

BOARD OF DIRECTORS AND SENIOR MANAGEMENT

DIRECTORS



Mr. XIAO Gang, Chairman

Aged 46, is the Chairman of the Board of Directors and Chairman of the Risk Committee of both the Company and BOCHK. He is also a Director of BOC (BVI) and BOCHKG. Mr. Xiao has been the Chairman and President of Bank of China since March 2003 and the Chairman of Bank of China Limited since August 2004. He was elected as the Chairman of China Association of Banks from June 2003 to December 2004. Prior to joining BOC, Mr. Xiao joined PBOC in 1981 and had served various positions in PBOC, including Director of the Research Bureau, Head of the China Foreign Exchange Trading Center, Director of the Planning and Treasury Department, Assistant Governor and Director of the Monetary Policy Department, Assistant Governor and President of Guangdong Branch of PBOC and Director of the Guangdong Branch of the State Administration of Foreign Exchange. Mr. Xiao served as Deputy Governor of the PBOC from October 1998 to March 2003. Mr. Xiao graduated from Renmin University of China with a master's degree in Law.



Mr. SUN Changji, Vice Chairman

Aged 62, is a Vice Chairman of the Board of Directors and Chairman of the Nomination and Remuneration Committee of both the Company and BOCHK. He is also a Director of BOC (BVI) and BOCHKG. Mr. Sun was a Vice Chairman of the Board of Directors of BOC from November 2000 to August 2004 and an Executive Vice President of BOC from January 1999 to August 2004. Mr. Sun is a senior engineer (professor). In January 2003, Mr. Sun was elected as a member of the tenth National Committee of the Chinese People's Political Consultative Conference. He was concurrently the President of China Orient Asset Management Corporation from September 1999 to August 2001. Mr. Sun was the First Deputy Director-General of the State Administration of Machinery Industry of the PRC from April 1998 to January 1999 and a Vice Minister of the Ministry of Machinery Industry of the PRC from April 1993 to April 1998. He was a Deputy Director-General of the Production Department of the Ministry of Machinery Industry from 1991 to 1993. Mr. Sun graduated from Tsinghua University in 1966 with a bachelor's degree.



Mr. HE Guangbei, Vice Chairman and Chief Executive

Aged 50, is a Vice Chairman and the Chief Executive of both the Company and BOCHK with overall responsibility for the business and operations of BOCHK. He is also Chairman of Chiyu and Nanyang, Director of Hong Kong Interbank Clearing Limited, Hong Kong Note Printing Limited and HKICL Services Limited. He is the designated representative of BOCHK to the Hong Kong Association of Banks where he serves as the presiding Chairman and a council member of the Hong Kong Trade Development Council in 2005. He holds various public positions which include member of the HKMA Exchange Fund Advisory Committee and Banking Advisory Committee, Vice President of the Hong Kong Institute of Bankers, member of the Board of Hong Kong Airport Authority, member of Greater Pearl River Delta Business Council, Adviser of the Hong Kong Chinese Enterprises Association and general committee member of the Hong Kong General Chamber of Commerce. He joined BOC in 1980 and since then, he had assumed various positions at BOC and had been posted to its New York Branch and Paris Branch. He was a Managing Director of BOC from 1999 to 2004 and an Executive Vice President of BOC from 2000 to 2003. Mr. He graduated from the Beijing Second Foreign Languages Institute in 1979 with a bachelor's degree and obtained a master's degree in international management studies from the University of Texas at Dallas in 1985.

**Mr. HUA Qingshan, Non-executive Director**

Aged 52, is a Non-executive Director and a member of the Risk Committee of both the Company and BOCHK. Mr. Hua is also a Director and an Executive Vice President of BOC and the Chairman of BOC-CC. Mr. Hua was an Executive Assistant President of BOC from June 1994 to December 1998. Mr. Hua graduated from Peking University in 1984 and obtained a master's degree from Hunan University in 1996.

**Mr. LI Zaohang, Non-executive Director**

Aged 49, is a Non-executive Director and a member of the Nomination and Remuneration Committee of both the Company and BOCHK. Mr. Li is also a Director and an Executive Vice President of BOC and the Chairman of BOC Investment, BOC Insurance and Bank of China (Canada). Mr. Li has over 20 years' experience in the banking industry. Mr. Li was the General Manager and an Executive Vice President of the China Construction Bank Head Office from August 1990 to November 2000. Mr. Li graduated from the Nanjing Institute of Meteorology in 1978 with a bachelor's degree.

**Mr. ZHOU Zaiqun, Non-executive Director**

Aged 52, is a Non-executive Director and a member of the Audit Committee of both the Company and BOCHK. Mr. Zhou is also an Executive Vice President of BOC. Mr. Zhou has over 20 years' experience in the banking industry. Mr. Zhou was a Managing Director of BOC from November 2000 to August 2004 and the General Manager of the ICBC, Beijing Branch from December 1999 to November 2000. Mr. Zhou was the General Manager of the Planning and Financial Department of ICBC from January 1997 to December 1999. Mr. Zhou obtained a master's degree from Northeast Institute of Finance and Economics in 1996.



Mdm. ZHANG Yanling, Non-executive Director

Aged 53, is a Non-executive Director and a member of the Risk Committee of both the Company and BOCHK. She is also an Executive Vice President of BOC and the Chairman of BOCI and Bank of China (Hungary) Limited. Mdm. Zhang is a Vice Chair of ICC Commission on Banking Technique and Practice since September 2003. Mdm. Zhang has joined BOC for 28 years. Mdm. Zhang had been Executive Assistant President of BOC since October 2000 and is also the Chief Legal Adviser of BOC since December 2002. Mdm. Zhang was the General Manager of BOC, Milan Branch from April 2000 to October 2001 and the General Manager of the Legal Department of BOC from February 2001 to August 2002. She was the Deputy General Manager of the Training Department of BOC from June 1992 to April 1997, the General Manager of the Banking Department of BOC from April 1997 to April 2000 and was a Managing Director of BOC from November 2000 to August 2004. Mdm. Zhang graduated from Liaoning University in 1977 with a bachelor's degree and obtained a master's degree from Wuhan University in 1999.



Dr. FUNG Victor Kwok King, Independent Non-executive Director

Aged 59, is an Independent Non-executive Director of both the Company and BOCHK. He is also a member of the Audit Committee and the Nomination and Remuneration Committee of both the Company and BOCHK. Dr. Fung is Chairman of the Li & Fung Group of companies (including publicly listed Li & Fung Limited, Integrated Distribution Services Group Limited and Convenience Retail Asia Limited), the Hong Kong Airport Authority, the Hong Kong University Council, the Greater Pearl River Delta Business Council and the Hong Kong – Japan Business Co-operation Committee. He is a member of Chinese People's Political Consultative Conference and the Hong Kong SAR Government Judicial Officers Recommendation Committee. He is also an Independent Non-executive Director of PCCW Limited, Orient Overseas (International) Limited and Sun Hung Kai Properties Limited. Dr. Fung holds Bachelor and Master Degrees in Electrical Engineering from the Massachusetts Institute of Technology and a Doctorate in Business Economics from Harvard University. In 2003, Hong Kong SAR Government awarded Dr. Fung the Gold Bauhinia Star for distinguished services to the community.



Mr. SHAN Weijian, Independent Non-executive Director

Aged 51, is an Independent Non-executive Director of both the Company and BOCHK. Mr. Shan is the Chairman of the Audit Committee and a member of the Nomination and Remuneration Committee of both the Company and BOCHK. Mr. Shan is a Managing Partner of Newbridge Capital Limited. Mr. Shan is also a Director of a number of companies, including Korea First Bank, Baoshan Iron & Steel Company Limited, TCC International Holdings Limited and China Unicom Limited. Mr. Shan was a Managing Director of JP Morgan, an assistant professor at the Wharton School of the University of Pennsylvania and an Investment Officer at the World Bank in Washington DC. Mr. Shan graduated from the Beijing Institute of Foreign Trade with a major in English in 1979. Mr. Shan obtained a master's degree in business administration from the University of San Francisco in 1981, and received a Master of Arts degree in economics and a PhD degree in business administration from the University of California at Berkeley in 1984 and 1987 respectively.



Mr. TUNG Chee Chen, Independent Non-executive Director

Aged 62, is an Independent Non-executive Director of both the Company and BOCHK. He is also a member of the Audit Committee and the Nomination and Remuneration Committee of both the Company and BOCHK. Mr. Tung is the Chairman and Chief Executive Officer of Orient Overseas (International) Limited. Mr. Tung is an Independent Non-executive Director of a number of listed companies, including Zhejiang Expressway Company Limited, PetroChina Company Limited, Wing Hang Bank Limited, U-Ming Marine Transport Corp., Global China Group and Cathay Pacific Airways Limited. Mr. Tung was educated at the University of Liverpool, United Kingdom, where he obtained a bachelor's degree in science in 1964. He later obtained a master's degree in mechanical engineering from the Massachusetts Institute of Technology in 1966.



Mdm. YANG Linda Tsao, Independent Non-executive Director

Aged 78, is an Independent Non-executive Director and a member of the Audit Committee of both the Company and BOCHK. She currently chairs the Asian Corporate Governance Association (ACGA), a non-profit organisation based in Hong Kong for promoting corporate governance practices among Asian business enterprises. She also serves on various public organisations. Mdm. Yang was appointed by President Clinton as Ambassador and U.S. Executive Director to the Asian Development Bank ("ADB") from 1993 to 1999. Upon her retirement in 1999, then U.S. Secretary of the Treasury presented her with the Distinguished Service Award of the Treasury Department for her contributions at ADB during her tenure of office. Before that, she had served in various public capacities including, California's Savings and Loan Commissioner and Vice President of the Board of Administration of the Public Employees' Retirement System of the State of California (CalPERS). Mdm. Yang graduated from St. John's University in Shanghai and earned her Master of Philosophy degree (Economics) from Columbia University of New York.

SENIOR ADVISER TO THE BOARD OF DIRECTORS



Mr. NEOH Anthony Francis, Senior Adviser

Aged 58, is the Senior Adviser to the Board of Directors of both the Company and BOCHK which is a non-executive position. He is also an adviser to the Risk Committee of both the Company and BOCHK and is an Independent Non-executive Director of BOC since August 2004. Mr. Neoh is the Chairman and Non-executive Director of Global Digital Creations Holdings Limited. He was the Chief Adviser to the China Securities Regulatory Commission from 1998 to 2004 and the Chairman of the Hong Kong Securities and Futures Commission from 1995 to 1998 and of the Technical Committee of the International Organisation of Securities Commissions from 1996 to 1998. From 1991 to 1994, Mr. Neoh was a member of the Hong Kong Stock Exchange Council and its Listing Committee. Mr. Neoh was appointed Queen's Counsel (now retitled Senior Counsel) in April 1990. Mr. Neoh was a Visiting Scholar at the Harvard Law School from 1990 to 1991 and for the Spring semester of the academic year 2001/2002, he was the Visiting Professor from Practice at the Harvard Law School. He was appointed Nomura Visiting Professor for International Financial Systems from Practice at the Harvard Law School for the Academic Year 2003/2004.

SENIOR MANAGEMENT



Mr. LAM Yim Nam, Deputy Chief Executive

Aged 52, is the Deputy Chief Executive responsible for the retail banking strategic business unit of the Group and the General Manager of the Retail Banking Department of BOCHK. Mr. Lam is also a Director of BOC-CC. Mr. Lam has over 20 years' experience in the banking industry. From August 1989 to August 1998, Mr. Lam was the Deputy General Manager of the Kwangtung Provincial Bank, Hong Kong Branch. Mr. Lam was the Deputy General Manager of BOC, Hong Kong Branch from November 1998 to December 1999, and the Acting General Manager of the National Commercial Bank, Hong Kong Branch from January 2000 to September 2001. Mr. Lam graduated from the Chinese University of Hong Kong with a bachelor's degree and a master's degree in business administration.



Mr. LEE Raymond Wing Hung, Chief Financial Officer

Aged 55, is the Chief Financial Officer of the Group. Mr. Lee is a fellow of the Chartered Association of Certified Accountants and an associate of the Hong Kong Institute of Certified Public Accountants. Mr. Lee has over 30 years' of extensive international banking experience acquired both locally and overseas. Prior to joining the Group, Mr. Lee was a Director, Alternate Chief Executive and Managing Director of CITIC International Financial Holdings Limited from 2002 to 2003, and was a Director and Chief Executive of The Hong Kong Chinese Bank from 1999 to 2002. He was seconded by The Bank of New York in 1992 to serve as a Director and Alternate Chief Executive of Wing Hang Bank and had remained in that capacity until 1999. While serving in Wing Hang, Mr. Lee was concurrently a Senior Vice President and Managing Director of The Bank of New York, where he had served in different capacities in New York and Toronto since 1982. Prior to 1982, he had worked for Bank of America for 8 years in various positions in different Asian and North American cities.



Mr. GAO Yingxin, Deputy Chief Executive

Aged 42, is the Deputy Chief Executive in charge of the Group's corporate banking business. Before joining BOCHK, he was President and Chief Operating Officer of BOCI in Hong Kong. Mr. Gao joined the BOC Group in 1986 where he began working on financing projects for various industries at BOC's Head Office in Beijing. In 1999, he became General Manager of Corporate Banking at BOC Head Office where he was responsible for managing and building BOC Group's customer relationships with and global financing for multinational corporations and premium domestic clients in the Mainland of China. He was also in charge of BOC's major financing projects. From 1995 to 1996, he was seconded to the Finance Department of Northern Telecom (Nortel) Head Office in Canada. Mr. Gao graduated from the East China University of Science and Technology in Shanghai with a master's degree in Engineering in 1986.



Mr. CHEUNG Alex Yau Shing, Chief Risk Officer

Aged 43, is the Chief Risk Officer of the Group. He is in charge of the Group's overall risk management function, overseeing BOCHK's Risk Management Department and Legal and Compliance Department. Mr. Cheung has more than 20 years of experience in banking and accounting. Before joining BOCHK, he had worked for Hang Seng Bank for more than 9 years, during which he had assumed various positions including Assistant General Manager and Chief Credit Officer, Head of Credit Risk Management Department and Head of Audit Department. Before joining Hang Seng Bank, he was Vice President and Audit Manager of Chase Manhattan Bank. He had also served the Hong Kong SAR Government and KPMG as Audit Examiner and Accountant respectively. Mr. Cheung graduated from the University of Hong Kong in 1984 with a Bachelor of Social Sciences Degree in Economics and Management Studies. He is a fellow of the Chartered Association of Certified Accountants and a Certified Public Accountant of the Hong Kong Institute of Certified Public Accountants.



Mr. LIU Peter Yun Kwan, Chief Information Officer

Aged 53, is the Chief Information Officer of the Group. Reporting to the Chief Financial Officer, he is in charge of the Group's Information Technology Department. Mr. Liu has more than 34 years of experience in IT and financial services. He was previously Sector Head – Business Consulting Services (Financial Services Sector) of IBM China/Hong Kong Limited. Mr. Liu had also acted as Regional Chief Operating Officer of UBS Warburg, Managing Director and Asia Pacific Chief Operating Officer of UBS Private Banking and Global Business Technology Officer of UBS Private Banking – Asia, USA and the UK. Before joining UBS, he had held other senior positions in information technology, operations and business management at Chase Manhattan Bank, Citibank, Hong Kong Productivity Council and John Swire & Sons (Hong Kong) Limited respectively.



Mr. YEUNG Jason Chi Wai, Company Secretary

Aged 50, is the Company Secretary of the Company and BOCHK and Head of Investor Relations of the Group. Mr. Yeung has over 10 years' experience practising corporate and commercial law. Prior to joining the Group on 1 October 2001, Mr. Yeung was the General Counsel and a Director of China Everbright Limited and a partner of Woo, Kwan, Lee & Lo. He has also served at the Securities and Futures Commission in Hong Kong. Mr. Yeung is a member of the Legal Committee of the Hong Kong General Chamber of Commerce, the Inland Revenue Board of Review and the Juries Sub-committee of the Hong Kong Law Reform Commission. Mr. Yeung was educated at the University of Hong Kong where he obtained a bachelor's degree in social sciences. Mr. Yeung later graduated from The College of Law, United Kingdom and further obtained a bachelor's degree in law from the University of Western Ontario, Canada and a master's degree in business administration from the Richard Ivey School of Business of the University of Western Ontario, Canada.