., Ltd.			Considered and approved
10	Related party transactions of credit business of TEDA Investment Holding Co., Ltd.	The 26th meeting of the Related Party Transactions Control Committee of the fifth session of the Board of Directors	December 27, 2023	Considered and approved
11	Related party transactions on agency wealth management and custody business of CBHB Wealth Management Co., Ltd.			Considered and approved

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3. The aforesaid resolutions involving material related party transactions (including those with unified transaction agreements) were subject to review and approval by the Board of Directors of the Bank, and all other resolutions were reported to the Board of Directors. The procedures for convening the aforesaid meetings were in compliance with the Articles of Association and other relevant internal regulations of the Bank. The related Directors abstained from voting, and the voting results were legal and valid. The Directors strictly abided by the ordinary commercial terms and the principle of conforming to the overall interests of Shareholders, oversaw related party transactions, worked diligently and conscientiously, deeply understood and grasped the situation of related party transactions, paid great attention to the compliance, fairness and necessity of the transactions, took the initiative to express independent opinions, and effectively prevented the risks of related party transactions. Upon review and approval of the transactions, the Bank promptly reported and disclosed them to the regulatory authorities.

(III) Addressing requirements of and issues raised at the meetings

The Bank attached great importance to addressing the requirements of and issues raised at the meetings of the Board of Directors and the Related Party Transactions Control Committee of the Board of Directors, and has taken corresponding implementation measures.

IV. Management of related party transactions

During the Reporting Period, the Bank continued to strengthen the management of related party transactions in the following aspects.

(I) Completing the rectification of an issue identified by regulatory inspection

The Bank completed the rectification of the identification issue in respect of TEDA Holding Group as a related party in accordance with the opinions of regulatory inspection.

(II) Improving the mechanisms for information collection and monitoring of the list of related parties

The Bank promoted the improvement in the mechanism for information collection of the list of related parties by providing external data to reporting obligors for reference during the collection stage. At the same time, the Bank established a mechanism for monitoring the list, which used external data for regular screening and comparison and included related parties that may be omitted into a suspected list to be confirmed by reporting obligors. Those included in the suspected list and not confirmed by reporting obligors in a timely manner were further identified with reference to related party management during the course of business.

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(III) Optimizing the identification, reporting and review process of related party transactions

The Bank further optimized the identification, reporting and review process of related party transactions by emphasizing the identification and confirmation responsibilities of the transaction initiator and the body entitled to review and approve the related party transactions, and clarifying the responsibilities of the lead department in reviewing related party transactions to ensure that each related party transaction was effectively identified and monitored in compliance with regulatory requirements and the management requirements in the industry.

(IV) Promoting the construction of the second phase of the management system of related party transactions

The Bank continued to promote the development and construction of the second phase of the management system of related party transactions. The first batch of the system functions commenced operation during the Reporting Period. While the regulatory reporting module of the system was modified to match the new regulatory system reporting interface, the Bank focused on the automated data collection and monitoring function for related party transactions to minimize manual intervention, enhance the level of intelligence and automated management to further improve the management and control of related party transactions.

(V) Optimizing of the relevance index

In accordance with regulatory requirements and the Board of Directors' requirements, the Bank continued to optimize the relevance index, reformulated and implemented the reduction plan and asset disposal measures of related groups, so as to effectively reduce the number and size of related party transactions and reduce the relevance index. At the same time, the Bank paid close attention to the risks of related party transactions to ensure the safety of the Bank's credits.

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2023 ASSESSMENT REPORT ON THE PERFORMANCE OF DUTIES OF THE BOARD OF DIRECTORS, SENIOR MANAGEMENT AND THEIR MEMBERS ISSUED BY THE BOARD OF SUPERVISORS OF CHINA BOHAI BANK CO., LTD.

In accordance with the Code of Corporate Governance of Banking and Insurance Institutions, Guidelines on the Work of the Board of Supervisors of Commercial Banks, Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the provisions of the Bank's relevant systems, the Board of Supervisors conducted an assessment on the performance of duties of the Board of Directors, the senior management and their members for 2023 from January to March 2024 and formed the assessment opinions on the performance of duties of the Board of Directors, the senior management and their members for 2023. The assessment on the performance of duties was mainly based on issues considered and reports listened to by the Board of Directors, particulars of Directors' attendances at meetings, feedbacks of Directors before meetings, particulars of speeches of Directors at meetings and voting on proposed resolutions, independent opinions of independent Directors, opinions and suggestions proposed by the Directors for the Bank during inter-session periods of the Board of Directors as well as Directors' participation in training, Directors' evaluation and mutual evaluation of independent Directors for 2023, self-assessment of corporate governance for 2023, work report of the senior management for 2023, important operation and management meetings in 2023, debriefing report and performance of duties of senior management members for 2023, assessment scores given by the Supervisors of the Bank regarding the performance of duties of Directors and the senior management members for 2023, and relevant information of the regulatory authorities for 2023. The report is hereby given as follows:

I. Assessment Opinions on the Performance of Duties of the Board of Directors for 2023

(I) Overall assessment opinions

In 2023, the Board of Directors of the Bank earnestly implemented the resolutions of the Shareholders' general meeting, supervised the performance of duties by the senior management in a responsible manner, and performed its duties honestly and diligently in accordance with laws and regulations, regulatory requirements and relevant requirements of the Articles of Association of the Bank.

Firstly, the Bank continuously improved its corporate governance, promoted the standardized and efficient operation of the Board of Directors and effectively enhanced the Board of Directors' performance of its duties.

Secondly, the Bank played a strategic leadership role and made prudent decisions on major issues relating to the Bank's deepening reform, transformation and revitalization to achieve high-quality development, formulated and arranged the direction of reform, transformation and development, and conducted the interim assessment of the implementation of strategic plans.

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Thirdly, the Bank deepened the governance of related party transactions, further improved the related party management mechanism and improved the management system of related party transactions.

Fourthly, the Bank strengthened capital planning and management, enhanced liquidity risk control and liability quality management, and conducted the consolidated management of CBHB Wealth Management in accordance with relevant requirements.

Fifthly, the Bank improved internal control compliance and comprehensive risk management, mitigated outstanding risks, and supervised the implementation of regulatory opinions and the rectification and accountability of related issues.

Sixthly, the Bank strengthened its basic management capabilities, optimized the incentive and restraint mechanism, improved the data governance system, strengthened the employee behavior management, accelerated the construction of the anti-money laundering system and enhanced the effectiveness of audit supervision.

Seventhly, the Bank fulfilled its social responsibilities, deepened inclusive and green financial services and consumer rights protection, and actively protected the legitimate rights and interests of financial consumers.

(II) Matters of concern

In accordance with the relevant regulatory requirements and the actual operation and management of the Bank, the Board of Supervisors reminded the Board of Directors to pay attention to the following aspects.

Firstly, the Board of Directors should continue to strengthen the management of related party transactions and accelerate the improvement of relevant management system, so as to effectively reduce the concentration of related party transactions.

Secondly, the Board of Directors should spare no effort in capital replenishment, accelerate the light capital transformation strategy, increase the disposal of distressed assets and improve operational efficiency.

Thirdly, the Board of Directors should enhance the liquidity risk management capabilities, further improve the liability structure and optimize liquidity risk indicators.

Fourthly, the Board of Directors should improve the stress test system and urge the senior management to conduct regular stress tests as to operational risks, thereby comprehensively enhancing the effectiveness of stress test management.

Fifthly, the Board of Directors should supervise the senior management to continuously improve the quality and effectiveness of data governance and employee behavior management, and strictly implement the regulatory requirements on risk management of off-balance sheet business.

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II. Assessment Opinions on the Performance of Duties of Directors for 2023

In 2023, all the Directors fulfilled their duty of loyalty, reported to the Bank in a timely manner information about their part-time positions, related party relationships, acting-in-concert relationships and changes, complied with the relevant regulations on related party transactions and recusal from performance of duties, fulfilled anti-money laundering and anti-terrorist financing obligations, and safeguarded the Bank's interests. No Director was found to have accepted improper benefits or taken advantage of their position as Directors for personal gain during their performance of duties, nor did they disclosed commercial secrets related to the Bank, concealed problems that they discovered or engaged in other acts in breach of duty of loyalty. In terms of compliance in performing duties, all the Directors of the Bank attended meetings and discussed relevant matters and exercised their voting rights in accordance with the law, paid continuous attention to the evaluation of the Bank by the regulatory authorities, external audits and investors, and proactively promoted the implementation of rectification measures for the issues identified by the regulatory authorities. The Board of Supervisors is not aware that any Director was imposed on administrative penalty or discipline action by the regulatory authorities due to issues with their performing duties to the Bank.

(I) Executive Directors

All the executive Directors abided by high standards of professional ethics, performed their duties independently and helped the Bank effectively safeguard the legitimate interests of stakeholders and actively fulfil social responsibilities.

1. Assessment opinions on the performance of duties of Director WANG Jinhong in 2023

From October 10, 2023 to the end of the year, Director WANG Jinhong performed his duties as the Chairman and an executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, as the Party secretary, Director WANG Jinhong adhered to the leadership of Party Building and rigorous Party governance, proactively promoted the organic integration of Party leadership and corporate governance, strictly implemented the decisions of the Party organization in the decision-making process, ensured the effective performance of the leading and central role of the Party organization; he convened and chaired meetings of the Board of Directors, attended in person all the meetings of the Board of Directors that he should attend during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; he facilitated the Board of Directors to form resolutions and opinions on major issues related to the development of the Bank, and supervised the implementation of relevant resolutions; he performed his duties as the

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chairperson of the Development Strategy and Inclusive Finance Committee and a member of the Nomination and Remuneration Committee, and continued to pay attention to matters within the terms of reference of special committees; organized seminars for independent Directors to deeply communicate with all independent Directors on the Bank's operation and development; he listened to work reports and made decisions in a timely manner, urged the senior management and their members to effectively perform their operation and management duties.

In terms of professionalism in performing his duties, Director WANG Jinhong continued to strengthen the construction of the Board of Directors, facilitated scientific decision-making by the Board of Directors, and promoted the improvement in the quality and efficiency of corporate governance; he organized and promoted the deepening reform, transformation and revitalization, formulated an implementation plan for the Bank to achieve high-quality development, devised systematic plans for the "Ten Special Tasks", and took targeted measures to tackle prominent issues; he adhered to serving the development of real economy with finance, focused on the principal responsibilities and businesses of banking, and determined the development orientation of business lines; he reshaped the principle of risk control and compliance, focused on improving the effectiveness of risk control and internal control compliance, and made great efforts into promoting the recovery and disposal of distressed assets; he actively participated in the training for Directors of the Bank to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director WANG Jinhong competent in terms of his performance of duties in 2023.

2. *Assessment opinions on the performance of duties of Director QU Hongzhi in 2023*

In 2023, Director QU Hongzhi performed his duties as an executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director QU Hongzhi acted as the acting Chairman from July 18 to October 10, 2023; as the deputy Party secretary, he proactively promoted the organic integration of Party leadership and corporate governance, and strictly implemented the decisions of the Party organization; he attended in person all the meetings of the Board of Directors and the Development Strategy and Inclusive Finance Committee during the year; at the meeting of the Board of Directors, he gave replies or expressed opinions on the

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problems raised by Directors in considering resolutions and listening to reports, voted on the resolutions subject to review during the year, and reported to the Board of Directors on behalf of the senior management; during inter-session periods of the Board of Directors, he timely distributed the president's office meeting minutes, the Bank's operation and other relevant information reports to Directors and Supervisors, and conscientiously implemented the resolutions of the Board of Directors and reported the implementation information to the Board of Directors in a timely manner.

In terms of professionalism in performing his duties, Director QU Hongzhi fully utilized his advantages in being familiar with the operation and management of the Bank, and expressed opinions at meetings of the Board of Directors in respect of matters such as 2022 profit distribution, regular work reports, comprehensive risk management, recovery and disposal of distressed assets, capital management and concentration management during his performance of duties; he participated in the anti-money laundering and other training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director QU Hongzhi competent in terms of his performance of duties in 2023.

3. Assessment opinions on the performance of duties of Director DU Gang in 2023

In 2023, Director DU Gang performed his duties as an executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, as a member of the Party committee, Director DU Gang actively facilitated the communication of information between the Party committee and the Board of Directors, and promoted the implementation of the decisions of the Party organization at the meetings of the Board of Directors; he maintained the communicate between the Board of Directors and regulatory authorities; he attended all the meetings of the Board of Directors and the Development Strategy and Inclusive Finance Committee during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; he performed his duties as the secretary of the Board of Directors, prepared the meetings of the Board of Directors and Shareholders' general meetings, and provided necessary support for the independent Directors in performing their duties; he continued to improve information disclosure and information reporting mechanisms, and during inter-session periods of the

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Board of Directors, organized and edited the information bulletin about Directors and Supervisors and timely distribute the financial reports of the Bank to Directors and Supervisors; as a senior management member, he effectively performed the relevant operational and management responsibilities of the business lines in his charge according to his work assignment.

In terms of professionalism in performing his duties, Director DU Gang fully utilized his advantages in being familiar with the operation and management of the Bank, and explained or expressed opinions at meetings of the Board of Directors in respect of matters such as preparation of periodic reports, authorization for additional share issuance, 2023-2027 capital management planning and information disclosure during his performance of duties; he participated in the special training provided by Tianjin SASAC and CBA, the training for joint company secretaries and the training for Directors of the Bank to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director DU Gang competent in terms of his performance of duties in 2023.

4. Assessment opinions on the performance of duties of Director ZHAO Zhihong in 2023

In 2023, Director ZHAO Zhihong performed his duties as an executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director ZHAO Zhihong attended all the meetings of the Board of Directors, the Risk Management and Green Finance Committee and the Related Party Transactions Control Committee that he should attend during the year, participated in the special meeting of the Risk Management and Green Finance Committee, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; at the meeting of the Board of Directors, he gave replies on the problems raised by Directors in considering resolutions and listening to reports, and voted as required; as a senior management member, he was responsible for risk management lines, internal control and compliance and legal affairs according to his work assignment, and organized the department in his charge to reply to the inquiries from Directors in a timely manner.

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In terms of professionalism in performing his duties, Director ZHAO Zhihong fully utilized his role in being familiar with the risk management of the Bank, and explained or expressed opinions in respect of matters such as regulatory inspection opinion letters, comprehensive risk management reports, recovery and disposal of distressed assets, concentration of risk of local government debts and credit approval and post-loan management during his performance of duties; he participated in the special training provided by Tianjin SASAC and the training for Directors of the Bank to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director ZHAO Zhihong competent in terms of his performance of duties in 2023.

5. Assessment opinions on the performance of duties of Director LI Fuan in 2023

From the beginning of 2023 to July 18, 2023, Director LI Fuan performed his duties as an executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, as the Chairman, Director LI Fuan convened and chaired 2 meetings of the Board of Directors, and facilitated the communication of information between the Party committee and the Board of Directors; he attended all the meetings of the Board of Directors, the Development Strategy and Inclusive Finance Committee and the Nomination and Remuneration Committee that he should attend during his term of office for the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; he listened to the work reports of the senior management, supervised the execution and implementation of the resolutions of the Board of Directors, and managed the information disclosure of the Bank.

In terms of professionalism in performing his duties, Director LI Fuan facilitated and strengthened the construction of the Board of Directors of the Bank to improve the quality and efficiency of its operation; he promoted and coordinated the operation of various governance entities of corporate governance, and improved the corporate governance system of the Bank; he facilitated the recovery and disposal of distressed assets, and supervised the implementation of regulatory opinions and the rectification and accountability of related issues; he participated in the special training on “Investment Policy Interpretation and Management Practice” provided by the strategy committee of Tianjin SASAC, and visited branches and sub-branches many times to conduct in-depth research and inspection and guide their work in the first quarter of the year.

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In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director LI Fuan competent in terms of his performance of duties in 2023.

(II) Non-executive Directors

All the non-executive Directors upheld high-standard professional ethics, performed their duties independently, promoted the Bank to fairly treat all Shareholders, protect the legitimate rights and interests of financial consumers and other stakeholders, actively coordinated communication between the Bank and its Shareholders, supervised the senior management to implement the resolutions of the Board of Directors, paid continuous attention to the related party transactions between the Bank and the substantial Shareholders, and followed and promoted the strengthening of capital management.

1. Assessment opinions on the performance of duties of Director AU Siu Luen in 2023

From September 26, 2023 to the end of the year, Director AU Siu Luen performed his duties as the Vice Chairman and a non-executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director AU Siu Luen was able to devote sufficient time and effort to perform his duties, and attended in person all the meetings of the Board of Directors, the Development Strategy and Inclusive Finance Committee, the Risk Management and Green Finance Committee, the Audit and Consumer Rights Protection Committee and the Related Party Transactions Control Committee that he should attend during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; he performed his duties as the Vice Chairman, and presided over the consideration of relevant resolutions of the Board of Directors on behalf of the Chairman; he communicated with the senior management and related business lines of the Bank before and after the meetings on relevant resolutions of the Board of Directors, and exercised his voting rights independently and prudently according to law; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees he served, and proposed to convene seminars for the Risk Management and Green Finance Committee; during inter-session periods of the Board of Directors, he carefully reviewed various information reports, and inquired about classification of risk-bearing assets, extremely distressed customers, provision profile and risk management strategies.

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In terms of professionalism in performing his duties, based on his professional experience and professional expertise, Director AU Siu Luen put forward opinions and suggestions on related party transactions, risk management, audit matters, salary management, equity management, branch integration and implementation of regulatory notifications in a timely manner, and facilitated scientific decision-making by the Board of Directors; he actively participated in the training organized by the Bank for Directors to strive to improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director AU Siu Luen competent in terms of his performance of duties in 2023.

2. *Assessment opinions on the performance of duties of Director YUAN Wei in 2023*

In 2023, Director YUAN Wei performed her duties as a non-executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director YUAN Wei was able to devote sufficient time and effort to perform her duties and attended in person all the meetings of the Board of Directors, the Development Strategy and Inclusive Finance Committee and the Audit and Consumer Rights Protection Committee during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; she communicated with the senior management and related business lines of the Bank before and after the meetings on relevant resolutions of the Board of Directors, and exercised her voting rights independently and prudently according to law; she paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees she served, carefully reviewed various information reports during inter-session periods of the Board of Directors, and inquired about strategic management, risk management and related party transactions.

In terms of professionalism in performing her duties, based on her professional experience and professional expertise, Director YUAN Wei put forward opinions and suggestions on strategic management, risk management, related party transactions and consumer rights protection in a timely manner, and facilitated scientific decision-making by the Board of Directors; she actively participated in the training organized by the Bank for Directors to continuously improve her ability and standard in performing her duties.

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In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director YUAN Wei competent in terms of her performance of duties in 2023.

3. *Assessment opinions on the performance of duties of Director DUAN Wenwu in 2023*

From November 1, 2023 to the end of the year, Director DUAN Wenwu performed his duties as a non-executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director DUAN Wenwu was able to devote sufficient time and effort to perform his duties and attended in person all the meetings of the Board of Directors and the Development Strategy and Inclusive Finance Committee that he should attend during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; he communicated with the senior management and related business lines of the Bank before and after the meetings on relevant resolutions of the Board of Directors, and exercised his voting rights independently and prudently according to law; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committee he served, and carefully reviewed various information reports during inter-session periods of the Board of Directors.

In terms of professionalism in performing his duties, Director DUAN Wenwu expressed opinions on resolutions such as amendments to the money laundering and terrorist financing risk management policy of the Bank, and facilitated scientific decision-making by the Board of Directors; he actively participated in the training organized by the Bank for Directors to strive to improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director DUAN Wenwu competent in terms of his performance of duties in 2023.

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4. *Assessment opinions on the performance of duties of Director HU Aimin in 2023*

In 2023, Director HU Aimin performed his duties as a non-executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director HU Aimin was able to devote sufficient time and effort to perform his duties and attended in person all the meetings of the Board of Directors and the Nomination and Remuneration Committee during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; he communicated with the senior management and related business lines of the Bank before and after the meetings on relevant resolutions of the Board of Directors, and exercised his voting rights independently and prudently according to law; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committee he served, and inquired about related party transactions and strategic management, and carefully reviewed various information reports during inter-session periods of the Board of Directors.

In terms of professionalism in performing his duties, based on his professional experience and professional expertise, Director HU Aimin put forward opinions and suggestions on related party transactions and strategic management in a timely manner, and facilitated scientific decision-making by the Board of Directors; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director HU Aimin competent in terms of his performance of duties in 2023.

5. *Assessment opinions on the performance of duties of Director ZHANG Yunji in 2023*

In 2023, Director ZHANG Yunji performed his duties as a non-executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

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In terms of the performance of the duty of diligence, Director ZHANG Yunji was able to devote sufficient time and effort to perform his duties, attended in person all the meetings of the Board of Directors and the Related Party Transactions Control Committee during the year, and attended regular meetings and special meetings of the Risk Management and Green Finance Committee, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; he communicated with the senior management and related business lines of the Bank before and after the meetings on relevant resolutions of the Board of Directors, and exercised his voting rights independently and prudently according to law; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committee he served, and carefully reviewed various information reports.

In terms of professionalism in performing his duties, based on his professional experience and professional expertise, Director ZHANG Yunji put forward opinions and suggestions on risk management and compliance management in a timely manner, and facilitated scientific decision-making by the Board of Directors; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director ZHANG Yunji competent in terms of his performance of duties in 2023.

6. Assessment opinions on the performance of duties of Director FUNG Joi Lun Alan in 2023

From the beginning of 2023 to September 26, 2023, Director FUNG Joi Lun Alan performed his duties as the Vice Chairman and a non-executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director FUNG Joi Lun Alan was able to devote sufficient time and effort to perform his duties and attended in person all the meetings of the Board of Directors, the Development Strategy and Inclusive Finance Committee, the Risk Management and Green Finance Committee, the Related Party Transactions Control Committee and the Audit and Consumer Rights Protection Committee that he should attend during his term of office for the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; he performed his duties as the Vice Chairman, and presided over the meetings of the Board of Directors on behalf of others; he communicated with the senior management and related business

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lines of the Bank before and after the meetings on relevant resolutions of the Board of Directors, and exercised his voting rights independently and prudently according to law; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees he served, carefully reviewed various information reports during inter-session periods of the Board of Directors, and inquired about establishment of branches and sub-branches, impact of the new capital regulations and progress of the Fourth “Five-Year” strategic planning.

In terms of professionalism in performing his duties, based on his professional experience and professional expertise, Director FUNG Joi Lun Alan put forward opinions and suggestions on regulatory inspection opinions, comprehensive risk management, capital management, profit distribution, disposal of equity interest, disposal of distressed assets, audit matters, related party transactions, professional manager assessment and consumer rights protection in a timely manner, and facilitated scientific decision-making by the Board of Directors; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director FUNG Joi Lun Alan competent in terms of his performance of duties in 2023.

7. Assessment opinions on the performance of duties of Director YE Baishou in 2023

From the beginning of 2023 to November 1, 2023, Director YE Baishou performed his duties as a non-executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director YE Baishou paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committee he served, and reviewed various information reports of the Bank during inter-session periods of the Board of Directors; he attended in person all the meetings of the Board of Directors and the Development Strategy and Inclusive Finance Committee that he should attend during his term of office for the year. Due to retirement, he delegated other Directors to attend the on-site meetings of the Board of Directors on his behalf, and thus the rate of personal attendance was not in line with the regulatory requirements.

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In terms of professionalism in performing his duties, based on his professional experience and professional expertise, Director YE Baishou put forward opinions and suggestions on disposal of equity interest in a timely manner, and facilitated scientific decision-making by the Board of Directors; he participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director YE Baishou basically competent in terms of his performance of duties in 2023.

(III) Independent non-executive Directors

All the independent Directors were able to adhere to a high standard of professional ethics and perform their duties with integrity and independence; they have expressed independent opinions on matters such as the profit distribution plan, appointment of Directors, related party transactions, disposal of assets and remuneration of the senior management of the Bank; they protected the interests of the Bank as a whole, and paid attention to the legitimate rights and interests of small and medium Shareholders and other stakeholders.

1. Assessment opinions on the performance of duties of Director MAO Zhenhua in 2023

In 2023, Director MAO Zhenhua performed his duties as an independent Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director MAO Zhenhua attended in person all the meetings of the Board of Directors and the Nomination and Remuneration Committee during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements, and he also carefully studied and made prudent judgments on matters such as the amendments to the money laundering risk management policy submitted to the Board of Directors for consideration; as the chairperson of the Nomination and Remuneration Committee of the Board of Directors, he submitted the collective opinions formed by the committee to the Board of Directors in a timely manner; during inter-session periods of the Board of Directors, he paid continuous attention to the operation and management of the Bank and carefully reviewed various information reports.

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In terms of professionalism in performing his duties, based on his position at the special committee and his professional expertise, Director MAO Zhenhua put forward opinions and suggestions on risk management in a timely manner; he participated in seminars for independent Directors to advise on the high-quality transformation and development of the Bank; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director MAO Zhenhua competent in terms of his performance of duties in 2023.

2. Assessment opinions on the performance of duties of Director CHI Guotai in 2023

In 2023, Director CHI Guotai performed his duties as an independent Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director CHI Guotai attended all the meetings of the Board of Directors, the Nomination and Remuneration Committee, the Risk Management and Green Finance Committee and the Related Party Transactions Control Committee during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements, and he also carefully studied and made prudent judgments on matters such as the amendments to the money laundering risk management policy submitted to the Board of Directors for consideration; he paid close attention to the related matters within the terms of reference of the special committees he served, and participated in special meetings and seminars of the Risk Management and Green Finance Committee; during inter-session periods of the Board of Directors, he paid continuous attention to the operation and management of the Bank and carefully reviewed various information reports.

In terms of professionalism in performing his duties, based on his position at the special committee and his professional expertise, Director CHI Guotai put forward opinions and suggestions on risk management in a timely manner; he participated in seminars for independent Directors to advise on the high-quality transformation and development of the Bank; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

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In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director CHI Guotai competent in terms of his performance of duties in 2023.

3. *Assessment opinions on the performance of duties of Director MU Binrui in 2023*

In 2023, Director MU Binrui performed his duties as an independent Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director MU Binrui attended in person all the meetings of the Board of Directors, the Audit and Consumer Rights Protection Committee, the Risk Management and Green Finance Committee and the Related Party Transactions Control Committee during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements, and he also carefully studied and made prudent judgments on matters such as the amendments to the money laundering risk management policy submitted to the Board of Directors for consideration; as the chairpersons of the Risk Management and Green Finance Committee and the Related Party Transactions Control Committee of the Board of Directors, he presided over and convened regular meetings and multiple special meetings; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees he served, and carefully reviewed various information reports during inter-session periods of the Board of Directors.

In terms of professionalism in performing his duties, based on his position at the special committee and his professional expertise, Director MU Binrui inquired about material related party transactions in a timely manner; he participated in seminars for independent Directors to advise on the high-quality transformation and development of the Bank; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director MU Binrui competent in terms of his performance of duties in 2023.

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4. *Assessment opinions on the performance of duties of Director TSE Yat Hong in 2023*

In 2023, Director TSE Yat Hong performed his duties as an independent Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director TSE Yat Hong attended in person all the meetings of the Board of Directors, the Risk Management and Green Finance Committee, the Related Party Transactions Control Committee and the Audit and Consumer Rights Protection Committee during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements, and he also carefully studied and made prudent judgments on matters such as the amendments to the money laundering risk management policy submitted to the Board of Directors for consideration; as the chairperson of the Audit and Consumer Rights Protection Committee, he organized and convened meetings of the special committee in a timely manner, and submitted the collective opinions formed by the committee to the Board of Directors; he participated in special meetings and seminars of the Risk Management and Green Finance Committee of the Board of Directors, paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees he served, and carefully reviewed various information reports during inter-session periods of the Board of Directors.

In terms of professionalism in performing his duties, based on his position at the special committee and his professional expertise, Director TSE Yat Hong inquired about and put forward opinions and suggestions on strategic management, risk management and performance appraisal management in a timely manner; he participated in seminars for independent Directors to advise on the high-quality transformation and development of the Bank; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director TSE Yat Hong competent in terms of his performance of duties in 2023.

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5. *Assessment opinions on the performance of duties of Director ZHU Ning in 2023*

In 2023, Director ZHU Ning performed his duties as an independent Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director ZHU Ning attended in person all the meetings of the Board of Directors, the Nomination and Remuneration Committee and the Audit and Consumer Rights Protection Committee during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements, and he also carefully studied and made prudent judgments on matters such as the amendments to the money laundering risk management policy submitted to the Board of Directors for consideration; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees he served, and reviewed various information reports during inter-session periods of the Board of Directors.

In terms of professionalism in performing his duties, based on his position at the special committee and his professional expertise, Director ZHU Ning expressed opinions on audit matters in a timely manner; he participated in seminars for independent Directors to advise on the high-quality transformation and development of the Bank; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director ZHU Ning competent in terms of his performance of duties in 2023.

6. *Assessment opinions on the performance of duties of Director SHUM Siu Hung Patrick in 2023*

In 2023, Director SHUM Siu Hung Patrick performed his duties as an independent Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Director SHUM Siu Hung Patrick attended in person all the meetings of the Board of Directors, the Nomination and Remuneration Committee and the Audit and Consumer Rights Protection Committee during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements, and

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he also carefully studied and made prudent judgments on matters such as the amendments to the money laundering risk management policy submitted to the Board of Directors for consideration; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees he served, and carefully reviewed various information reports during inter-session periods of the Board of Directors.

In terms of professionalism in performing his duties, based on his position at the special committee and his professional expertise, Director SHUM Siu Hung Patrick inquired about and put forward opinions and suggestions on corporate credit risk management and compliance management in a timely manner; he participated in seminars for independent Directors to advise on the high-quality transformation and development of the Bank; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

In accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Directors of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Director SHUM Siu Hung Patrick competent in terms of his performance of duties in 2023.

III. Assessment Opinions on the Performance of Duties of Senior Management in 2023

(I) Overall assessment opinions

Throughout 2023, the senior management complied with laws and regulations, regulatory requirements and the Articles of Association of the Bank, earnestly implemented the resolutions of the Shareholders' general meeting and the Board of Directors, and faithfully and diligently performed their operational and management duties, thereby maintaining the overall steady operation of the Bank.

Firstly, the senior management promoted the implementation of reform and transformation. The senior management deepened the structural reform of the financial supply side, further strengthened high-quality financial services for major strategies, key areas and weak links, and jointly promoted the formulation of the High-quality Development Plan (2024-2028) of CHINA BOHAI BANK.

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Secondly, the senior management improved the level of operation and management. The senior management accelerated the transformation of business lines, established a strategic customer system, deepened the construction of service channels, proactively improved business, customer and product structures, coordinated the development in terms of industry, product and region, and promoted the stable development of CBHB Wealth Management.

Thirdly, the senior management strengthened comprehensively risk management and control. The senior management reinforced risk preference and constraints, implemented unified credit management under regulatory requirements, increased efforts in the recovery and disposal of distressed assets, established a preliminary consolidated credit management framework, optimized the organizational structure for credit approval, deepened liquidity risk management, and conducted regular stress tests.

Fourthly, the senior management strengthened internal control and compliance management. The senior management facilitated regulatory inspections and rectification of reported issues, strengthened internal control, compliance and audit capabilities, promoted the construction of the anti-money laundering center, maintained the tough stance for case prevention, strengthened employee behavior management, reinforced accountability, and optimized legal risk prevention mechanism.

Fifthly, the senior management elevated the level of lean management. The senior management promoted the implementation of the new capital regulations, formulated capital management plans, refined asset and liability management, focused on cost reduction and efficiency enhancement, enhanced the performance appraisal system, and strengthened data governance, technology empowerment and operational support.

(II) Matters of concern

In accordance with the relevant regulatory requirements and the operation and management of the Bank, the Board of Supervisors reminded the senior management to pay attention to the following aspects.

Firstly, the senior management should promote the implementation of the overall plan to deepen reform, transformation, revitalization to achieve high-quality development as soon as possible, speed up the mitigation of outstanding risks, and improve the efficiency of capital operation.

Secondly, the senior management should pay attention to the risk management of off-balance sheet business and conduct off-balance sheet business in a standardized manner in accordance with the Measures for the Management of Off-Balance-Sheet Business Risks of Commercial Banks.

Thirdly, the senior management should strengthen liquidity risk management, improve forward-looking and refined management levels, and ensure liquidity safety.

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Fourthly, the senior management should put the Guidelines for the Stress Testing of Commercial Banks in place, conduct stress testing as to operational risks, and improve the effectiveness of management of stress testing results as to various risks.

Fifthly, the senior management should improve the data quality management and control mechanism, enhance the methods for employee behavior management, and further boost the effectiveness of data governance and employee behavior management.

IV. Assessment Opinions on the Performance of Duties of Senior Management Members in 2023

All members of the senior management consciously safeguarded the interests of the Bank and were not found to have violated their fiduciary duties by accepting benefits related to the Bank's transactions or seeking for themselves or others any business opportunities that are due to the Bank in the course of performing their duties. In 2023, the key performance indicators of the Group in terms of cost-to-income ratio, non-performing loan ratio, capital adequacy ratio, leverage ratio and case risk were in line with the budget requirements of the Board of Directors, while allowance coverage ratio and allowance to gross loan ratio complied with regulatory requirements.

(I) Assessment opinions on the performance of duties of President QU Hongzhi in 2023

In 2023, under the requirements of relevant laws and regulations, regulatory requirements, the Articles of Association of the Bank and the authorization by the Board of Directors, President QU Hongzhi implemented the planning of the Party committee of the head office, and implemented the resolutions of the Board of Directors. He diligently performed his duties within his remit as the President. He steadily facilitated the transformation and revitalization for high-quality development, strengthened overall asset and liability management, actively improved the business structure, formulated and implemented various measures to support the development of the real economy, coordinated and facilitated the recovery and disposal of distressed assets, and vigorously reduced costs and enhanced efficiency. Focusing on the principal responsibilities and business of banking and under his leadership, three major business lines accomplished new achievements in operation and development, which facilitated the stable development of CBHB Wealth Management. He continuously reinforced risk preferences and constraints, enhanced the unified comprehensive credit and credit risk limit management, promoted the optimization of credit approval and post-loan management, enhanced the capability of intelligent risk control and improved the authorization management system. He disseminated the concept of compliance, strengthened the assessment and evaluation of internal control and compliance, increased the accountability for non-compliance, established an employee behavior management system, deepened behavioral restraints, promoted the construction of the anti-money laundering center, and continued to strengthen the day-to-day management and supervision of internal control and compliance. He systematically promoted the smooth implementation of the new capital regulations, formulated medium to long-term capital

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plans, deepened the application of economic capital assessment, optimized resource allocation, improved the liquidity risk management system, safeguard liquidity safety and optimized indicators, made progress in key tasks in data governance, and facilitated the continuous enhancement of operational support and protection capabilities.

In accordance with the relevant requirements of the Guidelines on the Work of the Board of Supervisors of Commercial Banks and the Measures on Assessment of the Performance of Duties of Senior Management Members of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated President QU Hongzhi competent in terms of his performance of duties in 2023.

Based on relevant regulatory opinions, the Board of Supervisors reminded that attention should be paid to overall risk management, liability management, and employee, branch and sub-branch management.

(II) Assessment opinions on the performance of duties of Vice President DU Gang in 2023

In 2023, in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank, Vice President DU Gang implemented the planning of the Party committee of the head office, the resolutions of the Board of Directors and the decisions of the president's office meetings, and performed the corresponding management responsibilities in his charge within the terms of reference according to his work assignment. He led the financial market line to take into account profitability, liquidity and safety, promoted the orderly operation and development of CBHB Wealth Management, continued to strengthen financial management, and reduced fees and expenses. Focusing on the goal of "Revitalizing the Existing Assets, Cultivating Incremental Assets and Improving Asset Quality", he organized and implemented the "Bond Center" business plan, implemented regulatory opinions and strengthened the compliance management of the capital operation center. He promoted the implementation of the new capital regulations in the Bank, implemented organizational and systemic protection, assisted in the formulation of medium to long-term capital planning and the development plan for reform, transformation and revitalization, promoted the implementation of the light capital transformation strategy under the new regulations, and proactively reported to, communicated with and obtain support from regulatory authorities. He strengthened data and information management and system construction, initiated the implementation of the quantitative trading system project, established the agency fund trading system, promoted the construction of the new generation of integrated funds management system, optimized customer information in existing systems, and enhanced the quality and efficiency of the data filed to regulatory authorities. He diligently performed his duties as the secretary to the Board of Directors, organized and arranged Shareholders' general meeting, and the meetings of the Board of Directors and its special committees in accordance with the law, and completed the preparation and disclosure of periodic reports and other statutory disclosure announcements.

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In accordance with the relevant requirements of the Guidelines on the Work of the Board of Supervisors of Commercial Banks and the Measures on Assessment of the Performance of Duties of Senior Management Members of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated DU Gang, Vice President and secretary to the Board of Directors, competent in terms of his performance of duties in 2023.

Based on relevant regulatory opinions, the Board of Supervisors reminded that attention should be paid to capital adequacy, risk control of financial assets and compliance of the wealth management business.

(III) Assessment opinions on the performance of duties of Vice President ZHAO Zhihong in 2023

In 2023, in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank, Vice President ZHAO Zhihong implemented the planning of the Party committee of the head office, the resolutions of the Board of Directors and the decisions of the president's office meetings, and performed the corresponding management responsibilities within the terms of reference according to his work assignment. He led the departments in his charge to implement the "Risk Control Compliance Strategy", promoted the inspection of rectification by the municipal Party committee, focused on solving key issues in risk management, launched the "Distressed Asset Recovery Special Task", and promoted the mitigation of outstanding risks by disposal. He continued to strengthen comprehensive risk management, and drafted the "Measures for Comprehensive Risk Management of CHINA BOHAI BANK CO., LTD.", which included concentration risks, ESG risks, money laundering risks, outsourcing risks, counterparty credit risks, modeling risks, consumer rights protection, collateral management and data security in the comprehensive risk management system. He orderly implemented the "Risk Management 30+" key projects, strengthened unified credit control and monitoring of risk preferences and indicators, reinforced the "three reviews" management requirements for credit granting, deepened the guidance on credit policy, expanded the application of digital risk control, and optimized the organizational structure for credit approval. He continued to improve the internal control and compliance management mechanism, promoted intelligent compliance, strengthened case prevention management, and focused on the identification of accountability for projects that incurred significant losses and involved major non-compliance issues in recent years. He coordinated the formulation of laws, strategic management, equity investment and comprehensive research.

In accordance with the relevant requirements of the Guidelines on the Work of the Board of Supervisors of Commercial Banks and the Measures on Assessment of the Performance of Duties of Senior Management Members of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated ZHAO Zhihong, Vice President and the chief risk management officer, competent in terms of his performance of duties in 2023.

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Based on relevant regulatory opinions, the Board of Supervisors reminded that attention should be paid to credit management, recovery of distressed assets, business continuity management and anti-money laundering compliance management.

(IV) Assessment opinions on the performance of duties of Vice President XIE Kai in 2023

In 2023, in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank, Vice President XIE Kai implemented the planning of the Party committee of the head office, the resolutions of the Board of Directors and the decisions of the president's office meetings, and performed the corresponding management responsibilities within the terms of reference according to his work assignment. He actively practiced the people's nature of financial work and coordinated the orderly development of retail business in terms of size, efficiency and effectiveness. He continued to acquire and expand customers, focused on customer base management, and actively implemented a tiered and segmented management strategy to strengthen the retail customer base. He increased the adjustment of retail assets and promoted the compliant development of Internet loan business and maintained balance between returns and risks. He strengthened the professional capacity building of the wealth business and further enhanced the operational capability of the wealth business. He continued to promote channel and scenario construction and strengthened the operational capabilities of core channels such as physical outlets, mobile banking, remote banking and cloud outlets. He implemented national and industry standards, improved the data governance and data security system, improved the data governance and control system, strengthened data quality control, and actively empowered the business transformation and development by digitalization transformation. He strengthened the building of network operation capacity and enhanced the comprehensive capability of operational support. He organized and launched special production safety campaigns and fulfilled production safety management responsibilities. He strengthened the refined management of logistic support and promoted cost reduction and efficiency increase.

In accordance with the relevant requirements of the Guidelines on the Work of the Board of Supervisors of Commercial Banks and the Measures on Assessment of the Performance of Duties of Senior Management Members of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Vice President XIE Kai competent in terms of his performance of duties in 2023.

Based on relevant regulatory opinions, the Board of Supervisors reminded that attention should be paid to management of Internet loan business, compliance management of fund sales, data quality of the credit reference system, and complaints on the personal loan business.

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(V) Assessment opinions on the performance of duties of Vice President JIN Chao in 2023

In 2023, in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank, Vice President JIN Chao implemented the planning of the Party committee of the head office, the resolutions of the Board of Directors and the decisions of the president's office meetings, and performed the corresponding management duties within the terms of reference according to his work assignment. Focusing on serving the national strategy and the "Ten Actions" of Tianjin, he identified the key points of business transformation and development, and achieved new results in promoting the high-quality development of the Company's business lines. Strengthening industry co-ordination, expanded the main line of business around customer marketing, focusing on key industries such as new energy, scientific and technological innovation finance, and biopharmaceuticals, establishing a service system with three maps of "customers, products and operations", and promoting the enhancement of in-depth management capabilities in the industry and for strategic customers. He identified special target customer segments, strengthened list-based precision marketing, and utilized the head office's corporate marketing system and visitor system to manage and track target customers and key projects throughout the entire process. He assisted in branch self-improvement projects, promoted the establishment of a dedicated liaison mechanism for regional managers, launched branch business promotion and coordination services, tracked and mapped branch assets and liabilities and project reserves on a regular basis, and optimized the distribution of branch assets and liabilities. He utilized lightweight trade finance assets to save risk capital and increase resource investment to support the real economy. He continued to strengthen internal control and compliance management to promote the healthy and orderly business development.

In accordance with the relevant requirements of the Guidelines on the Work of the Board of Supervisors of Commercial Banks and the Measures on Assessment of the Performance of Duties of Senior Management Members of CHINA BOHAI BANK CO., LTD., the Board of Supervisors rated Vice President JIN Chao competent in terms of his performance of duties in 2023.

Based on relevant regulatory opinions, the Board of Supervisors reminded that attention should be paid to issues such as the management of fund custody business, the authenticity investigation of trade background and the management of inclusive loans to small and micro enterprises.

The report is hereby made.

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2023 REPORT ON SELF-EVALUATION OF THE BOARD OF SUPERVISORS AND ASSESSMENT OF THE PERFORMANCE OF DUTIES OF SUPERVISORS OF CHINA BOHAI BANK CO., LTD.

In accordance with the Guidelines on the Work of the Board of Supervisors of Commercial Banks, the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and relevant regulations of the Bank, the Board of Supervisors organized the Office of the Board of Supervisors to conduct the 2023 self-evaluation of the Board of Supervisors and assessment of the performance of duties of Supervisors from January to February in 2024. The self-evaluation and assessment were issued as follows:

I. 2023 Self-evaluation of the Board of Supervisors

The Board of Supervisors conducted the 2023 self-evaluation of the work of the Board of Supervisors with the self-evaluation focusing on three dimensions, including the performance of supervision responsibility, legal operations and providing independent opinions, with reference to its daily work, and finally developed the 2023 self-evaluation opinions on the Board of Supervisors, the main contents of which are as follows:

In 2023, the Board of Supervisors of the Bank strictly followed relevant laws and regulations, regulatory requirements and the Articles of Association of the Bank, focused on preventing and mitigating financial risks and the implementation of regulatory opinions and new regulatory regulations, enhanced the quality of supervision by the Board of Supervisors, and promoted the improvement of the effectiveness of corporate governance, thus playing a positive role in promoting the Bank's deepening reform, transformation, and revitalization to achieve high-quality development.

Firstly, the Board of Supervisors effectively performed various supervisory functions. The Board of Supervisors deepened the follow-up supervision work, set time nodes for the implementation of rectification and feedback, and continuously carried out follow-up supervision work, so as to urge the Board of Directors and the senior management to proactively rectify the issues identified by regulatory inspections. It organized and carried out the assessment of the performance of duties of the Board of Directors, the senior management and their members for 2022, reported the results of the assessment of the performance of duties to the Shareholders' general meeting and regulatory authorities on a timely basis, and notified the Board of Directors and the senior management, so as to motivate the Directors and members of the senior management to perform their duties diligently in accordance with the laws and regulations. It implemented the post-office audits of Directors in accordance with the resolutions of the Board of Directors. The Board of Supervisors earnestly performed its supervisory duties in respect of finance, internal control and compliance, and risk management by adopting various methods such as designating representatives to attend important operation and management meetings of the Board of Directors, its special committees and the senior management, reviewing periodic reports, conducting audit supervision and in-depth research

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and inspection in branches and sub-branches. The working institutions were guided to conduct special audits on the Bank's management of related party transactions, comprehensive risk management, bank acceptance bill business, capital management, anti-money laundering work, the implementation of the expected credit loss method by commercial banks, performance-based compensation management, wealth management business and consumer rights protection for 2022, and put forward audit findings and recommendations in respect of system construction, process optimization and personnel management, so as to continuously improve the effectiveness of risk management. The Board of Supervisors paid close attention to the implementation of the new regulatory requirements, sent the Board of Directors and the senior management the Letter on Stepping Up the Implementation of New Supervisory Regulations to Strengthen Sound Operations, and listened to quarterly reports on the initiatives relating to the implementation of new regulatory requirements. It held meetings to listen to the Report on the Implementation of the Rectification and Accountability Results of the On-Site Inspection Opinion Letter on the Follow-up Assessment of the Rectification and Improvement of the Effectiveness of Risk Management and Internal Control and the Report on Comprehensive Implementation of 2022 Regulatory Reporting of China Bohai Bank, and to put forward targeted rectification opinions and suggestions to the Board of Directors and the senior management to speed up rectification of issues identified by regulatory authorities.

Secondly, the Board of Supervisors operated the Board of Supervisors and its special committees in compliance with laws and regulations. The Board of Supervisors strictly implemented the requirements of regulatory laws and regulations and the provisions of the Bank's corporate governance system, convened regular meetings, and met the regulatory requirements on the number, procedures and rate of Supervisors' personal attendance of meetings. Through a detailed agenda arrangement and listening to special reports, it further strengthened the efficiency of supervision and discussion. It convened 9 meetings of the Board of Supervisors and its special committees throughout the year, considered 11 resolutions including the Bank's periodic reports, the Board of Supervisors' work report, the Board of Supervisors' work plans, the internal control evaluation report, independent opinions on relevant matters and annual performance evaluation reports, listened to 76 reports on the implementation of rectification based on regulatory notification and on-site inspections, the implementation of the Administration Measures for the Implementation of the Expected Credit Loss Method by Commercial Banks and the new capital regulations, the work on consumer rights protection, and the audit of the management of performance-based remuneration, and put forward 77 specific opinions and recommendations to the Board of Directors and the senior management in respect of the supervision of the implementation of regulatory opinions, the distressed asset resolution, the enhanced reputational risk management, the anti-money laundering management, and data governance.

Thirdly, the Board of Supervisors provided objective and fair independent opinions. The Board of Supervisors provided objective and fair independent opinions on the Bank's legal operations, financial reporting, use of proceeds, acquisition and disposals of assets, related party transactions, internal control and implementation of resolutions of the Shareholders' general meeting in 2022, reported to the Shareholders' general meeting on time and made a disclosure in the annual report in accordance with relevant regulations.

II. 2023 Assessment of the Performance of Duties of Supervisors

According to the Measures on Assessment of the Performance of Duties of Supervisors of CHINA BOHAI BANK CO., LTD. and the procedures for self-evaluation and mutual evaluation of Supervisors and evaluation by the Board of Supervisors, the Bank conducted a 2023 comprehensive performance evaluation of the five incumbent Supervisors from five dimensions including performance of the duty of loyalty, performance of the duty of diligence, professionalism of duty performance, independence of duty performance and ethical standards, and compliance of duty performance, and produced suggestions for the results of the duty performance evaluation of Supervisors in 2023, the main contents of which were as follows:

In 2023, all Supervisors of the Board of Supervisors of the Bank were able to fulfill their duty of loyalty and perform their duties in compliance with regulations. All Supervisors reported to the Bank the information on their part-time positions, shareholdings in the Bank, related party relationships, acting-in-concert relationships and changes in a timely manner, complied with the relevant regulations on related party transactions and recusal from performance of duties, fulfilled anti-money laundering and anti-terrorist financing obligations, and effectively safeguarded the Bank's interests. No Supervisor was found to have accepted improper benefits or taken advantage of their position as Supervisors for personal gain during their performance of duties, nor did they disclosed commercial secrets related to the Bank, concealed problems that they discovered or engaged in other acts in breach of duty of loyalty. All Supervisors attended meetings and discussed relevant matters and exercised their voting rights and supervisory powers in accordance with the laws and regulations, pay close attention to the opinions and suggestions for the Bank by the regulatory authorities and external auditors, and promoted the Board of Directors and the senior management's implementation of the regulatory opinions and the rectification and accountability of the relevant problems. No Supervisor was imposed on administrative penalty or disciplinary action by the regulatory authorities due to issues in performing their duties.

(I) Employees' representative Supervisors

All employees' representative Supervisors of the Bank abided by high standards of professional ethics, performed their duties independently and promoted the Bank's protection of the legitimate rights and interests of stakeholders and actively fulfilled its social responsibilities.

1. Assessment opinions on the performance of duties of Supervisor WANG Chunfeng in 2023

In 2023, Supervisor WANG Chunfeng performed his duties as the chairman of the Board of Supervisors, an employees' representative Supervisor and a member of the Nomination Committee in accordance with relevant laws and regulations, regulatory requirements and the Articles of Association of the Bank.

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In terms of the performance of the duty of diligence, Supervisor WANG Chunfeng organized the Board of Supervisors to perform its supervisory duties, signed the reports and other important documents of the Board of Supervisors, and reported to the Shareholders' general meeting on behalf of the Board of Supervisors; as the deputy Party secretary of the head office, he strictly implemented the decisions of the Party organization and effectively promoted the communication of information between the Party committee and the Board of Supervisors during the supervision; he exercised the powers as a convener of the Board of Supervisors, presided over the meetings of the Board of Supervisors, the rate of personal attendance at on-site meetings of the Board of Supervisors was in line with the regulatory requirements and attended in person all the meetings of the Nomination Committee under the Board of Supervisors during the year; he attended the Shareholders' general meeting, the meetings of the Board of Directors and important meetings of the senior management on operation of the Bank, and carried out daily performance supervision; he listened to the opinions and suggestions from employees on the policies and procedures or major issues related to the immediate interests of the employees, and debriefed and reported his work to the employee representative meeting on a regular basis; he led the team to 6 branches or sub-branches for research and carefully reviewed 99 information reports sent by the Bank to Supervisors during inter-session periods.

In terms of professionalism in performing his duties, Supervisor WANG Chunfeng fully utilized his advantages in financial expertise and being familiar with the operation and management of the Bank, improved the supervisory mechanism, and promoted the Board of Supervisors to continuously improve the quality and efficiency of supervision; he guided the working institutions to carry out 9 audit supervision sessions on comprehensive risk management, bank acceptance bill business, capital management, anti-money laundering, the implementation of the expected credit loss method by commercial banks, and performance-based remuneration management in accordance with the working plan of the Board of Supervisors in 2023; he paid close attention to the recovery and disposal of distressed assets of the Bank, the deepening reform, transformation, and revitalization for high-quality development, the implementation of new regulatory regulations, the case of the bills of Nanjing branch, and other issues, attended 11 special meetings on these issues and guided the secretarial organization to send the Letter on Stepping Up the Implementation of New Supervisory Regulations to Strengthen Sound Operations to urge the Board of Directors and the senior management to strengthen sound operations; he put forward opinions and suggestions on the implementation of the opinions of regulatory inspections and notification, enhancement of the effectiveness of internal control, capital management, comprehensive risk management, external investment management, anti-money laundering management, consumer rights protection and other matters in the course of performing his duties; he participated in the special training on topics such as new regulatory requirements, corporate governance, anti-money laundering and financial consumer rights protection organized by the Bank for Supervisors to continuously improve his ability and standard in performing his duties.

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2. *Assessment opinions on the performance of duties of Supervisor MA Shuming in 2023*

In 2023, Supervisor MA Shuming performed his duties as an employees' representative Supervisor and a member of each of the Nomination Committee and the Supervision Committee in accordance with relevant laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Supervisor MA Shuming was able to devote sufficient time and effort to perform his duties, and attended in person all the meetings of the Board of Supervisors and the Nomination Committee and the meetings of the Supervision Committee that he should attend during the year, and the rate of personal attendance at on-site meetings of the Board of Supervisors was in line with the regulatory requirements, and presided over the meetings of the Board of Supervisors as authorized by the chairman of the Board of Supervisors; he actively attended the Bank's Shareholders' general meetings, meetings of the Board of Directors and its special committees, the president's office meetings, 2023 work meetings, first quarter work meetings and mid-year work meeting and other meetings, and provided on-site supervision of the performance of duties by the Board of Directors, the senior management and their members; as a member of each of the Nomination Committee and the Supervision Committee, he participated in the work of these committees, carefully reviewed 99 information reports sent by the Bank to Supervisors, and visited 7 branches to conduct field research during inter-session periods; he listened to the opinions and suggestions from employees on matters related to the immediate interests of the employees, and debriefed and reported his work to the employee representative meeting on a regular basis.

In terms of professionalism in performing his duties, Supervisor MA Shuming fully utilized his advantages in being familiar with the operation and management of the Bank, promoted the Board of Supervisors to improve the effectiveness of supervision in line with the Bank's sound operations and long-term interests, put forward professional opinions and suggestions on the implementation of regulatory opinions, strengthening of internal control and compliance management, comprehensive risk management, the rectification of issued identified by internal and external inspections, consumer rights protection and other matters with reference to inspection and supervision work in the course of performing his duties; he participated in the special training on topics such as new regulatory requirements, corporate governance, anti-money laundering and financial consumer rights protection organized by the Bank for Supervisors to further improve his ability and standard in performing his duties.

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(II) External Supervisors

All external Supervisors of the Bank abided by high standards of professional ethics and performed their duties with integrity and independence. In the process of supervision, they were free from influence of substantial Shareholders, members of the senior management and other entities or individuals with an interest in the Bank, and focused on safeguarding the legitimate rights and interests of small and medium Shareholders and other stakeholders.

1. Assessment opinions on the performance of duties of Supervisor QI Ershi in 2023

In 2023, Supervisor QI Ershi performed his duties as an external Supervisor and the chairperson of the Nomination Committee in accordance with relevant laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Supervisor QI Ershi was able to devote sufficient time and effort to perform his duties, and attended in person all the meetings of the Board of Supervisors during the year, and the rate of personal attendance at on-site meetings of the Board of Supervisors was in line with the regulatory requirements; he provided on-site supervision of the operation of the Board of Directors and the performance of duties by the Directors and attended the Bank's Shareholders' general meetings, and meetings of the Board of Directors and its special committees as required; he attended 13 on-site meetings during the year and reviewed 201 resolutions and reports before the meetings; as the chairperson of the Nomination Committee under the Board of Supervisors, he organized and convened 2 meetings of special committees and formed collective opinions for submission to the Board of Supervisors; he paid continuous attention to the operation and development of the Bank, reviewed 99 information reports on internal control and compliance risk warning and others during inter-session periods, and visited 4 branches to conduct field research.

In terms of professionalism in performing his duties, based on his position at the special committee and his professional expertise, Supervisor QI Ershi carefully studied and made prudent judgments on matters submitted to the Board of Supervisors and the Nomination Committee for consideration, and expressed opinions or put forward opinions and suggestions to the Board of Directors and the senior management on matters such as capital management, comprehensive risk management, basic management of compliance operation, incentive and restraint mechanism, and anti-money laundering management in a timely manner during his tenure to assist the Board of Supervisors to give full play to its supervisory role; he participated in the special training on topics such as new regulatory requirements, corporate governance, anti-money laundering and financial consumer rights protection organized by the Bank for Supervisors to continuously improve his ability and standard in performing his duties.

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2. *Assessment opinions on the performance of duties of Supervisor DIAO Qinyi in 2023*

In 2023, Supervisor DIAO Qinyi performed his duties as an external Supervisor and the chairperson of the Supervision Committee in accordance relevant with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Supervisor DIAO Qinyi was able to devote sufficient time and effort to perform his duties, and attended in person all the meetings of the Board of Supervisors during the year, and the rate of personal attendance at on-site meetings of the Board of Supervisors was in line with the regulatory requirements; he provided on-site supervision of the operation of the Board of Directors and the performance of duties by the Directors and actively attended the Bank's Shareholders' general meetings, and meetings of the Board of Directors and its special committees; he attended 19 on-site meetings during the year and reviewed 201 resolutions and reports before the meetings; as the chairperson of the Supervision Committee under the Board of Supervisors, he organized and convened 3 meetings of special committees and formed collective opinions for submission to the Board of Supervisors; he paid continuous attention to the operation and development of the Bank, reviewed 99 information reports on internal control and compliance risk warning and others during inter-session periods, and visited 4 branches to conduct field research.

In terms of professionalism in performing his duties, based on his position at the special committee and his professional expertise, Supervisor DIAO Qinyi carefully studied and made prudent judgments on matters submitted to the Board of Supervisors and the Supervision Committee for consideration, and expressed opinions or put forward opinions and suggestions to the Board of Directors and the senior management on matters such as rectification of issues identified during on-site inspections by regulatory authorities, the effectiveness of internal control, capital management, concentration management, the implementation of new regulatory requirements, the asset and liability management, audit supervision, evaluation of development strategy, consumer rights protection, recovery and disposal of non-performing assets and anti-money laundering management in a timely manner; he participated in the special training on topics such as new regulatory requirements, corporate governance, anti-money laundering and financial consumer rights protection organized by the Bank for Supervisors to continuously improve his ability and standard in performing his duties.

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3. *Assessment opinions on the performance of duties of Supervisor HUI Yung Chris in 2023*

In 2023, Supervisor HUI Yung Chris performed his duties as an external Supervisor and a member of the Supervision Committee in accordance with relevant laws and regulations, regulatory requirements and the Articles of Association of the Bank.

In terms of the performance of the duty of diligence, Supervisor HUI Yung Chris was able to devote sufficient time and effort to perform his duties, and attended in person all the meetings of the Board of Supervisors and the Supervision Committee during the year, and the rate of personal attendance at on-site meetings of the Board of Supervisors was in line with the regulatory requirements; he provided on-site supervision of the operation of the Board of Directors and the performance of duties by the Directors and actively attended the Bank's Shareholders' general meetings, and meetings of the Board of Directors and its special committees; he attended 15 on-site meetings during the year and reviewed 201 resolutions and reports before the meetings; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the Supervision Committee, reviewed 99 information reports on internal control and compliance risk warning and others during inter-session periods, and visited 4 branches to conduct field research.

In terms of professionalism in performing his duties, based on his position at the special committee and his professional expertise, Supervisor HUI Yung Chris carefully studied and made prudent judgments on matters submitted to the Board of Supervisors and the Supervision Committee for consideration, and expressed opinions or put forward opinions and suggestions to the Board of Directors and the senior management on matters such as rectification and accountability of issued identified by regulatory inspections, the implementation of new regulatory requirements, enhancement of internal control management, capital management, risk management, consumer rights protection and anti-money laundering management in a timely manner during his tenure to assist the Board of Supervisors to give full play to its supervisory role; he participated in the special training on topics such as new regulatory requirements, corporate governance, anti-money laundering and financial consumer rights protection organized by the Bank for Supervisors to continuously improve his ability and standard in performing his duties.

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Based on the above, in accordance with the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Measures on Assessment of the Performance of Duties of Supervisors of CHINA BOHAI BANK CO., LTD., it is suggested that the Supervisors including WANG Chunfeng, QI Ershi, DIAO Qinyi, HUI Yung Chris and MA Shuming should be rated as **competent** in the 2023 assessment of performance of duties.

The report is hereby made.

Schedule: Summary of the Evaluation of the Work of the Board of Supervisors in 2023 by the Supervisors of CHINA BOHAI BANK CO., LTD.

Schedule:

Summary of the Evaluation of the Work of the Board of Supervisors in 2023 by the Supervisors of CHINA BOHAI BANK CO., LTD.

	WANG Chunfeng	QI Ershi	DIAO Qinyi	HUI Yung Chris	MA Shuming
Do you think the overall work of the Board of Supervisors was qualified in the performance of duty supervision, financial supervision, internal control supervision, risk management supervision, operating the Board of Supervisors and its special committees in accordance with laws and regulations, and providing independent opinions on relevant matters of the Bank in 2023?	Qualified	Qualified	Qualified	Qualified	Qualified

REPORT OF THE BOARD OF SUPERVISORS ON INDEPENDENT OPINIONS ON RELATED MATTERS IN 2023

For the independent opinions on related matters in 2023 of the Board of Supervisors of CHINA BOHAI BANK CO., LTD., please refer to the section “Report of the Board of Supervisors” of the Bank’s 2023 annual report.

NOTICE OF 2023 ANNUAL GENERAL MEETING



CHINA BOHAI BANK CO., LTD. 渤海銀行股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 9668)

NOTICE OF 2023 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2023 annual general meeting of CHINA BOHAI BANK CO., LTD. (the “**Bank**”) (the “**2023 AGM**”) will be held at Meeting Room 6702, China Bohai Bank Tower, 218 Haihe East Road, Hedong District, Tianjin, China at 2:00 p.m. on Friday, June 28, 2024 for the purpose of considering, and if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. Report of the Board of Directors for 2023 of CHINA BOHAI BANK CO., LTD.
2. Report of the Board of Supervisors for 2023 of CHINA BOHAI BANK CO., LTD.
3. Report of Final Financial Accounts for 2023 of CHINA BOHAI BANK CO., LTD.
4. Profit Distribution Plan for 2023 of CHINA BOHAI BANK CO., LTD.
5. Financial Budget Report for 2024 of CHINA BOHAI BANK CO., LTD.
6. Adjustments to the Investment Plan for 2023 of CHINA BOHAI BANK CO., LTD.
7. Investment Plan for 2024 of CHINA BOHAI BANK CO., LTD.
8. Remuneration of Mr. LI Fuan for 2022
9. Election of Ms. WANG Aijian as an Independent Non-executive Director
10. Election of Mr. LIU Junmin as an Independent Non-executive Director
11. Election of Mr. GAO Degao as an Independent Non-executive Director
12. Election of Mr. LIU Lanbiao as an Independent Non-executive Director
13. Election of Ms. DU Huibin as an external Supervisor

The detailed resolutions mentioned above are set out in the Bank’s circular dated June 7, 2024 in respect of convening the 2023 AGM.

NOTICE OF 2023 ANNUAL GENERAL MEETING

The following reports will also be listened to at the 2023 AGM by way of written reports:

Report on Resignation of Mr. ZHU Ning as an Independent Non-executive Director of the Bank

Report on Resignation of Mr. MAO Zhenhua as an Independent Non-executive Director of the Bank

Report on Resignation of Mr. MU Binrui as an Independent Non-executive Director of the Bank

Report on Resignation of Mr. CHI Guotai as an Independent Non-executive Director of the Bank

Report on Resignation of Mr. DIAO Qinyi as an external Supervisor of the Bank

Report on Resignation of Mr. QI Ershi as an external Supervisor of the Bank

2023 Special Report on Related Party Transactions of CHINA BOHAI BANK CO., LTD.

2023 Assessment Report on the Performance of Duties of the Board of Directors, Senior Management and their Members issued by the Board of Supervisors of CHINA BOHAI BANK CO., LTD.

2023 Report on Self-evaluation of the Board of Supervisors and Assessment of the Performance of Duties of Supervisors of CHINA BOHAI BANK CO., LTD.

Report of the Board of Supervisors on Independent Opinions on Related Matters for 2023

By order of the Board
CHINA BOHAI BANK CO., LTD.
WANG Jinhong
Chairman

June 7, 2024

As of the date of this notice, the Board comprises Mr. WANG Jinhong, Mr. QU Hongzhi, Mr. DU Gang and Mr. ZHAO Zhihong as executive directors; Mr. AU Siu Luen, Ms. YUAN Wei, Mr. DUAN Wenwu, Mr. HU Aimin and Mr. ZHANG Yunji as non-executive directors; and Mr. MAO Zhenhua, Mr. MU Binrui, Mr. TSE Yat Hong, Mr. ZHU Ning and Mr. SHUM Siu Hung Patrick as independent non-executive directors.

NOTICE OF 2023 ANNUAL GENERAL MEETING

Notes:

- 1 According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the voting of resolutions contained in the notice of 2023 AGM will be taken by poll.
- 2 In order to determine the shareholders who are entitled to attend the 2023 AGM, the register of members of the Bank has been closed from Wednesday, May 29, 2024 to Friday, June 28, 2024 (both days inclusive).
- 3 Shareholders who are entitled to attend and vote at the meeting may appoint one or more proxies to attend and vote on their behalves. A proxy need not be a shareholder of the Bank.
- 4 A shareholder shall entrust the proxy in writing. The written power of attorney shall be signed by the principal or by the proxy entrusted thereby in writing; if the principal is a legal person or other institution, the power of attorney shall be signed under the seal of the legal person or under the hand of its legal representative or other representative duly authorized.
- 5 If you intend to appoint a proxy to attend the 2023 AGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holders of H shares, the proxy form (together with a notarially certified copy of the power of attorney or other authority (if any) if this form of proxy is signed by a person on behalf of the appointor) should be returned to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. For holders of domestic shares, the above document(s) should be returned to the office of the board of directors of the Bank at 218 Haihe East Road, Hedong District, Tianjin, China, Postal Code: 300012; and in any event, not later than 24 hours before the time appointed for holding the 2023 AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the 2023 AGM or any adjournment thereof should you so wish and, in such event, the proxy form shall be deemed to have been revoked.
- 6 The meeting is expected to last for no more than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own traveling, dining and accommodation expenses. Shareholders or their proxies shall produce their identity documents when attending the meeting.