THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in Agricultural Bank of China Limited, you should at once hand this circular and the enclosed proxy form and reply slip to the purchaser or the transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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中国农业银行
AGRICULTURAL BANK OF CHINA

AGRICULTURAL BANK OF CHINA LIMITED
中國農業銀行股份有限公司

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

(Stock Code: 1288)

ELECTION OF EXECUTIVE DIRECTOR
ELECTION OF NON-EXECUTIVE DIRECTORS
ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR
INTERIM PROFIT DISTRIBUTION PLAN FOR 2025
FINANCIAL BONDS ISSUANCE PLAN
ISSUANCE QUOTA OF CAPITAL INSTRUMENTS AND TOTAL LOSS-ABSORBING CAPACITY NON-CAPITAL BONDS
AND
NOTICE OF THE 2025 SECOND EXTRAORDINARY SHAREHOLDERS' MEETING

A notice convening the ESM to be held at the Bank's headquarters, No. 18B Jianguomen Nei Avenue, Dongcheng District, Beijing, the PRC at 2:50 p.m. on Friday, 28 November 2025 is set out on pages ESM-1 to ESM-3 of this circular.

A proxy form and a reply slip for use at the ESM are enclosed with this circular. Holders of H Shares who intend to attend the ESM by proxy are required to complete the proxy form in accordance with the instructions printed thereon and return the same to the Bank's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time designated for the ESM or any adjournment thereof (i.e. by 2:50 p.m. on Thursday, 27 November 2025). Completion and return of the proxy form will not preclude you from attending and voting at the ESM or any adjourned meeting should you so wish. Holders of H Shares who intend to attend the ESM in person or by proxy shall complete and return the reply slip in person, by mail or by fax to Computershare Hong Kong Investor Services Limited on or before Monday, 24 November 2025.

11 November 2025

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

"A Share(s)"	the domestic share(s) of RMB1.00 each in the issued share capital of the Bank, which are listed on the Shanghai Stock Exchange
"Bank"	Agricultural Bank of China Limited, a joint stock limited company incorporated in the PRC and the A Shares and H Shares of which are listed on the Shanghai Stock Exchange and the Hong Kong Stock Exchange, respectively, and Agricultural Bank of China, the predecessor of Agricultural Bank of China Limited (as applicable)
"Board"	the board of Directors of the Bank
"China" or "PRC"	the People's Republic of China
"Director(s)"	the director(s) of the Bank
"ESM"	the 2025 second extraordinary shareholders' meeting of the Bank to be held on Friday, 28 November 2025
"Group"	the Bank and its subsidiaries
"H Share(s)"	the overseas listed foreign share(s) of RMB1.00 each in the issued share capital of the Bank, which are listed on the Hong Kong Stock Exchange
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Listing Rules"	the *Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited*, as amended from time to time
"RMB"	Renminbi, the lawful currency of the PRC
"SFO"	*Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong), as amended from time to time
"Shareholder(s)"	the holder(s) of the shares of the Bank

中国农业银行
AGRICULTURAL BANK OF CHINA

AGRICULTURAL BANK OF CHINA LIMITED
中國農業銀行股份有限公司

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

(Stock Code: 1288)

Executive Directors
GU Shu
WANG Zhiheng
LIN Li

Non-Executive Directors
ZHOU Ji
LI Wei
LIU Xiaopeng
ZHANG Qi (張奇)

Independent Non-Executive Directors
WU Liansheng
WANG Changyun
JU Jiandong
ZHUANG Yumin
ZHANG Qi (張琦)
WONG Pui Sze Priscilla

Registered Office
No. 69, Jianguomen Nei Avenue
Dongcheng District
Beijing, PRC

Principal Place of Business in Hong Kong
25/F, Agricultural Bank of China Tower
50 Connaught Road Central
Hong Kong

11 November 2025

To the Shareholders,

Dear Sir or Madam,

ELECTION OF EXECUTIVE DIRECTOR
ELECTION OF NON-EXECUTIVE DIRECTORS
ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR
INTERIM PROFIT DISTRIBUTION PLAN FOR 2025
FINANCIAL BONDS ISSUANCE PLAN
ISSUANCE QUOTA OF CAPITAL INSTRUMENTS AND TOTAL LOSS-ABSORBING CAPACITY NON-CAPITAL BONDS
AND
NOTICE OF THE 2025 SECOND EXTRAORDINARY SHAREHOLDERS' MEETING

1 INTRODUCTION

The ordinary resolutions will be proposed at the ESM for approving: (i) the election of Mr. LIU Hong as an executive Director of the Bank; (ii) the re-election of Mr. ZHANG Qi (張奇) as a non-executive Director of the Bank; (iii) the election of Mr. ZHANG Hongwu as a non-executive Director of the Bank; (iv) the re-election of Mr. WANG Changyun as an independent non-executive Director of the Bank; and (v) the interim profit distribution plan for 2025.

The special resolutions will be proposed at the ESM for approving: (i) the financial bonds issuance plan; and (ii) the issuance quota of capital instruments and total loss-absorbing capacity non-capital bonds.

The purpose of this circular is to set out the notice of the ESM and to provide you with details regarding the resolutions mentioned above.

2 ELECTION OF MR. LIU HONG AS AN EXECUTIVE DIRECTOR OF THE BANK

Reference is made to the Bank's announcement on the resolutions of the Board dated 22 September 2025. The Board nominated Mr. LIU Hong as an executive Director of the Bank. The appointment of Mr. LIU Hong is subject to the consideration and approval by the ESM and the ratification of his qualification by the National Financial Regulatory Administration (the "**NFRA**"). His term of office as a Director shall be three years, commencing upon the date of ratification of his qualification by the NFRA.

Mr. LIU Hong, born in August 1968, holds a master's degree in public administration from Peking University and is a senior economist. He was appointed as an Executive Vice President of the Bank in August 2023, and has served as a deputy secretary of the Party Committee of the Bank since August 2025. He previously served in several positions in the Bank, such as the deputy general manager of the Human Resources Department, a deputy general manager of the Executive Office as well as the president and the editor-in-chief of China Urban-Rural Financial News (secondary department level), the general manager of the Office of the Board of Supervisors, a supervisor, the president of Qinghai Branch, an executive vice secretary of the Party Committee of the Head Office, the secretary of the Disciplinary Committee of the Head Office, the general manager of the Human Resources Department/County Area Banking & Inclusive Finance Human Resources Management Centre and the chief officer of County Area Banking Business of the Bank. He concurrently serves as the vice chairman of the China Foundation for Development of Financial Education and a director of National Society for the CPC Building Studies.

Mr. LIU Hong will not receive any Director's fee from the Bank during his term as an executive Director. His remuneration shall follow the relevant regulations and the relevant remuneration plan will be submitted to the shareholders' meeting of the Bank for consideration and approval after being approved in accordance with the relevant procedures. The remuneration of the Directors to be paid by the Bank will be disclosed in the annual report each year and the relevant announcements.

Save as disclosed above, Mr. LIU Hong did not hold any directorship in any other listed company or take up any post in any subsidiary of the Bank in the past three years, nor has any relationship with any other Director, senior management, substantial Shareholder or controlling Shareholder of the Bank. Furthermore, Mr. LIU Hong does not have any equity interest in the Bank within the meaning of Part XV of the SFO. Save as disclosed above, there is no other information relating to the election of Mr. LIU Hong as an executive Director of the Bank that shall be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any matters which need to be brought to the attention of the Shareholders.

This proposal has been reviewed and approved by the Board on 22 September 2025 and it is hereby submitted to the ESM for consideration as an ordinary resolution.

3 RE-ELECTION OF MR. ZHANG QI (張奇) AS A NON-EXECUTIVE DIRECTOR OF THE BANK

Reference is made to the Bank's announcement on the resolutions of the Board dated 30 October 2025. The Board nominated Mr. ZHANG Qi (張奇) to continuously serve as a non-executive Director of the Bank. The appointment of Mr. ZHANG Qi (張奇) to continue serving as a non-executive Director of the Bank is subject to the consideration and approval by the ESM. His term of office as a Director shall be three years, commencing upon the consideration and approval by the ESM.

Mr. ZHANG Qi (張奇), born in July 1972, holds a doctor's degree in economics from Dongbei University of Finance & Economics. He is currently working at Central Huijin Investment Ltd., and has served as a non-executive Director of the Bank since December 2022. He served as a non-executive director of China Construction Bank from July 2017 to December 2022, and a non-executive director of Bank of China from July 2011 to June 2017. He was a director clerk of the Central Expenditure Division One and Comprehensive Division of the Budget Department, deputy director and director of the Minister's Office under the General Office of the Ministry of Finance, the senior manager of the Office of China Investment Corporation, and the managing director of Equity Management Department I of Central Huijin Investment Ltd.

Mr. ZHANG Qi (張奇) will not receive any salary or Director's fee from the Bank during his term as a non-executive Director. The remuneration of the Directors to be paid by the Bank will be disclosed in the annual report each year and the relevant announcements.

Save as disclosed above, Mr. ZHANG Qi (張奇) did not hold any directorship in any other listed company or take up any post in any subsidiary of the Bank in the past three years, nor has any relationship with any other Director, senior management, substantial Shareholder or controlling Shareholder of the Bank. Furthermore, Mr. ZHANG Qi (張奇) does not have any equity interest in the Bank within the meaning of

Part XV of the SFO. Save as disclosed above, there is no other information relating to the election of Mr. ZHANG Qi (張奇) as a non-executive Director of the Bank that shall be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any matters which need to be brought to the attention of the Shareholders.

This proposal has been reviewed and approved by the Board on 30 October 2025 and it is hereby submitted to the ESM for consideration as an ordinary resolution.

4 ELECTION OF MR. ZHANG HONGWU AS A NON-EXECUTIVE DIRECTOR OF THE BANK

Reference is made to the Bank's announcement on the resolutions of the Board dated 30 October 2025. The Board nominated Mr. ZHANG Hongwu as a non-executive Director of the Bank. The appointment of Mr. ZHANG Hongwu is subject to the consideration and approval by the ESM and the ratification of his qualification by the NFRA. His term of office as a Director shall be three years, commencing upon the date of ratification of his qualification by the NFRA.

Mr. ZHANG Hongwu, born July 1970, holds a doctor's degree in economics from Dongbei University of Finance & Economics. He has served as a division deputy director, division director, and in deputy director-general level position of the Department of Treaty and Law, the Department of Science, Education and Culture and the General Office of the Ministry of Finance, a Party member and deputy director-general of the Department of Finance of the Xinjiang Uygur Autonomous Region, the deputy secretary of the Party Committee of Changji Hui Autonomous Prefecture (director-general level), an inspector of the General Office of the Ministry of Finance, a director-general of the Planning and Finance Bureau of the Office of the Central Cyberspace Affairs Commission (Cyberspace Administration of China), an inspector of the Department of Agriculture of the Ministry of Finance, the secretary of the Party Committee and chairman of the National Agricultural Credit Guarantee Alliance Co., Ltd., and a first-level inspector of the Cadre Education Center of the Ministry of Finance.

Mr. ZHANG Hongwu will not receive any salary or Director's fee from the Bank during his term as a non-executive Director. The remuneration of the Directors to be paid by the Bank will be disclosed in the annual report each year and the relevant announcements.

Save as disclosed above, Mr. ZHANG Hongwu did not hold any directorship in any other listed company or take up any post in any subsidiary of the Bank in the past three years, nor has any relationship with any other Director, senior management, substantial Shareholder or controlling Shareholder of the Bank. Furthermore, Mr. ZHANG Hongwu does not have any equity interest in the Bank within the meaning of Part XV of the SFO. Save as disclosed above, there is no other information relating to the election of Mr. ZHANG Hongwu as a non-executive Director of the Bank that shall be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any matters which need to be brought to the attention of the Shareholders.

This proposal has been reviewed and approved by the Board on 30 October 2025 and it is hereby submitted to the ESM for consideration as an ordinary resolution.

5 RE-ELECTION OF MR. WANG CHANGYUN AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF THE BANK

Reference is made to the Bank's announcement on the resolutions of the Board dated 30 October 2025. The Board nominated Mr. WANG Changyun to continuously serve as an independent non-executive Director of the Bank. The appointment of Mr. WANG Changyun to continue serving as an independent non-executive Director is subject to the consideration and approval by the ESM. His term of office as a Director shall be three years, commencing upon the consideration and approval by the ESM.

Mr. WANG Changyun, born in April 1964, holds a master's degree in Economics from Renmin University of China and a doctor's degree in financial economics from University of London. He currently serves as a professor in finance at the School of Finance, a supervisor for Ph.D. candidates, the director of the Institute of International M&A and Investment and a deputy director of ESG Research Center of Renmin University of China. He is a distinguished professor of the Chang Jiang Scholars Programme and entitled to Government Allowance granted by the State Council. He has served as an independent non-executive Director of the Bank since December 2022. He previously served as the dean of Hanqing Advanced Institute of Economics and Finance in Renmin University of China, and an independent non-executive director of Bank of China, Beijing Haohua Energy Resource Co., Ltd. and Sunway Co., Ltd. He concurrently serves as an independent non-executive director of China Cinda Asset Management Co., Ltd., Shenwan Hongyuan Securities Co., Ltd., Hexie Health Insurance Co., Ltd. and Aerospace Science and Technology Finance Co., Ltd., a vice president of China Investment Specialty Construction Association, an executive director of China Investment Association, a director of China Finance Association and special auditor of National Audit Office.

Mr. WANG Changyun will receive allowances during his term in accordance with the *Allowance Policy for Independent Directors of Agricultural Bank of China Limited*. The remuneration of the Directors to be paid by the Bank will be disclosed in the annual report each year and the relevant announcements.

Mr. WANG Changyun has confirmed that he meets the independence criteria set out in Rule 3.13(1) to (8) of the Listing Rules and has no past or present financial or other interests in the business of the Bank or its subsidiaries or any connection with any core connected person of the Bank, and there are no other factors that may affect his independence.

Save as disclosed above, Mr. WANG Changyun did not hold any directorship in any other listed company or take up any post in any subsidiary of the Bank in the past three years, nor has any relationship with any other Director, senior management, substantial Shareholder or controlling Shareholder of the Bank. Furthermore, Mr. WANG Changyun does not have any equity interest in the Bank within the meaning of Part XV of the SFO. Save as disclosed above, there is no other information relating to the election of Mr. WANG Changyun as an independent non-executive Director of the Bank that shall be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any matters which need to be brought to the attention of the Shareholders.

This proposal has been reviewed and approved by the Board on 30 October 2025 and it is hereby submitted to the ESM for consideration as an ordinary resolution.

Views from the Board and the Nomination and Remuneration Committee

To ensure that the Board has a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Bank's business and corporate governance, the Board has adopted the Bank's nomination policy, setting out the process and criteria of identifying potential candidates for the Directors and proposing election of Directors. The Nomination and Remuneration Committee, when forming their recommendations on the proposal of re-election of Mr. WANG Changyun as an independent non-executive Director, has been following the Bank's nomination policy, which was disclosed in the annual report of the Bank.

The Board is of the view that, Mr. WANG Changyun has extensive experience and solid professionalism in the fields of finance and investment, and is familiar with the corporate governance of listed commercial banks. As such, the track record and experience as well as professional strengths of him can enable him to contribute to the Board with his valuable views and facilitate the diversity of the Board. After reviewing the curriculum vitae and conducting assessment on the independence criteria pursuant to Rule 3.13 of the Listing Rules, the Board is satisfied with the independence of Mr. WANG Changyun as a candidate for independent non-executive Director.

6 INTERIM PROFIT DISTRIBUTION PLAN FOR 2025

Pursuant to relevant laws and regulatory requirements, the interim profit distribution plan for 2025 is proposed as follows:

The net profit attributable to the equity holders of the Bank for the first half of 2025 was RMB139,510 million, and the total cash dividend to be distributed to ordinary Shareholders will be RMB41,823 million (tax inclusive), accounting for 30.0% of the net profit attributable to the equity holders of the Bank for the first half of 2025. Based on 349,983,033,873 ordinary Shares as at 30 June 2025, the 2025 interim cash dividend is RMB1.195 per ten Shares (tax inclusive).

The 2025 interim cash dividend distribution of the Bank will provide holders of H Shares with RMB dividend currency option, holders of H Shares will be given the option to elect to receive interim dividend for H Shares entirely in RMB or Hong Kong dollars (partial election of currency option is only applicable to HKSCC Nominees Limited). The currency exchange rate between RMB and Hong Kong dollars will be the average of the reference exchange rates of RMB against Hong Kong dollars published by the China Foreign Exchange Trade System (CFETS) at 11:00 a.m. each day during five working days preceding the date (excluding the date itself) on which the Bank dispatches the dividend currency election forms to holders of H Shares.

Shareholders whose names appear on the register of members of H Shares of the Bank on Friday, 12 December 2025 are entitled to the proposed interim cash dividend distribution for 2025. The H share register of members of the Bank will be closed from Tuesday, 9 December 2025 to Friday, 12 December 2025 (both days inclusive). In order to qualify for the proposed distribution of cash dividend, holders of H Shares are required to deposit the transfer documents together with the relevant share certificates at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th

Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on Monday, 8 December 2025. Cash dividend of A shares are expected to be paid on Monday, 15 December 2025 and cash dividend of H Shares are expected to be paid on Monday, 26 January 2026.

This proposal has been reviewed and approved by the Board on 29 August 2025 and it is hereby submitted to the ESM for consideration as an ordinary resolution.

7 FINANCIAL BONDS ISSUANCE PLAN

In order to broaden the sources of funding and meet the needs of business development, it is hereby submitted to the shareholders' meeting for consideration and approval of the following bonds issuance plan of the Group:

The Group may issue financial bonds (excluding total loss-absorbing capacity non-capital bonds, and subordinated financial bonds with the nature of capital replenishment, such as tier 2 capital bonds, undated additional tier 1 capital bonds, convertible corporate bonds) of not more than the equivalent of RMB337.0 billion in domestic and overseas markets, provided that it complies with relevant laws, regulations, regulatory rules and the listing rules of the places where the Group's securities are listed.

The validity period of the quota for the financial bonds issuance plan shall commence from one day after the approval by the shareholders' meeting and expire, in principle, on 31 December 2026. If the above quota has not been fully utilized within the validity period, the remaining quota shall stay valid until the shareholders' meeting considers and approves a new financial bonds issuance plan.

It is proposed that the shareholders' meeting authorises the Board to and the Board delegates to the senior management to handle matters related to the above issuance of financial bonds within the above quota, including but not limited to, deciding on the issuance size, term, interest rate, issuance market, issuance method and other specific terms. The validity period of such authorisation shall be consistent with the actual use period of the quota. It is also proposed to delegate to the senior management to handle relevant matters including interest payment, repayment and redemption according to the regulatory provisions within the duration of the financial bonds issued under the above issuance plan. The Group will fulfill the relevant information disclosure obligations in accordance with relevant laws, regulations and the listing rules of the places where the Group's securities are listed.

This proposal has been reviewed and approved by the Board on 30 October 2025 and it is hereby submitted to the ESM for consideration as a special resolution.

8 ISSUANCE QUOTA OF CAPITAL INSTRUMENTS AND TOTAL LOSS-ABSORBING CAPACITY NON-CAPITAL BONDS

In order to improve our risk resistance capacities and safeguard the sustainable development of the business, the issuance quota of capital instruments and total loss-absorbing capacity non-capital bonds is hereby proposed:

(1) It is proposed to the shareholders' meeting for consideration and approval that the Bank will issue the capital instruments and total loss-absorbing capacity non-capital bonds in tranches according to the following terms and conditions, subject to the approvals by the relevant regulatory authorities such as the People's Bank of China and the NFRA:

(i) Type of instruments: write-down undated additional tier 1 capital bonds and write-down eligible tier 2 capital instruments, which meet the relevant requirements as stipulated in the *Rules on Capital Management of Commercial Banks*; write-down total loss-absorbing capacity non-capital bonds, which meet the relevant requirements as stipulated in the *Administrative Measures on the Total Loss-absorbing Capacity of Global Systemically Important Banks;*

(ii) Total amount: up to RMB500.0 billion or equivalent in foreign currencies;

(iii) Terms of instruments: write-down undated additional tier 1 capital bonds will continue to be outstanding so long as the Bank's business continues to operate; the term of write-down eligible tier 2 capital instruments will be no less than five years; and the term of write-down total loss-absorbing capacity non-capital bonds will be no less than one year;

(iv) Interest rate: to be determined based on the market interest rates;

(v) Markets and means of issuance: to be issued in tranches in the domestic and overseas markets, depending on the demand of the Bank and market conditions;

(vi) Means of loss-absorbing: upon the occurrence of triggering events specified in the issuing documents, the loss will be absorbed by means of write-down;

(vii) Use of proceeds: the proceeds from write-down undated additional tier 1 capital bonds will be used to replenish the Bank's additional tier 1 capital, the proceeds from write-down eligible tier 2 capital instruments will be used to replenish the Bank's tier 2 capital, and the proceeds from write-down total loss-absorbing capacity non-capital bonds will be used to replenish the Bank's total loss-absorbing capacity;

(viii) Validity period of this resolution: from the date of approval by the shareholders' meeting until 24 months after the date of approval by the NFRA.

(2) It is proposed that the shareholders' meeting authorises the Board to and the Board delegates to the senior management to handle all relevant matters related to the issuance of the capital instruments and total loss-absorbing capacity non-capital bonds, subject to the regulations and approval requirements promulgated by relevant regulatory authorities, including but not limited to submission to regulatory authorities for approval, determination of terms of issuance, tranches of issuance, size of each tranche, date of issuance and other relevant matters. Such authorisation shall take effect from the date of approval by the shareholders' meeting until 24 months after the date of approval by the NFRA. It is proposed that the shareholders' meeting authorises the Board to and the Board delegates to the senior management to handle all relevant matters including distribution payment, redemption and write-down according to the regulations and approval requirements promulgated by relevant regulatory authorities within the duration of the above bonds.

This proposal has been reviewed and approved by the Board on 30 October 2025 and it is hereby submitted to the ESM for consideration as a special resolution.

9 THE ESM

A notice convening the ESM to be held at the Bank's headquarters, No. 18B Jianguomen Nei Avenue, Dongcheng District, Beijing, the PRC at 2:50 p.m. on Friday, 28 November 2025 is set out on pages ESM-1 to ESM-3 of this circular.

The ordinary resolutions will be proposed at the ESM for approving: (i) the election of Mr. LIU Hong as an executive Director of the Bank; (ii) the re-election of Mr. ZHANG Qi (張奇) as a non-executive Director of the Bank; (iii) the election of Mr. ZHANG Hongwu as a non-executive Director of the Bank; (iv) the re-election of Mr. WANG Changyun as an independent non-executive Director of the Bank; and (v) the interim profit distribution plan for 2025.

The special resolutions will be proposed at the ESM for approving: (i) the financial bonds issuance plan; and (ii) the issuance quota of capital instruments and total loss-absorbing capacity non-capital bonds.

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

A proxy form and a reply slip for use at the ESM are enclosed with this circular. Holders of H Shares who intend to attend the ESM by proxy are required to complete the proxy form in accordance with the instructions printed thereon and return the same to the Bank's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 24 hours before the time designated for the ESM or any adjournment thereof (i.e. by 2:50 p.m. on Thursday, 27 November 2025). Completion and return of the proxy form will not preclude you from attending and voting at the ESM or any adjourned meeting should you so wish. Holders of H Shares who intend to attend the ESM in person or by proxy shall complete and return the reply slip in person, by mail or by fax to Computershare Hong Kong Investor Services Limited on or before Monday, 24 November 2025.

Shareholders whose names appear on the register of members of H Shares of the Bank on Friday, 28 November 2025 are entitled to attend and vote at the ESM. The H share register of members of the Bank will be closed from Tuesday, 25 November 2025 to Friday, 28 November 2025 (both days inclusive). Holders of H Shares who wish to attend the ESM are required to deposit the transfer documents together with the relevant share certificates at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on Monday, 24 November 2025.

10 RECOMMENDATION

The Board considers that the aforementioned resolutions are in the interests of the Bank and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of the resolutions at the ESM.

By Order of the Board
Agricultural Bank of China Limited
LIU Qing
Company Secretary

中国农业银行
AGRICULTURAL BANK OF CHINA

AGRICULTURAL BANK OF CHINA LIMITED
中國農業銀行股份有限公司

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

(Stock Code: 1288)

NOTICE OF THE 2025 SECOND EXTRAORDINARY SHAREHOLDERS' MEETING

NOTICE IS HEREBY GIVEN that the 2025 second extraordinary shareholders' meeting (the "**ESM**") of Agricultural Bank of China Limited (the "**Bank**") will be held at 2:50 p.m. on Friday, 28 November 2025, at the Bank's headquarters, No. 18B Jianguomen Nei Avenue, Dongcheng District, Beijing, PRC to consider and, if thought fit, pass the following businesses:

ORDINARY RESOLUTIONS

1. To consider and approve the election of Mr. LIU Hong as an executive Director of the Bank;

2. To consider and approve the re-election of Mr. ZHANG Qi (張奇) as a non-executive Director of the Bank;

3. To consider and approve the election of Mr. ZHANG Hongwu as a non-executive Director of the Bank;

4. To consider and approve the re-election of Mr. WANG Changyun as an independent non-executive Director of the Bank;

5. To consider and approve the interim profit distribution plan for 2025;

SPECIAL RESOLUTIONS

6. To consider and approve the financial bonds issuance plan; and

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

By Order of the Board
Agricultural Bank of China Limited
LIU Qing
Company Secretary

Beijing, the PRC
11 November 2025

Notes:

(1) Shareholders whose names appear on the register of members of H Shares of the Bank on Friday, 28 November 2025 are entitled to attend and vote at the ESM. The H share register of members of the Bank will be closed from Tuesday, 25 November 2025 to Friday, 28 November 2025 (both days inclusive). Holders of H Shares who wish to attend the ESM are required to deposit the transfer documents together with the relevant share certificates at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on Monday, 24 November 2025.

(2) Holders of H Shares who are entitled to attend and vote at the ESM may designate one or more proxies to attend and vote at the ESM on his/her behalf. A proxy need not be a shareholder of the Bank.

To be valid, the proxy form together with the power of attorney (if any) and other relevant authorisation document(s) (if any) which have been notarised shall be deposited at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, not less than 24 hours before the time designated for the ESM (i.e. by 2:50 p.m. on Thursday, 27 November 2025). Completion and return of the proxy form will not preclude holders of H Shares from attending and voting at the ESM or any adjourned meeting should they so wish.

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

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

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

(4) Registration procedures for attending the ESM are as follows:

(a) holders of H Shares or their proxies shall present proof of identity when attending the ESM. If a holder of H share is a corporate entity, its legal representative or other persons authorised by the board of directors or other governing body of such corporate entity may attend the ESM by producing a copy of the resolutions of the board of directors or other governing body of such corporate entity designating such persons to attend the ESM.

(b) holders of H Shares who intend to attend the ESM shall return the reply slip for attending the meeting to the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, in person, by mail or by fax on or before Monday, 24 November 2025.

(5) The 2025 interim A share cash dividend of the Bank are expected to be paid on Monday, 15 December 2025 and the 2025 interim H share cash dividend of the Bank are expected to be paid on Monday, 26 January 2026, subject to the consideration and approval by the ESM of the interim profit distribution plan for 2025. Shareholders whose names appear on the register of members of H shares of the Bank on Friday, 12 December 2025 are entitled to the proposed interim cash dividend distribution for 2025. The H share register of members of the Bank will be closed from Tuesday, 9 December 2025 to Friday, 12 December 2025 (both days inclusive). In order to qualify for the proposed distribution of cash dividend, holders of H Shares are required to deposit the transfer documents together with the relevant share

certificates at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong at or before 4:30 p.m. on Monday, 8 December 2025.

(6) The ESM is expected to last for half a day. Shareholders attending (in person or by proxy) the ESM shall be responsible for their own travel and accommodation expenses.

(7) Please refer to the circular of the ESM dated 11 November 2025 for the details of the above resolutions to be proposed at the ESM for consideration and approval.

As at the date of this notice, the executive directors of the Bank are Mr. GU Shu, Mr. WANG Zhiheng and Mr. LIN Li; the non-executive directors of the Bank are Ms. ZHOU Ji, Mr. LI Wei, Mr. LIU Xiaopeng and Mr. ZHANG Qi (張奇); and the independent non-executive directors of the Bank are Mr. WU Liansheng, Mr. WANG Changyun, Mr. JU Jiandong, Ms. ZHUANG Yumin, Mr. ZHANG Qi (張琦) and Ms. WONG Pui Sze Priscilla.