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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 28 November 2019 and held the Meeting on-site in Beijing on 5 December 2019. 13 directors were entitled to attend and all of them attended the Meeting, among whom, Ms. ZHANG Keqiu and Mr. WANG Xinxin designated Mr. ZHOU Mubing and Mr. HUANG Zhenzhong, respectively, in writing as their proxies to attend and vote on their behalf at the Meeting due to other business commitments. The Meeting was convened in compliance with the applicable laws and regulations, the articles of association of the Bank and the rules of procedure of the Board.

Mr. ZHOU Mubing, the chairman of the Board, presided over the Meeting. The Board considered and approved the following proposals at the Meeting:

### **1. Appointment of Mr. ZHANG Qingsong as a Member of the Special Committees of the Board**

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

Mr. ZHANG Qingsong was elected as a member and the chairman of the County Area Banking Business/Inclusive Finance Development Committee and a member of each of the Strategic Planning Committee and the Nomination and Remuneration Committee at the Meeting. Mr. ZHANG Qingsong’s appointment of positions at relevant special committees of the Board above will become effective upon the approval on electing him as an executive director of the Bank by the shareholders’ general meeting of the Bank and the ratification of his qualification by the China Banking and Insurance Regulatory Commission (“**CBIRC**”) of being a director of the Bank.

## **2. Appointment of Mr. ZHANG Xuguang as an Executive Vice President 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.

The Board resolved to appoint Mr. ZHANG Xuguang as an executive vice president of the Bank. His appointment will become effective upon the ratification of his qualification by the CBIRC.

Please refer to the Appendix to this announcement for biographical details of Mr. ZHANG Xuguang.

## **3. POSTPONEMENT OF 2019 SECOND EXTRAORDINARY GENERAL MEETING**

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

Due to the reasons related to the preparation of the meeting, the 2019 second extraordinary general meeting of the Bank originally scheduled to be convened on 10 December 2019 will be postponed to 13 December 2019. Please refer to the announcement in relation to the *Postponement of 2019 Second Extraordinary General Meeting and Extension of Closure of Register of Member* published on the website of The Stock Exchange of Hong Kong Limited by the Bank for further details.

By Order of the Board  
**Agricultural Bank of China Limited**  
**ZHOU Wanfu**  
*Company Secretary*

Beijing, the PRC  
5 December 2019

*As at the date of this announcement, the executive directors are Mr. ZHOU Mubing and Ms. ZHANG Keqiu; the non-executive directors are Mr. XU Jiandong, Mr. CHEN Jianbo, Mr. LIAO Luming, Mr. LI Qiyun, Mr. LI Wei and Mr. WU Jiangtao and the independent non-executive directors are Ms. XIAO Xing, Mr. WANG Xinxin, Mr. HUANG Zhenzhong, Ms. LEUNG KO May Yee, Margaret and Mr. LIU Shouying.*

## **APPENDIX — BIOGRAPHIC DETAILS OF MR. ZHANG XUGUANG**

Mr. ZHANG Xuguang, born in October 1964, received a master's degree majoring in economic law from Peking University in the PRC and a master's degree in corporate law from the University of Minnesota in the United States. Mr. ZHANG is a senior economist. He previously served as the executive vice president of Tianjin Branch and associate director of Executive Office in China Development Bank. He was appointed as the president of Guangxi Branch of China Development Bank in July 2006, the president of China Development Bank Capital Co., Ltd in December 2009 and the investment director of China Development Bank in January 2012. He was appointed as a member of the senior management of China Development Bank in September 2013 and as the executive vice president of China Development Bank in December 2013.