

BOARD OF DIRECTORS AND SENIOR MANAGEMENT



Mr TIAN Guoli



Mr LI Lihui



Mr CHEN Siqing



Mr HE Guangbei

Directors

Mr TIAN Guoli

Chairman

Aged 53, is the Chairman of the Board of Directors of the Company and BOCHK. He is currently the Chairman and Executive Director of Bank of China and also a Director of BOC (BVI) and BOCHKG. Prior to joining Bank of China, Mr TIAN served as Vice Chairman of the Board of Directors and General Manager of China CITIC Group from December 2010 to April 2013. During this period, he served as Chairman of the Board of Directors and Non-executive Director of China CITIC Bank. From April 1999 to December 2010, Mr TIAN successively served as Vice President and President of China Cinda Asset Management Company, and Chairman of the Board of Directors of China Cinda Asset Management Corporation Limited. From July 1983 to April 1999, Mr TIAN held various positions in China Construction Bank ("CCB"), including General Manager of sub-branch, Deputy Branch General Manager, Department General Manager of CCB Head Office and Assistant Executive President of CCB. Mr TIAN graduated from Hubei Institute of Finance and Economics in 1983 and was awarded a Bachelor's Degree in Economics.

Mr LI Lihui

Vice Chairman (resignation effective from 25 March 2014)

Born in 1952, was the Vice Chairman of the Board of Directors and a member of the Nomination and Remuneration Committee of the Company and BOCHK during the year. He was also a Director of BOC (BVI) and BOCHKG during the year. Mr LI was the Vice Chairman and the President of BOC from August 2004 to January 2014. Prior to joining BOC in August 2004, Mr LI served as the Deputy Governor of Hainan Province from September 2002 to August 2004. Mr LI was an Executive Vice President of Industrial and Commercial Bank of China ("ICBC") from July 1994 to September 2002 and served in a number of positions at ICBC from January 1989 to July 1994, including the Deputy General Manager of the Fujian Branch, the Chief Representative

of the Singapore Representative Office and the General Manager of the International Business Department. Mr LI graduated from the Economics Department of Xiamen University in 1977 and obtained a Doctorate in Economics from the Guanghua School of Management of Peking University in 1999.

On 25 March 2014, Mr LI resigned as the Vice Chairman, Non-executive Director and a member of the Nomination and Remuneration Committee of the Company and BOCHK.

Mr CHEN Siqing

Non-executive Director (appointment as Vice Chairman effective from 25 March 2014)

Aged 53, is a Non-executive Director and a member of the Risk Committee and the Strategy and Budget Committee of the Company and BOCHK during the year. He has been serving as Executive Vice President of BOC since June 2008 and was appointed as President of BOC in January 2014. Mr CHEN joined BOC in 1990 and worked in the Hunan Branch before he was seconded to the Hong Kong Branch of China and South Sea Bank Ltd. as Assistant General Manager. Mr CHEN held various positions in BOC from June 2000 to May 2008, including Assistant General Manager, Vice General Manager of the Fujian Branch, General Manager of the Risk Management Department of BOC and General Manager of the Guangdong Branch. Mr CHEN has been serving as the Chairman of the Board of Directors of BOC Aviation Private Limited since December 2011, the Chairman of the Board of Directors of China Culture Industrial Investment Fund Co., Ltd. since December 2010, a Director of Trade Finance Committee of China Banking Association since April 2011 and the Vice Chairman of China Chamber of International Commerce since August 2012. Mr CHEN graduated from Hubei College of Finance and Economics in 1982 and obtained an MBA from Murdoch University, Australia in 1999. He is a Certified Public Accountant.

On 25 March 2014, Mr CHEN was appointed as the Vice Chairman and a member of the

Nomination and Remuneration Committee of the Company and BOCHK, and has ceased to be a member of each of the Risk Committee and the Strategy and Budget Committee of the Company and BOCHK.

Mr HE Guangbei

Vice Chairman and Chief Executive

Aged 59, is the Vice Chairman and the Chief Executive with overall responsibility for the business and operations of BOCHK and a member of the Strategy and Budget Committee of the Company and BOCHK. Mr HE is also Chairman of NCB (China), Chiyu, BOCG Life and BOCHK Charitable Foundation. He is Director of each of Hong Kong Interbank Clearing Limited and HKICL Services Limited, a Director of Hong Kong Note Printing 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 Hong Kong Trade Development Council in 2014. He holds various public positions which include member of 12th National Committee of the Chinese People's Political Consultative Conference, non-official member of Economic Development Commission, member of the HKMA Exchange Fund Advisory Committee, member of the Banking Advisory Committee, member of General Committee of Hong Kong General Chamber of Commerce, member of Hong Kong-United States Business Council, member of Advisory Committee of Qianhai Shenzhen-Hong Kong Modern Service Industry Corporation Zone, deputy officer of the Finance Committee of Guangdong's Association for promotion of cooperation between Guangdong, Hong Kong & Macau and Honorary President of the Hong Kong Chinese Enterprises Association. Mr HE joined BOC in 1980 and since then, he has assumed various positions at BOC and was posted to its New York Branch and Paris Branch. He was Managing Director of BOC from 1999 to 2004 and Executive Vice President 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.

BOARD OF DIRECTORS AND SENIOR MANAGEMENT



Mr Li Zaohang



Mr ZHOU Zaiqun



Mr GAO Yingxin



Dr FUNG Victor Kwok King

Directors

Mr Li Zaohang

Non-executive Director

Aged 58, is a Non-executive Director and a member of the Risk Committee and the Nomination and Remuneration Committee of the Company and BOCHK during the year. He joined CCB in 1980 and had held various positions including Manager, Branch Manager, General Managers of various departments at CCB's Head Office and Executive Vice President. In 2000, Mr LI joined BOC as Executive Vice President and has served as Managing Director and Executive Director successively. Mr LI graduated from Nanjing University of Information Science and Technology.

On 25 March 2014, Mr LI was appointed as the Chairman of the Strategy and Budget Committee and ceased to be a member of the Risk Committee of the Company and BOCHK. He remains as a member of the Nomination and Remuneration Committee of the Company and BOCHK.

Mr ZHOU Zaiqun

Non-executive Director (retirement effective from 25 March 2014)

Aged 61, was a Non-executive Director, Chairman of the Strategy and Budget Committee and a member of the Audit Committee of the Company and BOCHK during the year. He is the Chairman of NCB and a Vice Chairman of NCB (China). Mr ZHOU was the Executive Director of BOC during the period from February 2008 to May 2011 and the Executive Vice President of BOC during the period from November 2000 to May 2011. He was the Managing Director of BOC from 2000 to 2004. During the period from January 1997 to November 2000, Mr ZHOU held various positions in ICBC, namely General Manager of Beijing Branch, General Manager of Accounting Department and General Manager of Financial Planning Department. Mr ZHOU has over 20 years' experience in the banking industry. Mr ZHOU obtained a Master's Degree from Dongbei University of Finance and Economics in 1997.

On 25 March 2014, Mr ZHOU retired as a Non-executive Director and ceased to be the Chairman of the Strategy and Budget Committee and a member of the Audit Committee of the Company and BOCHK.

Mr GAO Yingxin

Executive Director and Deputy Chief Executive

Aged 51, is an Executive Director of the Company and BOCHK as well as the Deputy Chief Executive in charge of Corporate Banking and Financial Institutions. He is also Vice Chairman of NCB (China) and Director of NCB and BOCG Insurance. Before joining BOCHK, he was President and Chief Operating Officer of BOCI. 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 worked for 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.

Dr FUNG Victor Kwok King

Independent Non-executive Director

Aged 68, is an Independent Non-executive Director and a member of the Audit Committee and the Strategy and Budget Committee of the Company and BOCHK. Dr FUNG holds Bachelor's and Master's Degrees in Electrical Engineering from the Massachusetts Institute of Technology and a Doctorate in Business Economics from Harvard University. He is Group Chairman of the Fung Group (formerly known as Li & Fung Group), a Hong Kong-based multinational which

comprises major subsidiaries in trading, logistics, distribution and retailing. They include publicly listed Li & Fung Limited, Convenience Retail Asia Limited and Trinity Limited. Dr Fung has become Honorary Chairman of Li & Fung Limited after stepping down as its Group Chairman since May 2012. He is also an Independent Non-executive Director of Chow Tai Fook Jewellery Group Limited (Hong Kong), China Petrochemical Corporation (PRC) and Koc Holding A.S. (Turkey). He was an Independent Non-executive Director of Baosteel Group Corporation (October 2005 – January 2013). Dr FUNG is the Founding Chairman of the Fung Global Institute, an independent and non-profit think-tank based in Hong Kong. He completed his term as the Honorary Chairman of the International Chamber of Commerce ("ICC") end of June 2013, but continues to chair the World Trade Agenda Initiative of ICC's G20 Advisory Group. In public service, Dr FUNG is a member of the Chinese People's Political Consultative Conference and a Vice Chairman of China Centre for International Economic Exchanges. He has also been appointed as a member of the Economic Development Commission of the Hong Kong Government since January 2013. Dr FUNG was Chairman of the Hong Kong Trade Development Council (1991-2000), the Hong Kong representative on the APEC Business Advisory Council (1996-2003). He was also Chairman of the Hong Kong Airport Authority (1999-2008), Chairman of the Council of The University of Hong Kong (2001-2009), Chairman of the International Chamber of Commerce (2008-2010), Chairman of the Hong Kong-Japan Business Co-operation Committee (2004-2010), Chairman of the Greater Pearl River Delta Business Council (2004-February 2013), a member of the Commission on Strategic Development of the Hong Kong Government (2005-June 2012) and a member of WTO Panel on Defining the Future of Trade (2012 – April 2013). The Hong Kong Government awarded Dr FUNG the Gold Bauhinia Star and Grand Bauhinia Medal in 2003 and 2010 respectively for his distinguished services to the community.

BOARD OF DIRECTORS AND SENIOR MANAGEMENT



Mr KOH Beng Seng



Mr NING Gaoning



Mr SHAN Weijian



Mr TUNG Savio Wai-Hok

Directors

Mr KOH Beng Seng

Independent Non-executive Director

Aged 63, is an Independent Non-executive Director, Chairman of the Risk Committee and a member of the Audit Committee and the Nomination and Remuneration Committee of the Company and BOCHK. Mr KOH is currently the Chief Executive Officer of Octagon Advisors Pte Ltd, a business and management consulting company based in Singapore. He is also an Independent Non-executive Director of three Singaporean listed companies, namely, Singapore Technologies Engineering Ltd, Great Eastern Holdings Limited and United Engineers Limited (since October 2013), and also a Director of Sing Han International Financial Services Limited and a Director of Hon Sui Sen Endowment CLG Limited (since September 2013). He was formerly an Independent Non-executive Director of Fraser and Neave Limited, a company listed in Singapore. Mr KOH was Deputy President of United Overseas Bank ("UOB") and a member of UOB's Executive Committee from 2000 to 2004. During this period, he was in charge of UOB's operations, delivery channels, information technology, corporate services, risk management and compliance functions and played a key role in driving the successful integration of Overseas Union Bank and UOB in 2001. Prior to that, Mr KOH has spent over 24 years at the Monetary Authority of Singapore where he made significant contributions to the development and supervision of the Singapore financial sector in his capacity as Deputy Managing Director, Banking & Financial Institutions Group. He has also served as a Director of Chartered Semiconductor Manufacturing and as a part-time adviser to the International Monetary Fund. Mr KOH holds a Bachelor's Degree in Commerce from Nanyang University in Singapore and a Master's Degree in Business Administration from Columbia University in the United States.

Mr NING Gaoning

Independent Non-executive Director

Aged 55, is an Independent Non-executive Director and a member of the Strategy and Budget Committee of the Company and BOCHK. Mr NING is currently the Chairman of COFCO Corporation and COFCO (Hong Kong) Limited. Mr NING is also a Non-executive Director of China Foods Limited, a Non-executive Director of China Agri-Industries Holdings Limited, a Non-executive Director of CPMC Holdings Limited, Chairman and Non-executive Director of China Mengniu Dairy Company Limited, all of which are companies listed in Hong Kong. In addition, Mr NING is an Independent Director of Huayuan Property Co., Ltd. (a company listed in Shanghai) and a Director of BOCI. Mr NING was a Director of Smithfield Foods, Inc. (a company listed in New York) until March 2011. Before joining COFCO Corporation, Mr NING held various positions including Vice Chairman, Director and General Manager of China Resources (Holdings) Company Limited and certain of its subsidiaries. Mr NING has over 20 years of experience in corporate management, investment and corporate finance, business restructurings and governmental relations. Mr NING obtained a Bachelor's Degree in Economics from Shandong University, China in 1983 and obtained a Master's Degree in Business Administration from University of Pittsburgh, United States in 1985.

Mr SHAN Weijian

Independent Non-executive Director

Aged 60, is an Independent Non-executive Director, Chairman of the Audit Committee and a member of the Nomination and Remuneration Committee of the Company and BOCHK. Mr SHAN is the Chairman and Chief Executive Officer of PAG, an investment firm. He is also a director of TCC International Holdings Limited, a company listed on the Stock Exchange. Mr SHAN is also a Governor of China Venture Capital and Private Equity Association Limited. Mr SHAN resigned as a Director of Taishin Financial Holding Co., Ltd. and Taiwan Cement Corporation, both are

companies listed in Taiwan, in May 2012 and June 2012 respectively. He was Senior Partner of TPG, Co-Managing Partner of Newbridge Capital, 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. He 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 Savio Wai-Hok

Independent Non-executive Director

Aged 62, is an Independent Non-executive Director, Chairman of the Nomination and Remuneration Committee and a member of the Audit Committee, the Risk Committee and the Strategy and Budget Committee of the Company and BOCHK. Mr TUNG is currently the Chief Executive, North America, of Investcorp and he is one of the founding partners of Investcorp. Mr TUNG was appointed a Director, a member of the Audit Committee and the Governance and Nominating Committee of Tech Data Corporation, a company listed on NASDAQ, in June 2010. Before joining Investcorp in 1984, he worked for Chase Manhattan Bank for about 11 years, holding various positions in its front, middle and back offices and served in its offices in New York, Bahrain, Abu Dhabi and London. Mr TUNG has served on the boards of many of Investcorp portfolio companies, including Club Car, Circle K, Saks Fifth Avenue, Simmons Mattresses, Star Market, and Stratus Computer. He is also a board member and treasurer of the Aaron Diamond AIDS Research Center, an affiliate of Rockefeller University and a board member of the Committee of 100, a Chinese-American organisation in the U.S. Mr TUNG holds a BSc in Chemical Engineering from Columbia University of New York, where he is also a trustee emeritus and a member of the Columbia University Medical Center Board of Visitors.

BOARD OF DIRECTORS AND SENIOR MANAGEMENT



Mr ZHUO Chengwen



Mr YEUNG Jason Chi Wai



Mr LI Jiuzhong

Senior Management

Mr ZHUO Chengwen

Chief Financial Officer

Aged 43, is the Chief Financial Officer of the Group. He is also the Chairman of BOCHK Asset Management Limited. Prior to joining the Group, Mr ZHUO was a Deputy General Manager in the Financial Management Department of BOC responsible for various financial management functions of BOC Group including financial planning, accounting policy, financial compliance, management reporting and financial disclosure. Mr ZHUO has assumed a financial management role for over 15 years in the banking industry and has extensive knowledge and experience in financial management. Mr ZHUO graduated from the Peking University with a Bachelor's Degree in Economics in 1992 and a Master's Degree in Economics in 1995 and was awarded a MBA Degree by the City University of New York in 2005. Mr ZHUO has been a member of the Chinese Institute of Certified Public Accountants, the American Institute of Certified Public Accountants and the Hong Kong Institute of Certified Public Accountants since 1995, 2005 and 2009 respectively.

Mr YEUNG Jason Chi Wai

Deputy Chief Executive

Aged 59, is the Deputy Chief Executive of the Group in charge of the Personal Banking business. He is currently a member of the Management Committee of the Group which provides overall leadership and guidance on the business development, strategic planning and operation of the Group. He is the Vice Chairman of BOCCC and a Director of BOCG Life. Mr YEUNG joined the Group as the Board Secretary and Company Secretary of the Company and its principal operating subsidiary, BOCHK, in 2001. He also acted as the Board and Company Secretary of BOC from November 2005 to April 2008. Prior to joining the Group, Mr YEUNG was General Counsel and Director of China Everbright Limited, a company listed on the main board of the Stock Exchange, and before that, a partner of Woo, Kwan, Lee & Lo with over 10 years' experience practising corporate and commercial law. He had also served at the Securities and Futures Commission in Hong Kong. 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.

Mr LI Jiuzhong

Chief Risk Officer

Aged 51, is the Chief Risk Officer of the Group in charge of the Group's overall risk management function, overseeing BOCHK's Risk Management Department and Operational Risk and Compliance Department. He is also a Director of NCB, NCB (China), BOCCC and BOCG Life. Mr LI has over 30 years' experience in the banking industry. Mr LI joined BOC in 1983 and, since then, he has assumed various positions at BOC Head Office and overseas branch. He served as Assistant General Manager and became Deputy General Manager of BOC London Branch from 1996 to 2002, Deputy General Manager of Corporate Banking Department of BOC Head Office from 2002 to 2004, and also General Manager of Corporate Banking Department, Risk Management Department, and Global Markets Department of BOC Head Office from 2004 to 2009. Mr LI graduated from Northeast Petroleum University in 1983 with a Bachelor's Degree in Science in Oilfield Development and Management and obtained a Master's Degree in Science in International Banking and Financial Studies from Heriot-Watt University (UK) in 1993.

BOARD OF DIRECTORS AND SENIOR MANAGEMENT



Mr LEE Alex Wing Kwai



Mdm ZHU Yanlai



Mr HUANG Hong

Senior Management

Mr LEE Alex Wing Kwai

Chief Operating Officer

Aged 55, is the Chief Operating Officer of the Group. He is also a Director of BOCCC. Prior to joining the Group, Mr LEE was the Managing Director responsible for the operations and technology of the entire business of Citigroup in Hong Kong. Mr LEE held various leadership roles within Citigroup. He has strong experience in operation and technology with major financial institutions for over 28 years. Mr LEE graduated from the Arizona State University with a Bachelor's Degree in General Business Administration in 1981 and a MBA Degree specialised in Accounting in 1983. Mr LEE passed the uniform examination of the American Institute of Certified Public Accountants in 1984. He has been an Associate Member of the Institute of Internal Auditor and a Chartered Bank Auditor of the Bank Administration Institute of the United States of America since 1986.

Mdm ZHU Yanlai

Deputy Chief Executive

Aged 59, is the Deputy Chief Executive of the Group in charge of overall leadership for the planning and implementation of the Group's strategy, business direction, market positioning, sustainable development, and also take charge of the Chief Executive's Office and Renminbi business. Mdm ZHU is currently a Director of NCB. She was the Assistant Chief Executive from May 2010 to April 2013, and the General Manager of Economics and Strategic Planning Department of BOCHK since the merger of the Group in October 2001. Mdm ZHU joined BOC in 1997 and was the Head of Business Development of BOC (Canada), and Assistant General Manager of Hong Kong and Macau Regional Office of BOC. Prior to joining BOC, Mdm ZHU worked for Royal Bank of Canada and Nesbitt Burns, Bank of Montreal Group. She was previously the visiting scholar of York University in Canada and the lecturer in Renmin University of China. Mdm ZHU obtained a Master's Degree in Sociology from the University of Regina, Sask, Canada, and graduated from Renmin University of China with Bachelor's and Master's Degrees in Philosophy.

Mr HUANG Hong

Deputy Chief Executive

Aged 54, is the Deputy Chief Executive of the Group with overall responsibility for the financial market businesses which include Global Transaction Banking, Global Markets, Investment Management, Insurance, Asset Management and other capital market-related businesses. He is also a Director of BOCG Life, a Director and Chairman of BOCI-Prudential Trustee Limited and BOC Group Trustee Company Limited. Mr HUANG joined BOC in February 1981 and, since then, he has assumed various positions in Foreign Exchange Department of BOC London Branch and Treasury Department of BOC Shanghai Branch. He used to be the Department Head of Capital Planning Department, BOC Shanghai Branch since June 1999. From March 2002, he served as the Deputy General Manager of BOC Shanghai Branch. From February 2007 to June 2013, Mr HUANG was the General Manager of BOC Luxembourg Branch, Executive Director and Chief Executive Officer of Bank of China (Luxembourg) S.A. He was the Chairman of the Board of Bank of China (Suisse) S.A. from April 2010 to September 2012 and the Chairman of the Board of BOC (Suisse) Fund Management S.A. from April 2010 to December 2010. With over 30 years' working experience in banking industry, Mr HUANG possesses comprehensive banking knowledge and solid experience in management. Mr HUANG obtained a MBA Degree co-organised by the East China University of Science and Technology and the University of Canberra, Australia.