



Board-level

Committees

Audit Committee

The Audit Committee consists of seven Non-Executive Directors, four of whom, including the Chairman, are independent Directors. In addition to assisting the Board of Directors in fulfilling its oversight responsibilities, the functions of the Audit Committee include:

- reviewing significant accounting policies and supervising our financial reporting process;
- approving the roles and responsibilities and departmental structure of the internal audit department;
- ensuring compliance with applicable statutory accounting reporting requirements.

The current members of our Audit Committee are Mr. Shan Weijian, the Chairman of the Committee, Mr. Chia Pei-Yuan, Mr. Tung Chee Chen, Dr. Victor Fung, Mr. Ping Yue, Mr. He Guangbei and Mr. Zhou Zaiqun.

Risk Management Committee

The Risk Management Committee consists of thirteen members, comprising four Non-Executive Directors (one of whom is an independent Director), our Chief Executive, the head of the Risk Management Department of the Bank of China and our Chief Risk Officer (all of whom are voting members) and our Deputy Chief Executive in charge of our corporate banking and treasury strategic

business unit and five senior Risk Management Managers of the Bank of China (all of whom are non-voting members). The Risk Management Committee provides independent support to the Board of Directors in determining our risk management strategies, policies and procedures.

The current members of our Risk Management Committee are Mr. Liu Mingkang, the Chairman of the Committee, Dr. Liu Jinbao, Mr. Chia Pei-Yuan, Mr. Hua Qingshan, Ms. Zhang Yanling, Mr. Chen Siqing, Mr. Zhu Xinqiang, Mr. Gao Yingxin, Mr. Zhang Weidong, Mr. Dong Jianyue, Ms. Zheng Xiaomin, Mr. Or Man Ah and Mr. Mao Xiaowei.

Remuneration Committee

The Remuneration Committee consists of five Non-Executive Directors, three of whom are independent Directors. The functions of this committee include reviewing human resources management policies, examining remuneration strategy, determining the compensation of senior executives and managers, setting annual as well as long term performance goals for key management positions and reviewing and monitoring the implementation of all executive compensation and benefits plans.

The current members of our Remuneration Committee are Mr. Sun Changji, the Chairman of the Committee, Dr. Victor Fung, Mr. Tung Chee Chen, Mr. Shan Weijian and Mr. Li Zaohang.

