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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 RESOLUTION OF THE BOARD OF DIRECTORS

The board of directors (the “**Board**”) of Agricultural Bank of China Limited (the “**Bank**”) issued a written notice of a meeting on 12 June 2024 (the “**Meeting**”) and held the Meeting on-site in Beijing on 28 June 2024. 13 directors were entitled to attend and all of them attended the Meeting in person. The Meeting was convened in compliance with the applicable laws and regulations, the *Articles of Association of Agricultural Bank of China Limited* (the “**Articles of Association**”) 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 proposal was considered and approved at the Meeting:

Nomination of Ms. ZHUANG Yumin 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.

The Nomination and Remuneration Committee of the Board of the Bank is of the view that Ms. ZHUANG Yumin possesses the qualifications to serve as an independent non-executive director of the Bank as stipulated in the *Company Law of the People's Republic of China*, the *Management Measures for Independent Directors of Listed Companies*, the *Implementation Measures of the China Banking and Insurance Regulatory Commission for the Administrative Licensing Items Concerning Chinese-Funded Commercial Banks*, and other laws, regulations, rules and regulatory documents, the listing rules of the stock exchanges in which the shares of the Bank are listed and the *Articles of Association*. The Committee agrees with the nomination of Ms. ZHUANG Yumin as an independent non-executive director candidate of the Bank, and agrees to submit the proposal to the Board for consideration.

Opinions of independent non-executive directors of the Bank with regard to this proposal: After examination of relevant documents and on-site communication, we believe that the nomination of Ms. ZHUANG Yumin as an independent non-executive director candidate of the Bank complies with the requirements of the relevant laws, regulations, regulatory documents and the Articles of Association and will not damage the legitimate rights and interests of the Bank and its shareholders. We agree to the proposal.

It was resolved at the Meeting to nominate Ms. ZHUANG Yumin as an independent non-executive director candidate of the Bank. The appointment of Ms. ZHUANG Yumin as an independent non-executive director is subject to the consideration and approval by the shareholders' general meeting of the Bank and the ratification of her qualification by the National Financial Regulatory Administration after the Shanghai Stock Exchange reviews her qualification and confirms that it has no objection. Her term of office as a director shall be three years, commencing upon the ratification of her qualification by the National Financial Regulatory Administration.

The biographical details of Ms. ZHUANG Yumin are set out below:

Ms. ZHUANG Yumin, born in July 1962, holds a doctor's degree in Economics from Renmin University of China. She currently serves as the dean and a professor of School of Finance of Renmin University of China, a deputy to the 14th National People's Congress and a member of the Financial and Economic Committee of the 14th National People's Congress. She previously served as the deputy dean of School of Finance and the deputy dean of Graduate School of Renmin University of China, a member and secretary general of the first session of National Guidance Commission for Education of the Graduate Students in Finance, the assistant to the Mayor of the Suzhou Municipal People's Government (temporary), the deputy dean of Minjiang University in Fujian Province (person-in-charge), an independent director of Soochow Securities Co., Ltd., an external supervisor of China CITIC Bank Corporation Limited and an independent director of Suzhou Trust Co., Ltd.

Ms. ZHUANG Yumin will receive allowances during her 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.

Ms. ZHUANG Yumin has confirmed that she meets the independence criteria set out in Rule 3.13 of the *Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited* (the "**Listing Rules**"). After reviewing the curriculum vitae and conducting assessment on the independence pursuant to the Listing Rules, the Board is satisfied with the independence of Ms. ZHUANG Yumin as a candidate of independent non-executive director.

Save as disclosed in this announcement, Ms. ZHUANG Yumin did not hold any directorship in any other listed company 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, Ms. ZHUANG Yumin 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). Save as disclosed above, there is no other information relating to the election of Ms. ZHUANG Yumin as an independent non-executive director of the Bank 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.

By Order of the Board
Agricultural Bank of China Limited
LIU Qing
Company Secretary

Beijing, the PRC
28 June 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 Ms. ZHOU Ji, Mr. LI Wei, 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.