

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)

NOTICE OF THE 2021 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2021 annual general meeting (the “AGM”) of Agricultural Bank of China Limited (the “Bank”) will be held at 2:45 p.m. on Wednesday, 29 June 2022, at the Bank’s headquarters, No.18B Jianguomen Nei Avenue, Beijing, the PRC to consider and, if thought fit, pass the following businesses:

ORDINARY RESOLUTIONS

1. To consider and approve the 2021 work report of the board of directors of the Bank (the “**Board of Directors**”);
2. To consider and approve the 2021 work report of the board of supervisors of the Bank;
3. To consider and approve the final financial accounts of the Bank for 2021;
4. To consider and approve the profit distribution plan of the Bank for 2021;
5. To consider and approve the appointments of external auditors of the Bank for 2022;
6. To consider and approve the re-election of Ms. LEUNG KO May Yee, Margaret as an independent non-executive director of the Bank;
7. To consider and approve the re-election of Mr. LIU Shouying as an independent non-executive director of the Bank;
8. To consider and approve the election of Ms. GUO Xuemeng as an independent non-executive director of the Bank;
9. To consider and approve the re-election of Mr. LI Wei as a non-executive director of the Bank;
10. To consider and approve the election of Ms. DENG Lijuan as a supervisor of the Bank;

11. To consider and approve the authorisation to the Board of Directors to handle the liability insurance for directors, supervisors and senior management of the Bank;
12. To consider and approve the fixed assets investment budget for 2022;

SPECIAL RESOLUTION

13. To consider and approve the amendments to the articles of association of the Bank;

OTHER BUSINESSES

14. To listen to the 2021 work report of independent directors of the Bank;
15. To listen to the 2021 report on the implementation of the Plan on Authorisation of General Meeting of Shareholders to the Board of Directors of the Bank; and
16. To listen to the 2021 report on the management of related party transactions of the Bank.

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

Beijing, the PRC
13 May 2022

Notes:

- (1) Purchasers of shares who have submitted their share certificates and instruments of share transfer to the H share registrar of the Bank and registered as a shareholder on the H share register of members of the Bank before 4:30 p.m. on 27 May 2022 are entitled to attend the AGM. The H share register of members of the Bank will be closed from 28 May 2022 to 29 June 2022 (both days inclusive).
- (2) Shareholders of H shares who are entitled to attend and vote at the AGM may designate one or more proxies to attend and vote at the AGM on his/her behalf. A proxy need not be a shareholder of the Bank.

To be valid, the proxy form together with the power of attorney (if any) and other relevant authorisation document(s) (if any) which have been notarised shall be deposited at the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, not less than 24 hours before the time designated for the AGM (i.e. by 2:45 p.m. on Tuesday, 28 June 2022). Completion and return of the proxy form will not preclude the shareholders of H Shares from attending and voting at the AGM or any adjourned meeting should they so wish.

The address of the H share registrar of the Bank is as follows:

Computershare Hong Kong Investor Services Limited
17M Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong

- (3) Any voting at the AGM shall be taken by poll.
- (4) Registration procedures for attending the AGM are as follows:
 - (a) holders of H Shares or their proxies shall present proof of identity when attending the AGM. If a holder of H share is a corporate entity, its legal representative or other persons authorised by the board of directors or other governing body of such corporate entity may attend the AGM by producing a copy of the resolutions of the board of directors or other governing body of such corporate entity designating such persons to attend the AGM.
 - (b) holders of H Shares who intend to attend the AGM in person or by proxy are required to complete and return the reply slips for attending the meeting to the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, in person, by mail or by fax on or before Thursday, 9 June 2022.
- (5) The 2021 A share cash dividends of the Bank is expected to be paid on 15 July 2022 and the 2021 H share cash dividends of the Bank is expected to be paid before or on 5 August 2022, subject to the consideration and approval by the AGM of the profit distribution plan of the Bank for 2021. For the purpose of determining the entitlement of holders of H shares to the proposed cash dividend distribution for the year 2021, the H share register of members of the Bank will be closed from 9 July 2022 to 14 July 2022 (both days inclusive). Shareholders whose names appear on the register of members of H shares of the Bank on 14 July 2022 are entitled to the proposed cash dividend distribution for the year 2021. Unregistered holders of H shares who wish to qualify for the entitlement to the proposed cash dividend distribution for the year 2021 are required to deposit the transfer documents together with the relevant share certificates 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 at or before 4:30 p.m. on 8 July 2022.
- (6) The AGM is expected to last for half a day. Shareholders attending (in person or by proxy) the AGM shall be responsible for their own travel and accommodation expenses.
- (7) Please refer to the circular of the AGM dated 13 May 2022 for the details of the above resolutions to be proposed at the AGM for consideration and approval.

As at the date of this notice, the executive directors are Mr. GU Shu, Mr. ZHANG Qingsong, 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.