中國銀行
BANK OF CHINA

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 30 March 2026. The meeting notice was sent to all Directors of the Bank by means of written documents and emails on 16 March 2026. Chairman Mr. Ge Haijiao chaired the meeting. 16 Directors were eligible to attend the meeting and 15 Directors attended the meeting in person. Executive Director Mr. Liu Jin did not attend the meeting in person due to other important business engagements and appointed Executive Director Mr. Cai Zhao as his authorised proxy to attend and vote on his behalf. Non-voting attendees to the meeting included members of 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 Annual Report of Bank of China (Including Financial Report)

For: 16 Against: 0 Abstain: 0

The Audit Committee of the Board of Directors of the Bank has reviewed the financial report of the 2025 Annual Report and agreed to submit it to the Board of Directors.

For details, please refer to the relevant document 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. Pillar 3 Disclosure Report of Bank of China Limited for 2025

For: 16 Against: 0 Abstain: 0

For details, please refer to the relevant document 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.

3. **Report on Internal Control Assessment of Bank of China Limited for 2025**

For: 16 Against: 0 Abstain: 0

The Audit Committee of the Board of Directors of the Bank has reviewed the proposal and agreed to submit it to the Board of Directors.

Independent Non-executive Directors commented on this proposal as follows: We believe that the Report on Internal Control Assessment of Bank of China Limited for 2025 reflects the actual condition of the Bank's internal controls, and is in compliance with the requirements of applicable laws and regulations as well as the Articles of Association. We agree with this report.

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

4. **2025 Sustainability Report of Bank of China Limited**

For: 16 Against: 0 Abstain: 0

For details, please refer to the relevant document 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.

5. **Profit Distribution Plan of Bank of China for 2025**

For: 16 Against: 0 Abstain: 0

Independent Non-executive Directors commented on this proposal as follows: We believe that the 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 document 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. **2025 Work Report of the Board of Directors of Bank of China Limited**

For: 16 Against: 0 Abstain: 0

7. **Report on the Management of Connected Transactions of Bank of China Limited for 2025**

For: 16 Against: 0 Abstain: 0

Independent Non-executive Directors commented on this proposal as follows: We believe that the Report on the Management of Connected Transactions 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. We agree with this report and agree to report it to the Shareholders' Meeting.

8. **Report on Green Finance Development for 2025 and Work Plan for 2026 of Bank of China Limited**

For: 16 Against: 0 Abstain: 0

9. **Re-engagement & Fees of External Auditors of Bank of China Limited for 2026**

For: 16 Against: 0 Abstain: 0

The Audit Committee of the Board of Directors of the Bank has reviewed the proposal and agreed to submit it to the Board of Directors.

Independent Non-executive Directors commented on this proposal as follows: We believe that Ernst & Young Hua Ming LLP and Ernst & Young are qualified and competent to provide audit services to the Bank. The decision procedures of engagement of external auditor for 2026 are in compliance with the requirements of applicable laws and regulations as well as the Articles of Association. We agreed to re-engage Ernst & Young Hua Ming LLP and Ernst & Young as the external auditors of the Bank for 2026 and submit the proposal to the Shareholders' Meeting for review and approval.

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

10. **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: 16 Against: 0 Abstain: 0

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

11. Revision Plan for Rules and Regulations related to Bank of China

For: 16 Against: 0 Abstain: 0

The Bank has ceased to have the Board of Supervisors and completed the amendments to the Articles of Association, the Procedural Rules of the Shareholders' Meeting, and the Procedural Rules of the Board of Directors and its Special Committees. In accordance with regulatory requirements and operational needs, the Bank further revised the relevant rules and regulations.

12. Nomination of Mr. Ge Haijiao to be Re-appointed as Executive Director of the Bank and Re-election of Him to Hold Current Posts on the Board of Directors of the Bank

For: 15 Against: 0 Abstain: 0

Mr. Ge Haijiao recused himself from voting due to conflicts of interest.

The Nomination 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.

Independent Non-executive Directors commented on this proposal as follows: We believe that the qualifications of Mr. Ge Haijiao and the procedures of the nomination are in compliance with the requirements of applicable laws and regulations as well as the Articles of Association. We agree with the nomination of Mr. Ge Haijiao to be re-appointed as Executive Director of the Bank and agree to submit the proposal on nomination of Mr. Ge Haijiao to be re-appointed as Executive Director of the Bank to the Shareholders' Meeting for review and approval.

13. Nomination of Mr. Zhang Yong to be Re-appointed as Non-executive Director and Continue to Hold Current Posts in Special Committees of the Board of Directors of the Bank

For: 15 Against: 0 Abstain: 0

Mr. Zhang Yong recused himself from voting due to conflicts of interest.

The Nomination 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.

Independent Non-executive Directors commented on this proposal as follows: We believe that the qualifications of Mr. Zhang Yong and the procedures of the nomination are in compliance with the requirements of applicable laws and regulations as well as the Articles of Association. We agree with the nomination of Mr. Zhang Yong to be re-appointed as Non-executive Director of the Bank and agree to submit the proposal on nomination of Mr. Zhang Yong to be re-appointed as Non-executive Director of the Bank to the Shareholders' Meeting for review and approval.

14. Convening of the 2026 First Extraordinary General Meeting of Bank of China

For: 16 Against: 0 Abstain: 0

The financial report of the 2025 Annual Report of the Bank, the abovementioned proposals 5, 6, 9, the election of Mr. Ge Haijiao to be re-appointed as Executive Director of the Bank, and the election of Mr. Zhang Yong to be re-appointed as Non-executive Director of the Bank will be submitted to the Shareholders' Meeting for consideration and approval. The abovementioned proposal 7 will be submitted to the Shareholders' Meeting for report. The notice and circular for the Shareholders' Meeting of the Bank will be announced in due course.

The Board of Directors of
Bank of China Limited

Beijing, PRC
30 March 2026

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

* *Non-executive Directors*
\# *Independent Non-executive Directors*