THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, 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 circular.

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

If you have sold or transferred all your shares in **Bank of Communications Co., Ltd.**, you should at once hand this circular and the accompanying form of proxy 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.

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)

2025 FINANCIAL REPORT
2025 PROFIT DISTRIBUTION PLAN
2026 FIXED ASSETS INVESTMENT PLAN
PROPOSED APPOINTMENT OF ACCOUNTING FIRMS FOR THE YEAR 2026
PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS
2024 REMUNERATION PLAN FOR DIRECTORS
2024 REMUNERATION PLAN FOR SUPERVISORS
AND
NOTICE OF AGM

The notice convening the AGM to be held at Bocom Financial Tower, No. 188 Yin Cheng Zhong Lu, Shanghai, the PRC at 9:30 a.m. on Friday, 26 June 2026, is set out on pages 18 to 20 of this circular.

If you intend to appoint a proxy to attend the AGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holders of H Shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited, the H Share registrar and transfer office of the Bank in Hong Kong, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, by hand, post or fax as soon as practicable and in any event not less than 24 hours before the time appointed for holding the AGM or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or at any adjourned meeting thereof should you so wish.

5 June 2026

TABLE OF CONTENTS

Page

DEFINITIONS 1

LETTER FROM THE BOARD 3

1. INTRODUCTION 3
2. 2025 FINANCIAL REPORT 4
3. 2025 PROFIT DISTRIBUTION PLAN. 4
4. 2026 FIXED ASSETS INVESTMENT PLAN 4
5. PROPOSED APPOINTMENT OF ACCOUNTING FIRMS FOR THE YEAR 2026 5
6. PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS 5
7. 2024 REMUNERATION PLAN FOR DIRECTORS 8
8. 2024 REMUNERATION PLAN FOR SUPERVISORS 10
9. THE AGM 11
10. RECOMMENDATION 12

APPENDIX I **2025 FINANCIAL REPORT** 13

APPENDIX II **2025 PROFIT DISTRIBUTION PLAN** 16

NOTICE OF AGM 18

In this circular, unless the context otherwise requires, the following expressions have the following meanings:

"A Share(s)"	means the domestic share(s) of par value of RMB1.00 each in the share capital of ordinary shares of the Bank which is/are listed on the Shanghai Stock Exchange and traded in Renminbi
"AGM"	means the annual general meeting of the Bank to be held at Bocom Financial Tower, No. 188 Yin Cheng Zhong Lu, Shanghai, the PRC at 9:30 a.m. on Friday, 26 June 2026
"Articles of Association"	means the articles of association of Bank of Communications Co., Ltd. (as amended from time to time)
"Bank"	means Bank of Communications Co., Ltd. (交通銀行股份有限公司), a joint stock limited company incorporated in the PRC, the H Shares and A Shares of which are listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange, respectively
"Board"	means the board of Directors of the Bank
"Company Law"	the Company Law of the People's Republic of China, as amended from time to time
"Director(s)"	means the director(s) of the Bank
"H Share(s)"	means the overseas-listed foreign share(s) of par value of RMB1.00 each in the share capital of ordinary shares of the Bank which is/are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
"Hong Kong"	means Hong Kong Special Administrative Region of the PRC
"Hong Kong dollars"	means Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong Stock Exchange"	means The Stock Exchange of Hong Kong Limited

"Latest Practicable Date"	means 4 June 2026, being the latest practicable date for the purpose of ascertaining information for inclusion herein
"Listing Rules"	means the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, as amended, supplemented or otherwise modified from time to time
"NFRA"	means the National Financial Regulatory Administration
"PRC"	means the People's Republic of China
"RMB"	means Renminbi, the lawful currency of the PRC
"Share(s)"	means A Share(s) and/or H Share(s)
"Shareholder(s)"	means the holder(s) of the share(s) of the Bank
"Supervisor(s)"	means the supervisor(s) of the Bank

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)

Executive Directors:
Mr. Ren Deqi
Mr. Zhang Baojiang
Mr. Yin Jiuyong
Mr. Zhou Wanfu

Non-executive Directors:
Mr. Chang Baosheng
Mr. Liao, Yi Chien David
Mr. Chan Siu Chung
Mr. Mu Guoxin
Mr. Ai Dong

Independent Non-executive Directors:
Mr. Zhang Xiangdong
Ms. Li Xiaohui
Mr. Ma Jun
Mr. Wong Tin Chak
Mr. Xiao Wei
Ms. Liu Ruixia

Registered Office:
No. 188, Yin Cheng Zhong Lu
(Shanghai) Pilot
Free Trade Zone
PRC

Place of Business in Hong Kong:
20 Pedder Street
Central
Hong Kong

To the Shareholders

Dear Sir or Madam,

2025 FINANCIAL REPORT
2025 PROFIT DISTRIBUTION PLAN
2026 FIXED ASSETS INVESTMENT PLAN
PROPOSED APPOINTMENT OF ACCOUNTING FIRMS FOR THE YEAR 2026
PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS
2024 REMUNERATION PLAN FOR DIRECTORS
2024 REMUNERATION PLAN FOR SUPERVISORS
AND
NOTICE OF AGM

1. INTRODUCTION

The purpose of this circular is to provide you with detailed information in relation to, among other things, the proposals of (i) 2025 financial report; (ii) 2025 profit distribution plan; (iii) 2026 fixed assets investment plan; (iv) proposed appointment of accounting firms for the year 2026; (v) proposed appointment of independent non-executive Directors; (vi) 2024 remuneration plan for Directors; and (vii) 2024 remuneration plan for Supervisors, in order for you to make an informed decision to vote for or against the above proposed resolutions at the AGM.

2. 2025 FINANCIAL REPORT

On 27 March 2026, the Board considered and approved this proposal and resolved to submit by way of ordinary resolution to the Shareholders for their consideration and approval the 2025 financial report of the Bank at the AGM. The full text of the 2025 financial report proposed to be passed is set out in Appendix I to this circular.

3. 2025 PROFIT DISTRIBUTION PLAN

On 27 March 2026, the Board considered and approved this proposal and resolved to submit by way of ordinary resolution to the Shareholders for their consideration and approval the 2025 profit distribution plan of the Bank at the AGM. The full text of the 2025 profit distribution plan proposed to be passed is set out in Appendix II to this circular.

4. 2026 FIXED ASSETS INVESTMENT PLAN

The investment plan in respect of fixed assets (fixed assets and construction in progress) of the Bank will be 4.068 billion for the year 2026, representing a decrease of 486 million, or 10.68%, as compared with the actual amount last year. By the end of 2025, the net value of the Bank's fixed assets accounted for 0.3% of its total assets.

The proposed investment in fixed assets for the year 2026 will be mainly used for the Bank's investment in information technology and for safeguarding the smooth operation of its various businesses. First, the investment in information technology will be 3.198 billion, accounting for 78.61% of the total. Among this, investment in equipment will be basically flat as compared with the actual amount last year; infrastructure projects such as the Shanghai Pujiang Data Centre (Phase II), Helinger Data Centre and Gui'an Data Centre will successively enter the completion and commissioning stage, and the relevant investment is expected to decrease as compared with the actual amount last year. Secondly, the investment in daily operational support will be 870 million, accounting for 21.39% of the total, which is basically flat as compared with the actual amount last year. This is mainly to implement the requirements of "tightening belts" and reducing costs while improving quality and efficiency, prioritize sustained investment in existing projects and basic expenditure for daily operations, and strictly control the growth of expenditure on properties, equipment and vehicles related to daily operations.

Such proposal will be put forward at the AGM for the Shareholders' consideration and approval by way of an ordinary resolution.

5. PROPOSED APPOINTMENT OF ACCOUNTING FIRMS FOR THE YEAR 2026

In accordance with the Company Law and the Articles of Association, the following matters relating to the proposed appointment of accounting firms for the year 2026 are hereby submitted to the AGM for consideration:

I. It is proposed that KPMG Huazhen LLP and KPMG be appointed as the Bank's accounting firms for the year 2026. Specifically, KPMG Huazhen LLP will be responsible for the audit of the Bank's financial statements prepared in accordance with PRC accounting standards, the internal control audit and the provision of related professional services; and KPMG will be responsible for the audit of the Bank's financial statements prepared in accordance with International Financial Reporting Standards and the provision of related professional services. The term of appointment shall commence upon approval at the AGM and shall continue until the conclusion of the Bank's 2026 annual general meeting. The aggregate remuneration of KPMG and its member firms will be RMB45.255 million (translated at the central parity rate as at 31 December 2025), of which RMB38.128 million will be for the audit of financial statements, RMB1.849 million will be for the internal control audit, and RMB5.278 million will be for related professional services. The audit service fees paid to KPMG Huazhen LLP and KPMG are determined based on factors including the level of responsibility, complexity, work requirements, necessary working conditions and working hours of the engagement, as well as the professional knowledge and work experience of the personnel at various levels involved in the engagement. The final amount actually paid by the Bank shall be subject to the specific scope of work carried out by the accounting firms in accordance with regulatory requirements or work needs. The above estimated audit service fees are also based on the assumption that there will be no material changes in the Bank's operating conditions, accounting policies or regulatory environment during the year 2026. Unless there is any material change to the above basis or assumption, the final audit service fees are not expected to differ materially from the above estimated audit service fees.

II. If approved at the AGM, it is proposed that the AGM authorizes the Board, and that the Board authorizes the senior management, to negotiate with the proposed accounting firms on matters including the specific scope of work and contractual terms, and to sign the engagement contracts.

6. PROPOSED APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTORS

The Board has 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, as well as 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 relevant laws and regulations and the Articles of Association, Mr. Jin's and Ms. Pan's positions as independent non-executive Directors and their positions in the special committees of the Board shall become effective upon their appointment as independent non-executive Directors by the AGM and the approval of their qualifications as independent non-executive Directors by the NFRA. After the qualification of Mr. Jin as independent non-executive Directors becomes 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. After the qualification of Ms. Pan as independent non-executive Directors becomes effective, 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 the Shareholders' consideration at the AGM in accordance with the Articles of Association after considering Mr. Jin's and Ms. Pan's qualifications, 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 Latest Practicable Date, 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 resolutions regarding the appointment of Mr. Jin and Ms. Pan as independent non-executive Directors are approved at the AGM, 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 in relation to the appointment of Mr. Jin and Ms. Pan as independent non-executive 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 Listing Rules, including their independence as regards each of the factors referred to in Rules 3.13(1) to (8) of the 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 Listing Rules and they are independent according to the terms of such guidelines.

Save as disclosed above and as at the Latest Practicable Date, 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 Latest Practicable Date, 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 the AGM 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 Latest Practicable Date, 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 nor any other information that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Listing Rules.

Such proposals will be put forward at the AGM for the Shareholders' consideration and approval by way of ordinary resolution. Such proposals are cumulative voting resolutions. Please refer to the Appendix to the Proxy Form for the AGM published on the websites of Hong Kong Exchanges and Clearing Limited (www.hkex.com.hk) and the Bank (www.bankcomm.com) for the explanation of the cumulative voting system.

7. 2024 REMUNERATION PLAN FOR DIRECTORS

Pursuant to the Company Law, the related measures for remuneration management of central financial enterprise leaders and the Measures for Performance Evaluation for Commercial Banks issued by the Ministry of Finance, the Articles of Association and other relevant regulations, and taking into consideration the relevant assessment results, the Bank formulates the following proposed remuneration plan for Directors for the year 2024:

Unit: RMB10,000, all are pre-tax data

			Details of remuneration payable by the Bank for 2024 (before tax)			
Name	**Position**	**Remuneration**	**Social insurance, enterprise annuity, supplementary medical insurance and housing provident fund deposited by the Bank**	**Other monetary income**	**Total**	**Whether received remuneration from shareholder entities or other related parties**
Directors incumbent as at the end of 2024:						
Ren Deqi	Chairman of the Board, Executive Director	88.17	27.20	–	115.38	No
Zhang Baojiang	Vice Chairman of the Board, Executive Director, President	51.43	15.86	–	67.30	No
Yin Jiuyong	Executive Director, Executive Vice President	79.36	26.63	–	105.99	No
Zhou Wanfu	Executive Director, Executive Vice President	79.36	26.50	–	105.86	No
Li Longcheng	Non-executive Director	–	–	–	–	No
Wang Linping	Non-executive Director	–	–	–	–	No
Chang Baosheng	Non-executive Director	–	–	–	–	No
Liao, Yi Chien David	Non-executive Director	–	–	–	–	Yes
Chan Siu Chung	Non-executive Director	–	–	–	–	Yes
Mu Guoxin	Non-executive Director	–	–	–	–	Yes
Chen Junkui	Non-executive Director	–	–	–	–	Yes
Luo Xiaopeng	Non-executive Director	–	–	–	–	Yes

Name	Position	Details of remuneration payable by the Bank for 2024 (before tax) Remuneration	Social insurance, enterprise annuity, supplementary medical insurance and housing provident fund deposited by the Bank	Other monetary income	Total	Whether received remuneration from shareholder entities or other related parties
Shi Lei	Independent Non-executive Director	31	–	–	31	No
Zhang Xiangdong	Independent Non-executive Director	–	–	–	–	No
Li Xiaohui	Independent Non-executive Director	33	–	–	33	No
Ma Jun	Independent Non-executive Director	31	–	–	31	No
Wong Tin Chak	Independent Non-executive Director	31	–	–	31	No
Xiao Wei	Independent Non-executive Director	–	–	–	–	No
Director resigned or retired as at the end of 2024:						
Liu Jun	Ex-Vice Chairman of the Board, Ex-Executive Director, Ex-President	29.39	8.71	–	38.11	No
Cai Haoyi	Ex-Independent Non-executive Director	–	–	–	–	No

Notes:

1. Since 2015, the remuneration of Directors under central management has been implemented in accordance with related measures for remuneration management of central financial enterprise leaders. The pre-tax remuneration of Directors in the above table is the total annual remuneration during their tenure in 2024 including the amount disclosed in the 2024 annual report.

2. Mr. Zhang Baojiang has received remuneration from the Bank in his capacity as a central financial enterprise leader since June 2024.

3. The annual remuneration standard for independent non-executive Directors, which was approved by the 2018 annual general meeting of the Bank, is "annual fixed basic salary plus special committee performance allowance", among which: the annual fixed basic remuneration amounts to RMB250,000 per person per year before tax; the performance allowances for the chairman and members of the special

committee of the Board amount to RMB50,000 and RMB30,000 per year before tax, respectively, and the performance allowances for multiple special committees can be calculated cumulatively. Some independent non-executive Directors did not receive remuneration from the Bank in accordance with relevant national regulations.

4. Please refer to the 2024 annual report and the announcements related to changes in relevant personnel for the beginning and ending dates of the terms of the Directors.

Such proposal will be put forward at the AGM for the Shareholders' consideration and approval by way of an ordinary resolution.

8. 2024 REMUNERATION PLAN FOR SUPERVISORS

Pursuant to the Company Law, the relevant measures for the remuneration management of persons-in-charge of central financial enterprises and the Measures for Performance Evaluation for Commercial Banks issued by the Ministry of Finance, the Articles of Association and other relevant regulations, and taking into consideration the relevant assessment results, the Bank formulates the following proposed remuneration plan for Supervisors for the year 2024:

Unit: RMB10,000, all are pre-tax data

			Details of remuneration payable by the Bank for 2024 (before tax)			
Name	**Position**	**Remuneration**	**Social insurance, enterprise annuity, supplementary medical insurance and housing provident fund deposited by the Bank**	**Other monetary income**	**Total**	**Whether received remuneration from shareholder entities or other related parties**
Supervisors incumbent as at the end of 2024:						
Xu Jiming	Chairman of the Board of Supervisors and Shareholder Supervisor	88.17	26.75	–	114.93	No
Wang Xueqing	Shareholder Supervisor	–	–	–	–	Yes
Chen Hanwen	External Supervisor	28.00	–	–	28.00	No
Su Zhi	External Supervisor	26.00	–	–	26.00	No
Guan Xingshe	Employee Supervisor	–	–	–	–	No
Lin Zhihong	Employee Supervisor	–	–	–	–	No
Feng Bing	Employee Supervisor	–	–	–	–	No
Po Ying	Employee Supervisor	–	–	–	–	No

Name	Position	Remuneration	Details of remuneration payable by the Bank for 2024 (before tax) Social insurance, enterprise annuity, supplementary medical insurance and housing provident fund deposited by the Bank	Other monetary income	Total	Whether received remuneration from shareholder entities or other related parties
Supervisor resigned or retired as at the end of 2024:						
Li Yao	Ex-External Supervisor	23.26	–	–	23.26	No

Notes:

1. Since 2015, the remuneration of Supervisors under central management has been implemented in accordance with related measures for remuneration management of central financial enterprise leaders. The pre-tax remuneration of Supervisors in the above table is the total annual remuneration during their tenure in 2024 including the amount disclosed in the 2024 annual report.

2. The annual remuneration standard for external Supervisors, which was approved by the 2018 general meeting of the Bank, is "annual fixed basic salary plus special committee performance allowance", among which: the annual fixed basic remuneration amounts to RMB200,000 per person per year before tax; the performance allowances for the chairman and members of the special committee of the Board of Supervisors amount to RMB50,000 and RMB30,000 per year before tax, respectively, and the performance allowances for multiple special committees can be calculated cumulatively.

3. Employee Supervisors received their remuneration in the capacity as employees and did not receive extra remuneration in the capacity as employee Supervisors.

4. With effect from 25 September 2025, the Bank will no longer have a Board of Supervisors, and the members of the Board of Supervisors will cease to serve as supervisors or hold any related positions on the Board of Supervisors. For the commencement and expiry dates of the terms of office of the Supervisors, please refer to the Bank's 2024 annual report, the announcement in relation to the cessation of establishment of the Board of Supervisors and the announcements in relation to changes in appointments of relevant personnel.

Such proposal will be put forward at the AGM for the Shareholders' consideration and approval by way of an ordinary resolution.

9. THE AGM

The AGM will be held at Bocom Financial Tower, No. 188 Yin Cheng Zhong Lu, Shanghai, the PRC at 9:30 a.m. on Friday, 26 June 2026. The notice convening the AGM is set out on pages 18 to 20 of this circular.

In accordance with the Articles of Association, if a shareholder has pledged fifty percent or more of the equity interests held by such shareholder in the Bank, such shareholder's voting right at the general meeting shall be restricted.

If you intend to appoint a proxy to attend the AGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holders of H Shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited, the H Share registrar and transfer office of the Bank in Hong Kong, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, by hand, post or fax as soon as practicable and in any event not less than 24 hours before the time appointed for holding the AGM or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or at any adjourned meeting thereof should you so wish.

10. RECOMMENDATION

The Board considers that resolutions set out in the notice of the AGM are in the best interests of the Bank and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of relevant resolutions proposed at the AGM.

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

Shanghai, the PRC
5 June 2026

1. KEY OPERATING METRICS

Under the International Financial Reporting Standards (IFRS) and PRC Accounting Standards, the key indicators for 2025 are as follows: the Bank achieved net profit (attributable to shareholders of the parent company) of RMB95.622 billion, representing an increase of RMB2.036 billion, or a year-on-year increase of 2.18%. Earnings per share were RMB1.08, representing a decrease of RMB0.08 per share year-on-year. The return on average assets and the return on weighted-average shareholders' equity were 0.63% and 8.38%, respectively, representing decreases of 0.02 percentage points and 0.70 percentage points year-on-year, respectively. The cost-to-income ratio was 29.30%, representing a decrease of 0.60 percentage points year-on-year. The non-performing loan ratio was 1.28%, representing a decrease of 0.03 percentage points compared with the end of the previous year. The provision coverage ratio was 208.38%, representing an increase of 6.44 percentage points compared with the end of the previous year. The capital adequacy ratio, tier-1 capital adequacy ratio and core tier-1 capital adequacy ratio were 15.96%, 12.70% and 11.43%, respectively, representing a decrease of 0.06 percentage points, an increase of 0.59 percentage points and an increase of 1.19 percentage points compared with the end of the previous year, respectively.

Table 1: Table of Key Operating Metrics

	Item	2025	Year-on-Year of Increase/Decrease
Profitability	Earnings per share	RMB1.08	Decrease of RMB0.08 per share
	Return on average assets	0.63%	Decrease of 0.02 percentage points
	Return on weighted average shareholders' equity	8.38%	Decrease of 0.70 percentage points
Operational Efficiency	Cost-to-income ratio	29.30%	Decrease of 0.60 percentage points
Asset Quality	Non-performing loan ratio	1.28%	Decrease of 0.03 percentage points
	Provision coverage ratio	208.38%	Increase of 6.44 percentage points
Capital Adequacy Ratio	Capital adequacy ratio	15.96%	Decrease of 0.06 percentage points
	Tier-1 capital adequacy ratio	12.70%	Increase of 0.59 percentage points
	Core tier-1 capital adequacy ratio	11.43%	Increase of 1.19 percentage points

2. MAIN FINANCIAL INCOME AND EXPENSE

(1) The main financial income and expense for 2025 under the IFRS

In 2025, the Bank achieved net operating income of RMB265.600 billion, representing a year-on-year increase of 2.05%. Among this, net interest income amounted to RMB173.075 billion, representing a year-on-year increase of 1.91%, and net fee and commission income amounted to RMB38.183 billion, representing a year-on-year increase of 3.44%. Asset impairment losses amounted to RMB56.442 billion, representing a year-on-year increase of 4.12%, of which loan impairment losses amounted to RMB53.719 billion, representing a year-on-year increase of 7.38%. Other operating expenses amounted to RMB105.395 billion, representing a year-on-year increase of 2.74%, of which business costs amounted to RMB77.655 billion, representing a year-on-year decrease of 0.04%.

Table 2: Financial Income and Expense Statement (IFRS)

Unit: In 100 millions of RMB

Key metric	2025	Year-on-Year Increase/ Decrease	Percentage of Increase/ Decrease
Net operating income	2,656.00	53.31	2.05%
Net interest income	1,730.75	32.43	1.91%
Net fee and commission income	381.83	12.69	3.44%
Other non-interest income	543.42	8.19	1.53%
Asset impairment losses	564.42	22.35	4.12%
Other operating expenses	1,053.95	28.08	2.74%
Business costs	776.55	(0.32)	(0.04%)
Including: salaries and bonuses	293.64	10.15	3.58%
Profit before tax	1,037.63	2.88	0.28%
Income tax	72.49	(19.97)	(21.60%)
Net profit	965.14	22.85	2.42%
Including: attributable to shareholders of the parent company	956.22	20.36	2.18%

(2) The main financial income and expense for 2025 under the PRC accounting standards

In 2025, the Bank achieved operating income of RMB265.071 billion, representing a year-on-year increase of 2.02%. Other metrics of main financial income and expense are the same as those under the IFRS.

Table 3: Financial Income and Expense Statement (PRC accounting standards)

Unit: In 100 millions of RMB

Key metric	2025	Year-on-Year Increase/ Decrease	Percentage of Increase/ Decrease
Operating income	2,650.71	52.45	2.02%
Net interest income	1,730.75	32.43	1.91%
Net fee and commission income	381.83	12.69	3.44%
Other income	538.13	7.33	1.38%
Asset impairment losses	564.42	22.35	4.12%
Operation and management fees	776.55	(0.32)	(0.04%)
Other expenses	273.09	27.28	11.10%
Net non-operating income	0.98	(0.26)	(20.97%)
Total profit	1,037.63	2.88	0.28%
Income tax	72.49	(19.97)	(21.60%)
Net profit	965.14	22.85	2.42%
Including: attributable to shareholders of the parent company	956.22	20.36	2.18%

3. POSITION OF ASSETS AND LIABILITIES

At the end of 2025, the main assets and liabilities of the Bank under the IFRS and PRC accounting standards are as follows:

Table 4: Statement of Main Assets and Liabilities

Unit: In 100 millions of RMB

IFRS and PRC accounting standards	Item	As at 31 December 2025	Increase/ Decrease compared to the end of previous year	Percentage of Increase/ Decrease
	Total assets	155,483.88	6,476.71	4.35%
	Loans and advances to customers (Before provision)	91,235.71	5,684.49	6.64%
	Total liabilities	142,681.06	5,229.86	3.80%
	Including: Deposits from customers	93,078.15	5,074.80	5.77%
	Shareholders' equity (attributable to shareholders of the parent company)	12,692.32	1,249.26	10.92%
	Non-controlling interests	110.50	(2.41)	(2.13%)

In accordance with both the IFRS and PRC accounting standards, the audited net profit (attributable to shareholders of the parent company) of the Group for the year 2025 was RMB95.622 billion, and the net profit of the Bank was RMB80.772 billion.

At the end of 2025, the Bank's accumulated distributable profits amounted to RMB305.784 billion. The distribution plan approved by the Board is as follows:

(1) Withdrawing a statutory surplus reserve of RMB8.077 billion, representing 10% of the net profit of the Bank according to the statement based on the PRC accounting standards;

(2) A general provision of RMB11.327 billion was withdrawn in accordance with the principle that the balance of the general provision should not be less than 1.5% of the closing balance of risk assets;

(3) Based on the total share capital of 88.364 billion ordinary shares as of 31 December 2025, a cash dividend of RMB1.684 (inclusive of tax) per 10 shares (the "**Final Dividend**") will be distributed to the registered shareholders of A shares and H shares of the Bank, totaling RMB14.88 billion. On this basis, plus the interim dividend for 2025 already distributed by the Bank (a cash dividend of RMB1.563 (inclusive of tax) per 10 shares), the Bank's cash dividend per 10 shares for the whole year of 2025 is RMB3.247 (inclusive of tax), with a total cash dividend of RMB28.692 billion, accounting for 30% of the net profit attributable to the shareholders of the parent company and 32.3% of the net profit attributable to the ordinary shareholders of the parent company;

(4) After the profit distribution, the undistributed profit of the Bank for both IFRS and PRC accounting standards statements amounted to RMB271.5 billion;

(5) There is no proposal on bonus share or proposal on conversion of capital reserve into share capital for the current year.

From the date of the announcement on annual profit distribution for the year of 2025 to the record date for the resolution on annual profit distribution plan for the year of 2025, if the total share capital of the Bank changes due to conversion of convertible bonds, share repurchase, repurchase and cancellation of shares granted by equity incentive and repurchase and cancellation of shares as a result of material assets reorganization, etc., the Bank will maintain the total amount of cash dividends to be distributed unchanged and adjust the amount of distribution per 10 shares accordingly. If the total share capital of the Bank changes subsequently, specific adjustments will be announced separately.

If the resolution on annual profit distribution plan for the year of 2025 is approved at the AGM, the Final Dividend is expected to be distributed on Friday, 10 July 2026 to the shareholders whose names appear on the register of members of A shares of the Bank at the close of business on Thursday, 9 July 2026, and on Friday, 14 August 2026 to the shareholders whose names appear on the register of members of H shares of the Bank at the close of business on Thursday, 9 July 2026.

The Bank's dividends for ordinary shares are denominated and declared in RMB and paid in RMB or HKD equivalent, and the holders of H shares are provided with the option of dividend distribution in RMB. The holders of H shares have the right to choose to receive the dividend in RMB or HKD in whole (HKSCC Nominees Limited may choose to receive the dividend in whole or in part).

The register of members for H shares of the Bank will be closed from Saturday, 4 July 2026 to Thursday, 9 July 2026 (both days inclusive). In order to be qualified to receive the Final Dividend, for holders of H shares, all transfer documents must be lodged with Computershare Hong Kong Investor Services Limited, the H share registrar of the Bank, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Friday, 3 July 2026.

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)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting (the "**AGM**") of Bank of Communications Co., Ltd. (the "**Bank**") for the year 2025 will be held at Bocom Financial Tower, No. 188 Yin Cheng Zhong Lu, Shanghai, the People's Republic of China (the "**PRC**") at 9:30 a.m. on Friday, 26 June 2026, for the purpose of passing the following resolutions:

As Ordinary Resolutions
(Non-Cumulative Voting Resolutions)

1. To consider and, if thought fit, to approve the report of the board of directors (the "**Board**") of the Bank for the year 2025.

2. To consider and, if thought fit, to approve the financial report of the Bank for the year 2025.

3. To consider and, if thought fit, to approve the profit distribution plan of the Bank for the year 2025.

4. To consider and, if thought fit, to approve the fixed assets investment plan of the Bank for the year 2026.

5. To consider and, if thought fit, to approve the appointment of KPMG as the international auditor for the year 2026 and KPMG Huazhen LLP as the domestic auditor of the Bank for the year 2026 for the provision of auditing services and other relevant professional services to the Bank for a total remuneration of RMB45.255 million, and with a term commencing from the time of approval at the AGM and ending on the time of conclusion of the annual general meeting of the Bank for the year 2026; and to authorize the Board, and the Board to authorize the senior management, to negotiate with them the specific work content, contract terms and other matters, and enter into engagement contracts.

7. To consider and, if thought fit, to approve the remuneration plan of the directors of the Bank for the year 2024.

8. To consider and, if thought fit, to approve the remuneration plan of the supervisors of the Bank for the year 2024.

As Ordinary Resolutions
(Cumulative Voting Resolutions)

6. To consider and, if thought fit, to approve the appointment of independent non-executive directors of the Bank:

   6.01 To consider and, if thought fit, to approve the appointment of Mr. Jin Panshi as an independent non-executive director of the Bank.

   6.02 To consider and, if thought fit, to approve the appointment of Ms. Pan Yanhong as an independent non-executive director of the Bank.

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

Shanghai, the PRC
5 June 2026

Notes:

1. Closure of register of members for H shares and eligibilities for attending the AGM

The shareholders whose names appear on the register of members for H shares of the Bank at the close of business on Monday, 22 June 2026 are entitled to attend the AGM with their passports or other identity papers.

The register of members for H shares of the Bank will be closed from Tuesday, 23 June 2025 to Friday, 26 June 2026 (both days inclusive), during which period no transfer of the H shares will be registered.

Holders of the H shares intending to attend the AGM shall lodge all the transfer documents for H shares together with the relevant share certificates with Computershare Hong Kong Investor Services Limited, the H share registrar and transfer office of the Bank in Hong Kong, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, no later than 4:30 p.m. on Monday, 22 June 2026.

2. Proxy

Shareholders entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote in their stead. A proxy need not be a shareholder of the Bank.

A proxy of a shareholder who has appointed more than one proxy may only vote on a poll in respect of the shares actually held. The instrument appointing a proxy must be in writing under the hand of the appointer or his/her attorney duly authorized in writing. If the shareholder is a corporate body, the proxy form must be either executed under its common seal or under the hand of its director(s) or duly authorized attorney(s). If that instrument is signed by an attorney of the appointer, the power of attorney authorizing that attorney to sign, or other document of authorization, must be notarially certified.

To be valid, the notarially certified power of attorney, or other documents of authorization, and the proxy form must be delivered to the Bank's share registrar by hand, post or fax as soon as possible and in any event not less than 24 hours before the time appointed for the AGM or any adjournment thereof. The Bank's share registrar is Computershare Hong Kong Investor Services Limited, whose address is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (Tel: (852) 2862 8555, Fax: (852) 2865 0990).

3. Method of voting at the AGM

According to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at a general meeting must be taken by way of poll. Accordingly, the chairman of the AGM will demand a poll in relation to the proposed resolutions at the AGM.

4. Other issues

The AGM (on-site meeting) is expected to last for half a day. Shareholders (in person or by proxy) attending the AGM shall be responsible for their own travelling and accommodation expenses. Shareholders or their proxies attending the AGM shall produce their identity documents and the authorization documents mentioned above. A photocopy of such identity documents and authorization documents should also be provided. For photocopies of documents for an individual shareholder, the photocopies shall be signed by the individual. For photocopies of documents for a corporate shareholder, the photocopies shall be stamped with the corporate chop.

As at the date of this notice, 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*