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CHINA BOHAI BANK CO., LTD.

渤海銀行股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 9668)

POLL RESULTS OF THE 2022 ANNUAL GENERAL MEETING, ELECTION OF DIRECTOR AND CHANGE OF EXTERNAL AUDITORS

References are made to the circular (the “**Circular**”) and the notice of the 2022 AGM (the “**AGM**”) of CHINA BOHAI BANK CO., LTD. (the “**Bank**”) both dated April 27, 2023. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The AGM was held at 2:00 p.m. on Thursday, May 18, 2023 at Meeting Room 6702, China Bohai Bank Tower, 218 Haihe East Road, Hedong District, Tianjin, China. The AGM was chaired by Mr. FUNG Joi Lun Alan, Vice Chairman of the Bank. Mr. QU Hongzhi, Mr. DU Gang and Mr. ZHAO Zhihong as executive directors; Mr. FUNG Joi Lun Alan, Ms. YUAN Wei and Mr. HU Aimin as non-executive directors; and Mr. MAO Zhenhua, Mr. CHI Guotai, Mr. MU Binrui, Mr. TSE Yat Hong, Mr. ZHU Ning and Mr. SHUM Siu Hung Patrick as independent non-executive directors, attended the AGM, but executive director Mr. LI Fuan, non-executive directors Mr. YE Baishou and Mr. ZHANG Yunji cannot attend the AGM due to other business engagements.

Computershare Hong Kong Investor Services Limited was appointed by the Bank as the scrutineer for the vote-taking at the AGM. Two shareholders’ representatives and one supervisor of the Bank participated in vote counting and scrutinizing. Commerce & Finance Law Offices, the Bank’s PRC legal advisor, witnessed the convening of the AGM and other relevant matters in accordance with the law, and is of the opinion that the AGM was in compliance with the relevant laws and regulations, regulatory documents and the Articles of Association.

POLL RESULTS OF THE AGM

As at the date of the AGM, the total number of issued ordinary Shares of the Bank was 17,762,000,000 Shares, comprising 11,561,445,000 Domestic Shares and 6,200,555,000 H Shares. Insofar as the Bank is aware, certain Shareholder's credit extended by the Bank was overdue, the voting rights of such Shareholder(s) at the AGM shall therefore be subject to restrictions pursuant to the Articles of Association, resulting in a total of 1,370,706,739 Domestic Shares subject to restrictions. Save as disclosed above, to the best of the Board's knowledge, information and belief, having made all reasonable enquiries, there was no restriction on any Shareholder casting votes on the proposed resolutions at the AGM; no Shareholder had a material interest in the matters considered at the AGM and was required to abstain from voting at the AGM; there were no Shares of the Bank entitling the holders to attend and abstain from voting in favour at the AGM as set out in Rule 13.40 of the Listing Rules; no Shareholder was required under the Listing Rules to abstain from voting on the resolutions proposed at the AGM; no Shareholders has stated their intention in the Circular to vote against or to abstain from voting on the resolutions proposed at the AGM.

As at the date of the AGM, the total number of ordinary Shares entitling the Shareholders of the Bank to vote on the resolutions proposed at the AGM was 16,391,293,261 Shares, comprising 10,190,738,261 Domestic Shares and 6,200,555,000 H Shares. Shareholders or their proxies who attended the AGM represented, in aggregate, 13,221,561,501 voting ordinary Shares of the Bank, representing approximately 80.662101% of the total voting ordinary Shares of the Bank as at the date of the AGM.

All the resolutions proposed at the AGM were voted by poll and the details of the poll results are as follows:

ORDINARY RESOLUTIONS		Number of votes and percentage of total voting Shares at the AGM (%)		
		For	Against	Abstain
1.	Report of the Board of Directors for 2022 of CHINA BOHAI BANK CO., LTD.	13,221,287,151 (99.997925%)	0 (0.000000%)	274,350 (0.002075%)
2.	Report of the Board of Supervisors for 2022 of CHINA BOHAI BANK CO., LTD.	13,221,287,151 (99.997925%)	0 (0.000000%)	274,350 (0.002075%)
3.	Report of Final Financial Accounts for 2022 of CHINA BOHAI BANK CO., LTD.	13,221,287,151 (99.997925%)	0 (0.000000%)	274,350 (0.002075%)
4.	Profit Distribution Plan for 2022 of CHINA BOHAI BANK CO., LTD.	13,212,001,769 (99.927696%)	9,559,732 (0.072304%)	0 (0.000000%)
5.	Financial Budget Report for 2023 of CHINA BOHAI BANK CO., LTD.	13,221,561,501 (100.000000%)	0 (0.000000%)	0 (0.000000%)
6.	Investment Plan for 2023 of CHINA BOHAI BANK CO., LTD.	13,221,561,501 (100.000000%)	0 (0.000000%)	0 (0.000000%)
7.	Appointment of External Auditors for 2023	13,221,561,501 (100.000000%)	0 (0.000000%)	0 (0.000000%)
8.	Remuneration of Mr. LI Fuan for 2021	13,221,561,501 (100.000000%)	0 (0.000000%)	0 (0.000000%)
9.	Election of Mr. AU Siu Luen as a Non-executive Director	13,196,901,545 (99.813487%)	24,659,956 (0.186513%)	0 (0.000000%)

SPECIAL RESOLUTION		Number of votes and percentage of total voting Shares at the AGM (%)		
		For	Against	Abstain
10.	General Mandate Granted to the Board of Directors to Issue Domestic Shares and/or H Shares	13,176,159,895 (99.656609%)	45,401,606 (0.343391%)	0 (0.000000%)

As the resolutions numbered 1 to 9 were passed by more than half of the voting rights held by the Shareholders (including their proxies) attending the AGM, all such resolutions were duly passed as ordinary resolutions. As the resolution numbered 10 was passed by more than two-thirds of the voting rights held by the Shareholders (including their proxies) attending the AGM, the resolution was duly passed as special resolution.

ELECTION OF DIRECTOR

The election of Mr. AU Siu Luen as a non-executive Director of the Bank was considered and approved by the Shareholders' general meeting, and his term of office as a Director will commence from the date of the approval of his relevant qualifications by the relevant regulatory authorities until the expiry of the term of the fifth session of the Board of Directors of the Bank. Mr. AU has served as the managing director of CEO office of Standard Chartered Bank (Hong Kong) Limited in Asia. Save as disclosed above, as at the date of this announcement, Mr. AU Siu Luen's biographical details remain unchanged as the disclosure made by the Bank in the Circular.

CHANGE OF EXTERNAL AUDITORS

The appointments of Deloitte Touche Tohmatsu Certified Public Accountants LLP and Deloitte Touche Tohmatsu as the domestic and overseas auditors of the Bank in 2023, respectively, were considered and approved by the Shareholders' general meeting, and their term of engagement shall commence upon the conclusion of the AGM until the conclusion of the 2023 annual general meeting of the Bank. KPMG Huazhen LLP and KPMG (collectively referred to as "KPMG") have resigned as the respective domestic and overseas auditor of the Bank upon the conclusion of the AGM. KPMG has confirmed to the Bank in writing that there are not any matters relating to the change of external auditor that need to be brought to the attention of the Shareholders.

By order of the Board
CHINA BOHAI BANK CO., LTD.
LI Fuan
Chairman

Tianjin, China
May 18, 2023

As of the date of this announcement, the Board comprises Mr. LI Fuan, Mr. QU Hongzhi, Mr. DU Gang and Mr. ZHAO Zhihong as executive directors; Mr. FUNG Joi Lun Alan, Ms. YUAN Wei, Mr. YE Baishou, Mr. HU Aimin and Mr. ZHANG Yunji as non-executive directors; and Mr. MAO Zhenhua, Mr. CHI Guotai, Mr. MU Binrui, Mr. TSE Yat Hong, Mr. ZHU Ning and Mr. SHUM Siu Hung Patrick as independent non-executive directors.