中國銀行
BANK OF CHINA

中國銀行股份有限公司
BANK OF CHINA LIMITED

(a joint stock company incorporated in the People's Republic of China with limited liability)
(the "Bank")
(Stock Code: 3988)

Announcement on the Poll Results of the 2025 Annual General Meeting

The Board of Directors of the Bank (the "**Board**") is pleased to announce the poll results of the 2025 Annual General Meeting of the Bank (the "**Meeting**").

I. Convening and Attendance of the Meeting

The Meeting was held as an on-site meeting on Friday, 26 June 2026 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.

The total number of issued ordinary shares with voting rights of the Bank as at 22 June 2026, the shareholding record date for the Meeting, was 322,212,411,814, which was the total number of shares entitling its holders to attend and vote on the resolutions proposed at the Meeting. There were no shares of the Bank entitling the holders to attend and abstain from voting in favour of the proposed resolutions pursuant to Rule 13.40 of the *Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited* (the "**Listing Rules**"), and no shareholders of the Bank were required under the Listing Rules to abstain from voting at the Meeting. The holders of ordinary shares present at the Meeting and the shareholdings thereof are shown as follows:

1.	**Total number of shareholders and authorized proxies present at the Meeting (including those attending the Meeting on-site and voting through online voting)**	**1,858**
	including: number of A Share Holders	1,799
	number of H Share Holders	59
2.	**Total number of shares with voting rights held by those shareholders who were present at the Meeting**	**268,105,763,192**
	including: total number of shares held by A Share Holders	225,612,861,333
	total number of shares held by H Share Holders	42,492,901,859

3. Percentage of total shares of the Bank with voting rights held by those shareholders who were present at the Meeting (%)	**83.207770**
including: percentage of total shares held by A Share Holders (%)	70.019916
percentage of total shares held by H Share Holders (%)	13.187854

According to the Articles of Association of the Bank and the circumstances of the Meeting, the resolutions proposed at the Meeting were not required to be considered and approved by the holders of preference shares of the Bank. Therefore, the holders of preference shares did not attend the Meeting.

Both onsite and online voting methods were adopted at the Meeting, which was in compliance with the relevant provisions of the *Company Law of the People's Republic of China*, the *Rules on Shareholders' General Meetings of Listed Companies*, the *Guidelines No.1 for Self-regulation of Listed Companies — Standardized Operation of the Shanghai Stock Exchange* and the Articles of Association of the Bank.

The Meeting was chaired by Mr. Ge Haijiao, Chairman of the Board. 16 of the Bank's 16 incumbent Directors were present. The Secretary to the Board and other senior management members of the Bank were also present at the Meeting.

II. Voting Results of the Meeting

The shareholders of the Bank present at the Meeting considered and approved the following resolutions by way of poll:

Non-cumulative voting proposals

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

Voting Result: Approved

Voting Details:

	For		Against		Abstain	
	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
Total Ordinary Shares	268,029,249,289	99.971461	13,011,864	0.004854	63,502,039	0.023685

2. The 2025 Annual Financial Report of Bank of China

Voting Result: Approved

Voting Details:

	For		Against		Abstain	
	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
Total Ordinary Shares	267,867,329,044	99.911067	175,050,776	0.065292	63,383,372	0.023641

3. The 2025 Profit Distribution Plan of Bank of China

Voting Result: Approved

Voting Details:

	For		Against		Abstain	
	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
Total Ordinary Shares	268,082,373,618	99.991276	5,300,671	0.001977	18,088,903	0.006747

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

Voting Result: Approved

Voting Details:

	For		Against		Abstain	
	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
Total Ordinary Shares	268,082,176,149	99.991202	4,768,746	0.001779	18,818,297	0.007019

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

Voting Result: Approved

Voting Details:

	For		Against		Abstain	
	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
Total Ordinary Shares	267,902,883,774	99.924329	183,630,202	0.068491	19,249,216	0.007180

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

Voting Result: Approved

Voting Details:

	For		Against		Abstain	
	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
Total Ordinary Shares	268,055,679,262	99.981319	30,155,896	0.011248	19,928,034	0.007433

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

Voting Result: Approved

Voting Details:

	For		Against		Abstain	
	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
Total Ordinary Shares	266,574,619,989	99.428903	1,510,730,767	0.563483	20,412,436	0.007614

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

Voting Result: Approved

Voting Details:

	For		Against		Abstain	
	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
Total Ordinary Shares	265,822,319,653	99.148305	2,262,933,812	0.844045	20,509,727	0.007650

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

Voting Result: Approved

Voting Details:

	For		Against		Abstain	
	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
Total Ordinary Shares	268,076,298,793	99.989010	4,096,341	0.001528	25,368,058	0.009462

Resolutions 1-8 above are ordinary resolutions and were approved by more than 50% of voting shares held by the shareholders present at the Meeting (including authorized proxies) voting in favour. Resolution 9 above is a special resolution and was approved by more than two-thirds of voting shares held by the shareholders present at the Meeting (including authorized proxies) voting in favour.

In addition, the voting results on the following resolutions by A Share Holders of the Bank holding less than 5% voting shares are as follows:

Non-cumulative voting proposals

No.	Name of the proposals	For		Against		Abstain	
		Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
3	The 2025 Profit Distribution Plan of Bank of China	8,990,512,715	99.935290	5,291,341	0.058817	530,171	0.005893
6	The Engagement of the Bank's External Auditor for 2026	8,988,825,475	99.916535	5,137,342	0.057105	2,371,410	0.026360

No.	Name of the proposals	For		Against		Abstain	
		Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)	Number of voting shares	Percentage of voting shares (%)
7	The Election of Mr. Liu Hui to be Re-appointed as Non-executive Director of the Bank	8,951,599,598	99.502746	41,910,218	0.465859	2,824,411	0.031395
8	The Election of Mr. Shi Yongyan to be Re-appointed as Non-executive Director of the Bank	8,935,091,143	99.319244	58,321,374	0.648279	2,921,710	0.032477

Computershare Hong Kong Investor Services Limited (the H-Share Registrar of the Bank) was appointed as scrutineer of the Meeting.

For details of the aforesaid resolutions, shareholders of the Bank may refer to the circular of the Meeting dated 5 June 2026 issued by the Bank. The aforesaid circular can also be accessed through and downloaded from the websites of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the Bank (www.boc.cn).

III. Distribution of Final Dividends

Distribution of Dividends

The 2025 Profit Distribution Plan of the Bank was considered and approved at the Meeting. A final dividend of RMB1.169 per ten shares (before tax) on the Bank's ordinary shares for the year ended 31 December 2025 (the "**2025 Final Dividend on Ordinary Shares**") will be distributed by the Bank to those ordinary shareholders whose names appear on the register of members after the close of trading on Thursday, 9 July 2026. The 2025 Final Dividend on Ordinary Shares is expected to be paid to H Share Holders of the Bank on Wednesday, 19 August 2026.

The 2025 Final Dividend on Ordinary Shares is denominated and declared in RMB and will be paid in RMB or equivalent amount in Hong Kong dollars, and the H Share Holders are provided with the option of dividend distribution in RMB. H Share Holders have the right to choose to receive the 2025 Final Dividend on Ordinary Shares of H Shares in RMB or HKD in whole (HKSCC Nominees Limited may choose to receive the final dividend of H Shares in whole or in part). The actual distribution amount in HKD shall be calculated by the average of reference exchange rates of RMB to HKD announced by China Foreign Exchange Trade System at 11:00 every day during five working days before the date when shareholders begin to choose a currency (the date itself excluded).

The H-Share register of members 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 H Share Holders entitled to the 2025 Final Dividend on Ordinary Shares. In order to be entitled to the 2025 Final Dividend on Ordinary Shares, H Share Holders who have not registered the relevant transfer documents are required to lodge such transfer documents, together with the relevant share certificates, with the H-Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, China, no later than 4:30 p.m. on Friday, 3 July 2026. The last trading day prior to the ex-dividend date of H Shares will be on Tuesday, 30 June 2026, and the ex-dividend date of H Shares will be on Thursday, 2 July 2026.

It is expected that the Bank will issue the currency election form for the final dividend of H Shares (the "**Dividend Currency Election Form**") to H Share Holders on Wednesday, 15 July 2026 as practicable to elect to receive the 2025 Final Dividend on Ordinary Shares of H Shares in RMB. To make such election, H Share Holders should complete the Dividend Currency Election Form, and return it to the H-Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, China by 4:30 p.m. on Thursday, 30 July 2026. If no election is made by H Share Holders or no duly completed Dividend Currency Election Forms in respect of that H Share Holders are received by the H-Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, by 4:30 p.m. on Thursday, 30 July 2026, such H Share Holders will automatically receive the 2025 Final Dividend on Ordinary Shares in HKD. If H Share Holders wish to receive the 2025 Final Dividend on Ordinary Shares in HKD in the usual way, no additional action is required.

For shareholders (including enterprises and individuals) who invested in the Bank's H Shares listed on The Stock Exchange of Hong Kong Limited (the "**Hong Kong Stock Exchange**") through the Shanghai Stock Exchange and the Shenzhen Stock Exchange (the "**Southbound Trading**"), the Bank has entered into the *Agreement on Distribution of Cash Dividends on H Shares for Southbound Trading* with China Securities Depository and Clearing Corporation Limited, pursuant to which, China Securities Depository and Clearing Corporation Limited, as the nominee H Share Holders for the investors of the Southbound Trading, shall distribute the 2025 Final Dividend on Ordinary Shares denominated in RMB received from the Bank to the relevant investors of the Southbound Trading through their depository and clearing systems. The record date and the date of payment of the 2025 Final Dividend on Ordinary Shares in respect of investors of the Southbound Trading shall be the same as those in respect of the Bank's H Share Holders.

Bank of China (Hong Kong) Limited (the "**Receiving Agent**") shall receive the 2025 Final Dividend on Ordinary Shares on behalf of the Bank's H Share Holders (exclusive of the investors of the Southbound Trading). The Receiving Agent shall issue the dividend warrants for the 2025 Final Dividend on Ordinary Shares and the H-Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, shall deliver to H Share Holders by way of ordinary mail at the H Share Holders' own risk on Wednesday, 19 August 2026, the date of distribution of the 2025 Final Dividend on Ordinary Shares to H Share Holders. H Share Holders who are intended to elect to receive the 2025 Final Dividend on Ordinary Shares in RMB by cheques should note that (i) they should ensure that they have an appropriate bank account to which the RMB cheques for dividend can be presented for payment; and (ii) there is no assurance that RMB cheques can be cleared without handling charges or delay in Hong Kong, China or that RMB cheques will be honored for payment upon presentation outside Hong Kong, China.

The 2025 Final Dividend on Ordinary Shares will be distributed to A Share Holders on Friday, 10 July 2026 and the ex-dividend date will be Friday, 10 July 2026. For shareholders (including enterprises and individuals) who invested in the Bank's A Shares listed on the Shanghai Stock Exchange through the Hong Kong Stock Exchange (the "**Northbound Trading**"), the Shanghai Branch of China Securities Depository and Clearing Corporation Limited shall distribute the 2025 Final Dividend on Ordinary Shares denominated in RMB received from the Bank to the nominee holder of investors of the Northbound Trading. The record date and the date of payment of the 2025 Final Dividend on Ordinary Shares in respect of investors of the Northbound Trading shall be the same as those in respect of the Bank's A Share Holders.

Please refer to a separate announcement of the Bank to be subsequently made on the Shanghai Stock Exchange for details regarding distribution of dividends on the Bank's A Shares.

Withholding and Payment of Income Tax for investors not through the Southbound Trading and the Northbound Trading

In accordance with the tax laws and regulations of the PRC, the dividends and bonuses received by overseas resident individual shareholders from stocks in the Hong Kong market issued by domestic non-foreign investment enterprises are subject to the payment of individual income tax, which shall be withheld by the withholding agents. However, overseas resident individual shareholders of stocks in the Hong Kong market issued by domestic non-foreign investment enterprises are entitled to the relevant preferential tax treatment pursuant to the tax agreements signed between their resident countries and the PRC, or the tax arrangements between the Chinese mainland and Hong Kong, China and Macao, China. Unless specified by the relevant tax laws, regulations and agreements, the Bank generally withholds the individual income tax at a rate of 10% on behalf of the individual H Share Holders.

In accordance with the provisions of the *Notice on Issues concerning Withholding the Enterprise Income Tax on Dividends Paid by Chinese Resident Enterprises to H Share Holders who are Overseas Non-resident Enterprises* (Guoshuihan [2008] No.897) published by the State Taxation Administration of the PRC, when Chinese resident enterprises distribute annual dividends from 2008 onwards to H Share Holders who are overseas non-resident enterprises, the enterprise income tax shall be withheld at a uniform rate of 10% by the Bank.

In accordance with the current practice of the Inland Revenue Department of Hong Kong, China, no tax is payable in Hong Kong, China on dividends on H Shares paid by the Bank.

Withholding and Payment of Income Tax for the Investors of the Southbound Trading and the Northbound Trading

The tax and tax relief with regard to the Southbound Trading and the Northbound Trading shall comply with the *Notice on the Relevant Taxation Policy regarding the Pilot Programme that Links the Stock Markets in Shanghai and Hong Kong* (Caishui [2014] No.81) and the *Notice on the Relevant Taxation Policy regarding the Pilot Programme that Links the Stock Markets in Shenzhen and Hong Kong* (Caishui [2016] No.127) issued jointly by Ministry of Finance of the PRC, State Taxation Administration of the PRC and China Securities Regulatory Commission. In particular:

- for individual investors of the Southbound Trading of the Bank's H Shares, the Bank shall withhold individual income tax at a rate of 20% on dividends distributed. Individual investors may, by producing valid tax payment proofs, apply to the competent tax authority of China Securities Depository and Clearing Corporation Limited for tax credit relating to the withholding tax already paid abroad. For securities investment funds of the Southbound Trading of the Bank's H Shares, the Bank shall withhold individual income tax on dividends distributed pursuant to the foregoing.

- for enterprise investors of the Southbound Trading of the Bank's H Shares, the Bank shall not withhold the income tax on dividends distributed as the Chinese mainland enterprise investors shall file tax returns on their own.

- for enterprise and individual investors of the Northbound Trading of the Bank's A Shares, no differentiated tax policy as to shareholding period shall be implemented before the Hong Kong Securities Clearing Company Limited is able to provide China Securities Depository and Clearing Corporation Limited with specific data such as identities of shareholders and shareholding period. As a result, the Bank shall withhold tax at a rate of 10% and file with its tax authority. For investors (enterprises or individuals) of the Northbound Trading who are residents of other countries which have entered into tax agreements with the PRC stipulating a preferential tax rate of lower than 10%, they may apply to the competent tax authorities of the Bank for entitlement to the preferential tax rate under such agreements.

Shareholders of the Bank are taxed in accordance with the applicable tax regulations and the amendments thereof from time to time, and may be eligible for possible tax relief based on their specific circumstances. Shareholders should seek professional advice from their tax and legal advisors regarding specific tax matters.

IV. Witnessing by Lawyers

King & Wood witnessed the Meeting and issued a legal opinion certifying that (i) the convening, procedures and other relevant matters of the Meeting are in compliance with the requirements of the laws and administrative regulations of the PRC, the *Rules on Shareholders' General Meetings of Listed Companies* as issued by China Securities Regulatory Commission and the Articles of Association of the Bank; (ii) the qualifications of the attendees and the convener are lawful and valid; (iii) the voting process and the voting results are lawful and valid; and (iv) the resolutions passed at the Meeting are lawful and valid.

The Board of Directors of
Bank of China Limited

Beijing, PRC
26 June 2026

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

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