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 **渤海银行**
CHINA BOHAI BANK
CHINA BOHAI BANK CO., LTD.
渤海银行股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 9668)

NOTICE OF 2021 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2021 annual general meeting of CHINA BOHAI BANK CO., LTD. (the “**Bank**”) (the “**2021 AGM**”) will be held at Meeting Room 6702, China Bohai Bank Tower, 218 Haihe East Road, Hedong District, Tianjin, China at 2:00 p.m. on Monday, May 16, 2022 for the purpose of considering, and if thought fit, passing the following resolutions:

ORDINARY RESOLUTIONS

1. Report of the Board of Directors for 2021 of CHINA BOHAI BANK CO., LTD.
2. Report of the Board of Supervisors for 2021 of CHINA BOHAI BANK CO., LTD.
3. Report of Final Financial Accounts for 2021 of CHINA BOHAI BANK CO., LTD.
4. Profit Distribution Plan for 2021 of CHINA BOHAI BANK CO., LTD.
5. Financial Budget Report for 2022 of CHINA BOHAI BANK CO., LTD.
6. Investment Plan for 2022 of CHINA BOHAI BANK CO., LTD.
7. Re-appointment of External Auditors for 2022
8. Loan Reduction and Exemption Authorization Plan of CHINA BOHAI BANK CO., LTD.
9. Remuneration of Mr. LI Fuan for 2020
10. Election of Mr. QU Defu as a non-executive Director of the Bank
11. Election of Mr. ZHUANG Qifei as a non-executive Director of the Bank
12. Election of Mr. LUAN Xianzhou as a non-executive Director of the Bank
13. Election of Mr. ZHAO Zhihong as an executive Director of the Bank
14. Election of Mr. CEN Shaoxiong as an independent non-executive Director of the Bank

SPECIAL RESOLUTIONS

15. General Mandate Granted to the Board of Directors to Issue Domestic Shares and/or H Shares
16. Amendments to the Articles of Association of CHINA BOHAI BANK CO., LTD.

The detailed resolutions mentioned above are set out in the Bank's circular dated April 25, 2022 in respect of convening the 2021 AGM.

The following reports will also be listened to at the 2021 AGM by way of written reports:

17. Report on Resignation of Mr. WANG Zhiyong as a Non-executive Director of CHINA BOHAI BANK CO., LTD.
18. Report on Resignation of Mr. CUI Xuesong as a Non-executive Director of CHINA BOHAI BANK CO., LTD.
19. Report on Resignation of Mr. ZHANG Xifang as a Non-executive Director of CHINA BOHAI BANK CO., LTD.
20. Report on Resignation of Mr. LI Yi as an Executive Director of CHINA BOHAI BANK CO., LTD.
21. Report on Resignation of Mr. WANG Ren as an Independent Non-executive Director of CHINA BOHAI BANK CO., LTD.
22. 2021 Report on Related Party Transactions and Management of Related Party Transactions of CHINA BOHAI BANK CO., LTD. issued by the Board of Directors
23. 2021 Assessment Report on the Performance of Duties of the Board of Directors, Senior Management and their Members issued by the Board of Supervisors of CHINA BOHAI BANK CO., LTD.
24. 2021 Report on Self-evaluation of the Board of Supervisors and Assessment of the Performance of Duties of Supervisors of CHINA BOHAI BANK CO., LTD.
25. Report of the Board of Supervisors on Independent Opinions on Related Matters for 2021

By order of the Board
CHINA BOHAI BANK CO., LTD.
LI Fuan
Chairman

April 25, 2022

As at the date of this notice, the board of directors of the Bank comprises Mr. LI Fuan, Mr. QU Hongzhi and Mr. DU Gang as executive directors; Mr. FUNG Joi Lun Alan, Ms. YUAN Wei, Mr. YE Baishou, Mr. HU Aimin and Mr. ZHANG Yunji as non-executive directors; and Mr. MAO Zhenhua, Mr. CHI Guotai, Mr. MU Binrui, Mr. TSE Yat Hong, Mr. WANG Ren and Mr. ZHU Ning as independent non-executive directors.

Notes:

- 1 According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the voting of resolutions contained in the notice of 2021 AGM will be taken by poll.
- 2 In order to determine the shareholders who are entitled to attend the 2021 AGM, the register of members of the Bank has been closed from Friday, April 15, 2022 to Monday, May 16, 2022 (both days inclusive).
- 3 In order to determine the shareholders who are entitled to receive the final dividend for the year of 2021, the register of members of the Bank will be closed from Friday, May 20, 2022 to Wednesday, May 25, 2022 (both days inclusive). In order to be eligible for receiving the final dividend for the year of 2021, holders of H shares whose transfer documents have not been registered shall deposit all transfer documents accompanied by the relevant share certificate(s) at 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, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Thursday, May 19, 2022.
- 4 Shareholders who are entitled to attend and vote at the meeting may appoint one or more proxies to attend and vote on their behalves. A proxy need not be a shareholder of the Bank.
- 5 A shareholder shall entrust the proxy in writing. The written power of attorney shall be signed by the principal or by the proxy entrusted thereby in writing; if the principal is a legal person or other institution, the power of attorney shall be signed under the seal of the legal person or under the hand of its legal representative or other representative duly authorized.
- 6 If you intend to appoint a proxy to attend the 2021 AGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holders of H shares, the proxy form (together with a notarially certified copy of the power of attorney or other authority (if any) if this form of proxy is signed by a person on behalf of the appointor) should be returned to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. For holders of domestic shares, the above document(s) should be returned to the office of the board of directors of the Bank at 218 Haihe East Road, Hedong District, Tianjin, China, Postcode: 300012; and in any event, not later than 24 hours before the time appointed for holding the 2021 AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the 2021 AGM or any adjournment thereof should you so wish and, in such event, the proxy form shall be deemed to have been revoked.
- 7 The meeting is expected to last for no more than half a day. 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 meeting.