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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)

ANNOUNCEMENT ON THE RESOLUTIONS OF THE BOARD OF DIRECTORS

The board of directors (the "**Board**") of Agricultural Bank of China Limited (the "**Bank**") issued a written notice of a meeting on 18 December 2025 (the "**Meeting**") and held the Meeting on-site in Beijing on 26 December 2025. 13 directors were entitled to attend, of whom 11 directors attended the Meeting in person. Mr. LIN Li and Ms. ZHUANG Yumin, due to other work arrangements, designated Mr. WANG Zhiheng, the Vice Chairman of the Board, and Mr. WANG Changyun in writing as their respective proxy to attend the Meeting and vote on their behalf respectively. The Meeting was convened in compliance with the applicable laws and regulations, the *Articles of Association of Agricultural Bank of China Limited* (the "**Articles of Association**") and the *Rules of Procedure of the Board of Directors of Agricultural Bank of China Limited*.

Mr. GU Shu, the Chairman of the Board, presided over the Meeting. The following proposals were considered and approved at the Meeting:

1. 2024 Remuneration of the Directors

Mr. GU Shu, Mr. WANG Zhiheng, Mr. LIN Li, Mr. WU Liansheng, Mr. WANG Changyun and Mr. JU Jiandong abstained from voting due to conflict of interests.

Voting result: 7 valid votes, including 7 votes in favour, 0 vote against and 0 vote abstained.

The Nomination and Remuneration Committee of the Board has considered this proposal. In accordance with the relevant requirements of the *Terms of Reference of the Nomination and Remuneration Committee of the Board of Agricultural Bank of China Limited*, as the proposal cannot be approved due to abstaining members, the Nomination and Remuneration Committee of the Board agrees to submit the proposal to the Board for consideration.

Opinions of independent non-executive directors of the Bank with regard to this proposal: After examination of relevant documents and communication, we believe that the 2024 remuneration of the directors complies with the requirements of the relevant laws, regulations, departmental rules, regulatory documents and the Articles of Association and will not damage the legitimate rights and interests of the Bank and its shareholders. We agree to the proposal.

This proposal will be submitted to the shareholders' meeting of the Bank for consideration and approval.

2. 2024 Remuneration of the Senior Management Members

Mr. GU Shu, Mr. WANG Zhiheng and Mr. LIN Li abstained from voting due to conflict of interests.

Voting result: 10 valid votes, including 10 votes in favour, 0 vote against and 0 vote abstained.

The Nomination and Remuneration Committee of the Board has considered and approved this proposal and agrees to submit it to the Board for consideration.

Opinions of independent non-executive directors of the Bank with regard to this proposal: After examination of relevant documents and communication, we believe that the 2024 remuneration of the senior management members complies with the requirements of the relevant laws, regulations, departmental rules, regulatory documents and the Articles of Association and will not damage the legitimate rights and interests of the Bank and its shareholders. We agree to the proposal.

3. *Terms of Reference of the Audit Committee of the Board of Agricultural Bank of China Limited* (Revised Version)

Voting result: 13 valid votes, including 13 votes in favour, 0 vote against and 0 vote abstained.

Please refer to the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) for the revised *Terms of Reference of the Audit Committee of the Board of Agricultural Bank of China Limited*.

In addition, the 2024 remuneration of the supervisors of the Bank has been considered and approved by the Audit Committee of the Board, and is subject to consideration and approval by the shareholders' meeting of the Bank. Please refer to the Appendix to this announcement for details of the 2024 annual remuneration of the directors, supervisors and senior management members.

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

Beijing, the PRC
28 December 2025

As at the date of this announcement, the executive directors of the Bank are Mr. GU Shu, Mr. WANG Zhiheng, Mr. LIU Hong 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.

APPENDIX 2024 Annual Remuneration of the Directors, Supervisors and Senior Management Members

			Total remuneration received from the Bank in 2024 (before tax) (Unit: RMB Ten Thousand)				
Name	Position	Tenure	Annual salaries payable (before tax) (1)	Social insurance, housing fund, enterprise annuity and supplemental medical insurance payable by the Bank (2)	Director's fee/ Supervisor's fee (3)	Total (4) = (1)+(2)+(3)	Whether receiving remuneration from shareholders or other related parties (Y/N)
Incumbent Directors and Senior Management Members							
GU Shu	Chairman of the Board of Directors, Executive Director	2021.01-2027.01	91.68	23.60	–	115.28	N
WANG Zhiheng	Vice Chairman of the Board of Directors, Executive Director, President	2024.09-2027.09	53.48	13.90	–	67.38	N
LIU Hong	Executive Director (subject to ratification of qualification), Executive Vice President (resigned in September 2025)	–	82.52	22.89	–	105.41	N
LIN Li	Executive Director, Executive Vice President	2021.06-2027.09	82.52	22.89	–	105.41	N
ZHOU Ji	Non-executive Director	2021.03-2027.01	–	–	–	–	Y
LI Wei	Non-executive Director	2019.05-Present	–	–	–	–	Y
LIU Xiaopeng	Non-executive Director	2022.01-2027.11	–	–	–	–	Y
ZHANG Qi (張奇)	Non-executive Director	2022.12-2028.11	–	–	–	–	Y
WU Liansheng	Independent Non-executive Director	2021.11-2027.11	–	–	38.93	38.93	N
WANG Changyun	Independent Non-executive Director	2022.12-2028.11	–	–	37.63	37.63	N
JU Jiandong	Independent Non-executive Director	2024.09-2027.09	–	–	11.73	11.73	N
ZHUANG Yumin	Independent Non-executive Director	2025.01-2028.01	–	–	–	–	N

			Total remuneration received from the Bank in 2024 (before tax) (Unit: RMB Ten Thousand)				
Name	Position	Tenure	Annual salaries payable (before tax) (1)	Social insurance, housing fund, enterprise annuity and supplemental medical insurance payable by the Bank (2)	Director's fee/ Supervisor's fee (3)	Total (4) = (1)+(2)+(3)	Whether receiving remuneration from shareholders or other related parties (Y/N)
ZHANG Qi (張琦)	Independent Non-executive Director	2025.05-2028.05	–	–	–	–	N
WONG Pui Sze Priscilla	Independent Non-executive Director	2025.10-2028.10	–	–	–	–	N
WANG Wenjin	Executive Vice President	2025.01-	6.88	1.94	–	8.82	N
MENG Fanjun	Executive Vice President	2025.02-	–	–	–	–	N
WANG Dajun	Executive Vice President	2025.07-	–	–	–	–	N
LIU Qing	Secretary to the Board of Directors	2024.04-	75.33	19.90	–	95.23	N
Former Directors, Supervisors and Senior Management Members							
ZHANG Xuguang	Former Executive Director, Executive Vice President	2020.10-2024.10	68.76	19.03	–	87.79	N
XIAO Xiang	Former Non-executive Director	2022.01-2025.07	–	–	–	–	Y
HUANG Zhenzhong	Former Independent Non-executive Director	2017.09-2024.09	–	–	26.27	26.27	N
LIU Shouying	Former Independent Non-executive Director	2019.07-2024.08	–	–	25.13	25.13	N
LEUNG KO May Yee, Margaret	Former Independent Non-executive Director	2019.07-2025.10	–	–	38.00	38.00	N
DENG Lijuan	Former Supervisor Representing Shareholders	2022.06-2025.09	–	–	–	–	N
HUANG Tao	Former Supervisor Representing Employees	2021.07-2025.09	–	–	5.00	5.00	N
WANG Xuejun	Former Supervisor Representing Employees	2022.05-2025.09	–	–	5.00	5.00	N
LIU Hongxia	Former External Supervisor	2018.11-2025.09	–	–	30.00	30.00	Y
XU Xianglin	Former External Supervisor	2021.11-2025.09	–	–	33.00	33.00	N

Name	Position	Tenure	Total remuneration received from the Bank in 2024 (before tax) (Unit: RMB Ten Thousand) Annual salaries payable (before tax) (1)	Social insurance, housing fund, enterprise annuity and supplemental medical insurance payable by the Bank (2)	Director's fee/ Supervisor's fee (3)	Total (4) = (1)+(2)+(3)	Whether receiving remuneration from shareholders or other related parties (Y/N)
WANG Xixin	Former External Supervisor	2021.11-2025.09	–	–	28.00	28.00	Y
XU Han	Former Executive Vice President	2020.10-2025.01	82.52	23.28	–	105.80	N
LIU Jiawang	Former Executive Vice President	2022.11-2024.07	48.13	13.22	–	61.35	N
WU Gang	Former Chief Risk Officer	2023.06-2025.09	113.00	32.31	–	145.31	N

Notes:

1. According to the relevant regulations of the government, the remuneration of the Chairman of the Board, the President, the Chairman of the Board of Supervisors and the Executive Vice Presidents of the Bank shall be paid in accordance with the relevant policies for the remuneration of persons in-charge in state-controlled financial enterprises since 1 January 2015.

2. The Directors, Supervisors and senior management members of the Bank who are also our employees are entitled to receive remuneration from the Bank. The remuneration includes salary, bonus and contributions to all kinds of social insurance and housing fund payable by the Bank. The Independent Non-executive Directors of the Bank are entitled to receive director's fee. The External Supervisors of the Bank are entitled to receive supervisor's fee. The Chairman of the Board, Executive Directors and senior management members of the Bank do not receive any remuneration from any subsidiary of the Bank. For Supervisors Representing Employees of the Bank, the amount set forth above only includes fee for their services as Supervisors.

3. Mr. WANG Zhiheng's term of office as Vice Chairman of the Board of Directors and Executive Director of the Bank is set out in the table above and his term of office as President of the Bank commenced from June 2024.

4. Mr. LIU Hong has served as a Deputy Secretary of the Party Committee of the Bank since August 2025, tendered his resignation as an Executive Vice President of the Bank in September 2025, and was elected as an Executive Director of the Bank at the extraordinary shareholders' meeting in November 2025. His appointment is subject to the ratification of his qualification by the National Financial Regulatory Administration. His remuneration set out in the table above is the remuneration received from the Bank as an Executive Vice President of the Bank in 2024.

5. Ms. ZHOU Ji, Mr. LI Wei, Mr. LIU Xiaopeng and Mr. ZHANG Qi (張奇), being the Non-executive Directors of the Bank, did not receive any remuneration from the Bank.

6. Mr. WANG Wenjin has served as an Executive Vice President of the Bank since January 2025. His remuneration set out in the table above is the remuneration received from the Bank as the person in-charge in state-controlled financial enterprises in 2024.

7. Mr. XIAO Xiang, being a former Non-executive Director, did not receive any remuneration from the Bank.

8. Ms. DENG Lijuan, being a former Supervisor Representing Shareholders, did not receive any supervisor's fee as a Supervisor Representing Shareholders from the Bank in 2024.

9. According to the relevant regulations of the government, the tenure incentive bonus from 2021 to 2023 of the Directors and senior management members of the Bank has been paid. Based on these, in 2024, the additional provision for enterprise annuities payable by the Bank of Mr. GU Shu, Mr. LIU Hong, Mr. LIN Li, Mr. ZHANG Xuguang, Mr. XU Han and Mr. LIU Jiawang, was RMB28.4 thousand, RMB3.5 thousand, RMB25.5 thousand, RMB17.0 thousand, RMB25.5 thousand and RMB1.8 thousand, respectively.

10. The aforesaid remuneration of the Directors, Supervisors and senior management members of the Bank is the remuneration of such persons in 2024.

11. In accordance with the regulatory requirements, the Bank has established a deferred recourse and deduction system of performance-based remuneration; none of the Directors, Supervisors and senior management members of the Bank were involved in recourse and deduction in 2024.

12. In 2024, the total remuneration before tax paid to the Directors, Supervisors and senior management members of the Bank (including the former Directors, Supervisors and senior management members who had left office since 2024) was RMB11.8664 million.

13. The 2024 remuneration of the Directors and senior management members has been considered and approved by the Board of the Bank on 26 December 2025. The 2024 remuneration of the Supervisors has been considered and approved by the Audit Committee of the Board of the Bank on 24 December 2025. The 2024 remuneration of the Directors and Supervisors is subject to the consideration by the shareholders' meeting of the Bank.

14. Please refer to relevant announcements published by the Bank on the website of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) for the changes in Directors, Supervisors and senior management members of the Bank.