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**THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your Shares in CHINA BOHAI BANK CO., LTD., you should at once hand this circular to the purchaser or transferee or to the bank, stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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*(A joint stock company incorporated in the People's Republic of China with limited liability)*  
**(Stock Code: 9668)**

**REPORT OF THE BOARD OF DIRECTORS FOR 2025  
PROFIT DISTRIBUTION PLAN FOR 2025  
FINANCIAL BUDGET REPORT FOR 2026  
RE-APPOINTMENT OF EXTERNAL AUDITORS FOR 2026  
LOAN REDUCTION AND EXEMPTION AUTHORIZATION PLAN  
REMUNERATION FOR 2024 OF CHAIRMAN  
AND  
NOTICE OF 2025 ANNUAL GENERAL MEETING**

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The Bank will convene the 2025 AGM at 2:00 p.m. on Wednesday, June 17, 2026 at Meeting Room 6702, China Bohai Bank Tower, 218 Haihe East Road, Hedong District, Tianjin, China. Notice of the 2025 AGM is set out in this circular and is also published on the website of The Hong Kong Exchanges and Clearing Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Bank ([www.cbhb.com.cn](http://www.cbhb.com.cn)).

If you intend to appoint a proxy to attend the 2025 AGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holders of H Shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. For holders of Domestic Unlisted Shares, the proxy form should be returned to the office of the Board of the Bank at 218 Haihe East Road, Hedong District, Tianjin, China, Postal Code: 300012; and in any event, not later than 24 hours before the time appointed for holding the 2025 AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the 2025 AGM or any adjournment thereof should you so wish and, in such event, the proxy form shall be deemed to have been revoked.

This circular is prepared in both Chinese and English. In case of any discrepancies between the Chinese and English versions, the Chinese version shall prevail.

May 21, 2026

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## DEFINITIONS

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*In this circular, unless the context otherwise requires, the following terms shall have the following meanings:*

“2025 AGM”	the 2025 annual general meeting of the Bank to be held at Meeting Room 6702, China Bohai Bank Tower, 218 Haihe East Road, Hedong District, Tianjin, China at 2:00 p.m. on Wednesday, June 17, 2026
“Articles of Association”	the Articles of Association of CHINA BOHAI BANK CO., LTD. (as amended, supplemented or otherwise modified from time to time)
“Bank” or “our Bank”	CHINA BOHAI BANK CO., LTD. (渤海銀行股份有限公司)
“Board” or “Board of Directors”	the Board of Directors of the Bank
“Director(s)”	the director(s) of the Bank
“Domestic Unlisted Shareholder(s)”	the holder(s) of Domestic Unlisted Share(s)
“Domestic Unlisted Share(s)”	the non-H Share(s) issued by the Bank which are not listed on or quoted and traded at any domestic trading venue
“Group”	the Bank and its subsidiary
“H Shareholder(s)”	the holder(s) of H Shares
“H Share(s)”	the overseas listed foreign share(s) issued by the Bank with a nominal value of RMB1.00 each, which are subscribed for and traded in Hong Kong Dollars and listed and traded on the Hong Kong Stock Exchange
“HK\$” or “HKD” or “Hong Kong dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited

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## DEFINITIONS

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“Independent Non-executive Director(s)” or “Independent Director(s)”	the independent non-executive Director(s) of the Bank
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China
“Reporting Period”	the year ended December 31, 2025
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Shareholder(s)”	the holder(s) of the Shares
“Share(s)”	the Domestic Unlisted Share(s) and H Share(s)
“US\$”	United States dollar(s), the lawful currency of the United States
“%”	percent

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## LETTER FROM THE BOARD

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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)**

***Executive Directors:***

Mr. WANG Jinhong (*Chairman*)

Mr. QU Hongzhi

***Non-executive Directors:***

Mr. AU Siu Luen (*Vice Chairman*)

Ms. YUAN Wei

Ms. CUI Hongqin

Mr. HU Aimin

Mr. ZHANG Yunji

***Registered Address and Office Address:***

218 Haihe East Road

Hedong District

Tianjin

PRC

***Principal Place of Business in Hong Kong:***

Suites 1201-1209 and 1215-1216

12/F, Two International Finance Centre

Central

Hong Kong

***Independent Non-executive Directors:***

Mr. TSE Yat Hong

Mr. SHUM Siu Hung Patrick

Ms. WANG Aijian

Mr. LIU Junmin

Mr. LIU Lanbiao

Mr. OUYANG Yong

*To the Shareholders*

Dear Sir/Madam,

**REPORT OF THE BOARD OF DIRECTORS FOR 2025  
PROFIT DISTRIBUTION PLAN FOR 2025  
FINANCIAL BUDGET REPORT FOR 2026  
RE-APPOINTMENT OF EXTERNAL AUDITORS FOR 2026  
LOAN REDUCTION AND EXEMPTION AUTHORIZATION PLAN  
REMUNERATION FOR 2024 OF CHAIRMAN  
AND  
NOTICE OF 2025 ANNUAL GENERAL MEETING**

**INTRODUCTION**

The purpose of this circular is to provide you with the notice of the 2025 AGM and to provide you with all the reasonable and necessary information. The following matters will be proposed as ordinary resolutions to Shareholders' general meeting at the 2025 AGM for consideration: (1) Report of the Board of Directors for 2025; (2) Profit Distribution Plan for

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## LETTER FROM THE BOARD

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2025; (3) Financial Budget Report for 2026; (4) Re-appointment of External Auditors for 2026; (5) Loan Reduction and Exemption Authorization Plan; and (6) Remuneration for 2024 of Chairman. Furthermore, this circular also includes written reports of matters to be listened to at the 2025 AGM.

### REPORT OF THE BOARD OF DIRECTORS FOR 2025

For the Report of the Board of Directors for 2025 of CHINA BOHAI BANK CO., LTD., please refer to the section “Report of the Board of Directors” of the Bank’s 2025 Annual Report.

### PROFIT DISTRIBUTION PLAN FOR 2025

The Board of the Bank proposes to distribute profits for 2025 in the following order:

1. The Bank will appropriate statutory surplus reserve based on 10% of the net profit of the Bank amounting to RMB527.651 million;
2. The Bank will appropriate general (risk) reserve amounting to RMB610.004 million;
3. The Bank will not appropriate discretionary surplus reserve for 2025;
4. The Bank will not distribute dividends for 2025;
5. The Bank will not transfer any reserve funds to increase its share capital for 2025.

### FINANCIAL BUDGET REPORT FOR 2026

Based on a comprehensive analysis of the economic situation at home and abroad, as well as changes in regulatory policies in 2026, the Bank has prepared the financial budget report for 2026 by taking into account the initiative, orientation and feasibility of the budget.

In 2026, the external economic environment will be complex and ever-changing, with uncertainties increasing significantly. The banking industry will continue to face pressure from supporting the real economy and risk prevention and control, and efficiency of operations will continue to face great challenges in the short term. **Firstly**, the banking industry will continue to face downward pressure on net interest rate spreads. On one hand, support for the real economy will continue to deepen. The current recovery of the domestic macro economy remains uncertain, the momentum of economic growth is still shifting, enterprises’ willingness to invest and expand production and residents’ willingness to increase leverage for consumption remain weak, effective demand for credit in the real economy is insufficient, and the room for traditional credit extension is limited. Supporting the real economy remains the main direction of financial policies. On the other hand, industry competition is becoming increasingly intense. Large state-owned banks continue to penetrate into lower-tier markets, and various types of banks compete fiercely for core customers and quality projects. Asset pricing continues to decline, coupled with rigid deposit costs, and under the combined impact,

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## LETTER FROM THE BOARD

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the net interest rate spreads of the banking industry remain at a low level. **Secondly**, the overall risk prevention and control situation remains relatively severe. The real estate market remains sluggish, and the value of collaterals continues to decline, with no reduction in risk pressure on corporate real estate loans. Residents' debt repayment capacity has weakened, risk exposure in the retail credit sector has intensified, and overdue ratios of mortgage loans, personal business loans, credit cards and other businesses continue to rise. The resolution of local government debts has entered a critical stage, and risks relating to loans to financing platforms and hidden debt-related businesses still need to be continuously mitigated. Cash flows of small, medium and micro enterprises are under pressure due to the macro environment, and inclusive finance businesses are exposed to the risk of increasing non-performing exposure. **Thirdly**, external market volatility has increased, posing challenges to banks' non-interest income management. The staged bull market in the bond market has ended and shifted to a range-bound fluctuation pattern. In 2025, the yield of 10-year treasury bonds fluctuated between 1.60% and 1.90%, and basically remained at a high level after the fourth quarter, making profit strategies and operations more difficult. Fluctuations in the stock market caused valuation gains and losses from banks' passively held debt-to-equity swap businesses to alternate between gains and losses. Geopolitical issues, coupled with disruptions from monetary policies, led to sharp fluctuations in precious metals, commodities and other markets. Therefore, the external market conditions in 2026 will pose significant tests to banks' asset allocation and risk management capabilities, and growth in non-interest income will face pressure from multiple uncertainties.

In 2026, the Group will continue to improve the level of refined management and further optimize the allocation of financial resources. It is expected that, in 2026, the Group will record business and administrative fee of RMB10,393.328 million.

In 2026, on the basis of ensuring the orderly conduct of daily operations and branches construction, adhering to the principle of "cost reduction and efficiency enhancement", based on the implementation of budget plan for fixed assets in prior years, the Group will prepare its budget plan on the basis of the 2026 Fixed Asset Acquisition Plan of Headquarters, Branches and Wealth Management Subsidiary. In 2026, the Bank plans to invest RMB483.75 million in fixed assets (including construction in progress).

The Group applies for RMB14 billion for write-off loss budget for 2026 in total, and is allowed to adjust among non-performing asset transfer, write-off of doubtful debts, bankruptcy reorganization and reduction and exemption of loans according to the actual situation.

### **RE-APPOINTMENT OF EXTERNAL AUDITORS FOR 2026**

The Board proposes to re-appoint Deloitte Touche Tohmatsu Certified Public Accountants LLP and Deloitte Touche Tohmatsu as the respective domestic and overseas auditors of the Bank for the year of 2026. The term of engagement shall commence upon the conclusion of the 2025 AGM until the conclusion of the 2026 annual general meeting of the Bank. The total audit fee shall be RMB6.53 million, which is determined based on the complexity and business plans of the Group's business, the expected audit scope, audit timetable and audit resources.

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## LETTER FROM THE BOARD

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### LOAN REDUCTION AND EXEMPTION AUTHORIZATION PLAN

#### I. Original Authorization Arrangement

As considered and approved successively at the 30th meeting of the fifth session of the Board of Directors of the Bank and the 2021 annual general meeting, the authorization plan for loan reduction and exemption currently implemented by the Bank is as follows:

- (I) The Board is authorized to approve the loan reduction and exemption in full amount.
- (II) If the sum of the loan principal and interest (including penalty interest) of a single borrower exceeds RMB100 million, the plan for loan reduction and exemption shall be subject to the approval of the Board.
- (III) If the sum of the loan principal and interest (including penalty interest) of a single borrower does not exceed RMB100 million (inclusive), the Board shall delegate the authorization to the senior management to approve the plan for loan reduction and exemption.
- (IV) The Risk Control Committee of the Head Office and its Non-Performing Asset Disposal Committee are responsible for managing the loan reduction and exemption work within the authorization on behalf of the senior management.
- (V) The senior management shall report to the Board within 10 working days after the loan reduction and exemption is completed.
- (VI) This authorization shall take effect from the date of consideration and approval by the Shareholders' general meeting until the term of the fifth session of the Board expires.

#### II. Background of the Adjustment

Firstly, the original authorization has expired, and a new authorization is required. The authorization period stipulated in the original authorization plan is: "from the date of consideration and approval by the Shareholders' general meeting until the term of the fifth session of the Board expires". The term of office of the fifth session of the Board of Directors of the Bank has expired and the re-election has been completed. The Bank proposes to apply to the Shareholders' general meeting for a new authorization.

Secondly, the approval hierarchy shall be further refined. The Working Rules of the Non-performing Asset Disposal Committee of CHINA BOHAI BANK revised and issued by the Bank in 2024 further regulated the approval procedures for disposal of non-performing assets: "The Non-performing Asset Disposal Committee shall perform its duties of approving loan principal and interest reduction and exemption projects within the scope of authorization. For significant matters involving the reduction or exemption of principal and interest for a

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## LETTER FROM THE BOARD

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single borrower with an aggregate amount exceeding RMB20 million, after consideration at the meeting, such matters shall be submitted successively to the President Office Meeting of the Head Office and the Party Committee Meeting of the Head Office for consideration.” The authorization plan applied for this time is consistent with the above refined procedures.

### III. The Authorization Plan

Pursuant to the Table of Powers and Responsibilities of Corporate Governance Bodies “1+3” of CHINA BOHAI BANK CO., LTD. (2025 Revision) and the Working Rules of the Non-performing Asset Disposal Committee of CHINA BOHAI BANK (2024 Revision), it is proposed that the authorization plan for loan reduction and exemption be adjusted as follows:

- (I) The Shareholders’ general meeting authorizes the Board to approve the loan reduction and exemption in full amount.
- (II) If the sum of the loan principal and interest (including penalty interest) of a single borrower exceeds RMB100 million, loan reduction and exemption shall be proposed by the President Office Meeting, subject to prior study and consideration by the Party Committee Meeting, and approved by the Board.
- (III) If the sum of the loan principal and interest (including penalty interest) of a single borrower does not exceed RMB100 million (inclusive), the Board shall delegate the authorization to the senior management to approve the loan reduction and exemption.
- (IV) If the sum of the loan principal and interest (including penalty interest) of a single borrower does not exceed RMB20 million (inclusive), the Non-performing Asset Disposal Committee shall be responsible for approving the loan reduction and exemption on behalf of the senior management. For significant matters involving the loan reduction and exemption of the sum of the loan principal and interest (including penalty interest) of a single borrower in an amount between RMB20 million (exclusive) and RMB100 million (inclusive), after consideration by the Non-performing Asset Disposal Committee, such matters shall be submitted to the higher competent authority for approval in accordance with the regulations.
- (V) The senior management shall report to the Board within 10 working days after the loan reduction and exemption is completed.
- (VI) This authorization shall take effect from the date of consideration and approval by the Shareholders’ general meeting until the term of office of the sixth session of the Board of Directors expires.

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## LETTER FROM THE BOARD

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### REMUNERATION FOR 2024 OF CHAIRMAN

The remuneration of Chairman of the Bank for 2024 is as follows:

*Unit: RMB*

<b>Name</b>	<b>Annual basic salary</b>	<b>Annual performance-based salary</b>	<b>Sub-total</b>	<b>Contribution by the employer to social insurance, housing fund, annuity and supplementary medical insurance</b>
WANG Jinhong	244,000	390,500	634,500	337,691.47

*Note:* The data in the above table includes the data disclosed in the 2024 annual report of the Bank.

### MATTERS TO BE LISTENED TO AT THE 2025 AGM

The following reports (written reports) will also be listened to at the 2025 AGM:

2025 Special Report on Related Party Transactions of CHINA BOHAI BANK CO., LTD.

2025 Assessment Report on the Performance of Duties of the Board of Directors, Senior Management and their Members issued by the Audit and Consumer Rights Protection Committee of the Board of CHINA BOHAI BANK CO., LTD.

Report on Purchase of Directors' Liability Insurance of CHINA BOHAI BANK CO., LTD.

### 2025 AGM

The Bank will convene the 2025 AGM at 2:00 p.m. on Wednesday, June 17, 2026 at Meeting Room 6702, China Bohai Bank Tower, 218 Haihe East Road, Hedong District, Tianjin, China. Notice of the 2025 AGM is set out on pages 37 to 38 of this circular.

If you intend to appoint a proxy to attend the 2025 AGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holders of H Shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. For holders of Domestic Unlisted Shares, the proxy form should be returned to the office of the Board of the Bank at 218 Haihe East Road, Hedong District, Tianjin, China, Postal Code: 300012; and in any event, not later than 24 hours before the time appointed for holding

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## LETTER FROM THE BOARD

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the 2025 AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the 2025 AGM or any adjournment thereof should you so wish and, in such event, the proxy form shall be deemed to have been revoked.

### **CLOSURE OF REGISTER OF MEMBERS**

In order to determine the Shareholders who are entitled to attend the 2025 AGM, the register of members of the Bank will be closed from Thursday, May 28, 2026 to Wednesday, June 17, 2026 (both days inclusive). The record date for determining the Shareholders' eligibility to attend and vote at the 2025 AGM is Wednesday, June 17, 2026. In order to attend and vote at the 2025 AGM, holders of H Shares of the Bank whose transfer documents have not been registered shall lodge all transfer documents together with the relevant share certificates with the Bank's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration by no later than 4:30 p.m. on Wednesday, May 27, 2026.

### **VOTING METHOD OF 2025 AGM**

According to the Listing Rules, the voting of resolutions at the 2025 AGM will be taken by poll. The relevant poll results will be published on the website of The Hong Kong Exchanges and Clearing Limited at [www.hkexnews.hk](http://www.hkexnews.hk) and the Bank's website at [www.cbhb.com.cn](http://www.cbhb.com.cn).

Please be advised that in accordance with Article 68 of the Articles of Association, if a Shareholder pledges 50% or more of his/her equity in the Bank, the voting rights of such Shareholder at the Shareholders' general meetings and of director(s) despatched by such Shareholder at Board meetings shall be subject to restriction. If the Bank's major shareholders pledge more than 50% of their equity in the Bank, the major shareholders and their nominated directors shall not exercise their voting rights at the Shareholders' general meetings and Board meetings.

### **RECOMMENDATION**

The Board is of the opinion that the above resolutions proposed are in the interests of the Bank and the Shareholders as a whole. Thus, the Board recommends that the Shareholders should vote in favor of all the relevant resolutions proposed at the 2025 AGM.

Yours faithfully,  
By order of the Board  
**CHINA BOHAI BANK CO., LTD.**  
**WANG Jinhong**  
*Chairman*

Tianjin, China  
May 21, 2026

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## WRITTEN REPORTS OF MATTERS TO BE LISTENED TO

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### 2025 SPECIAL REPORT ON RELATED PARTY TRANSACTIONS OF CHINA BOHAI BANK CO., LTD.

Pursuant to the requirements of the Administrative Measures for Related Party Transactions of Banking and Insurance Institutions, the Information Reporting Policy of CHINA BOHAI BANK CO., LTD. and the Measures for Related Party Transaction Management of CHINA BOHAI BANK CO., LTD., the Bank's 2025 report on overall related party transactions was issued as follows:

#### I. Related Parties

During the Reporting Period, the Bank had implemented the model of classification and identification of related parties and unified management in accordance with the regulatory requirements of the National Financial Regulatory Administration, the Stock Exchange and the Ministry of Finance, dynamically updated and maintained the list of related parties by collecting information from substantial Shareholders, reporting information by insiders and proactive identification of related relationships in the course of daily business operation, and reported to the related party transaction supervision system as required.

As at the end of the Reporting Period, the Bank had 4,240 related legal persons, representing an increase of 636 as compared with the end of 2024; and 2,568 related natural persons, representing a decrease of 48 as compared with the end of 2024. Related legal persons included 4,107 legal persons formed due to the relationship of substantial Shareholders, 130 related legal persons formed due to the relationship of related natural persons, and 3 related legal persons being controlled or significantly influenced by the Bank.

#### II. Related Party Transactions

##### *(I) Related party transactions of credit extension business in 2025*

During the Reporting Period, pursuant to the regulatory and internal policies, the Bank reviewed 76 related party transactions of credit extension business. Among which, 4 material related party transactions were submitted to the Board of Directors for approval upon review by the Related Party Transactions Control Committee under the Board of Directors, and reported to regulatory authorities and disclosed as required; 72 general related party transactions were reviewed in accordance with the Bank's internal management systems and authorization procedures, filed with the Related Party Transactions Control Committee under the Board of Directors, and disclosed as required. Other credit extension business between the Bank and its related parties were exempt from review and disclosure in the manner of related party transactions.

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## WRITTEN REPORTS OF MATTERS TO BE LISTENED TO

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As at the end of the Reporting Period, the Bank's net credit exposure to all related parties amounted to RMB19.408 billion. The relevance of a single customer, the relevance of a group customer and the total relevance of the Bank were 2.66%, 9.15% and 13.06% respectively, which were all in compliance with the regulatory requirements of not more than 10%, 15% and 50%.

### *(II) Related party transactions on asset transfer in 2025*

During the Reporting Period, the Bank considered 1 related party transaction on asset transfer, which was a general related party transaction. The type of transaction was sale of forfeiting assets.

### *(III) Related party transactions on services in 2025*

During the Reporting Period, the Bank had no related party transactions on services subject to review and disclosure.

### *(IV) Related party transactions on deposits and others in 2025*

As at the end of the Reporting Period, the balance of deposits of the related parties of the Bank was RMB22.83 billion, including the balance of deposits of the related natural persons of RMB370 million and the balance of deposits of the related legal persons of RMB22.46 billion.

During the Reporting Period, the Bank considered 2 related party transactions of other types. Among which, 1 related party transaction involving the signing of a unified transaction agreement was submitted to the Board of Directors for approval upon review by the Related Party Transactions Control Committee under the Board of Directors, and reported to regulatory authorities and disclosed as required. The type of transaction was financial product transaction; 1 transaction was a general related party transaction, and the type of transaction was conversion of convertible corporate bonds into shares.

## **III. Performance of Duties by the Board of Directors and its Related Party Transactions Control Committee**

### *(I) The Board of Directors and its Related Party Transactions Control Committee worked diligently and conscientiously and strictly controlled the approval of related party transactions*

The Board of Directors of the Bank manages related party transactions pursuant to regulatory requirements and the Articles of Association of the Bank and assumes ultimate responsibility. The Related Party Transactions Control Committee is established under the Board of Directors to perform duties in relation to the management, review and risk

## WRITTEN REPORTS OF MATTERS TO BE LISTENED TO

control of related party transactions, report to the Board of Directors and be accountable to the Board of Directors. The Related Party Transactions Control Committee under the Board of Directors focuses on the compliance, fairness and necessity of related party transactions.

### *(II) Convening of meetings and performance of duties*

1. During the Reporting Period, the Board of the Bank reviewed and approved 5 resolutions in relation to material related party transactions, including 1 related party transaction involving the signing of a unified transaction agreement. The details are as follows:

No.	Name of related party	Transaction	Name of meeting	Approval date
1	Standard Chartered Bank (China) Limited	Financial product transactions, with caps set based on the transaction amounts between 2025 and 2028, and an aggregate cap amount of RMB647.2 billion	The 3rd meeting of the sixth session of the Board of Directors	April 29, 2025
2	Standard Chartered Bank (China) Limited	Interbank borrowing/deposit amount of RMB6 billion	The 7th meeting of the sixth session of the Board of Directors	July 25, 2025
3	Tianjin Bohai State-owned Assets Management Co., Ltd.	Short-term working capital loans of RMB2.75 billion		
4	Tianjin TEDA Industrial Group Co., Ltd.	Short-term working capital loans of RMB410 million	The 9th meeting of the sixth session of the Board of Directors	September 25, 2025
5	Tianjin TEDA Industrial Group Co., Ltd.	Short-term working capital loans of RMB400 million	The 11th meeting of the sixth session of the Board of Directors	October 31, 2025

## WRITTEN REPORTS OF MATTERS TO BE LISTENED TO

2. During the Reporting Period, the Related Party Transactions Control Committee under the Board of Directors of the Bank held 7 meetings and considered/listened to 9 resolutions. The details are as follows:

No.	Issues for consideration	Name of meeting	Meeting time	Results of consideration
1	Measures for Related Party Transaction Management of CHINA BOHAI BANK CO., LTD.	The 33rd meeting of the Related Party Transactions Control Committee of the fifth session of the Board of Directors	January 17, 2025	Considered and approved
2	2024 Special Report on Related Party Transactions of CHINA BOHAI BANK CO., LTD.	The 1st meeting of the Related Party Transactions Control Committee of the sixth session of the Board of Directors	March 25, 2025	Considered and approved
3	2024 annual report of CHINA BOHAI BANK CO., LTD.			
4	Related party transaction of financial product transactions of Standard Chartered Bank (China) Limited	The 2nd meeting of the Related Party Transactions Control Committee of the sixth session of the Board of Directors	April 29, 2025	Considered and approved
5	Related party transactions of credit business of Tianjin Bohai State-owned Assets Management Co., Ltd.	The 3rd meeting of the Related Party Transactions Control Committee of the sixth session of the Board of Directors	July 24, 2025	Considered and approved
6	Related party transactions of credit business of Standard Chartered Bank (China) Limited			

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**WRITTEN REPORTS OF MATTERS TO BE LISTENED TO**

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No.	Issues for consideration	Name of meeting	Meeting time	Results of consideration
7	Interim Report 2025 of CHINA BOHAI BANK CO., LTD.	The 4th meeting of the Related Party Transactions Control Committee of the sixth session of the Board of Directors	August 27, 2025	Considered and approved
8	Related party transactions of credit business of Tianjin TEDA Industrial Group Co., Ltd.	The 5th meeting of the Related Party Transactions Control Committee of the sixth session of the Board of Directors	September 24, 2025	Considered and approved
9	Related party transactions of credit business of Tianjin TEDA Industrial Group Co., Ltd.	The 6th meeting of the Related Party Transactions Control Committee of the sixth session of the Board of Directors	October 30, 2025	Considered and approved

3. The aforesaid resolutions involving material related party transactions were subject to review and approval by the Board of Directors, and all other resolutions were reported to the Board of Directors. The procedures for convening the aforesaid meetings were in compliance with the Articles of Association and other relevant internal regulations of the Bank. The related Directors abstained from voting, and the voting results were legal and valid. The Directors strictly abided by the ordinary commercial terms and the principle of conforming to the overall interests of Shareholders, oversaw related party transactions, worked diligently and conscientiously, deeply understood and grasped the situation of related party transactions, paid great attention to the compliance, fairness and necessity of the transactions, took the initiative to express independent opinions, and effectively prevented the risks of related party transactions. After the transactions were reviewed, approved and actually conducted, the Bank promptly reported and disclosed them to the regulatory authorities.

#### **IV. Management of Related Party Transactions**

During the Reporting Period, the Bank continued to strengthen the management of related party transactions in the following aspects.

##### ***(I) Refining the implementation of policies and improving management systems***

The Bank continued to refine the implementation of policies, improve the institutional system for related party transactions, and successively issued regulatory documents such as the Measures for Related Party Transaction Management of CHINA BOHAI BANK CO., LTD. (2025 Revision) and the Work Rules for the Administration Office of Related Party Transactions (Trial), thereby enhancing the standardized and refined levels of management. The Bank deepened compliance communication and implementation, enhanced the understanding of the regulatory policies and requirements on related party transactions across the Bank, and promoted the implementation of management systems.

##### ***(II) Reviewing the scope of related insiders and improving the quality of the list***

Adhering to the principle of substance over form, the Bank reviewed and determined the scope of related insiders of the Bank, and issued the Notice on Clarifying the Scope of Related Insiders of CHINA BOHAI BANK. The Bank reviewed the list of related insiders based on the scope, strengthened insider information sharing, conducted cross-verification with information in the human resources system, and improved the completeness and accuracy of the insider list.

##### ***(III) Accelerating technology empowerment and improving the quality and efficiency of related party transaction statistics***

In accordance with regulatory requirements, the Bank promoted the improvement of the automatic collection function for related party transaction data, and facilitated the standardization, agility and normalization of statistical reporting of related party transactions. In addition, the Bank reviewed and analyzed related party transaction data in daily statistical reporting, explored multi-channel data comparison and verification methods, improved the quality and efficiency of statistical reporting, and promoted more standardized, scientific and efficient management of related party transactions.

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### **2025 ASSESSMENT REPORT ON THE PERFORMANCE OF DUTIES OF THE BOARD OF DIRECTORS, SENIOR MANAGEMENT AND THEIR MEMBERS ISSUED BY THE AUDIT AND CONSUMER RIGHTS PROTECTION COMMITTEE OF THE BOARD OF DIRECTORS OF CHINA BOHAI BANK CO., LTD.**

In accordance with the Code of Corporate Governance of Banking and Insurance Institutions, Guidelines on the Work of the Board of Supervisors of Commercial Banks, Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the relevant provisions of the Articles of Association of the Bank, in April 2026, the Audit and Consumer Rights Protection Committee of the Board of Directors (hereinafter referred to as the “Audit and Consumer Rights Protection Committee of the Board”) organized the Audit Department to conduct an assessment on the performance of duties of the Board of Directors, the senior management and their members for 2025, and formed the assessment opinions on the performance of duties of the Board of Directors, the senior management and their members for 2025. The assessment on the performance of duties was mainly based on issues considered and reports listened to by the Board of Directors, particulars of Directors’ attendances at meetings, feedbacks of Directors before meetings, particulars of speeches of Directors at meetings and voting on proposed resolutions, independent opinions of independent Directors, opinions and suggestions proposed by the Directors for the Bank during inter-session periods as well as Directors’ participation in training, Directors’ evaluation and mutual evaluation of independent Directors for 2025, work report of the senior management for 2025, completion of matters required by the 2025 Shareholders’ general meeting, meetings of the Board of Directors and its special committees by the senior management, debriefing report and completion of key performance indicators of senior management members for 2025, reports on relevant work in 2025, assessment results given by members of the Audit and Consumer Rights Protection Committee of the Board regarding the performance of duties of senior management members for 2025, and regulatory information for 2025. The report is hereby given as follows:

#### **I. Assessment Opinions on the Performance of Duties of the Board of Directors for 2025**

##### ***(I) Overall assessment opinions***

In 2025, the Board of Directors earnestly implemented the resolutions of the Shareholders’ general meeting, supervised the performance of duties by the senior management in a responsible manner, and performed its duties honestly and diligently in accordance with laws and regulations, regulatory requirements and the relevant provisions of the Articles of Association of the Bank.

**Firstly**, the Bank promoted the optimization of the corporate governance system, completed the re-election of the Board of Directors in compliance with laws and regulations, studied and revised the Articles of Association, and promoted the completion of the reform of the Board of Supervisors.

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**Secondly**, the Bank anchored its strategic development direction, actively promoted capital replenishment, continuously improved the quality and efficiency of decision-making and execution supervision, and promoted the successful conclusion of the Fourth “Five-Year Plan”.

**Thirdly**, the Bank improved the management of related party transactions, strictly examined matters in relation to material related party transactions, considered and revised relevant systems, and optimized the review and approval mechanism for related party transactions.

**Fourthly**, the Bank strengthened refined asset and liability management, reviewed reports on the management of consolidated statements, urged the strengthening of liquidity risk management and control, and regularly reviewed stress testing.

**Fifthly**, the Bank improved the risk control system, improved operational risk management policies, promoted the accelerated disposal of distressed assets, and continued to strengthen guidance and supervision over audit work.

**Sixthly**, the Bank promoted business operation in compliance with laws and regulations, considered anti-money laundering management and case prevention assessment, listened to assessment of employee conduct, and promoted the improvement of data governance.

**Seventhly**, the Bank standardized information disclosure, actively fulfilled its social responsibilities, promoted the implementation of green finance and inclusive finance policies, and urged the improvement of the quality and efficiency of consumer protection work.

### ***(II) Matters of concern***

In accordance with the relevant regulatory requirements and the actual operation and management of the Bank, the Audit and Consumer Rights Protection Committee of the Board reminded the Bank to pay attention to the following aspects.

**Firstly**, the Bank should promote the improvement of Shareholder equity management and the corporate governance structure, standardize the management of performance of duties by senior management personnel, and continuously strengthen the effectiveness of corporate governance.

**Secondly**, the Bank should accelerate capital replenishment, intensify the disposal of existing credit risks, and enhance liability quality and liquidity risk management capability.

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**Thirdly**, the Bank should further strengthen the management of related party transactions, improve the identification of related parties and the level of information-based management, and strictly control risk transfer through related party transactions.

**Fourthly**, the Bank should make greater efforts to promote the rectification of issues identified in regulatory inspections, and supervise the senior management's strict implementation of regulatory requirements on consolidated management, employee conduct management, stress testing, data governance and off-balance sheet business risk management.

### II. Assessment Opinions on the Performance of Duties of Directors for 2025

In 2025, all the Directors fulfilled their duty of loyalty, reported to the Bank in a timely manner information about their part-time positions, related party relationships, acting-in-concert relationships and changes, complied with the relevant regulations on related party transactions and recusal from performance of duties, fulfilled anti-money laundering and anti-terrorist financing obligations, and safeguarded the Bank's interests. No Director was found to have accepted improper benefits or taken advantage of their position as Directors for personal gain during their performance of duties, nor did they disclose commercial secrets related to the Bank, conceal problems that they discovered or engage in other acts in breach of duty of loyalty. In terms of compliance in performing duties, all the Directors of the Bank attended meetings and discussed relevant matters and exercised their voting rights in accordance with the law, paid continuous attention to the evaluation of the Bank by the regulatory authorities, external audits and investors, and proactively promoted the implementation of rectification measures for the issues identified through regulatory inspections. The Audit and Consumer Rights Protection Committee of the Board is not aware that any Director was imposed on administrative penalty or disciplinary action by the regulatory authorities due to issues with their performance of duties to the Bank.

#### *(I) Executive Directors*

All executive Directors abided by high standards of professional ethics, performed their duties independently and helped the Bank effectively safeguard the legitimate interests of stakeholders and actively fulfil social responsibilities.

##### *1. Assessment opinions on the performance of duties of Director WANG Jinhong in 2025*

In 2025, Director WANG Jinhong performed his duties as the Chairman and an executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence**, as the Party secretary, Director WANG Jinhong actively practiced the organic integration of Party leadership and corporate governance, promoted the implementation of major

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decisions and arrangements of the Party Central Committee and resolutions of higher-level Party organizations in the Bank, and ensured the effective performance of the leading and central role of the Party organization in the decision-making process. He convened and chaired meetings of the Board of Directors and the Development Strategy and Inclusive Finance Committee of the Board of Directors, attended all the meetings of the Board of Directors, the Nomination and Remuneration Committee and the Development Strategy and Inclusive Finance Committee during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; he facilitated the Board of Directors to form resolutions and opinions on major decision-making matters in a timely manner, and supervised the implementation of relevant resolutions; he performed his duties as the chairperson of the Development Strategy and Inclusive Finance Committee and a member of the Nomination and Remuneration Committee, and paid attention to matters within the terms of reference of special committees. He organized seminars for independent Directors to deeply communicate with all independent Directors on the Bank's operation and development; he presided at Shareholders' general meetings and formulated the proposals and reports submitted by the Board of Directors to the Shareholders' general meetings, and urged the senior management members to effectively perform their management duties.

**In terms of professionalism in performing his duties,** Director WANG Jinhong led the Bank in strengthening the construction of the Board of Directors, continuously improved corporate governance, successfully completed the re-election of the Board of Directors, promoted the revision of corporate governance systems such as the Articles of Association of the Bank, successfully completed the reform of the Board of Supervisors, improved related party transaction management, accelerated capital replenishment, promoted the disposal of problematic Shareholders, and enhanced the quality and efficiency of the Board of Directors' operations. He intensively advanced the "five priorities" of finance, systematically organized the implementation of the "Nine-Five-Three-One" strategic plan, further consolidated the foundations for high-quality development, and promoted the implementation and effectiveness of the High-quality Development Plan through list-based management and project-based advancement. He coordinated the promotion of strategies and tactics, business transformation, cost reduction and quality improvement, and governance consolidation, and resolved development problems and removed development bottlenecks through reform. He promoted the construction of the "Ten Projects" and "Six Types of Battle Teams", formulated the "Basic Law of Branches", established theories on industry development, and removed obstacles to the implementation of strategies. He accelerated product innovation and iteration, selected quality customers to consolidate the foundation, fully supported the development of Tianjin, and enhanced the adaptability of financial services to the real economy. He fully implemented regulatory requirements, accelerated the clearing of existing risks, and strengthened risk control and compliance to curb incremental risks. He took the lead in improving the

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level of refined internal management, consolidated the construction of the rule of law, and strengthened support for development. During the year, he participated in training on topics including analysis of the financial regulatory situation and review of cases of violations in banking consumer protection, evolution of corporate governance supervision models and governance experience of central state-owned enterprises, strengthening strategic management and planning construction, and actively cultivating and practicing financial culture with Chinese characteristics, so as to continuously improve his ability and standard in performing his duties.

2. *Assessment opinions on the performance of duties of Director QU Hongzhi in 2025*

In 2025, Director QU Hongzhi performed his duties as an executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence**, as the deputy secretary of the Party Committee, Director QU Hongzhi proactively promoted the organic integration of Party leadership and corporate governance, and strictly implemented the decisions of the Party organization. He attended all the meetings of the Board of Directors, the Development Strategy and Inclusive Finance Committee, the Risk Management and Green Finance Committee and the Related Party Transactions Control Committee during the year, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; at meetings of the Board of Directors and special committees, he answered questions raised by Directors when they considered proposals and listened to reports, expressed opinions, voted on proposals considered during the year, and reported to the Board of Directors on behalf of the senior management. During inter-session periods, he timely distributed the president's office meeting minutes, the operation overview of the Bank and other relevant information reports to all Directors and Supervisors, and conscientiously implemented the resolutions of the Board of Directors and reported the implementation to the Board of Directors.

**In terms of professionalism in performing his duties**, based on the duties of the Board of Directors, Director QU Hongzhi fully utilized his advantages in being familiar with the operation and management of the Bank during his performance of duties, ensuring that professional guidance was provided during the formation of matters within the scope of duties of the Board of Directors, including operation and management, business development, financial decisions, incentives and constraints, comprehensive risk management, internal control and compliance, capital management, asset transfer, information disclosure, external donations and rectification of issues pointed out by regulators, and that such matters were submitted to the Board of Directors for consideration in a timely manner, thereby facilitating scientific and effective decision-making by the Board of Directors. He participated in training on topics including analysis of the financial regulatory situation and review

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of cases of violations in banking consumer protection, evolution of corporate governance supervision models and governance experience of central state-owned enterprises, strengthening strategic management and planning construction, and actively cultivating and practicing financial culture with Chinese characteristics, so as to continuously improve his ability and standard in performing his duties.

Based on the above, in accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Articles of Association of CHINA BOHAI BANK CO., LTD. (2025 Revision), the Audit and Consumer Rights Protection Committee of the Board rated the Bank's executive Directors WANG Jinhong and QU Hongzhi **competent** in terms of their performance of duties in 2025.

### *(II) Non-executive Directors*

All non-executive Directors upheld high-standard professional ethics, performed their duties independently, promoted the Bank to fairly treat all Shareholders, protect the legitimate rights and interests of financial consumers and other stakeholders, actively coordinated communication between the Bank and its Shareholders, supervised the senior management to implement the resolutions of the Board of Directors, paid continuous attention to the related party transactions between the Bank and the substantial Shareholders, and followed and promoted the strengthening of capital management.

#### *1. Assessment opinions on the performance of duties of Director AU Siu Luen in 2025*

In 2025, Director AU Siu Luen performed his duties as a non-executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence,** Director AU Siu Luen was able to devote sufficient effort to perform his duties, and attended in person all the meetings of the Board of Directors, the Development Strategy and Inclusive Finance Committee, the Risk Management and Green Finance Committee, the Related Party Transactions Control Committee and the Audit and Consumer Rights Protection Committee during the year as required; he performed his duties as the Vice Chairman, presided over the meetings of the Board of Directors as designated by the Chairman, and attended the communication meeting on the 2025 budget report, the closed-door communication meeting between members of the Audit and Consumer Rights Protection Committee of the Board and auditor Deloitte, and the annual seminar with the Chairman; he communicated with the Bank before and after the meetings on relevant resolutions of the Board of Directors, and exercised his voting rights independently and prudently according to law; he paid continuous

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attention to the operation and management of the Bank and related matters within the terms of reference of the special committees he served, carefully reviewed various information reports during inter-session periods, inquired about the 2025 budget report, audit effectiveness, risk management, retail business development, asset transfer, capital management and corporate business, and attended the audit interview meetings for 2024 and the first half of 2025, as well as the interactive sharing sessions between Standard Chartered and the Bank on audit work risk governance and financial market risk management.

**In terms of professionalism in performing his duties**, based on his professional experience and professional expertise, Director AU Siu Luen expressed opinions on matters such as operation and management, risk management, fulfilment of corporate social responsibility, development of the Hong Kong Branch, anti-money laundering management, green finance, asset transfer, related party transactions, consumer rights protection, data governance, consolidated management and revision of the Articles of Association in a timely manner, and facilitated scientific decision-making by the Board of Directors; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

2. *Assessment opinions on the performance of duties of Director YUAN Wei in 2025*

In 2025, Director YUAN Wei performed her duties as a non-executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence**, Director YUAN Wei was able to devote sufficient effort to perform her duties and attended all the meetings of the Board of Directors, the Development Strategy and Inclusive Finance Committee and the Audit and Consumer Rights Protection Committee during the year as required, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; she communicated with the Bank before and after the meetings on relevant resolutions of the Board of Directors, and exercised her voting rights independently and prudently according to law; she paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees she served, carefully reviewed various information reports during inter-session periods, inquired about the 2025 budget report, business continuity management, financial data, asset transfer and additional allocation of working capital to the Hong Kong Branch, and attended the audit interview meetings for 2024 and the first half of 2025 and the closed-door communication meeting between members of the Audit and Consumer Rights Protection Committee of the Board and auditor Deloitte.

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**In terms of professionalism in performing her duties,** based on her professional experience and professional expertise, Director YUAN Wei expressed opinions on matters such as financial services for small and micro enterprises, financial reports, consumer rights protection, business continuity management, audit effectiveness, data governance, consolidated management and revision of the Articles of Association in a timely manner, and facilitated scientific decision-making by the Board of Directors; she actively participated in the training organized by the Bank for Directors to continuously improve her ability and standard in performing her duties.

3. *Assessment opinions on the performance of duties of Director DUAN Wenwu in 2025*

In 2025, Director DUAN Wenwu performed his duties as a non-executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence,** Director DUAN Wenwu was able to devote sufficient effort to perform his duties and attended all the meetings of the Board of Directors and the Development Strategy and Inclusive Finance Committee during the year as required, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; he communicated with the Bank before and after the meetings on relevant resolutions of the Board of Directors, and exercised his voting rights independently and prudently according to law; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committee he served, carefully reviewed various information reports during inter-session periods, and inquired about operation and management, profit distribution, related party transactions, asset transfer and fulfilment of corporate social responsibility.

**In terms of professionalism in performing his duties,** based on his professional experience and professional expertise, Director DUAN Wenwu expressed opinions on matters such as operation and management, risk management, consumer rights protection, internal control, related party transactions, data governance and revision of the Articles of Association in a timely manner, and facilitated scientific decision-making by the Board of Directors; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

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4. *Assessment opinions on the performance of duties of Director HU Aimin in 2025*

In 2025, Director HU Aimin performed his duties as a non-executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence,** Director HU Aimin was able to devote sufficient effort to perform his duties and attended in person all the meetings of the Board of Directors and the Nomination and Remuneration Committee during the year as required; he communicated with the Bank before and after the meetings on relevant resolutions of the Board of Directors, and exercised his voting rights independently and prudently according to law; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committee he served, carefully reviewed various information reports during inter-session periods, inquired about profit distribution and related party transactions, and attended the business exchange meeting between the industry and finance center of China Baowu and the Bank.

**In terms of professionalism in performing his duties,** based on his professional experience and professional expertise, Director HU Aimin expressed opinions on matters such as operation and management, risk management, consumer rights protection, internal control, related party transactions, data governance, consolidated management and revision of the Articles of Association in a timely manner, and facilitated scientific decision-making by the Board of Directors; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

5. *Assessment opinions on the performance of duties of Director ZHANG Yunji in 2025*

In 2025, Director ZHANG Yunji performed his duties as a non-executive Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence,** Director ZHANG Yunji was able to devote sufficient effort to perform his duties, attended in person all the meetings of the Board of Directors, the Risk Management and Green Finance Committee and the Related Party Transactions Control Committee during the year as required, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements; he communicated with the Bank before and after the meetings on relevant resolutions of the Board of Directors, and exercised his voting rights independently and prudently according to law; he

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paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees he served, and carefully reviewed various information reports during inter-session periods.

**In terms of professionalism in performing his duties**, based on his professional experience and professional expertise, Director ZHANG Yunji expressed opinions on matters such as operation and management, risk management, consumer rights protection, internal control, related party transactions, consolidated management and revision of the Articles of Association in a timely manner, and facilitated scientific decision-making by the Board of Directors; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

Based on the above, in accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Articles of Association of CHINA BOHAI BANK CO., LTD. (2025 Revision), the Audit and Consumer Rights Protection Committee of the Board rated the Bank's non-executive Directors AU Siu Luen, YUAN Wei, DUAN Wenwu, HU Aimin and ZHANG Yunji **competent** in terms of their performance of duties in 2025.

### *(III) Independent Non-executive Directors*

All the independent Directors were able to adhere to a high standard of professional ethics and perform their duties with integrity and independence; they have expressed independent opinions on matters such as the profit distribution plan, material related party transactions, re-appointment of external auditors, appointment of senior management personnel, remuneration of the senior management, asset transfer and candidates for new Directors of the Bank; they protected the interests of the Bank as a whole, and paid attention to the legitimate rights and interests of small and medium Shareholders and other stakeholders.

#### *1. Assessment opinions on the performance of duties of Director TSE Yat Hong in 2025*

In 2025, Director TSE Yat Hong performed his duties as an independent Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence**, Director TSE Yat Hong attended in person all the meetings of the Board of Directors, the Risk Management and Green Finance Committee, the Related Party Transactions Control Committee and the Audit and Consumer Rights Protection Committee during the year as required, and the rate of personal attendance at on-site meetings of the Board of

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Directors was in line with the regulatory requirements, and he also carefully studied and made prudent judgments on matters submitted to the Board of Directors for consideration; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees he served; as the chairperson of the Audit and Consumer Rights Protection Committee of the Board, he organized, convened and chaired meetings of the special committee in a timely manner, and attended the pre-audit communication meeting and closed-door communication meeting with auditor Deloitte; he was able to devote sufficient effort to perform his duties, and carefully reviewed various information reports during inter-session periods.

**In terms of professionalism in performing his duties**, based on his position at the special committees and his professional expertise, Director TSE Yat Hong inquired about and put forward opinions and suggestions on strategic management, related party transactions, consumer rights protection and business continuity management in a timely manner; he participated in seminars for independent Directors to advise on the high-quality transformation and development of the Bank; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

2. *Assessment opinions on the performance of duties of Director SHUM Siu Hung Patrick in 2025*

In 2025, Director SHUM Siu Hung Patrick performed his duties as an independent Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence**, Director SHUM Siu Hung Patrick attended in person all the meetings of the Board of Directors, the Nomination and Remuneration Committee, the Risk Management and Green Finance Committee, the Related Party Transactions Control Committee and the Audit and Consumer Rights Protection Committee during the year as required, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements, and he also carefully studied and made prudent judgments on matters submitted to the Board of Directors for consideration; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees he served, and attended the pre-audit communication meeting and closed-door communication meeting with auditor Deloitte; he was able to devote sufficient effort to perform his duties, and carefully reviewed various information reports during inter-session periods.

**In terms of professionalism in performing his duties**, based on his position at the special committees and his professional expertise, Director SHUM Siu Hung Patrick put forward opinions and suggestions on risk management, related party transactions and asset disposal in a timely manner; he participated in seminars for

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independent Directors and reporting meetings on risk warning management to advise on the high-quality transformation and development of the Bank; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

3. *Assessment opinions on the performance of duties of Director WANG Aijian in 2025*

In 2025, Director WANG Aijian performed her duties as an independent Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence,** Director WANG Aijian attended in person all the meetings of the Board of Directors, the Nomination and Remuneration Committee and the Audit and Consumer Rights Protection Committee during the year as required, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements, and she also carefully studied and made prudent judgments on matters submitted to the Board of Directors for consideration; she paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees she served, and attended the pre-audit communication meeting and closed-door communication meeting with auditor Deloitte; she was able to devote sufficient effort to perform her duties, and carefully reviewed various information reports during inter-session periods.

**In terms of professionalism in performing her duties,** based on her position at the special committees and her professional expertise, Director WANG Aijian put forward opinions and suggestions on risk management and compliance management in a timely manner; she participated in seminars for independent Directors to advise on the high-quality transformation and development of the Bank; she actively participated in the training organized by the Bank for Directors to continuously improve her ability and standard in performing her duties.

4. *Assessment opinions on the performance of duties of Director LIU Junmin in 2025*

In 2025, Director LIU Junmin performed his duties as an independent Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence,** Director LIU Junmin attended all the meetings of the Board of Directors and the Nomination and Remuneration Committee during the year as required, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements, and he also carefully studied and made prudent judgments

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on matters submitted to the Board of Directors for consideration; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committee he served; as the chairperson of the Nomination and Remuneration Committee of the Board of Directors, he organized, convened and chaired meetings of the special committee in a timely manner, and attended the pre-audit communication meeting and closed-door communication meeting with auditor Deloitte; he was able to devote sufficient effort to perform his duties, and carefully reviewed various information reports during inter-session periods.

**In terms of professionalism in performing his duties**, based on his position at the special committee and his professional expertise, Director LIU Junmin put forward opinions and suggestions on compliance management and related party transactions in a timely manner; he participated in seminars for independent Directors to advise on the high-quality transformation and development of the Bank; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

5. *Assessment opinions on the performance of duties of Director LIU Lanbiao in 2025*

In 2025, Director LIU Lanbiao performed his duties as an independent Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence**, Director LIU Lanbiao attended all the meetings of the Board of Directors, the Nomination and Remuneration Committee, the Risk Management and Green Finance Committee and the Related Party Transactions Control Committee during the year as required, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements, and he also carefully studied and made prudent judgments on matters submitted to the Board of Directors for consideration; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees he served, and attended the pre-audit communication meeting and closed-door communication meeting with auditor Deloitte; he was able to devote sufficient effort to perform his duties, and carefully reviewed various information reports during inter-session periods.

**In terms of professionalism in performing his duties**, based on his position at the special committees and his professional expertise, Director LIU Lanbiao put forward opinions and suggestions on strategic management and risk management in a timely manner; he participated in seminars for independent Directors to advise on the high-quality transformation and development of the Bank; he actively participated in the training organized by the Bank for Directors to continuously improve his ability and standard in performing his duties.

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6. *Assessment opinions on the performance of duties of Director OUYANG Yong in 2025*

From May 22, 2025 to the end of 2025, Director OUYANG Yong performed his duties as an independent Director in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank.

**In terms of the performance of the duty of diligence,** Director OUYANG Yong attended in person all the meetings of the Board of Directors, the Risk Management and Green Finance Committee, the Related Party Transactions Control Committee and the Audit and Consumer Rights Protection Committee that he should attend during the year as required, and the rate of personal attendance at on-site meetings of the Board of Directors was in line with the regulatory requirements, and he also carefully studied and made prudent judgments on matters submitted to the Board of Directors for consideration; he paid continuous attention to the operation and management of the Bank and related matters within the terms of reference of the special committees he served; as the chairperson of the Risk Management and Green Finance Committee and the Related Party Transactions Control Committee of the Board of Directors, he organized, convened and chaired meetings of the special committees in a timely manner, and attended the pre-audit communication meeting and closed-door communication meeting with auditor Deloitte, the work seminar of the risk management line and the work reporting meetings of the working bodies of the Risk Management and Green Finance Committee and the Related Party Transactions Control Committee of the Board of Directors; he was able to devote sufficient effort to perform his duties, and carefully reviewed various information reports during inter-session periods.

**In terms of professionalism in performing his duties,** based on his position at the special committees and his professional expertise, Director OUYANG Yong put forward opinions and suggestions on risk management in a timely manner; he participated in seminars for independent Directors to advise on the high-quality transformation and development of the Bank; he actively participated in the training organized by the Bank for Directors and conducted research at a number of branches, so as to continuously improve his ability and standard in performing his duties.

Based on the above, in accordance with the relevant requirements of the Code of Corporate Governance of Banking and Insurance Institutions, the Provisional Measures for the Evaluation of Performance of Duties by Directors and Supervisors of Banking and Insurance Institutions and the Articles of Association of CHINA BOHAI BANK CO., LTD. (2025 Revision), the Audit and Consumer Rights Protection Committee of the Board rated the Bank's independent non-executive Directors TSE Yat Hong, SHUM Siu Hung Patrick, WANG Aijian, LIU Junmin, LIU Lanbiao and OUYANG Yong **competent** in terms of their performance of duties in 2025.

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### III. Assessment Opinions on the Performance of Duties of Senior Management in 2025

#### *(I) Overall assessment opinions*

Throughout 2025, the senior management complied with laws and regulations, regulatory requirements and the relevant provisions of the Articles of Association of the Bank, earnestly implemented the requirements of the Shareholders' general meeting, the Board of Directors and its special committees, and faithfully and diligently performed their operational and management duties, striving to attain new breakthroughs in high-quality development.

**Firstly**, operational indicators continued to improve steadily. The senior management fully implemented the High-quality Development Plan of the Bank, systematically promoted the implementation of the "Nine-Five-Three-One" strategy, achieved the full completion of the Board of Directors' budget tasks in respect of assets and liabilities, financial income and expenditure, and performance assessment indicators, and ensured that key risk indicators complied with regulatory requirements and internal management objectives.

**Secondly**, high-quality development advanced in depth. The senior management further implemented the "five priorities" of finance, stepped up efforts to promote connotative development, achieved initial results in light-capital transformation, and promoted the continuous enhancement of the systematic competitiveness of corporate business, the comprehensive consolidation of the operating foundation of retail business and the effective traction and coordination of financial market business in an integrated manner.

**Thirdly**, the senior management actively strengthened the risk prevention and control barrier. The senior management strengthened risk control mechanisms and policy guidance, focused on improving asset quality, optimized the operational risk management system, maintained liquidity risk at a stable and controllable level, comprehensively upgraded reputation risk prevention and control measures, regularly conducted stress testing, and strictly controlled consolidated risks and risk contagion.

**Fourthly**, the senior management continued to deepen internal control and compliance construction. The senior management promoted the rectification of issues identified through regulatory supervision and various regulatory reminders across the Bank, advanced accountability identification, consolidated the foundation of anti-money laundering management, strengthened the establishment of the case prevention system, promoted full coverage of grid-based employee behavior management, and steadily advanced enterprise governance in accordance with the law.

**Fifthly**, the senior management strengthened support from basic management. The senior management strengthened pricing policy guidance, enhanced refined asset and liability management, optimized the resource allocation system, stepped up efforts to

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promote cost reduction and efficiency enhancement, continuously deepened data governance, strengthened technology empowerment, business operations and safety protection, and carefully managed basic work such as seal and archive management.

### *(II) Matters of concern*

In accordance with the relevant regulatory requirements and the operation and management of the Bank, the Audit and Consumer Rights Protection Committee of the Board reminded the senior management to pay attention to the following aspects.

**Firstly**, the senior management should promptly implement the High-quality Development Plan, improve the Bank's capital management, replenish resources for risk disposal, and continuously optimize the business structure.

**Secondly**, the senior management should improve liquidity risk management, strictly implement the requirements on stress testing from the overall dimension of operational risk, and enhance the quality and efficiency of stress testing.

**Thirdly**, the senior management should strengthen employee behavior management and case risk prevention and control, enhance compliance management of off-balance sheet business, and strictly control the transfer of off-balance sheet risks to on-balance sheet risks.

**Fourthly**, the senior management should deepen data governance, accelerate the construction of an information system for consolidated management, improve risk isolation mechanisms, and carry out consolidated management in a standardized manner.

## **IV. Assessment Opinions on the Performance of Duties of Senior Management Members in 2025**

All members of the senior management consciously safeguarded the interests of the Bank and were not found to have violated their fiduciary duties by accepting benefits related to the Bank's transactions or seeking for themselves or others any business opportunities that are due to the Bank in the course of performing their duties. In 2025, the key performance indicators of the Group were all in line with the budget requirements of the Board of Directors.

### *(I) Assessment opinions on the performance of duties of President QU Hongzhi in 2025*

In 2025, under the requirements of relevant laws and regulations and regulatory requirements, and in accordance with the Articles of Association of the Bank and the authorization by the Board of Directors, President QU Hongzhi implemented the planning of the Party Committee of the head office, organized the implementation of the resolutions of the Board of Directors, and fully performed his duties as President within the corporate governance framework. He steadily promoted the further implementation of

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the “five priorities” of finance, continued to make efforts in key areas of serving the real economy, advanced the implementation of the High-quality Development Plan, and promoted steady and positive operation. He coordinated the promotion of “stabilizing indicators” and “optimizing structure”, adhered to the two-way coordinated efforts of quality assets and desirable liabilities, comprehensively consolidated the operating foundation of corporate, retail and financial market businesses, and promoted quality and efficiency enhancement of products and customer services. He comprehensively strengthened the risk control barrier, optimized risk control processes and systems, advanced risk model projects, strengthened credit approval and monitoring management, intensified the resolution of existing risks, and achieved generally controllable risks. He promoted the enhancement of internal control effectiveness, improved the internal control, compliance and case prevention management system, organized the rectification of issues identified through regulatory supervision and accountability identification, focused on strengthening operational risk, employee behavior and anti-money laundering management, and deepened the construction of the rule of law. He comprehensively strengthened basic management, optimized the scale and structure arrangement of assets and liabilities, ensured that the capital base remained stable and liquidity indicators stayed within a desirable range, continuously deepened cost reduction and efficiency enhancement, enhanced the effectiveness of resource allocation, and promoted the supporting role of middle- and back-office functions such as information technology and operational support.

In accordance with regulatory requirements and the Bank’s relevant systems, the Audit and Consumer Rights Protection Committee of the Board rated President QU Hongzhi **competent** in terms of his performance of duties in 2025.

In addition, based on relevant regulatory opinions, the Audit and Consumer Rights Protection Committee of the Board reminded that attention should be paid to issues including incomplete coverage of stress testing, non-standardized disclosure of capital management information, inadequate rectification of issues identified by regulators and untimely accountability.

### *(II) Assessment opinions on the performance of duties of Vice President XIE Kai in 2025*

In 2025, in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank, Vice President XIE Kai implemented the planning of the Party Committee of the head office, the resolutions of the Board of Directors and the decisions of the president’s office meetings, and performed the corresponding management responsibilities within the terms of reference according to his work assignment. He promoted the refined implementation of “pension finance”, “digital finance” and “inclusive finance”, focused on the construction of “account bank”, “wealth bank” and “ecosystem bank”, and coordinated the steady growth, structural adjustment, risk prevention and reform promotion of retail business. He proactively reduced inefficient assets in credit platform loans, promoted a more stable loan structure, and

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achieved the first “dual decline” in recent years in the balance and ratio of non-performing retail credit. He actively adhered to keeping political consciousness in mind and putting people first in financial work, and achieved improvements in both the score and ranking of consumer protection regulatory evaluation, further enhancing management quality and efficiency. He strengthened information technology security, ensured stable production operation and business continuity, released business empowerment effects through digital financial innovation and expansion of service scenarios, and continuously deepened data governance. He promoted the optimization of processes and mechanisms, improved the risk control system, optimized resource allocation, enhanced response efficiency, and provided efficient operations and convenient services. He promoted refined allocation of logistics resources across the Bank, optimized service support standards, deeply advanced the “three-year action to tackle root causes”, tightened the responsibility chain at each level, and achieved zero safety production accidents and zero security cases/incidents throughout the year.

In accordance with regulatory requirements and the Bank’s relevant systems, the Audit and Consumer Rights Protection Committee of the Board rated Vice President XIE Kai **competent** in terms of his performance of duties in 2025.

In addition, based on relevant regulatory opinions, the Audit and Consumer Rights Protection Committee of the Board reminded that attention should be paid to issues including inadequate protection of financial consumers’ rights and interests, imprudent personal loan business, insufficient operation and maintenance of information systems, and inaccurate EAST data reporting.

### *(III) Assessment opinions on the performance of duties of Vice President LI Jianguo in 2025*

In 2025, in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank, Vice President LI Jianguo implemented the planning of the Party Committee of the head office, the resolutions of the Board of Directors and the decisions of the president’s office meetings, and performed the corresponding management responsibilities within the terms of reference according to his work assignment. He coordinated the promotion of the “five priorities” of finance in the corporate business sector, with “technology finance” beginning to show distinctive features, “green finance” improving in quality and scale, and “inclusive finance” consolidating its growth momentum. He continued to increase credit support for key areas, served the major national strategy of coordinated development of the Beijing-Tianjin-Hebei region, and proactively integrated into the new pattern of high-quality development in Tianjin. He steadily advanced the strategic deployment of the “Nine-Five-Three-One” strategy of the head office, promoted the continuous enhancement of the systematic competitiveness of corporate business, and achieved notable results in industry bank construction and the tackling of quality customers. Among transaction banking businesses, the competitiveness of featured products such as supply chain, international business, treasury business and bills business steadily

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improved, while the three major segments of light banking, namely bond underwriting, on-balance sheet investment banking and off-balance sheet investment banking, developed rapidly. He promoted the increase in deposit volume and optimization of deposit pricing, continuously reduced interest cost, increased the proportion of desirable deposits, conducted regular marketing guidance, and enhanced marketing combat capability and empowerment through coordination between the head office and branches, thereby promoting the landing of key customers and important projects. He focused on the construction of the three factories of branches, customers and products, improved customer management, strengthened post-lending performance of duties, enhanced team building, and consolidated the development foundation.

In accordance with regulatory requirements and the Bank's relevant systems, the Audit and Consumer Rights Protection Committee of the Board rated Vice President LI Jianguo **competent** in terms of his performance of duties in 2025.

In addition, based on relevant regulatory opinions, the Audit and Consumer Rights Protection Committee of the Board reminded that attention should be paid to issues including inadequate performance of the "three checks" for loans, insufficient review of trade background, inaccurate statistical data on loans to small and micro enterprises, and long-outstanding overdue entrusted loans.

### *(IV) Assessment opinions on the performance of duties of Vice President QI Jun in 2025*

In 2025, in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank, Vice President QI Jun implemented the planning of the Party Committee of the head office, the resolutions of the Board of Directors and the decisions of the president's office meetings, and performed the corresponding management responsibilities within the terms of reference according to his work assignment. He focused on improving the top-level design of risk management, organized the completion of the initial draft of the Risk Management Strategic System Plan of CHINA BOHAI BANK, standardized the operation of the Risk Control Committee, improved the working meeting mechanism of chief risk officers, and advanced the construction of digital risk control and reporting systems. He promoted the continuous consolidation of the risk prevention and control foundation, strengthened the large exposure management and control system, improved the credit risk limit management system, advanced the deepening of reform of the credit approval mechanism, enhanced the quality and efficiency of collateral management, organized special credit risk inspections in key areas, and emphasized professional training and the building of talent teams in the risk line. He strengthened closed-loop management of the risk management and control system, promoted the upgrading of the preservation and collection mechanism, strictly controlled the loan disbursement review gateway, established a post-overflow risk monitoring mechanism, and improved the post-credit supervision system. He promoted the improvement of internal control and compliance management, systematically advanced the reshaping of the system framework, operational risk control,

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centralized operation of anti-money laundering, case prevention and compliance construction, deepening of regulatory communication, strengthening of business continuity, related party transactions and employee behavior management, inspection and rectification supervision and accountability identification. He coordinated the advancement of the construction of the rule of law, petition handling and confidentiality work.

In accordance with regulatory requirements and the Bank's relevant systems, the Audit and Consumer Rights Protection Committee of the Board rated QI Jun, Vice President and Chief Risk Officer, **competent** in terms of his performance of duties in 2025.

In addition, based on relevant regulatory opinions, the Audit and Consumer Rights Protection Committee of the Board reminded that attention should be paid to issues including inadequate employee behavior management and case prevention work, and imperfect risk appetite management systems and operational risk reporting mechanisms.

*(V) Assessment opinions on the performance of duties of Vice President DENG Bei in 2025*

In 2025, in accordance with laws and regulations, regulatory requirements and the Articles of Association of the Bank, Vice President DENG Bei implemented the planning of the Party Committee of the head office, the resolutions of the Board of Directors and the decisions of the president's office meetings, and performed the corresponding management responsibilities within the terms of reference according to her work assignment. She led the financial market line in implementing the business positioning of "Three Banks", strengthened business coordination, built the customer-facing "CBHB Hedging" brand, and promoted the increase in the scale of CBHB Wealth Management products. She organized the optimization of resource allocation, helped support the Bank in implementing the "five priorities" of finance, and actively served the development of Tianjin by focusing on the construction of the "STAR Market" in the bond market and the underwriting of local government bonds of Tianjin. She promoted the construction of a new-generation integrated treasury business management system, and, relying on the new core project, simultaneously iterated and upgraded supporting systems such as capital management, position management and the digital management platform for intermediary business, thereby consolidating the foundation for digital operations. She opened up new paths for revenue growth with the investment philosophy of "multi-asset and multi-strategy", continuously enhanced trading activity, and promoted the steady development of custodian business. She strengthened asset and liability management, reduced the interest rate paid on deposits, and improved comprehensive treasury liquidity returns. She continued to strengthen refined financial management, improved the expense allocation mechanism, and promoted the deepening of cost control. She established a coordination and liaison mechanism between the head office and the Hong Kong Branch,

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put into preliminary operation the integrated operation mechanism between the financial market line and the Hong Kong Branch, and made great efforts to promote the operation and development of the Hong Kong Branch.

In accordance with regulatory requirements and the Bank's relevant systems, the Audit and Consumer Rights Protection Committee of the Board rated Vice President DENG Bei **competent** in terms of her performance of duties in 2025.

In addition, based on relevant regulatory opinions, the Audit and Consumer Rights Protection Committee of the Board reminded that attention should be paid to issues including the need to improve the liability structure, the need to enhance the quality and efficiency of liquidity risk management, and inadequate management of interbank business and financial derivatives.

The report is hereby made.

### **REPORT ON PURCHASE OF DIRECTORS' LIABILITY INSURANCE OF CHINA BOHAI BANK CO., LTD.**

In order to protect the legitimate rights of the Bank's Directors, Supervisors and senior management members, the Bank has purchased liability insurance for its Directors, Supervisors and senior management members. The liability insurance coverage includes the reimbursement of losses caused by equity securities claims, corporate and personal investigation fees, corporate and personal inspection and audit costs, losses stemming from employment practice violations, pre-derivative action internal review costs, reimbursement of crisis management costs before judgments or settlements, post-litigation reputation rehabilitation costs and other duty performance guarantees. The insurance term is one year, with aggregate coverage limit of US\$25 million and premium rate of 0.18%.

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## NOTICE OF 2025 ANNUAL GENERAL MEETING

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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)**

### NOTICE OF 2025 ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the 2025 annual general meeting of CHINA BOHAI BANK CO., LTD. (the “**Bank**”) (the “**2025 AGM**”) will be held at Meeting Room 6702, China Bohai Bank Tower, 218 Haihe East Road, Hedong District, Tianjin, China at 2:00 p.m. on Wednesday, June 17, 2026 for the purpose of considering, and if thought fit, passing the following resolutions:

#### ORDINARY RESOLUTIONS

1. Report of the Board of Directors for 2025 of CHINA BOHAI BANK CO., LTD.
2. Profit Distribution Plan for 2025 of CHINA BOHAI BANK CO., LTD.
3. Financial Budget Report for 2026 of CHINA BOHAI BANK CO., LTD.
4. Re-appointment of External Auditors for 2026
5. Loan Reduction and Exemption Authorization Plan
6. Remuneration for 2024 of Chairman

The detailed resolutions mentioned above are set out in the Bank’s circular dated May 21, 2026 in respect of convening the 2025 AGM.

The following reports will also be listened to at the 2025 AGM by way of written reports:

2025 Special Report on Related Party Transactions of CHINA BOHAI BANK CO., LTD.

2025 Assessment Report on the Performance of Duties of the Board of Directors, Senior Management and their Members issued by the Audit and Consumer Rights Protection Committee of the Board of CHINA BOHAI BANK CO., LTD.

Report on Purchase of Directors’ Liability Insurance of CHINA BOHAI BANK CO., LTD.

By order of the Board  
**CHINA BOHAI BANK CO., LTD.**  
**WANG Jinhong**  
*Chairman*

May 21, 2026

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## NOTICE OF 2025 ANNUAL GENERAL MEETING

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*As of the date of this notice, the Board comprises Mr. WANG Jinhong and Mr. QU Hongzhi as executive directors; Mr. AU Siu Luen, Ms. YUAN Wei, Ms. CUI Hongqin, Mr. HU Aimin and Mr. ZHANG Yunji as non-executive directors; and Mr. TSE Yat Hong, Mr. SHUM Siu Hung Patrick, Ms. WANG Aijian, Mr. LIU Junmin, Mr. LIU Lanbiao and Mr. OUYANG Yong as independent non-executive directors.*

*Notes:*

- 1 According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the voting of resolutions contained in the notice of 2025 AGM will be taken by poll.
- 2 In order to determine the Shareholders who are entitled to attend the 2025 AGM, the register of members of the Bank will be closed from Thursday, May 28, 2026 to Wednesday, June 17, 2026 (both days inclusive). The record date for determining the Shareholders' eligibility to attend and vote at the 2025 AGM is Wednesday, June 17, 2026. In order to attend and vote at the 2025 AGM, holders of H Shares of the Bank whose transfer documents have not been registered shall lodge all transfer documents together with the relevant share certificates with the Bank's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration by no later than 4:30 p.m. on Wednesday, May 27, 2026.
- 3 Shareholders who are entitled to attend and vote at the meeting may appoint one or more proxies to attend and vote on their behalf. A proxy need not be a shareholder of the Bank.
- 4 A shareholder shall entrust the proxy in writing. The written power of attorney shall be signed by the principal or by the proxy entrusted thereby in writing; if the principal is a legal person or other institution, the power of attorney shall be signed under the seal of the legal person or under the hand of its legal representative or other representative duly authorized.
- 5 If you intend to appoint a proxy to attend the 2025 AGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holders of H Shares, the proxy form (together with a notarially certified copy of the power of attorney or other authority (if any) if this form of proxy is signed by a person on behalf of the appointor) should be returned to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong. For holders of Domestic Unlisted Shares, the above document(s) should be returned to the office of the Board of Directors of the Bank at 218 Haihe East Road, Hedong District, Tianjin, China, Postal Code: 300012; and in any event, not later than 24 hours before the time appointed for holding the 2025 AGM or any adjournment thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the 2025 AGM or any adjournment thereof should you so wish and, in such event, the proxy form shall be deemed to have been revoked.
- 6 The meeting is expected to last for no more than half a day. Shareholders who attend the meeting in person or by proxy shall bear their own traveling, dining and accommodation expenses. Shareholders or their proxies shall produce their identity documents when attending the meeting.