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# 中国农业银行

AGRICULTURAL BANK OF CHINA

**AGRICULTURAL BANK OF CHINA LIMITED**

**中國農業銀行股份有限公司**

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

**(Stock Code: 1288)**

## **ANNOUNCEMENT ON THE POLL RESULTS OF THE 2022 FIRST EXTRAORDINARY GENERAL MEETING**

The board of directors (the “**Board**”) of Agricultural Bank of China Limited (the “**Bank**”) hereby announces that the 2022 first extraordinary general meeting of the Bank (the “**EGM**”) was held at the Bank’s headquarters, No.18B Jianguomen Nei Avenue, Beijing, the PRC on Friday, 18 March 2022.

The total number of issued ordinary shares of the Bank as at the date of the EGM was 349,983,033,873 shares, which was the total number of shares entitling the holders to attend and vote for, against or abstained any of the resolutions proposed at the EGM. There were no restrictions on the above holder of the Bank’s ordinary shares casting votes on any of the proposed resolutions at the EGM. 178 Shareholders and authorised proxies holding an aggregate of 300,323,901,239 ordinary shares, representing 85.810989% of the total voting shares of the Bank were present at the EGM, details of which are set out below:

<b>Total number of Shareholders and authorised proxies attending the EGM</b>	178
Total number of holders of A shares present at the EGM	174
Total number of holders of H shares present at the EGM	4
<b>Total number of voting shares present at the EGM</b>	300,323,901,239
Total number of voting shares held by holders of A shares	288,492,842,019
Total number of voting shares held by holders of H shares	11,831,059,220
<b>Percentage of voting shares present at the EGM in the total voting shares (%)</b>	85.810989
Percentage of voting shares held by holders of A shares in total voting shares (%)	82.430522
Percentage of voting shares held by holders of H shares in total voting shares (%)	3.380467

*Note:* The total number of the Shareholders attending the EGM includes the Shareholders who attended the EGM on site and Shareholders who attended the EGM by way of online voting. As the resolutions proposed at the EGM do not have to be approved by the holders of preference shares of the Bank, holders of preference shares of the Bank did not attend the EGM.

The EGM was convened by the Board and chaired by Mr. GU Shu, the chairman of the Board. Voting at the EGM was conducted by poll. Computershare Hong Kong Investor Services Limited, the Bank's H share registrar, was appointed by the Bank as the scrutineer for the voting. The calling, convening and voting method of the EGM was in compliance with laws and regulations of the PRC (including the *Company Law of the PRC*, the *Rules Governing Shareholders' General Meetings of Listed Companies* issued by China Securities Regulatory Commission (the "CSRC") and the *Implementation Rules for Online Voting at Shareholders' General Meetings of Listed Companies of Shanghai Stock Exchange*) and the articles of association of the Bank (the "**Articles of Association**"). All of the Bank's 14 directors attended the EGM. All of the Bank's eight supervisors attended the EGM. The Bank's secretary to the Board attended the EGM. Other senior management members of the Bank were present at the EGM.

## POLL RESULTS

Reference is made to the circular of the EGM of the Bank dated 28 January 2022 containing details of each of the resolutions proposed at the EGM for Shareholders' consideration and approval. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the aforesaid circular. The poll results in respect of the resolutions proposed at the EGM were as follows:

Ordinary Resolution		Number of Votes (%)		
		For	Against	Abstained
1.	To consider and approve the 2022–2024 capital plan of the Bank	300,318,615,139 (99.998240%)	4,043,300 (0.001346%)	1,242,800 (0.000414%)
The ordinary resolution above was duly passed as more than 1/2 of the total votes were cast in favour of the resolution by the Shareholders and authorised proxies present at the EGM.				
Special Resolution		Number of Votes (%)		
		For	Against	Abstained
2.	To consider and approve the issuance plan of write-down eligible tier-2 capital instruments of the Bank	300,303,562,139 (99.993228%)	19,173,100 (0.006384%)	1,166,000 (0.000388%)
The special resolution above was duly passed as more than 2/3 of the total votes were cast in favour of the resolution by the shareholders and authorised proxies present at the EGM.				

## LAWYERS' CERTIFICATION

Ms. SU Zheng and Ms. YUAN Bingyu, attorneys from King & Wood Mallesons, witnessed the EGM and issued a legal opinion certifying that the procedures to call and convene the EGM, the qualifications of attendees, the qualification of the caller, the voting process of the EGM and the other relevant issues were in compliance with laws and regulations of the PRC, including the *Company Law of the PRC*, the *Rules Governing Shareholders' General Meetings of Listed Companies* issued by the CSRC and the *Implementation Rules for Online Voting at Shareholders' General Meetings of Listed Companies of Shanghai Stock Exchange* and the Articles of Association. The poll results of the EGM were lawful and valid.

By Order of the Board  
**Agricultural Bank of China Limited**  
**HAN Guoqiang**  
*Company Secretary*

Beijing, the PRC  
18 March 2022

*As at the date of this announcement, the executive directors are Mr. GU Shu, Mr. ZHANG Qingsong, Mr. ZHANG Xuguang and Mr. LIN Li; the non-executive directors are Mr. LIAO Luming, Mr. LI Wei, Ms. ZHOU Ji, Mr. LIU Xiaopeng and Mr. XIAO Xiang; and the independent non-executive directors are Mr. WANG Xinxin, Mr. HUANG Zhenzhong, Ms. LEUNG KO May Yee, Margaret, Mr. LIU Shouying and Mr. WU Liansheng.*