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交通銀行
BANK OF COMMUNICATIONS

# 交通銀行股份有限公司
# Bank of Communications Co., Ltd.

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

**(Stock Code: 03328)**

## ANNOUNCEMENT
## PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS AND ADJUSTMENT TO THE COMPOSITION OF THE SPECIAL COMMITTEES OF THE BOARD

### PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The board of directors (the "**Board**") of Bank of Communications Co., Ltd. (the "**Bank**") hereby announces that the Board resolved to propose to appoint Mr. Jin Panshi (金磐石) ("**Mr. Jin**") as an independent non-executive Director, the chairman of the Personnel and Remuneration Committee of the Board and a member of the Audit Committee of the Board and to appoint Ms. Pan Yanhong (潘艷紅) ("**Ms. Pan**") as an independent non-executive Director, a member of the Audit Committee of the Board and a member of the Personnel and Remuneration Committee of the Board.

In accordance with the laws, regulations and the articles of association of the Bank (the "**Articles of Association**"), Mr. Jin's and Ms. Pan's positions as independent non-executive Directors and positions in the special committees of the Board shall become effective upon their appointment as independent non-executive Directors by a general meeting of the Bank and the approval of their qualifications as independent non-executive Directors by the National Financial Regulatory Administration ("**NFRA**"). After the qualifications of Mr. Jin and Ms. Pan as independent non-executive Directors become effective, Mr. Zhang Xiangdong (張向東) will cease to serve as an independent non-executive Director, the chairman of the Risk Management and Related Party Transaction Control Committee of the Board and a member of the Audit Committee of the Board, and Ms. Li Xiaohui (李曉慧) will cease to serve as an independent non-executive Director, the chairwoman of the Audit Committee of the Board and a member of the Personnel and Remuneration Committee of the Board.

The biographical details of Mr. Jin are as follows:

Mr. Jin Panshi (金磐石), born in 1965, is of Chinese nationality and is a senior engineer and a certified information systems auditor. Mr. Jin held various positions in China Construction Bank Corporation, including chief information officer, information controller, general manager of the information technology management department, general manager of the audit department, deputy director of the Board of Supervisors Office and deputy general manager of the audit department. Mr. Jin previously served as vice chairman of the Sub-committee on Cloud Computing and Distributed Platforms of the National Information Technology Standardization Technical Committee and chairman of the Information Technology Audit Branch of China Computer Users Association. Mr. Jin graduated from Jilin University of Technology with a master's degree in computer application in 1989, and obtained an EMBA degree from Tsinghua University in 2010.

The biographical details of Ms. Pan are as follows:

Ms. Pan Yanhong (潘艷紅), born in 1969, is of Chinese nationality and is a senior accountant and a Chinese certified public accountant. Ms. Pan held various positions, including chairman and general manager of China Pacific Life Insurance Co., Ltd., executive vice president and finance manager of China Pacific Insurance (Group) Co., Ltd., and deputy general manager, chief financial officer and general manager of the Finance Planning Department of China Pacific Life Insurance Co., Ltd. Ms. Pan graduated from Shanghai University of Finance and Economics with a master's degree in Finance in 1994.

The nominations were proposed by the Board, initially reviewed by the Personnel and Remuneration Committee of the Board, deliberated by the Board and will be put forward for consideration at a general meeting in accordance with the Articles of Association after considering Mr. Jin's and Ms. Pan's qualification, expertise, knowledge and experience, independence and the specific needs of the Bank. Mr. Jin is an expert in the field of information technology management and audit. Ms. Pan is an expert in the field of finance. If Mr. Jin and Ms. Pan are appointed as Directors, they will bring rich practical experience and valuable insights in information technology management, audit and finance to the Board, which will help further promote the diversity of composition of the Board. As at the date of this announcement, Mr. Jin and Ms. Pan did not hold any directorship in any other listed company, and thus they can give the Bank sufficient time and attention. After the resolution regarding the appointment of Mr. Jin and Ms. Pan as independent non-executive Directors is approved at a general meeting, the Bank will submit relevant qualification documents of Mr. Jin and Ms. Pan to the NFRA for review. The Declaration of the Nominator of Independent Director and the Declaration of the Candidate of Independent Director have been submitted to the relevant regulatory authorities. Mr. Jin and Ms. Pan have confirmed their independence in writing to the Bank in accordance with Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Listing Rules**"), including their independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the Hong Kong Listing Rules, that they have no past or present financial or other interest in the business of the Bank or its subsidiaries or any connection with any core connected person of the Bank, and that there are no other factors that may affect their independence. The Board also considers that Mr. Jin and Ms. Pan comply with the independence guidelines as set out in Rule 3.13 of the Hong Kong Listing Rules and they are independent according to the terms of such guidelines.

Save as disclosed above and as at the date of this announcement, Mr. Jin and Ms. Pan have not held any other positions in the Bank or any of its subsidiaries, nor have they held any directorship in any other listed company in the past three years, nor have they had any relationship with any Director, senior management or substantial or controlling shareholder of the Bank.

As at the date of this announcement, each of Mr. Jin and Ms. Pan did not have or was not deemed to have any interest or short positions in the shares, underlying shares or debentures of the Bank or any of its associated corporations (within the meaning of Part XV of the Securities and Future Ordinance (Chapter 571 of the Laws of Hong Kong)).

The term of office of Mr. Jin and Ms. Pan will take effect from their appointment as independent non-executive Directors by a general meeting of the Bank and the approval of their qualifications by the NFRA. According to the Articles of Association, the term of office of each Director shall be three years. Upon the expiration of the term, a Director shall be eligible for re-election and reappointment (save that the accumulative term of an independent non-executive Director shall not exceed six years). If appointed, Mr. Jin and Ms. Pan will not receive any remuneration from the Bank.

Save as disclosed above and as at the date of this announcement, the Board is not aware of any other matters in relation to the appointment of Mr. Jin and Ms. Pan that need to be brought to the attention of the shareholders of the Bank nor any other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Hong Kong Listing Rules.

The Bank will hold a general meeting in due course to consider and approve the appointment of Mr. Jin and Ms. Pan as independent non-executive Directors.

## ADJUSTMENT TO THE COMPOSITION OF THE SPECIAL COMMITTEES OF THE BOARD

The Board resolved to propose to adjust the composition of the special committees of the eleventh session of the Board. Save for the composition of the Strategy Committee (Chairman: Mr. Ren Deqi; Members: Mr. Zhang Baojiang, Mr. Mu Guoxin, Mr. Ai Dong and Mr. Ma Jun) which remains unchanged, the composition of the adjusted special committees is set out as follows:

### The Audit Committee

| | |
|---|---|
| **Chairman** | Mr. Xiao Wei |
| **Members** | Mr. Chang Baosheng |
| | Mr. Mu Guoxin |
| | Mr. Wong Tin Chak |
| | Mr. Jin Panshi |
| | Ms. Pan Yanhong |

**The Risk Management and Related Party Transaction Control Committee**

| | |
|---|---|
| **Chairwoman** | Ms. Liu Ruixia |
| **Members** | Mr. Yin Jiuyong |
| | Mr. Ma Jun |
| | Mr. Wong Tin Chak |
| | Mr. Xiao Wei |

**The Personnel and Remuneration Committee**

| | |
|---|---|
| **Chairman** | Mr. Jin Panshi |
| **Members** | Mr. Liao Yi Chien David |
| | Mr. Wong Tin Chak |
| | Ms. Pan Yanhong |

**The Social Responsibility (ESG) and Consumer Protection Committee**

| | |
|---|---|
| **Chairman** | Mr. Zhang Baojiang |
| **Members** | Mr. Zhou Wanfu |
| | Mr. Chang Baosheng |
| | Mr. Chan Siu Chung |
| | Ms. Liu Ruixia |

The above appointment and adjustment shall become effective upon Mr. Jin's and Ms. Pan's appointment as independent non-executive Directors by a general meeting of the Bank and the approval of their qualifications as independent non-executive Directors by the NFRA.

By order of the Board of
**Bank of Communications Co., Ltd.**
**He Zhaobin**
*Company Secretary*

Shanghai, the PRC
29 April 2026

*As at the date of this announcement, the directors of the Bank are Mr. Ren Deqi, Mr. Zhang Baojiang, Mr. Yin Jiuyong, Mr. Zhou Wanfu, Mr. Chang Baosheng*, Mr. Liao Yi Chien David*, Mr. Chan Siu Chung*, Mr. Mu Guoxin*, Mr. Ai Dong*, Mr. Zhang Xiangdong#, Ms. Li Xiaohui#, Mr. Ma Jun#, Mr. Wong Tin Chak#, Mr. Xiao Wei# and Ms. Liu Ruixia#.*

* *Non-executive directors*
\# *Independent non-executive directors*