THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

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

If you have sold or transferred all your shares in **Bank of China Limited (中國銀行股份有限公司)** (the "**Bank**"), you should at once hand this circular and the enclosed proxy form and reply slip to the purchaser or transferee or to the bank or licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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)

(Stock Code: 3988)

2025 Annual General Meeting

A notice convening the 2025 Annual General Meeting (the "**AGM**") to be held at Four Seasons Hotel Hong Kong, 8 Finance Street, Central, Hong Kong, China and Bank of China Head Office Building, No. 1 Fuxingmen Nei Dajie, Xicheng District, Beijing, China at 9:30 a.m. on Friday, 26 June 2026 (registration will begin at 8:30 a.m.) is set out in pages 5 to 6 of this circular.

Whether or not you are able to attend the AGM, you are advised to read the notice of the AGM and to complete and return the enclosed proxy form in accordance with the instructions printed thereon at your earliest convenience. For H Share Holders, the proxy form should be returned to the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited in person or by post as soon as possible but in any event not less than 24 hours before the time stipulated for convening the AGM or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting at the AGM or at any adjourned meeting if you so wish, in such event the instrument appointing a proxy shall be deemed to be revoked.

If you intend to attend the AGM in person or by proxy, please complete and return the reply slip to the Bank's Board Office or to Computershare Hong Kong Investor Services Limited on or before Monday, 22 June 2026.

The English and Chinese versions of this circular and the accompanying form of proxy and reply slip are available on the Bank's website at www.boc.cn and the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk. You may access the aforesaid documents by clicking "Investor Relations" on the homepage of the Bank's website or browsing through the website of Hong Kong Exchanges and Clearing Limited.

Please kindly be advised that no gifts or cake coupons will be distributed and no refreshments will be served by the Bank.

If there are any inconsistencies between the Chinese version and the English version of this circular, the Chinese version shall prevail.

5 June 2026

CONTENTS

DEFINITIONS

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

"A Share(s)"	domestic Share(s) with nominal value of RMB1.00 each in the share capital of the Bank which are listed on the Shanghai Stock Exchange (stock code: 601988)
"A Share Holder(s)"	holder(s) of A Shares
"AGM" or "Annual General Meeting"	The 2025 Annual General Meeting of the Bank to be held at Four Seasons Hotel Hong Kong, 8 Finance Street, Central, Hong Kong, China and Bank of China Head Office Building, No. 1 Fuxingmen Nei Dajie, Xicheng District, Beijing, China at 9:30 a.m. on Friday, 26 June 2026 (registration will begin at 8:30 a.m.)
"Articles of Association"	*Articles of Association of Bank of China Limited* (as amended from time to time)
"Bank" or "Bank of China"	Bank of China Limited (中國銀行股份有限公司), 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" or "Board of Directors"	the Board of Directors of the Bank
"CSRC"	China Securities Regulatory Commission
"Director(s)"	the Director(s) of the Bank
"Executive Director(s)"	the Executive Director(s) of the Bank
"H Share(s)"	overseas listed foreign investment Share(s) with a nominal value of RMB1.00 each in the ordinary share capital of the Bank, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong Dollars (stock code: 3988)
"H Share Holder(s)"	holder(s) of H Shares
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong Dollar"	the lawful currency of Hong Kong
"Hong Kong Listing Rules"	the *Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited* (as amended from time to time)
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Independent Non-executive Director(s)" or "Independent Director(s)"	the Independent Non-executive Director(s) of the Bank
"Non-executive Director(s)"	the Non-executive Director(s) of the Bank
"Ordinary Share(s)"	A Share(s) and/or H Share(s)
"PRC"	the People's Republic of China
"Preference Shareholders"	holder(s) of Preference Shares
"Preference Shares"	preference shares with nominal value of RMB100 each in the preference share capital of the Bank

"RMB"	Renminbi, the lawful currency of the PRC
"Shareholder(s)"	Holders of A Shares, Holders of H Shares and/or Preference Shareholders of the Bank
"Shares"	Ordinary Shares and/or Preference Shares of the Bank

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)
(Stock Code: 3988)

Board of Directors:
Mr. Ge Haijiao *(Chairman)*
Mr. Zhang Hui
Mr. Liu Jin
Mr. Cai Zhao
* Mr. Zhang Yong
* Mr. Huang Binghua
* Mr. Liu Hui
* Mr. Shi Yongyan
* Ms. Lou Xiaohui
* Mr. Li Zimin
** Mr. Jean-Louis Ekra
** Mr. Giovanni Tria
** Ms. Liu Xiaolei
** Ms. Zhang Ran
** Ms. Ko Margaret
** Mr. Woo Chin Wan Raymond

* *Non-executive Directors*
** *Independent Non-executive Directors*

Registered Office:
No. 1 Fuxingmen Nei Dajie
Xicheng District
Beijing 100818
PRC

Place of Business in Hong Kong:
8th Floor
Bank of China Tower
1 Garden Road
Hong Kong

Dear H Share Holders,

1. INTRODUCTION

The Board of Directors hereby invites you to attend the AGM to be held at Four Seasons Hotel Hong Kong, 8 Finance Street, Central, Hong Kong, China and Bank of China Head Office Building, No. 1 Fuxingmen Nei Dajie, Xicheng District, Beijing, China at 9:30 a.m. on Friday, 26 June 2026 (registration will begin at 8:30 a.m.).

The purpose of this circular is to provide you with notice of the AGM and all the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the proposed resolutions at the AGM.

2. BUSINESS TO BE CONSIDERED AT THE AGM

The items of business to be considered at the AGM are described in detail in the notice of the AGM set out in pages 5 to 6 of this circular. At the AGM, ordinary resolutions will be proposed to approve (1) The 2025 Work Report of the Board of Directors of Bank of China, (2) The 2025 Annual Financial Report of Bank of China, (3) The 2025 Profit Distribution Plan of Bank of China, (4) The Fixed Asset Investment Budget of Bank of China for 2026, (5) The Arrangement for Outbound Donation Limit of Bank of China for 2026, (6) The Engagement of the Bank's External Auditor for 2026, (7) The Election of Mr. Liu Hui to be Re-appointed as Non-executive Director of the Bank, (8) The Election of Mr. Shi Yongyan to be Re-appointed as Non-executive Director of the Bank, and a special resolution will be proposed to approve (9) The Year 2026-2027 Financial Bond Issuance Limit of Bank of China.

In order to enable you to have a better understanding of the resolutions to be proposed at the AGM and to make an informed decision thereof, we have provided in this circular detailed background information, including the relevant information and explanation, to the resolutions to be proposed at the AGM (see Appendix I).

Pursuant to the relevant regulatory requirements, the annual report on the management of connected transactions, the evaluation report on substantial shareholder, the annual duty report of Independent Directors and the annual report on the implementation of the *Scheme on the Authorization to the Board of Directors Granted by the Shareholders' Meeting of Bank of China Limited* are matters to be reported to the Annual General Meeting but not for shareholders' approval. The Report on the Management of Connected Transactions of Bank of China for 2025, the Evaluation Report on Substantial Shareholder of Bank of China for 2025, the Duty Report of Independent Directors of Bank of China for 2025, and the Report on the Implementation of the *Scheme on the Authorization to the Board of Directors Granted by the Shareholders' Meeting of Bank of China Limited* for 2025 are set out in Appendix II, Appendix III, Appendix IV and Appendix V to the circular, respectively, for shareholders' information.

3. THE AGM

The proxy form and the reply slip of the AGM are also enclosed herewith.

If you intend to appoint a proxy to attend the AGM, you are required to complete and return the enclosed proxy form in accordance with the instructions printed thereon as soon as possible. For H Share Holders, the proxy form should be returned to the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited in person or by post as soon as possible but in any event not less than 24 hours before the time stipulated for convening the AGM or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting at the AGM or at any adjourned meeting if you so wish, in such event the instrument appointing a proxy shall be deemed to be revoked.

If you intend to attend the AGM in person or by proxy, please complete and return the reply slip to the Bank's Board Office or to Computershare Hong Kong Investor Services Limited on or before Monday, 22 June 2026.

The Bank's Board Office is located at Bank of China Head Office Building, No. 1 Fuxingmen Nei Dajie, Xicheng District, Beijing, China (Post Code: 100818, Telephone: (8610) 6659 2638, Fax: (8610) 6659 4579, E-mail: ir@bankofchina.com). The Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited, is located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (Telephone: (852) 2862 8555).

4. VOTING BY POLL

Pursuant to the *Hong Kong Listing Rules*, the resolutions set out in the Notice of AGM will be voted on by poll. Results of the poll voting will be published on the Bank's website at www.boc.cn and the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk after the AGM.

5. RECOMMENDATION

The Board considers that the proposed resolutions set out in the Notice of AGM are in the interests of the Bank and its Shareholders as a whole. Accordingly, the Board of Directors recommends the Shareholders to vote in favour of the proposed resolutions.

The Board of Directors of Bank of China Limited

5 June 2026

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)

(Stock Code: 3988)

NOTICE OF 2025 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 Annual General Meeting (the "**AGM**") of Bank of China Limited (the "**Bank**") will be held at Four Seasons Hotel Hong Kong, 8 Finance Street, Central, Hong Kong, China and Bank of China Head Office Building, No. 1 Fuxingmen Nei Dajie, Xicheng District, Beijing, China at 9:30 a.m. on Friday, 26 June 2026 (registration will begin at 8:30 a.m.) for the purpose of considering and approving the following resolutions. Unless the context requires otherwise, capitalized terms used in this notice shall have the same meanings as those defined in the circular of the Bank dated 5 June 2026 of which this notice forms part.

ORDINARY RESOLUTIONS

1. The 2025 Work Report of the Board of Directors of Bank of China

2. The 2025 Annual Financial Report of Bank of China

3. The 2025 Profit Distribution Plan of Bank of China

4. The Fixed Asset Investment Budget of Bank of China for 2026

5. The Arrangement for Outbound Donation Limit of Bank of China for 2026

6. The Engagement of the Bank's External Auditor for 2026

7. The Election of Mr. Liu Hui to be Re-appointed as Non-executive Director of the Bank

8. The Election of Mr. Shi Yongyan to be Re-appointed as Non-executive Director of the Bank

SPECIAL RESOLUTION

9. The Year 2026-2027 Financial Bond Issuance Limit of Bank of China

The Board of Directors of
Bank of China Limited

Beijing, PRC
5 June 2026

As at the date of this notice, 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*

Notes:

1. Details of the above resolutions are set out in Appendix I to the circular. Additional information on the *2025 Work Report of the Board of Directors of Bank of China* is set out in Attachment A to the circular.

2. Pursuant to the relevant regulatory requirements, the annual report on the management of connected transactions, the evaluation report on substantial shareholder, the annual duty report of Independent Directors and the annual report on the implementation of the *Scheme on the Authorization to the Board of Directors Granted by the Shareholders' Meeting of Bank of China Limited* are matters to be reported to the Annual General Meeting but not for shareholders' approval. The Report on the Management of Connected Transactions of Bank of China for 2025, the Evaluation Report on Substantial Shareholder of Bank of China for 2025, the Duty Report of Independent Directors of Bank of China for 2025, and the Report on the Implementation of the *Scheme on the Authorization to the Board of Directors Granted by the Shareholders' Meeting of Bank of China Limited* for 2025 are set out in Appendix II, Appendix III, Appendix IV and Appendix V to the circular, respectively, for shareholders' information.

3. **The Board of Directors has recommended a final dividend of RMB0.1169 every ordinary share (before tax) for the year ended 31 December 2025 and, if such proposed dividend distribution set out in Resolution No. 3 is approved by the shareholders, the final dividend will be distributed to those shareholders whose names appear on the register of shareholders of the Bank as at market close on Thursday, 9 July 2026.**

   The H Share register of shareholders of the Bank will be closed from Monday, 6 July 2026 to Thursday, 9 July 2026 (both days inclusive) for the purpose of determining the list of shareholders entitled to the proposed final dividend. For such entitlements, H Share Holders who have not registered the relevant transfer documents are required to lodge them, together with the relevant share certificates, with 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, Wan Chai, Hong Kong, not later than 4:30 p.m. on Friday, 3 July 2026. The ex-dividend date of the Bank's Shares will be on Thursday, 2 July 2026.

4. Pursuant to the *Hong Kong Listing Rules*, the resolutions set out in the notice of the AGM will be voted on by poll. Results of the poll voting will be published on the Bank's website at www.boc.cn and the website of Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk after the AGM.

5. Any Shareholder entitled to attend and vote at the AGM convened by the above notice is entitled to appoint one or more proxies to attend and vote on his/her behalf. A proxy need not be a Shareholder of the Bank.

6. In order to be valid, the instrument appointing a proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be completed and deposited at the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at least 24 hours before the AGM or any adjourned meeting thereof. Computershare Hong Kong Investor Services Limited is located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong. Completion and return of a proxy form will not preclude a Shareholder from attending and voting at the AGM or any adjourned meeting thereof should he/she so wish, in such event the instrument appointing a proxy shall be deemed to be revoked.

7. **The H Share register of Shareholders of the Bank will be closed, for the purpose of determining Shareholders' entitlement to attend the AGM, from Tuesday, 23 June 2026 to Friday, 26 June 2026 (both days inclusive), during which no transfer of H Shares will be registered. The record date is 26 June 2026. In order to attend the AGM, all share transfers, accompanied by the relevant share certificates, must be lodged for registration with the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not later than 4:30 p.m. on Monday, 22 June 2026.**

8. In case of joint shareholdings, the vote of the senior joint Shareholder who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint Shareholder(s) and for this purpose seniority will be determined by the order in which the names stand in the register of Shareholders of the Bank in respect of the joint shareholding.

9. Shareholders who intend to attend the AGM in person or by proxy should return the reply slip for the AGM to the Board Office of the Bank or the Bank's H Share Registrar, Computershare Hong Kong Investor Services Limited, by post, by fax or by e-mail on or before **Monday, 22 June 2026**. The address of the Bank's Board Office is Bank of China Head Office Building, No. 1 Fuxingmen Nei Dajie, Xicheng District, Beijing, China (Postal Code: 100818, Telephone: (8610) 6659 2638, Fax: (8610) 6659 4579, E-mail: ir@bankofchina.com). Computershare Hong Kong Investor Services Limited is located at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (Telephone: (852) 2862 8555).

10. According to the Articles of Association of the Bank and the circumstances of the AGM, resolutions proposed at the AGM are not required to be considered and approved by the Preference Shareholders of the Bank. Therefore, the Preference Shareholders of the Bank will not attend the AGM.

11. Shareholders who attend the meeting in person or by proxy shall bear their own traveling, dining and accommodation expenses. Shareholders or their proxies shall produce their identity documents when attending the AGM.

12. According to the Articles of Association of the Bank, if the number of shares of the Bank pledged by the Shareholder is equal to or greater than 50% of the shares held by such Shareholder in the Bank, the voting right attached to the pledged shares may not be exercised at the Shareholders' Meeting. Upon completion of the share pledge registration, the Shareholder shall timely provide the Bank with information relating to the share pledge.

13. **Please kindly be advised that no gifts or cake coupons will be distributed and no refreshments will be served by the Bank.**

1. THE 2025 WORK REPORT OF THE BOARD OF DIRECTORS OF BANK OF CHINA

In accordance with the requirements of relevant regulatory provisions and the Articles of Association of the Bank, the *2025 Work Report of the Board of Directors of Bank of China* has been reviewed and approved by the Board of Directors of the Bank.

Details of the above report are set out in **Attachment A** to this circular.

2. THE 2025 ANNUAL FINANCIAL REPORT OF BANK OF CHINA

The 2025 Annual Financial Report has been reviewed and approved by the Board of Directors of the Bank. Please refer to the Consolidated Financial Statements part of the *2025 Annual Report of Bank of China Limited* for more details.

3. THE 2025 PROFIT DISTRIBUTION PLAN OF BANK OF CHINA

According to the audited results for 2025 and relevant laws and regulations, the Profit Distribution Plan of the Bank for the year 2025 is proposed as follows:

1. Appropriation to statutory surplus reserve of RMB21,527 million.

2. Appropriation to general and regulatory reserves of RMB40,492 million.

3. No appropriation shall be made to the discretionary reserve.

4. Considering the Bank's business performance, financial position, returns to equity holders and the future development, the total annual dividend for the year will amount to 30% of the net profit attributable to the parent company's shareholders, totaling RMB72,917 million (RMB0.2263 per share before tax). After deducting the interim cash dividend of RMB35,250 million (RMB0.1094 per share before tax), the final cash dividend to be distributed this time will be RMB37,667 million (RMB0.1169 per share before tax). If approved by the Shareholders' Meeting, the Bank will distribute the final dividend to its A Share Holders and H Share Holders registered as of the close of market on Thursday, 9 July 2026. The A Share dividends are expected to be distributed on 10 July 2026, and the H Share dividends are expected to be distributed on 19 August 2026.

5. The Bank is not proposing any capitalization of capital reserve into share capital for this profit distribution.

6. The ordinary share dividend proposed by the Bank for the year ended 2025 is denominated and declared in Renminbi (RMB), and will be paid in RMB or its equivalent in Hong Kong dollars (HKD). H Share Holders are provided with the option to elect the dividend currency in RMB. H Share Holders have the right to choose to receive the final dividend in RMB or HKD in full (HKSCC Nominees Limited may choose in full or in part). The actual amount distributed in HKD will be calculated according to the average of reference exchange rates of RMB to HKD announced by China Foreign Exchange Trade System at 11:00 every day during the five working days before the date when shareholders begin to choose a currency (the date itself excluded).

The proposal has been reviewed and approved by the Board of Directors of the Bank.

4. THE FIXED ASSET INVESTMENT BUDGET OF BANK OF CHINA FOR 2026

The fixed asset investment in 2026 will be structured around the overall direction of "adhering to compliant investment, prioritizing technological investment, getting used to keeping belts tightened, and emphasizing value creation". The Bank will strictly consolidate and expand the application of the results of in-depth learning and education on the guiding principles of the Eight-Point Decision on Improving Party and Government Conduct of the CPC Central Committee, the relevant policies and provisions on management of buildings and premises, technical and business premises, training and medical care institutions, and official vehicles, and conduct strict approval of investment projects to always stay above the bottom line of compliance. The investment will be mainly used to support the Group's digital transformation, focusing on achieving the goals of IT application innovation, ensuring production safety, and enhancing the Group's digital capabilities and risk prevention abilities. Revitalizing and utilizing existing assets will be prioritized, and new demands will be primarily addressed through internal adjustments, with focus on further optimizing the utilization of existing assets. The creation of new idle assets is strictly prohibited. The Bank will continue to optimize and refine the allocation and linkage mechanism to enhance the efficiency and return on asset investment. A total budget of RMB19.5 billion is set for fixed asset investment in 2026.

The proposal has been reviewed and approved by the Board of Directors of the Bank.

5. THE ARRANGEMENT FOR OUTBOUND DONATION LIMIT OF BANK OF CHINA FOR 2026

In order to actively fulfill social responsibilities and establish a good corporate image, the Shareholders' Meeting is hereby requested to:

1. Deliberate and approve the arrangement of an outbound donation limit of RMB144.58 million for Bank of China for the full year of 2026. For outbound donations within the above limit, the Shareholders' Meeting shall authorize the Board of Directors, and agree that the Board of Directors may further delegate such authority to the President for the approval and handling of specific donation matters.

2. Deliberate and approve the major donation projects by Hong Kong-based institutions of Bank of China with a single amount exceeding RMB8 million, including the Science and Technology Innovation Prize Project (RMB11.25 million), the Youth Patriotic Education Series Project (RMB11.07 million), and the "Deepening University Cooperation to Strengthen Education in China" Series Cooperation Project (RMB8.10 million). For outbound donations within the above limit, the Shareholders' Meeting shall authorize the Board of Directors, and agree that the Board of Directors may further delegate such authority to the President for handling of specific donation matters.

The proposal has been reviewed and approved by the Board of Directors of the Bank.

6. THE ENGAGEMENT OF THE BANK'S EXTERNAL AUDITOR FOR 2026

In accordance with the relevant regulations of the Ministry of Finance on the selection of accounting firms, the Bank engaged Ernst & Young Hua Ming LLP (Special General Partnership) as the Bank's domestic auditor and external auditor of internal control audit for 2025, and engaged Ernst & Young as the Bank's international auditor for 2025. Ernst & Young has now completed the relevant audit work for 2025 and issued the audit report.

The Board of Directors of the Bank proposes to engage Ernst & Young Hua Ming LLP (Special General Partnership) as the Bank's domestic auditor and external auditor of internal control audit for 2026, to provide financial statement and internal control audit services according to China Standards on Auditing; to engage Ernst & Young as the Bank's international auditor for 2026 to provide financial statement audit services according to the International Standards on Auditing; the financial statement audit fee for 2026 is RMB87.9592 million and the internal control audit fee is RMB11.0008 million, totaling RMB98.96 million. Such audit fees are determined based on the availability of audit resources and the amount of work involved, adhering to the principle of fair and reasonable pricing.

The proposal has been reviewed and approved by the Board of Directors of the Bank.

7. THE ELECTION OF MR. LIU HUI TO BE RE-APPOINTED AS NON-EXECUTIVE DIRECTOR OF THE BANK

The term of office of Mr. Liu Hui as Non-executive Director of the Bank will expire in August 2026. According to the Articles of Association of the Bank, the Shareholders' Meeting shall be responsible for electing non-executive directors, who shall hold office for a term of three years and may be re-elected and re-appointed upon expiry of the term.

During his term of office, Mr. Liu Hui has faithfully, diligently, and professionally fulfilled his duties as a director in accordance with the applicable laws and regulations and the Bank's Articles of Association.

With the consent of Mr. Liu Hui and subject to the deliberation and approval by the Bank's Board of Directors, the Board of Directors proposes the election of Mr. Liu Hui to be re-appointed as Non-executive Director of the Bank for a term of three years, which shall commence upon the expiry of his original term of office.

The biography of Mr. Liu Hui is as follows:

Mr. Liu Hui, born in 1972, has served as Non-executive Director of the Bank since August 2023. Since 1995, Mr. Liu worked successively at the Head Office of Agricultural Development Bank of China, Ping An Insurance Beijing Branch (Life Insurance), and the Finance and Private Sector Development Department of the World Bank Office, Beijing. He joined Central Huijin Investment Ltd. in 2007 and successively worked as Senior Deputy Manager, Senior Manager and Division Chief. Mr. Liu served concurrently as a supervisor of China Securities Co., Ltd., and served as a Non-executive Director of China Export & Credit Insurance Corporation. He graduated from Cambridge University with a Ph.D. degree.

Save as disclosed above, Mr. Liu Hui has neither held any position in the Bank nor in any of the Bank's affiliates.

Currently, the Non-executive Directors of the Bank (excluding Independent Non-executive Directors) do not receive remuneration from the Bank, and Mr. Liu Hui's remuneration will be paid by Central Huijin Investment Ltd.

As far as the directors of the Bank are aware and save as disclosed above, Mr. Liu Hui did not hold any directorship position in other listed companies in the last three years, nor did he have any relationship with any director, senior management member, or substantial or controlling shareholder of the Bank. As at the date of the proposal, Mr. Liu Hui does not have any interests in the shares of the Bank or its associated companies according to Part XV of the Hong Kong *Securities and Futures Ordinance*.

Save as disclosed above, there is no other information in relation to the re-appointment of Mr. Liu Hui that needs to be disclosed pursuant to any of the requirements set out in Rule 13.51(2) (h) to (v) of the *Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited*, nor are there any other matters that need to be brought to the attention of the shareholders of the Bank. Mr. Liu Hui has not been penalized by the China Securities Regulatory Commission (CSRC) or other relevant departments or stock exchanges.

8. THE ELECTION OF MR. SHI YONGYAN TO BE RE-APPOINTED AS NON-EXECUTIVE DIRECTOR OF THE BANK

The term of office of Mr. Shi Yongyan as Non-executive Director of the Bank will expire in September 2026. According to the Articles of Association of the Bank, the Shareholders' Meeting shall be responsible for electing non-executive directors, who shall hold office for a term of three years and may be re-elected and re-appointed upon expiry of the term.

During his term of office, Mr. Shi Yongyan has faithfully, diligently, and professionally fulfilled his duties as a director in accordance with the applicable laws and regulations and the Bank's Articles of Association.

With the consent of Mr. Shi Yongyan and subject to the deliberation and approval by the Bank's Board of Directors, the Board of Directors proposes the election of Mr. Shi Yongyan to be re-appointed as Non-executive Director of the Bank for a term of three years, which shall commence upon the expiry of his original term of office.

The biography of Mr. Shi Yongyan is as follows:

Mr. Shi Yongyan, born in 1968, has served as Non-executive Director of the Bank since September 2023. In 2011, Mr. Shi joined Central Huijin Investment Ltd. From January 2018 to January 2024, he served as Non-executive Director of China Everbright Group. From May 2018 to July 2020, he served concurrently as Non-executive Director of China Everbright Bank. From March 2016 to February 2018, he was a member of the Party Work Committee and Deputy Director of the Administrative Committee of Lanzhou New Area, Gansu Province. From March 2013 to March 2016, he served as Non-executive Director of China Export & Credit Insurance Corporation. From September 2011 to March 2013, he was Head of Research Support Division, Banking Department at Central Huijin Investment Ltd. From March 2006 to September 2011, he worked as Deputy Chief and Consultant at the General Office of the Anti-money Laundering Bureau of the People's Bank of China. From March 2003 to March 2006, he served as cadre and Deputy Chief of the Anti-Money Laundering Division of the Supervision and Inspection Department of the State Administration of Foreign Exchange. Mr. Shi graduated from Peking University with a Bachelor's degree and a Master's degree in Economics, and graduated from Nanyang Technological University, Singapore, with an MBA degree and a Ph.D. degree.

Save as disclosed above, Mr. Shi Yongyan has neither held any position in the Bank nor in any of the Bank's affiliates.

Currently, the Non-executive Directors of the Bank (excluding Independent Non-executive Directors) do not receive remuneration from the Bank, and Mr. Shi Yongyan's remuneration will be paid by Central Huijin Investment Ltd.

As far as the directors of the Bank are aware and save as disclosed above, Mr. Shi Yongyan did not hold any directorship position in other listed companies in the last three years, nor did he have any relationship with any director, senior management member, or substantial or controlling shareholder of the Bank. As at the date of the proposal, Mr. Shi Yongyan does not have any interests in the shares of the Bank or its associated companies according to Part XV of the Hong Kong *Securities and Futures Ordinance*.

Save as disclosed above, there is no other information in relation to the re-appointment of Mr. Shi Yongyan that needs to be disclosed pursuant to any of the requirements set out in Rule 13.51(2) (h) to (v) of the *Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited*, nor are there any other matters that need to be brought to the attention of the shareholders of the Bank. Mr. Shi Yongyan has not been penalized by the China Securities Regulatory Commission (CSRC) or other relevant departments or stock exchanges.

9. THE YEAR 2026-2027 FINANCIAL BOND ISSUANCE LIMIT OF BANK OF CHINA

In order to enhance our proactive liability capacity, support business development, and improve the effectiveness and quality of financial services for the real economy, the Bank plans to issue a reasonable amount of financial bonds in both domestic and overseas (including Hong Kong, Macau, and Taiwan, similarly hereafter) markets. The Shareholders' Meeting is hereby proposed to:

Review and approve the Bank's issuance of financial bonds in both domestic and overseas markets, in compliance with relevant laws and regulations, the listing rules where the Bank's securities are listed, and all the applicable laws, regulations and rules of any other government or regulator (excluding covered bonds, total loss-absorbing capacity (TLAC) non-capital bonds, tier 2 capital bonds, undated additional tier 1 capital bonds, convertible corporate bonds, and other subordinated bonds with a capital replenishment nature). The issuance limit shall not exceed RMB350.0 billion, and the funds raised from the bond issuance shall be used for the Bank's general purposes. The validity period of the resolution shall begin from 1 July 2026 to 30 June 2027. If any portion of the above limit remains unutilized upon expiry, such remaining amount shall remain valid until the Shareholders' Meeting has reviewed and approved a new annual financial bond issuance limit.

The proposal has been reviewed and approved by the Board of Directors of the Bank.

THE 2025 WORK REPORT OF THE BOARD OF DIRECTORS OF BANK OF CHINA

In 2025, the Board of Directors of the Bank adhered to the guidance of Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era, thoroughly implemented the guiding principles of the 20th CPC National Congress and the successive plenary sessions of the 20th CPC Central Committee, and fully carried out the directives of the Central Economic Work Conference, the Central Financial Work Conference, and the Conference of Heads of Central Enterprises. The Board of Directors resolutely implemented the decisions and deployments of the CPC Central Committee and the State Council, and fully executed all resolutions reviewed and approved by the Shareholders' Meeting, as well as the scheme on the authorization to the Board of Directors granted by the Shareholders' Meeting. Moreover, it actively played its role in setting strategies, making decisions, and preventing risks, and steadily advanced the Bank's high-quality development in serving national strategies. The targets in the annual business plan set by the Board of Directors were fully achieved. The key indicators under the Group's 14th Five-Year Plan were completed on schedule. Corporate governance continued to improve; steady progress in operating performance was made; risk management and control were robust and effective; and the Bank's global layout capabilities and international competitiveness were continuously enhanced, with shareholder returns maintained at a consistently high level.

In accordance with the China Accounting Standards for Business Enterprises, as at the end of 2025, the Group's total assets and total liabilities amounted to RMB38.36 trillion and RMB35.15 trillion, respectively, representing increases of 9.40% and 9.47% compared with the end of the previous year. For the year, the Group recorded an operating income of RMB658.3 billion and a net profit of RMB257.9 billion, up by 4.48% and 2.06% year on year, respectively. The Group's non-performing loan (NPL) ratio was 1.23%, down by 0.02 percentage points compared with the end of the previous year. The Board of Directors has recommended a final dividend on ordinary shares for 2025 of RMB1.169 per 10 shares. Including the interim cash dividends, the annual cash dividend for 2025 is RMB2.263 per 10 shares, with a dividend payout ratio of 30%.

I. FULLY IMPLEMENTING THE DECISIONS AND DEPLOYMENTS OF THE CPC CENTRAL COMMITTEE TO ENHANCE THE QUALITY AND EFFECTIVENESS OF SERVICES TO THE REAL ECONOMY

The Board of Directors of the Bank comprehensively implemented the decisions and deployments of the CPC Central Committee and national macroeconomic policies, and actively fulfilled the mission and responsibilities of a large financial institution. It deepened the supply-side structural reform of the financial sector and made solid progress in the "five major tasks" of promoting technology finance, green finance, inclusive finance, pension finance, and digital finance, striving to serve as a main force in supporting the real economy.

Serving the real economy for innovative and high-quality development. Closely aligning with the needs of the real economy, the Board of Directors effectively transmitted and implemented more proactive and impactful macroeconomic policies, precisely responded to local development needs, and increased credit fund support. The Group's total loan and advances exceeded RMB23.45 trillion, of which RMB loans and advances totalled RMB20.36 trillion, an increase of RMB1.84 trillion or 9.94% compared with the prior year-end. The Board of Directors further implemented the national strategy for coordinated regional development, and leveraged financial strength to support the development of regions such as the Beijing-Tianjin-Hebei Region, the Yangtze River Delta, the Guangdong-Hong Kong-Macao Greater Bay Area, and the Yangtze River Economic Belt. It supported the development of a modern industrial system, with outstanding loan balances to the manufacturing sector and the medium- to long-term manufacturing loans reaching nearly RMB3.5 trillion and RMB1.5 trillion, respectively, and the loan balance to strategic emerging industries exceeding RMB3.2 trillion. It also contributed to expanding domestic demand and boosting consumption by strongly supporting the implementation of major national projects and programs, including those aligned with major national strategies, building up security capacity in key areas, as well as consumer goods trade-in and large-scale equipment renewal initiatives. The outstanding balance of equipment renewal loans exceeded RMB150 billion, while domestic personal consumer loans increased by RMB113.920 billion.

Consolidating advantages in technology finance. The Board of Directors actively promoted high-level planning, high-standard services, and high-quality development in technology finance, providing strong support for the growth of technology enterprises and technology-related industries. As at the end of 2025, the Bank provided technology loans totaling RMB4.82 trillion to approximately 171,800 enterprises, alongside other comprehensive financial services amounting to over RMB890 billion in value. In addition, the Bank actively responded to the national strategy for artificial intelligence (AI) development, implemented an action plan to support the AI industry chain and launched the "BOC Sci-Tech Innovation Computing Power Loan". As at the end of 2025, it established cooperation with 4,460 core enterprises in the AI industry chain, with a credit balance of RMB545.6 billion.

Leading the industry in green finance. The Board of Directors thoroughly advanced the Bank's goal of becoming "bank of choice for green financial services", continued to optimize and improve support measures for green finance business, and promoted a comprehensive green transformation of economic and social development. As at the end of 2025, the Bank's green loan balance amounted to RMB4,961.455 billion, representing a year-on-year increase of 27.83%, with both growth rate and proportion maintaining market leadership. Green bond investment exceeded RMB100 billion, and its domestic and overseas green bond underwriting scale reached RMB428.823 billion and USD29.571 billion respectively. Both investment and underwriting volumes in green bonds ranked among the top in the industry.

Expanding the volume and coverage of inclusive finance. The Board of Directors remained committed to benefiting the public through finance, effectively supported the financing needs of micro and small-sized enterprises and benefited a broader range of market entities. As at the end of 2025, the Bank's outstanding inclusive finance loans to micro and small-sized enterprises reached RMB2,770.131 billion, growing by 21.52% compared with the prior year-end and outpacing the Bank's overall loan growth rate. The number of customers approached 1.84 million, an increase of 22.86% compared with the end of the previous year. The Board of Directors also actively supported comprehensive rural revitalization, continuously increased credit support, and achieved sustained growth in agriculture-related loans. Over 1,600 featured outlets focusing on rural revitalization were established to enhance service capabilities for agriculture, rural areas, and farmers.

Advancing pension finance across multiple dimensions. The Board of Directors actively served the national strategy of responding to China's aging population, and advanced the Bank's efforts in cultivating three areas of pension finance, personal pension finance and eldercare industry finance. A brand matrix including "BOC Pension Finance", "Yiyang Tongxin", and "Suiyue Changqing" was established. In 2025, the number of newly contributing personal pension customers exceeded 3 million, the cumulative number of valid social security cards reached 129 million, the number of enterprise annuity individual accounts under management reached 4,597.3 thousand, entrusted pension funds amounted to RMB318.033 billion, and pension funds under custody operation reached RMB1.32 trillion.

Accelerating empowerment through digital finance. The Board of Directors continued to energize the financial technology engine, actively supported the development of the digital economy and promoted high-quality development of digital finance. It formulated an "AI+" development plan, built large-language-model platforms, and developed more than 400 intelligent assistants. It supported innovation in digital industrialization and the digital transformation of industries. As at the end of 2025, the outstanding loan balance to the digital economy sector exceeded RMB880 billion, up by 7.62% from the prior year-end. The Board of Directors also deepened digital operations, with monthly active personal mobile banking customers reaching 105 million, up by 7.11% year on year, while e-CNY consumption maintained a leading position in the market.

II. ACTIVELY LEVERAGING STRATEGIC GUIDANCE TO ACHIEVE NEW PROGRESS IN HIGH-QUALITY DEVELOPMENT

The Board of Directors of the Bank has fully practiced the political and people-oriented nature of financial work, actively exercised its strategic leadership role, maintained strategic focus, and advanced strategy execution. While making every effort to serve national strategies and the real economy, it has steadily promoted the Bank's high-quality development. The key indicators under the 14th Five-Year Plan were completed on schedule, laying a solid foundation for the start of the 15th Five-Year Plan.

Operating performance improved steadily. In 2025, the Bank's operating income and net profit increased by 16.4% and 25.8%, respectively, compared with 2020, with growth rates outperforming major peers. The income structure continued to improve, with the proportion of non-interest income rising by approximately 7 percentage points, both the proportion and the increase exceeding the average level of major peers. Total assets and total liabilities increased by 57.2% and 58.0%, respectively, compared with the end of 2020, while the competitiveness of core businesses such as domestic RMB deposits and loans steadily improved.

Customer base expanded in both scale and quality. Adhering to a customer-centric approach, the Board of Directors enhanced the quality and effectiveness of integrated financial services to effectively meet diversified customer needs and promote both quantitative and qualitative growth of the customer base. As at the end of 2025, the number of personal customers the Bank's commercial banking business served in the Chinese mainland increased by 2.66% compared with the end of the previous year, while the total number of corporate customers increased by 13.88%. The Board of Directors continuously strengthened the consumer protection system and fully integrated consumer protection into corporate governance, business development strategies, and corporate culture to effectively safeguard the legitimate rights and interests of consumers.

Distinctive strengths were further consolidated and expanded. In 2025, overseas institutions' contribution to the Group's total profit increased by 4.6 percentage points compared with the end of 2020, maintaining the leading position among Chinese-funded peers. The number of overseas RMB clearing banks reached 16, further strengthening the Bank's leading advantages in international settlement, cross-border RMB business, and the foreign currency exchange market. The Board of Directors enhanced top-level design for group management and control, systematically standardized the Group's management mechanisms, optimized the corporate governance structure of comprehensive operations, and continuously improved the quality and effectiveness of the Group's management. It also deepened special governance for subsidiaries, with the contribution of comprehensive operations to profits remaining at a leading level among major Chinese-funded peers.

Reform and development advanced steadily. The Board of Directors made significant efforts to promote comprehensive work, such as business transformation, in-depth reforms, and foundational development. It enhanced competitiveness and long-cycle evaluation, dynamically improved performance evaluation mechanisms, and promoted balanced development in scale, pricing, risk, and efficiency. It accelerated transformation and development in a low-interest-rate environment, with changes in key strength indicators such as operating income, net profit, and net interest margin outperforming major Chinese-funded peers. Committed to creating value for shareholders, the Board of Directors has consistently emphasized investor returns, maintained a relatively high dividend payout ratio in recent years, and completed dividend distribution in a timely manner, enabling investors to share the operating results at an early stage.

III. CONSOLIDATING AND EXPANDING GLOBAL ADVANTAGES TO ENHANCE GLOBAL PRESENCE AND INTERNATIONAL COMPETITIVENESS

The Board of Directors of the Bank has positioned globalization as the core and top priority of the Bank's development strategy, continuously optimized its global network, served the overall situation of the country's foreign relationships and economic and trade development, and enhanced its global layout capabilities and international competitiveness.

Serving the overall situation of the country's foreign relationships and economic and trade development. The Board of Directors deeply supported the high-quality cooperation under the Belt and Road Initiative, and participated in a number of major signature projects and "small yet smart" livelihood projects. It cumulatively followed up on over 1,400 corporate credit projects in countries participating in the Belt and Road Initiative, with cumulative credit support exceeding USD439 billion. For the first time, the number of cross-border settlement customers exceeded 400,000, and the annual business volume of cross-border e-commerce settlement surpassed RMB1 trillion. The Bank remained the top among Chinese-funded banks in international trade settlement, global custody, underwriting of Chinese offshore bonds, overseas syndicated loans, cross-border M&A loans, etc.

Optimizing the layout of the global network. The Board of Directors continuously enhanced its global layout capabilities and facilitated cross-border trade and economic exchanges to provide premier financial services for high-quality "Bringing In" and high-level "Going Global" initiatives. In October 2025, the Ankara Branch of Bank of China Turkey A.S. officially commenced operations. The Bank took the lead in establishing the first Chinese-funded global custody bank, with its custody network covering more than 100 countries and regions. As at the end of 2025, the Bank had 533 overseas institutions, covering 64 countries and regions worldwide, including 45 countries participating in the Belt and Road Initiative, achieving comprehensive coverage of key global strategic locations.

Improving global service mechanisms. The Board of Directors gave further play to the role of the mechanism of "global expertise and comprehensive services accessible at any point of contact" to form strong coordination between domestic and overseas operations. It promoted and dynamically optimized the market-by-market growth strategies for overseas institutions, tapped the potential of overseas markets, and continuously enhanced the market competitiveness of overseas institutions. The Board of Directors continually improved the regional and intensive development mechanism for the Bank's overseas institution. It implemented the *BOCHK Southeast Asia Regional Development Action Plan*, strengthened BOCHK's role in driving development of overseas institutions in Southeast Asia, enhanced the capabilities of BOC (Europe) as the headquarters in EU, and continued to advance centralized mid- and back-office operations at the regional level.

Enhancing value creation in globalization. As at the end of 2025, the Bank's overseas commercial banking business recorded customer deposits and loans and advances to customers of USD656.206 billion and USD443.422 billion, representing increases of 11.39% and 4.65%, respectively, compared with the prior year-end. For the year, the Bank's overseas commercial banking business achieved a total profit of USD10.071 billion, up by 8.57% year on year. The share of profit before income tax from overseas commercial banks and overseas comprehensive operation companies in the Group's total rose to 27.99%.

IV. PERSISTING IN COORDINATING DEVELOPMENT AND SECURITY AND DEEPENING COMPREHENSIVE RISK MANAGEMENT

The Board of Directors of the Bank has focused on the requirements of high-quality development, firmly regarding risk prevention and control as an enduring priority. It has continuously leveled up capital management, deepened the development of a comprehensive risk management system, strengthened long-term mechanisms for internal control and compliance management, and defended the bottom line of no occurrence of systemic financial risk.

Leveling up capital management. The Board of Directors adhered to the principle of attaching equal importance to endogenous accumulation and external supplementation, improved the economic capital budgeting and assessment mechanisms, strengthened capital constraint and incentive mechanisms, firmly established the concepts of capital conservation and value creation, and enhanced the capacity for endogenous capital accumulation. It expanded the application of advanced capital measurement approaches, optimized the structure of assets on and off the balance sheet, strengthened the refined capital management, improved and balanced the heavy-capital businesses, expanded and strengthened light-capital businesses, reduced inefficient and ineffective capital occupation, and accelerated the transition toward a more efficient and capital-saving model. The Board of Directors optimized the internal capital adequacy assessment procedures and improved the structure of capital management. It prudently replenished the capital through external financing channels to consolidate the capital base, so as to maintain a reasonable and adequate capital level and total loss-absorbing capacity (TLAC). In 2025, the Bank successfully issued 27,824,620,573 A Shares to a specific investor, the Ministry of Finance, raising RMB165 billion, and successfully issued RMB70 billion of undated capital bonds, RMB160 billion of tier 2 capital bonds, and RMB100 billion of TLAC non-capital bonds. As at the end of 2025, the Group's capital adequacy ratio reached 18.85%, remaining at a reasonable and sufficient level, while its TLAC risk-weighted ratio reached 22.07%, meeting regulatory requirements.

Strengthening the comprehensive risk management system. The Board of Directors optimized the risk appetite strategy to align with the business development strategy and actively support high-quality development. It established mechanisms for preventing systemic risks, strengthened the penetration of comprehensive risk management to the primary-level institutions, enhanced integrated domestic and overseas risk management, improved the risk prevention and control system for overseas institutions, and implemented differentiated risk management for comprehensive operation companies. It made every effort to prevent and resolve risks in key areas such as the real estate sector and local government debt. The Group's NPL ratio remained at a relatively favorable level among major Chinese-funded peers, while both the balance and ratio of NPLs overseas declined, outperforming local industry averages in major markets. It coordinated the prevention of both traditional and non-traditional risks, strengthened full-process management of customer ESG risk, actively addressed climate change, comprehensively reinforced workplace safety systems, ensured stable operation of information systems, and steadily improved technology operation capabilities. The Board of Directors also advanced the digital and intelligent transformation of risk management, strengthened the risk data foundation, improved internal rating models, optimized system functions, and enhanced risk control capabilities. As a result, the Bank's key risk indicators remained stable and controllable.

Improving the internal control and compliance management system. The Board of Directors enhanced the internal control case prevention mechanisms, established supervision mechanisms for case risk prevention and control, strengthened case handling management, and implemented full-process prevention and control of case risks to continuously improve internal control case prevention management. It also focused on internal control inspection and the rectification of findings, established a notification mechanism for warning and education activities on a regular basis, raised employees' compliance awareness and fostered an internal control compliance culture. It continuously improved management mechanisms for anti-money laundering (AML), counter terrorist financing, counter proliferation financing, and sanctions compliance. It strengthened due diligence management mechanisms, improved suspicious transaction monitoring processes and models, enhanced AML information system development, and promoted the establishment of long-term compliance management mechanisms for overseas institutions, which further consolidated the management foundation. It also implemented regulatory rules on connected transactions, improved the connected transactions management mechanism, strengthened management of connected parties, and reinforced data governance of connected transactions. Furthermore, it reinforced the identification, monitoring, disclosure, and reporting of connected transactions, standardized internal transaction management, strictly controlled transaction risks, and continuously improved the level of refined management in connected and internal transactions.

V. IMPROVING THE CORPORATE GOVERNANCE SYSTEM AND IMPROVING THE EFFECTIVENESS OF CORPORATE GOVERNANCE

The Board of Directors of the Bank has consistently upheld the effective integration of strengthening the Party's leadership and improving corporate governance. It has continuously refined a corporate governance structure centered on the Shareholders' Meeting, the Board of Directors, and Senior Management, with clearly defined powers and responsibilities, efficient and orderly functioning, and smooth operation, leading to a steady improvement in governance standards.

Optimizing the corporate governance structure and improving the supervision management system. To implement the new *Company Law* and relevant regulatory requirements, and to steadily and orderly advance the reform of the Board of Supervisors, the Bank ceased to maintain a Board of Supervisors from September 2025. A corporate governance structure centered on the Shareholders' Meeting, the Board of Directors, and Senior Management was formed. The Audit Committee of the Board of Directors performs the functions and powers of the Board of Supervisors in accordance with the *Company Law* and other applicable laws and regulatory requirements. The Audit Committee explored supervisory mechanisms and completed the 2025 annual performance evaluation of the Board of Directors, Senior Management, and their members. The Board of Directors, Senior Management, and their members have continued to practice the political and people-oriented nature of financial work, and fully implemented the decisions and deployments of the CPC Central Committee and the State Council. They have promoted the Bank's transformation and development in a low-interest-rate environment, enhanced the quality and effectiveness of services to the real economy, continuously optimized the global business layout, defended the bottom line of no occurrence of systemic financial risk, and advanced high-quality development of the Bank in serving national strategies. The Board of Directors reviewed the Measures for Capital Management, Administrative Measures for Capital Adequacy Ratio Management, the Annual Business Plan and Risk Appetite Stress Test report, examined the 2024 Liquidity Risk Management Report, and urged the Senior Management to implement the advanced approaches under the new capital regulations, strengthen the promotion and application of stress testing, and maintain a prudent liquidity risk appetite. The Senior Management has coordinated security and development, and continuously improved the refined capital management, the accurate stress testing results, and the proactive liquidity risk management. The Board of Directors and the Senior Management have strictly complied with laws, regulations, rules, regulatory requirements, and the Bank's Articles of Association, operated efficiently and in a standardized manner, made decisions in a scientific and professional way, and effectively safeguarded the rights and interests of shareholders and the Bank. Based on the evaluation by the Audit Committee of the Board of Directors, all directors and senior executives included in the assessment performed their duties with loyalty, diligence, professionalism, and compliance, and all received a "competent" rating in the 2025 annual performance evaluation.

Improving corporate governance systems and strengthening institutional foundations. The Board of Directors of the Bank adhered to advancing the in-depth integration of the Party's leadership and corporate governance, and continued to improve the corporate governance policy system and operation mechanism. In line with the latest directives of the CPC Central Committee on financial work, as well as the new *Company Law* and the latest regulatory requirements, the Board of Directors conducted a comprehensive review and revision of key corporate governance systems, including the Articles of Association, the rules and procedures for Shareholders' Meeting, and the rules and procedures for the Board of Directors and its special committees, thereby laying a solid institutional foundation for the reform of the corporate governance structure and the efficient operation of corporate governance. It promoted the improvement of the *List of Major Agenda Items and Decision-making Matters for the Party Committee and Corporate Governance Entities*, further clarified the authority of relevant decision-making matters, and promoted the continuous strengthening of the Party's leadership in improving corporate governance. In 2025, the Bank's corporate governance performance received continuous recognition from capital markets and the public, including being awarded "Best Practice Case for Board of Directors of Public Companies" by the China Association for Public Companies.

Improving the operation mechanism of the Board of Directors and ensuring scientific and efficient decision-making. The Bank's Board of Directors has continuously improved its operation mechanism, and performed duties and functioned actively and effectively with its special committees, thereby constantly enhancing the Bank's corporate governance effectiveness. It systematically reviewed and streamlined the working procedures of the Board of Directors and its special committees, and standardized the structure, rules, and operational procedures of the six special committees. As a result, the normalization and standardization of the operation of the Board of Directors and its special committees have been further strengthened. The "Corporate Culture and Consumer Protection Committee" was renamed the "Sustainable Development and Consumer Protection Committee" to highlight the Board of Directors' strong emphasis on sustainable development. The "Personnel and Remuneration Committee" was renamed the "Nomination and Remuneration Committee" to more accurately reflect its professional responsibilities and positioning. In 2025, the Bank convened five Shareholders' Meetings, at which a total of 36 topics were reviewed and approved and 32 resolutions were made. It also held 11 on-site meetings and a written meeting of the Board of Directors, during which, 134 topics were reviewed and approved, and 113 resolutions were made.

Sticking to Diversity of the Board of Directors and Building a Scientific and Efficient Governance Structure. The Board of Directors of the Bank attached great importance to and continuously promoted the construction of board diversity, which better facilitated the Board of Directors to make scientific, professional and efficient decisions. The Bank revised the *Board Diversity Policy of Bank of China Limited*, giving full consideration to factors such as gender, age, cultural background, geographic background, professional experience, educational background, tenure of service, as well as other regulatory requirements and factors deemed applicable by the Board of Directors, and ensuring that these considerations are incorporated throughout the entire process of director selection. Members of the Board of Directors possess extensive industry experience. In 2025, the appointment of six new directors further enriched the Board of Directors with substantial expertise in auditing, risk management, and sustainability management. At the current stage, the members of the Board of Directors of the Bank have achieved comprehensive diversity, including gender diversity. None of the directors has interests in any business that competes or is likely to compete, either directly or indirectly, with the business of the Group. Non-executive directors are not remunerated by the Bank, while independent directors are remunerated by the Bank.

Improving the Support System for Directors' Performance of Duties and Continuously Enhancing Directors' Value Contribution. The Board of Directors of the Bank continuously enhanced the guarantee of directors' right to know in the duty performance and effective duty performance. Thus, the directors' scope of knowledge was constantly expanded. By attending important internal meetings such as the Bank's work meetings, President's Executive Meetings and business situation analysis meetings as non-voting attendees, directors deepened their understanding of the Bank's operation and management status. The Board of Directors and the Management engaged in in-depth communication, and continuously enhanced exchanges through formats such as themed meetings and forums with independent directors. Directors carried out in-depth investigations and research, and continuously improved the quality and efficiency of the research. Closely focusing on the Bank's development strategy and key work as well as major economic and financial hot issues, directors completed six research reports. The Management forwarded the research reports to relevant departments and instructed them to study and implement them, effectively promoting the improvement of corporate governance and operation management of the Bank. The Board of Directors attached great importance to enhancing directors' performance capabilities and actively organized training programs for directors. The Bank's directors fully complied with the *Corporate Governance Code of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited* and Chinese regulatory requirements to participate in relevant regulatory training on topics such as market value management, ESG governance and practices, deepening M&A and restructuring reforms, and guidelines on articles of association for listed companies. They also actively attended the training sessions organized by the Bank's Board of Directors on areas including AML and green finance. To better safeguard directors' faithful and diligent performance of duties, the Bank arranged liability insurance for its directors in 2025, with the insured amount, coverage scope, and premium rates strictly implemented in accordance with the authorization granted by the Shareholders' Meeting.

Conducting independence assessment of independent directors to ensure compliance with regulatory requirements. In accordance with the *Measures for the Management of Independent Directors of Listed Companies*, the *Rules Governing the Listing of Stocks on Shanghai Stock Exchange* and other regulatory requirements, the Bank's independent directors conducted self-inspections of their independence. Based on the employment of the Bank's independent directors and the relevant independence self-inspection documents signed by them, the Board of Directors has assessed the independence of the independent directors. Independent directors of the Bank do not hold positions in the Bank other than directors, members or chairperson of special committees of the Board of Directors, and do not have any relationship with the Bank and the Bank's substantial shareholders that may affect their ability to make independent and objective judgments, which is in line with the relevant requirements of the *Measures for the Management of Independent Directors of Listed Companies* and the Articles of Association of the Bank regarding the independence of independent directors.

Strictly fulfilling the obligations of information disclosure and continuously optimizing the practices in investor relations. In 2025, the Bank continued to improve and strictly implemented its information disclosure system. In accordance with the latest regulatory rules, it conducted a review and revision of its information disclosure system. Directors engaged in thorough discussions and put forward constructive suggestions, further standardizing disclosure standards, content, procedures, supervision, and disciplinary measures. Directors and Senior Management members strictly complied with information disclosure requirements, closely monitored disclosure practices, and supported and facilitated the fulfillment of disclosure obligations. The Bank's information disclosure has maintained the highest "A" rating from the SSE for 12 consecutive years, and its 2024 Annual Report has received an award in the annual report competition from the League of American Communications Professionals (LACP) and an "Honor in Infographics" from the Annual Report Competition (ARC). During the year, the Bank's information disclosure activities were fully compliant, with no violations or irregularities. The Board of Directors closely tracked market dynamics, monitored key indicators for market value management, continuously improved the quality and effectiveness of market communication, constantly strengthened professional and efficient investor relations management practices, and strove to ensure that the Bank's investment value reasonably reflects the corporate quality.

The year 2026 marks the beginning of the 15th Five-Year Plan period. The Board of Directors will continue to follow the guidance of Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era, implement the new development philosophy in a complete, accurate, and comprehensive manner, deeply understand the political and people-oriented nature of financial work, and firmly establish and practice a correct view of performance. It will continue building a strong financial institution, remain committed to advancing along a path of financial development with Chinese characteristics, continuously break new ground for its high-quality development, and make greater contributions to comprehensively advancing the building of a stronger country and the great cause of national rejuvenation with Chinese modernization.

It is hereby reported.

Board of Directors of Bank of China Limited

THE REPORT ON THE MANAGEMENT OF CONNECTED TRANSACTIONS OF BANK OF CHINA FOR 2025

In 2025, the Bank strictly implemented the connected transactions management requirements of the National Financial Regulatory Administration (NFRA), the China Securities Regulatory Commission (CSRC), the Shanghai Stock Exchange (SSE), and the Stock Exchange of Hong Kong Limited (SEHK) (hereinafter respectively referred to as "NFRA Rules", "SSE Rules", and "SEHK Rules"). Under the guidance of the Board of Directors and the Connected Transactions Control Committee, and following the principles of good faith, transparency and fairness, look-through identification, and clear structure, the Bank has continuously improved its connected transactions management policies, strengthened connected party management and transaction identification and monitoring, and enhanced system development and data governance. The connected transactions management mechanism has become increasingly sound, internal control measures are relatively effective, and overall compliance risk is controllable. The Bank's connected transactions management for 2025 is hereby reported as follows:

I. OVERVIEW OF CONNECTED PARTIES AND CONNECTED TRANSACTIONS

i. Connected parties

As at December 31, 2025, the Bank had a total of 5,136 connected parties. Specifically, there are 3,443 connected natural persons, accounting for 67.04%, and 1,693 connected legal persons and non-legal person organizations, accounting for 32.96%. The number of connected parties under different rules is as follows:

Governing rules	Connected natural persons	Connected legal persons	Total
NFRA Rules	3,265	1,385	4,650
SSE Rules	233	20	253
SEHK Rules	443	318	761
All-inclusive (deduplicated)	3,443	1,693	5,136

ii. Connected transactions

All connected transactions of the Bank were conducted in accordance with commercial principles and on terms no more favorable than those applicable to similar transactions with non-connected parties. No instances of improper tunneling, regulatory arbitrage, or other violations of regulatory prohibitions through connected transactions were identified.

1. Connected transactions under NFRA Rules

In 2025, the aggregate amount of connected transactions between the Bank and connected parties under the NFRA rules reached RMB7.44 trillion, including RMB6.81 trillion of interbank connected transactions, RMB394,981 million of credit-related connected transactions, RMB13,345 million of asset transfer-related connected transactions, RMB8,903 million of service-related connected transactions, and RMB211,614 million of deposit-related and other types of connected transactions.

To implement the new requirements of the NFRA Rules regarding connected transactions involving directors and senior management, our bank's board of directors has already made a unified resolution regarding the handling of daily financial products and services by connected parties at the level of directors and senior management that do not meet the criteria for significant connected transactions. Subsequently, these transactions can proceed normally without the need for prior board approval for each individual transaction.

In 2025, the Bank had no material connected transactions. The Bank entered into unified transaction agreements for financial markets business with eight connected parties, including BOCHK.

2. Connected transactions under SSE Rules

In 2025, Our bank strictly complies with all the provisions of the SSE Rules, approves connected transactions as required, and discloses them in a timely manner. The Board of Directors reviewed and approved the Proposal on the *Cap on the Consolidated Amount of Routine Connected Transactions Between Bank of China and China CITIC Financial Asset Management Co., Ltd. and China CITIC Financial AMC International Holdings Limited under the Rules of the Shanghai Stock Exchange*. The Board of Directors approved the cap on the consolidated amount of routine connected transactions between the Bank and China CITIC Financial Asset Management Co., Ltd. and China CITIC Financial AMC International Holdings Limited for the period from January 1, 2026 to December 31, 2026 shall be RMB73,460 million.

According to the CSRC's the 26th Regulation on the Preparation and Reporting of Information Disclosure by Companies Publicly Offering Securities – Special Provisions for Information Disclosure of Commercial Banks, as of December 31, 2025, the total amount of loans and overdrafts granted by the Group to connected natural persons amounted to RMB143 million (as of December 31, 2024: RMB145 million).

3. Connected transactions under SEHK Rules

According to HKEX Listing Rules, transactions between the Bank and its connected persons (as defined in the Hong Kong Listing Rules) are considered connected transactions of the Bank. For these transactions, the Bank monitors and manages them according to HKEX Listing Rules. In 2025, during the regular business process, connected transactions between the Bank and connected persons were exempt from the requirements for declaration, annual review, announcement, and approval by independent shareholders according to HKEX Listing Rules.

II. MANAGEMENT OF CONNECTED TRANSACTIONS OF THE BANK IN 2025

i. The Connected Transactions Control Committee under the Board of Directors strictly fulfilled its deliberation and guidance responsibilities

The Connected Transactions Control Committee reviewed the Bank's connected transaction management policies, reports on connected transaction management, unified transaction agreements under the NFRA Rules, upper limit for routine connected transactions under the SSE Rules, and connected transactions between the Bank and directors, senior management personnel, and their connected parties. It also accepted the filings for general connected transactions and guided the Bank in rigorously strengthening connected transaction management, ensuring proper ex-ante approval, in-process monitoring, and ex-post regulatory reporting and information disclosure for connected transactions.

ii. The Connected Transactions Management Office under the management actively performed its supervisory and coordinating functions

The Connected Transactions Management Office reviewed the information on connected parties, the overview of connected transactions, unified transaction agreements, and major matters concerning the daily management of connected transactions of the Bank. It supervised the implementation of regulatory requirements as well as the Group's policies for connected transaction management by all departments of the Head Office and institutions, ensuring the effective execution of resolutions of the Board of Directors and the Connected Transactions Control Committee under the Board of Directors.

iii. Improve the connected transactions management system, and consolidate management responsibilities

The Bank implemented regulatory requirements that connected transactions involving directors, supervisors, and senior management personnel shall be reviewed and approved by the Board of Directors or the Shareholders' Meeting, revised rules and regulations, such as the *Management Policy for Connected Transactions* and the *Administrative Measures for Connected Transaction*s, and refined the approval requirements for connected transactions. Meanwhile, it also supervised subsidiary banks in improving their connected transactions management policies and implementing the regulatory requirements of the Head Office and local regulators.

iv. Continue to improve the refined management standards of the "list + standards + manual" and embed them into the management procedure

The Bank further refined the management requirements for connected transactions, improved the *Action List for Connected transactions management*, and sorted out key management actions, common issues, and inspection methods, to ensure that all departments and institutions "are able to do, know how to do, and know how to inspect". The *Connected Transaction Scenario List* was reviewed, and elements such as the reporting method for connected transactions and the basis for amount calculation were specified by scenario to guide all departments and institutions to accurately identify connected transactions. The *Supplementary Entry Specifications* is improved by clarifying the completion requirements for manually supplemented transaction amount, direction and price by scenario. The *Connected Transaction Manual* was refined to answer questions and address doubts in a Q&A format, guiding departments and institutions in enhancing their refined management.

v. Strengthen connected party management and improve the accuracy of connected party information

The Bank continued to strengthen connected party management by properly performing the maintenance work of collecting, reviewing, entering, and updating connected party information. It carried out cross-validation of connected party information with external information such as corporate registration databases, and organized various departments and institutions to recheck connected party information to identify omissions and fill gaps, thereby enhancing the completeness, accuracy, and timeliness of connected party information.

vi. Reinforce connected transactions management to ensure transaction compliance

The Bank embedded connected transactions management requirements into daily business processes, continuously carried out the identification, monitoring, and control of connected transactions, and monitored the cumulative connected transactions. It made a unified resolution on the Bank's routine financial products and service transactions with directors, senior management personnel, and their connected parties, ensuring that such transactions are conducted on fair market terms and in compliance with laws and regulations, and preventing tunneling.

vii. Optimize system functions to enhance connected transaction management automation

The Bank continued to optimize and upgrade the connected transaction monitoring system. In 2025, seven system batches were put into production, improving system functions such as alerts for changes in connected legal person information and look-through identification, standard pre-filling and quality validation for supplementary entry, and monitoring of the execution of unified transaction agreements. The Bank optimized the automatic transaction reporting rules, promoted automatic reporting for supplementary transaction entries, and enhanced automated management of connected transactions.

viii. Intensify inspections and training to strengthen the quality control of connected transactions

The Bank conducted six targeted training sessions, with approximately 10,000 participants, effectively enhancing the compliance awareness and professional capabilities of personnel engaged in connected transactions. Four bank-wide inspections of connected transactions management were conducted to strengthen quality control. In addition, a special audit of the Group's connected transactions management was carried out. The audit revealed that the management mechanisms in the Bank's main areas of connected transactions are becoming increasingly sound, internal control measures are relatively effective, and compliance risk is generally controllable. Going forward, more attention should be paid to the operational risk.

ix. Perform regulatory reporting and disclosure to ensure transparent information on connected transactions

Strictly adhering to the NFRA rules, the Bank conducted the reporting and disclosure of connected transaction information in a truthful, accurate, complete, and timely manner. This includes submitting connected transaction reports and reports on the execution of unified transaction agreements to the NFRA within the required timeframes, making consolidated disclosures of general connected transactions on the Bank's official website on a quarterly basis, disclosing the execution of each unified transaction agreement promptly, and disclosing the overview of connected transactions in the annual report.

III. WORK PLAN FOR THE NEXT STEP

The Bank will strictly adhere to regulatory requirements and, based on issues identified in internal and external inspections and audits, further enhance the intelligent and refined management of connected transactions. **First**, it will strengthen connected party management, enhance routine maintenance and updates, regularly conduct re-inspections of connected parties, and improve the accuracy and completeness of connected party information. **Second**, it will enhance the management of connected transactions, embed connected transactions management requirements into business procedures, and implement effective identification, monitoring, and control of connected transactions, so as to ensure compliant transactions and avoid tunneling. **Third**, it will continuously optimize the functions of the connected transaction monitoring system. Relevant measures include re-inspecting and verifying the automatic data submission rules, promoting automated submission for transactions manually supplemented, and optimizing system functions such as connected transaction data analysis and data quality verification through new digital and intelligent technologies, so as to enhance automated connected transactions management. **Fourth**, it will intensify training and inspections. The Bank will continue to carry out targeted training, deepen routine supervision and inspections, incorporate connected transactions management into performance appraisal, strengthen quality control, and strive to improve the quality and effectiveness of connected transactions management.

It is hereby reported.

Board of Directors of Bank of China Limited

THE EVALUATION REPORT ON SUBSTANTIAL SHAREHOLDER OF BANK OF CHINA FOR 2025

Pursuant to requirements such as the *Interim Measures for Equity Management of Commercial Banks* (Order No. 1 [2018], CBRC) and the *Measures for Supervision and Management of Behaviors of Substantial Shareholders of Banking and Insurance Institutions (Provisional)* (Yinbaojianfa [2021] No. 43), the Bank evaluated its substantial shareholder, Central Huijin Investment Ltd. ("Huijin"), in terms of its relevant situations in 2025 (the "**evaluation period**"). Upon the evaluation, the qualifications and other relevant situations of Huijin are in compliance with laws, regulations and regulatory requirements, as well as the Bank's Articles of Association and related terms of agreements. Relevant situations are hereby reported as follows:

I. SHAREHOLDER QUALIFICATIONS

Huijin, a wholly-owned subsidiary of China Investment Corporation, makes equity investments in major state-owned financial institutions as authorized by the State Council. To the extent of its capital contributions, Huijin exercises its rights and fulfils its obligations as an investor to major state-owned financial institutions on behalf of the State, in accordance with applicable laws aimed at preserving and enhancing the value of state-owned financial assets. Huijin neither engages in other business activities nor intervenes in the daily operation of the major state-owned financial institutions of which it is the controlling shareholder.

Huijin did not evade the qualification review, with capital contribution sources complying with regulatory requirements, nor did it engage in any capital withdrawal or make false capital contributions. It has continued to meet the qualifications as a shareholder and regularly updated its information which was required to be disclosed to the Bank. Huijin continuously operates steadily and is in good financial condition.

II. EQUITY HOLDINGS

As at December 31, 2025, Huijin held 188,791,906,533 ordinary A Shares of the Bank, representing 58.59% of the total issued ordinary shares of the Bank, all of which were not subject to restrictions on sales.

During the evaluation period, the shares held by Huijin were not pledged, labelled or frozen.

III. PERFORMANCE OF RESPONSIBILITIES, OBLIGATIONS AND UNDERTAKINGS

During the evaluation period, Huijin fulfilled its shareholders' responsibilities and obligations in accordance with laws, regulations, regulatory requirements and the Bank's Articles of Association. Huijin made a "non-competing commitment" when the Bank launched its IPO. It also committed "not to overstep its authority in the Bank's operation and management activities or encroach upon the Bank's interests", ensuring that the measures to mitigate immediate return impacts can effectively be implemented during the Bank's offering of A Shares to specified investors in 2025. During the evaluation period, Huijin fulfilled the aforementioned commitments and did not violate any of the above.

IV. IMPLEMENTATION OF THE BANK'S ARTICLES OF ASSOCIATION AND AGREEMENTS

i. Exercise of shareholders' rights

During the evaluation period, Huijin legitimately exercised the rights of a shareholder in accordance with laws, regulations, regulatory requirements and the Bank's Articles of Association through corporate governance procedures, and did not abuse its rights or status as a shareholder, or damage the legitimate rights and interests of the Bank or other shareholders and stakeholders.

ii. Support to the Bank's capital replenishment

Huijin actively supported the Bank in consolidating capital foundation, optimizing capital structure, improving the ability to serve the real economy and resist risks, so that the Bank has continued to meet requirements on capital regulation, and actively supported the Bank in complying with the criteria of the total loss absorption capacity. During the evaluation period, Huijin agreed to the Bank's relevant proposals to the Shareholders' Meeting on Offering of A Shares to Specified Investors, *Issuance Amount and Issuance Arrangement of Capital Instruments*, and *Issuance Amount and Plan of Non-capital Debt Instruments for Total Loss Absorption Capacity*.

iii. Connected transactions

In line with the *Administrative Measures for Connected Transactions of Banking and Insurance Institutions* by the NFRA, Huijin is not regarded as a connected party of the Bank, and business transactions between the Bank and Huijin are not considered connected transactions.

During the evaluation period, Huijin obtained credit from the Bank in compliance with laws and regulations. The credit balance complied with regulatory regulations, and the conditions for obtaining credit were not superior to those of other borrowers. Huijin did not damage the Bank's interests, pledge the Bank's shares to obtain credit, or have overdue credits and other circumstances, nor did it occupy the Bank's funds.

V. COMPLIANCE WITH LAWS, REGULATIONS AND REGULATORY PROVISIONS

During the evaluation period, Huijin complied with relevant laws, regulations and regulatory requirements, and did not have any of the following circumstances: being listed as a target for joint punishment by relevant authorities; engaging in serious evasion of bank debts; providing false materials or making false statements; being significantly responsible for the failure of the Bank operations or major illegal activities; refusing or obstructing regulatory authorities or their regional offices from lawful supervision; being investigated by financial regulators or relevant government departments due to violations of laws and regulations, causing serious negative impact; or other circumstances that may adversely affect the operation and management of the Bank.

It is hereby reported.

Board of Directors of Bank of China Limited

THE DUTY REPORT OF INDEPENDENT DIRECTORS OF BANK OF CHINA FOR 2025

In 2025, the independent directors of the Bank strictly complied with domestic and international laws, regulations and normative documents, as well as the Articles of Association of the Bank and the *Rules of Independent Directors of Bank of China Limited*. In fulfilling the inherent responsibilities of independent directors under sound corporate governance, they acted with rigor, objectivity, diligence, and due care. The independent directors conscientiously attended the shareholder's meetings as well as meetings of the Board of Directors and its special committees, and, drawing on their international perspectives, professional backgrounds and working experience, independently expressed opinions, giving full play to the roles of independent directors in participating in decision-making, exercising supervisory and balancing functions, and providing professional advisory support. The independent directors made positive contributions to the Bank's high-quality development and effectively safeguarded the legitimate rights and interests of the Bank and all shareholders.

The Duty Report of Independent Directors of Bank of China for 2025 is available on the Bank's website (www.boc.cn).

Independent Directors of Bank of China Limited:

Jean-Louis Ekra, Giovanni Tria, Liu Xiaolei, Zhang Ran, Ko Margaret,

Woo Chin Wan Raymond, Martin Cheung Kong Liao, Chui Sai Peng Jose

THE REPORT ON THE IMPLEMENTATION OF THE *SCHEME ON THE AUTHORIZATION TO THE BOARD OF DIRECTORS GRANTED BY THE SHAREHOLDERS' MEETING OF BANK OF CHINA LIMITED* FOR 2025

In accordance with the *Scheme on the Authorization to the Board of Directors Granted by the Shareholders' Meeting of Bank of China Limited (Revised in 2024)* (the "***Scheme***"), the implementation of the *Scheme* in 2025 is hereby reported as follows:

In 2025, the Board of Directors of the Bank strictly followed the requirements of the *Scheme*, made scientific and prudent decisions within the authorities stipulated in the *Scheme*, carefully performed its duties, well implemented the *Scheme*, and never exceeded its power of approval.

It is hereby reported.

Board of Directors of Bank of China Limited