

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 2024 FIRST EXTRAORDINARY GENERAL MEETING

The board of directors (the “**Board**”) of Agricultural Bank of China Limited (the “**Bank**”) hereby announces that the 2024 first extraordinary general meeting of the Bank (the “**EGM**”) was held at the Bank’s headquarters, No.18B Jianguomen Nei Avenue, Dongcheng District, Beijing, the PRC on Tuesday, 30 January 2024.

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. 103 Shareholders and authorised proxies holding an aggregate of 302,276,984,279 ordinary shares, representing 86.369040% of the total voting shares of the Bank were present at the EGM, details of which are set out below:

Total number of Shareholders and authorised proxies attending the EGM	103
Total number of holders of A shares present at the EGM	100
Total number of holders of H shares present at the EGM	3
Total number of voting shares present at the EGM	302,276,984,279
Total number of voting shares held by holders of A shares	290,103,343,575
Total number of voting shares held by holders of H shares	12,173,640,704
Percentage of voting shares present at the EGM in the total voting shares (%)	86.369040
Percentage of voting shares held by holders of A shares in total voting shares (%)	82.890688
Percentage of voting shares held by holders of H shares in total voting shares (%)	3.478352

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 voting of the EGM was conducted by a combination of both onsite voting and online voting in compliance with the relevant provisions of the laws and regulations of the PRC, including the *Company Law of the PRC*, the *Rules Governing Shareholders' General Meetings of Listed Companies* and the articles of association of the Bank (the “**Articles of Association**”). The EGM was convened by the Board and chaired by Mr. GU Shu, the chairman of the Board. Computershare Hong Kong Investor Services Limited, the Bank’s H share registrar, was appointed by the Bank as the scrutineer for the voting. All of the Bank’s 13 Directors attended the EGM. All of the Bank’s six Supervisors attended the EGM. Mr. WU Gang, the Chief Risk Officer, who performs the duties of the secretary to the Board of the Bank, 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 12 January 2024 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:

Resolutions		Number of Votes (%)		
		For	Against	Abstained
1.	To consider and approve the re-election of Mr. GU Shu as an executive Director of the Bank	300,674,297,746 (99.469795%)	1,576,726,113 (0.521617%)	25,960,420 (0.008588%)
2.	To consider and approve the re-election of Ms. ZHOU Ji as a non-executive Director of the Bank	298,306,717,900 (98.686547%)	3,965,765,279 (1.311964%)	4,501,100 (0.001489%)

The resolutions above are ordinary resolutions and were approved by more than 1/2 of the total voting shares held by the Shareholders and authorised proxies present at the EGM.

In accordance with the relevant regulatory requirements of the China Securities Regulatory Commission and the Shanghai Stock Exchange, the poll results of the voting of holders of A shares with less than 5% of voting shares in respect of the resolutions involving significant events at the EGM were as follows:

Resolutions		Number of Votes (%)		
		For	Against	Abstained
1.	To consider and approve the re-election of Mr. GU Shu as an executive Director of the Bank	25,707,111,911 (98.497140%)	388,797,973 (1.489684%)	3,438,800 (0.013176%)
2.	To consider and approve the re-election of Ms. ZHOU Ji as a non-executive Director of the Bank	25,258,889,356 (96.779769%)	840,454,228 (3.220211%)	5,100 (0.000020%)

APPOINTMENT OF DIRECTORS

Mr. GU Shu will continuously serve as an executive Director of the Bank as resolved on the date of the EGM, whose term of office will be three years. Ms. ZHOU Ji will continuously serve as a non-executive Director of the Bank as resolved on the date of the EGM, whose term of office will be three years.

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 were in compliance with laws and regulations of the PRC, including the *Company Law of the PRC* and the *Rules Governing Shareholders' General Meetings of Listed Companies*, 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* and the Articles of Association. The poll results of the EGM were lawful and valid.

**The Board of Directors of
Agricultural Bank of China Limited**

Beijing, the PRC
30 January 2024

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 of the Bank are Mr. LI Wei, Ms. ZHOU Ji, Mr. LIU Xiaopeng, Mr. XIAO Xiang and Mr. ZHANG Qi; and the independent non-executive directors of the Bank are Mr. HUANG Zhenzhong, Ms. LEUNG KO May Yee, Margaret, Mr. LIU Shouying, Mr. WU Liansheng and Mr. WANG Changyun.