

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中國銀行股份有限公司
BANK OF CHINA LIMITED

(a joint stock company incorporated in the People's Republic of China with limited liability)
(the "Bank")
(Stock Code: 3988)

ANNOUNCEMENT

Resolutions of the Board of Directors

The Bank held an on-site meeting of the Board of Directors in Beijing on 29 August 2025. The meeting notice was sent to all Directors and Supervisors of the Bank by means of written documents and emails on 15 August 2025. Chairman Mr. Ge Haijiao chaired the meeting. 14 Directors were eligible to attend the meeting and 14 Directors attended the meeting in person. Non-voting attendees to the meeting included members of the Board of Supervisors and the Senior Management. The convening of the meeting is in compliance with applicable laws, administration regulations, bylaws, normative documents, including the *Company Law of the People's Republic of China*, and the *Articles of Association of Bank of China Limited* (the "**Articles of Association**"). The following proposals were considered and approved by open ballot by the Directors who were present at the meeting:

1. 2025 Interim Report of Bank of China Limited

For: 14 Against: 0 Abstain: 0

The Audit Committee of the Board of Directors of the Bank has reviewed the financial statements of the 2025 Interim Report of Bank of China Limited and agreed to submit it to the Board of Directors for approval.

For details, please refer to the relevant documents published on the websites of the Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Bank (www.boc.cn) on the same day.

2. Interim Profit Distribution Plan of Bank of China Limited for 2025

For: 14 Against: 0 Abstain: 0

Independent Non-executive Directors commented on this proposal as follows: We believe that the Interim Profit Distribution Plan of Bank of China Limited for 2025 is in compliance with the requirements of applicable laws and regulations as well as the Articles of Association and does not contain the circumstances that prejudice the interests of the Bank and shareholders. We agree with the Profit Distribution Plan and agree to submit the proposal to the Shareholders' Meeting for review and approval.

For details, please refer to the relevant announcement published on the websites of the Shanghai Stock Exchange (www.sse.com.cn) and the Bank (www.boc.cn) on the same day.

3. Application for Special Outbound Donation Limit

For: 14 Against: 0 Abstain: 0

Agree with the addition of a special outbound donation limit of RMB9 million for targeted support projects to the outbound donation limits already authorised to the Board of Directors by the Shareholders' Meeting, apply to the Shareholder's Meeting for authorising the Board of Directors to approve and handle the specific matters in relation to such donations, and approve the Board of Directors' delegation of the authority to the Senior Management to approve and handle the specific matters in relation to such donations.

Agree with the addition of a special outbound donation limit of RMB35.56 million for institutions in Hong Kong to the outbound donation limits already authorised to the Board of Directors by the Shareholders' Meeting, apply to the Shareholder's Meeting for authorising the Board of Directors to approve and handle the specific matters in relation to such donations, and approve the Board of Directors' delegation of the authority to the Senior Management to approve and handle the specific matters in relation to such donations. The addition of the special outbound donation limit includes RMB11.25 million for the BOCHK Science and Technology Innovation Prize Project, RMB15.3 million for the "Ancient Egypt Unveiled" Project, RMB4.78 million for the "Deepening University Cooperation to Strengthen Education in China" Series Cooperation Project, and RMB4.23 million for the Youth Patriotic Education Project of Love for the Motherland and Hong Kong.

4. Special Report of the Deposit, Management and Use of Proceeds Raised from the Offering of A-Shares to Specified Investors of Bank of China Limited

For: 14 Against: 0 Abstain: 0

For details, please refer to the relevant announcement published on the websites of the Shanghai Stock Exchange (www.sse.com.cn) and the Bank (www.boc.cn) on the same day.

5. Pillar 3 Disclosure Report for the First Half of 2025 of Bank of China Limited

For: 14 Against: 0 Abstain: 0

For details, please refer to the relevant documents published on the websites of the Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Bank (www.boc.cn) on the same day.

6. Revising the Procedural Rules of Five Special Committees Including the Strategic Development Committee of the Board of Directors and Adjusting the Names of Some Special Committees

For: 14 Against: 0 Abstain: 0

The Personnel and Remuneration Committee of the Board of Directors of the Bank has reviewed the revisions to its procedural rules and the adjustment to its name as set out in this proposal, and agreed to submit the above matters to the Board of Directors for approval.

The revisions to the procedural rules of the special committees and adjustments to certain committee names shall take effect upon the approval of the amendments to the Articles of Association by the National Financial Regulatory Administration.

7. Board Diversity Policy of Bank of China Limited (Revised in 2025)

For: 14 Against: 0 Abstain: 0

The Personnel and Remuneration Committee of the Board of Directors of the Bank has reviewed the proposal and agreed to submit it to the Board of Directors for approval.

8. Election of Ms. Lou Xiaohui as Vice Chairwoman of the Audit Committee of the Board of Directors of Bank of China

For: 13 Against: 0 Abstain: 0

Non-executive Director Ms. Lou Xiaohui recused herself from voting on such proposal due to conflict of interest.

The Personnel and Remuneration Committee of the Board of Directors of the Bank has reviewed the proposal and agreed to submit it to the Board of Directors for approval.

Ms. Lou Xiaohui shall serve as Vice Chairwoman of the Audit Committee of the Board of Directors of the Bank, with effect from the date of approval by the Board of Directors.

9. Implementation Plan on Performance Management for the Chairman of the Board of Directors, the President and Other Senior Management Members in 2025

The Personnel and Remuneration Committee of the Board of Directors of the Bank has reviewed the proposal and agreed to submit it to the Board of Directors for approval.

9.1 Implementation Plan on Performance Management for the Chairman of the Board of Directors in 2025

For: 13 Against: 0 Abstain: 0

Chairman Mr. Ge Haijiao recused himself from voting on such proposal due to conflict of interest.

9.2 Implementation Plan on Performance Management for the President in 2025

For: 13 Against: 0 Abstain: 0

President Mr. Zhang Hui recused himself from voting on such proposal due to conflict of interest.

9.3 Implementation Plan on Performance Management for Other Senior Management Members in 2025

For: 14 Against: 0 Abstain: 0

10. Appointment of Mr. Liu Chenggang as Executive Vice President of the Bank

For: 14 Against: 0 Abstain: 0

The Personnel and Remuneration Committee of the Board of Directors of the Bank has reviewed the proposal and agreed to submit it to the Board of Directors for approval.

Independent Non-executive Directors commented on this proposal as follows: We believe that the qualifications of Mr. Liu Chenggang and the procedures of the appointment are in compliance with the requirements of applicable laws and regulations as well as the Articles of Association. We agree with the Appointment of Mr. Liu Chenggang as Executive Vice President of the Bank.

The qualifications of Mr. Liu Chenggang to serve as Executive Vice President of the Bank are subject to the approval of the National Financial Regulatory Administration.

The biographic details of Mr. Liu Chenggang are as follows:

Mr. Liu Chenggang was born in 1972, and joined the Bank in 1994. From April 2024 to August 2025, he served as Vice President of BOC Hong Kong (Holdings) Limited. From March 2022 to August 2025, he served as Chief Financial Officer of BOC Hong Kong (Holdings) Limited. From October 2018 to January 2022, he served as General Manager of the Equity Investment and Subsidiary Management Department of the Bank. From January 2017 to October 2018, he served as General Manager of the Financial Management Department of the Bank. From November 2015 to January 2017, he served as General Manager of the Treasury of the Bank. Before that, he held a number of positions at the Bank, including Assistant General Manager and Chief Officer of the Financial Markets Department, Deputy General Manager (presiding over daily work) of the Treasury. He obtained a Bachelor's Degree in Economics in 1994 from Renmin University of China, a Master's Degree in Economics in 1999 from Research Institute of the People's Bank of China, and a Master's Degree in Applied Finance in 2003 from Macquarie University. He holds the qualification of Senior Accountant and is a CFA charterholder.

The aforementioned proposals 2 and 3 will be submitted to the Shareholders' Meeting of the Bank for consideration and approval. The notice and circular for the Shareholders' Meeting will be announced in due course.

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

Beijing, PRC
29 August 2025

As at the date of this announcement, the directors of the Bank are: Ge Haijiao, Zhang Hui, Liu Jin, Zhang Yong, Huang Binghua*, Liu Hui*, Shi Yongyan*, Lou Xiaohui*, Li Zimin*, Jean-Louis Ekra#, Giovanni Tria#, Liu Xiaolei#, Zhang Ran# and Ko Margaret#.*

* *Non-executive Directors*

Independent Non-executive Directors