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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 RESOLUTIONS OF THE BOARD OF DIRECTORS**

The board of directors (the “**Board**”) of Agricultural Bank of China Limited (the “**Bank**”) issued a written notice of the meeting of the Board (the “**Meeting**”) on 14 October 2022 and held the Meeting on-site in Beijing on 28 October 2022. 13 directors were entitled to attend, of whom 12 directors attended the Meeting in person. Mr. LIN Li, due to other work arrangements, designated Mr. ZHANG Xuguang in writing as his proxy to attend the Meeting and vote on his behalf. The Meeting was convened in compliance with the applicable laws and regulations, the *Articles of Association of Agricultural Bank of China Limited* and the *Rules of Procedure of the Board of Directors of Agricultural Bank of China Limited*.

Mr. GU Shu, the chairman of the Board, presided over the Meeting. The following proposals were considered and approved at the Meeting:

### **1. Nomination of Mr. WANG Changyun as an Independent Non-executive Director Candidate of the Bank**

Voting result: 13 valid votes, including 13 votes in favour, 0 vote against and 0 vote abstained.

Opinions of the independent non-executive directors of the Bank with regard to this proposal: agreed.

It was resolved at the Meeting to nominate Mr. WANG Changyun as an independent non-executive director candidate of the Bank. The appointment of Mr. WANG Changyun as an independent non-executive director is subject to the consideration and approval by the shareholders' general meeting after the Shanghai Stock Exchange reviews his qualification and confirms that it has no objection. His term of office as a director shall be three years, commencing upon the consideration and approval by the shareholders' general meeting. The Bank will report to the China Banking and Insurance Regulatory Commission (the “**CBIRC**”) for filing.

The biographical details of Mr. WANG Changyun are set out below:

Mr. WANG Changyun, born in April 1964, holds a master's degree in economics from Renmin University of China and a doctor's degree in financial economics from University of London. He currently serves as a professor in finance at the School of Finance, a supervisor for Ph.D. candidates, the director of the Institute of International M&A and Investment and a deputy director of ESG Research Center of Renmin University of China. He is a distinguished professor of the Chang Jiang Scholars Programme and entitled to Government Allowance granted by the State Council. He concurrently serves as an independent non-executive director of China Cinda Asset Management Co., Ltd., Sunway Co., Ltd., Beijing Haohua Energy Resource Co., Ltd., and Hexie Health Insurance Co., Ltd., a vice president of China Investment Specialty Construction Association, an executive director of China Investment Association, a director of China Finance Association and special auditor of National Audit Office. He previously served as the dean of Hanqing Advanced Institute of Economics and Finance in Renmin University of China and an independent non-executive director of Bank of China Limited.

Mr. WANG Changyun will receive allowances during his term in accordance with the *Allowance Policy for Independent Directors of Agricultural Bank of China Limited*. The remuneration of the directors to be paid by the Bank will be disclosed in the annual report each year and the relevant announcements.

Save as disclosed in this announcement, Mr. WANG Changyun did not hold any directorship in any other listed companies or take up any post in any subsidiary of the Bank in the past three years, nor has any relationship with any other director, supervisor, senior management, substantial shareholder or controlling shareholder of the Bank. Furthermore, Mr. WANG Changyun does not have any equity interest in the Bank within the meaning of Part XV of the *Securities and Futures Ordinance* (Chapter 571 of the Laws of Hong Kong) (the “SFO”). Save as disclosed herein, there is no other information relating to the election of Mr. WANG Changyun as an independent non-executive director that shall be disclosed pursuant to Rule 13.51(2) of the *Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited* (the “**Listing Rules**”) nor any matters which need to be brought to the attention of the shareholders of the Bank.

## **2. Nomination of Mr. LIU Li as an Independent Non-executive Director Candidate of the Bank**

Voting result: 13 valid votes, including 13 votes in favour, 0 vote against and 0 vote abstained.

Opinions of the independent non-executive directors of the Bank with regard to this proposal: agreed.

It was resolved at the Meeting to nominate Mr. LIU Li as an independent non-executive director candidate of the Bank. The appointment of Mr. LIU Li as an independent non-executive director is subject to the consideration and approval by the shareholders' general meeting and the ratification of his qualification by the CBIRC after the Shanghai Stock Exchange reviews his qualification and confirms that it has no objection. His term of office as a director shall be three years, commencing upon the ratification of his qualification by the CBIRC.

The biographical details of Mr. LIU Li are set out below:

Mr. LIU Li, born in September 1955, holds a master's degree in science from Department of Physics of Peking University and a master's degree in business administration from Catholic University of Louvain in Belgium, and is a certified public accountant in China (non-practicing). He concurrently serves as an independent non-executive director of China International Capital Corporation Limited, YOU<sup>+</sup> BANK, Guomin Pension Insurance Co., Ltd., and Metallurgical Corporation of China Ltd., and an external supervisor of China Cinda Asset Management Co., Ltd. He previously served as a professor in Department of Finance at the Guanghua School of Management, a supervisor for Ph.D. candidates and a deputy director of Finance and Securities Research Center of Peking University, an independent non-executive director of Air China Cargo Co., Ltd., China Machinery Engineering Corporation, Bank of Communications Co., Ltd., Zhongyuan Special Steel Co., Ltd., CNPC Capital Company Limited and Shenzhen Success Electronics Co., Ltd., and an external director of Metallurgical Corporation of China Ltd.

Mr. LIU Li will receive allowances during his term in accordance with the *Allowance Policy for Independent Directors of Agricultural Bank of China Limited*. The remuneration of the directors to be paid by the Bank will be disclosed in the annual report each year and the relevant announcements.

Save as disclosed in this announcement, Mr. LIU Li did not hold any directorship in any other listed companies or take up any post in any subsidiary of the Bank in the past three years, nor has any relationship with any other director, supervisor, senior management, substantial shareholder or controlling shareholder of the Bank. Furthermore, Mr. LIU Li does not have any equity interest in the Bank within the meaning of Part XV of the SFO. Save as disclosed herein, there is no other information relating to the election of Mr. LIU Li as an independent non-executive director that shall be disclosed pursuant to Rule 13.51(2) of the Listing Rules nor any matters which need to be brought to the attention of the shareholders of the Bank.

### 3. Proposal on Convening the 2022 Second Extraordinary General Meeting

Voting result: 13 valid votes, including 13 votes in favour, 0 vote against and 0 vote abstained.

The 2022 second extraordinary general meeting of the Bank (the “EGM”) is proposed to be held on Thursday, 22 December 2022 in Beijing. For details, please refer to the circular of the EGM to be published by the Bank separately.

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

Beijing, the PRC  
28 October 2022

*As at the date of this announcement, the executive directors of the Bank are Mr. GU Shu, 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.*