



交通銀行股份有限公司
Bank of Communications Co., Ltd.

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 03328)

Second Proxy Form for the EGM to be held on Wednesday, 18 November 2020

I/We^(Note 1), _____
Of _____
being the registered holder(s) of _____^(Note 2) H shares of RMB1.00 each
in the share capital of Bank of Communications Co., Ltd. (the "Bank"), hereby appoint the **Chairman of the EGM**^(Note 3) or _____
of _____

to act as my/our proxy to attend the extraordinary general meeting of the Bank (the "EGM") to be held at Bocom Financial Tower, No. 188 Yincheng Zhong Lu, Shanghai, the People's Republic of China (the "PRC") at 9:30 a.m. on Wednesday, 18 November 2020, and any adjournment thereof, for the purpose of considering and, if thought fit, passing the resolutions as set out in the notice convening the EGM dated 15 September 2020 (the "EGM Notice") and the supplemental notice of the EGM dated 30 October 2020 (the "Supplemental EGM Notice"), and to vote on behalf of me/us under my/our name(s) as indicated below^(Note 4) in respect of the resolutions.

ORDINARY RESOLUTIONS		For ^(Note 4)	Against ^(Note 4)	Abstained ^(Note 4)
1.	To consider and, if thought fit, to approve the appointment of Mr. Wang Linping as a non-executive Director of the Bank.			
2.	To consider and, if thought fit, to approve the appointment of Mr. Chang Baosheng as a non-executive Director of the Bank.			
3.	To consider and, if thought fit, to confirm the donation of materials in fighting the COVID-19 pandemic in 2020.			
4.	To consider and, if thought fit, to approve the remuneration plan of the Directors of the Bank for the year 2019.			
5.	To consider and, if thought fit, to approve the remuneration plan of the Supervisors of the Bank for the year 2019.			
6.	To consider and, if thought fit, to approve the appointment of Mr. Cai Yunge as a shareholder Supervisor of the Bank.			

Signature (s)^(Note 5): _____

Date: _____

Notes:

Important: Since the proxy form enclosed with the EGM Notice (the “First Proxy Form”) does not contain the additional resolutions as set out in the Supplemental EGM Notice, this new proxy form (the “Second Proxy Form”) has been prepared and is enclosed and will be despatched to the shareholders together with the Supplemental EGM Notice. The Second Proxy Form is also published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Bank (www.bankcomm.com).

Holders of H shares of the Bank who intend to appoint a proxy to attend the EGM but have not yet lodged the First Proxy Form with the H share registrar and transfer office of the Bank in Hong Kong, Computershare Hong Kong Investor Services Limited, should complete the accompanying Second Proxy Form in accordance with the instructions printed thereon and return it to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong by hand, post or fax as soon as practicable and in any event not less than 24 hours before the time appointed for holding the EGM or any adjourned meeting thereof. In this case, the First Proxy Form should no longer be lodged with the H share registrar and transfer office of the Bank.

Holders of H shares of the Bank who have already lodged the First Proxy Form with the H share registrar and transfer office of the Bank should note that:

- i. If no Second Proxy Form is lodged with the H share registrar and transfer office of the Bank, the First Proxy Form will be treated as a valid proxy form lodged by the shareholder if duly completed. In addition to the resolutions as set out in the EGM Notice and the First Proxy Form, the proxy duly appointed by the shareholder will be entitled to vote at his or her discretion or to abstain from voting on any resolution properly submitted to the EGM, including the additional resolutions as set out in the Supplemental EGM Notice;
 - ii. If the Second Proxy Form is lodged with the H share registrar and transfer office of the Bank at or before 9:30 a.m. on Tuesday, 17 November 2020, the Second Proxy Form, whether duly completed or not, will revoke and supersede the First Proxy Form previously lodged by the shareholder. The Second Proxy Form will be treated as a valid proxy form if duly completed; and
 - iii. If the Second Proxy Form is lodged with the H share registrar and transfer office of the Bank after 9:30 a.m. on Tuesday, 17 November 2020, the Second Proxy Form will be treated as an invalid proxy form and the First Proxy Form previously lodged by the shareholder will not be revoked. The First Proxy Form will be treated as a valid proxy form if duly completed. In addition to the resolutions as set out in the EGM Notice and the First Proxy Form, the proxy duly appointed by the shareholder will be entitled to vote at his or her discretion or to abstain from voting on any resolution properly submitted to the EGM, including the additional resolutions as set out in the Supplemental EGM Notice.
1. Please insert full name(s) and address(es) as registered in the register of members in **BLOCK LETTERS**.
 2. Please insert the number of shares registered in your name(s) relating to this form of proxy. If no number is inserted, this proxy form will be deemed to relate to all shares registered in your name(s).
 3. If any proxy other than the Chairman of the EGM is preferred, cross out the words “**the Chairman of the EGM** or” and insert the full name and address of the proxy (or proxies) desired in the space provided. If you are a shareholder of the Bank who is entitled to attend and vote at the said EGM, you are entitled to appoint one or more proxies to attend instead of you and to vote on your behalf on a poll. A proxy need not be a shareholder of the Bank. **Any changes to this proxy form should be initialed by the person who signs it.**
 4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK IN THE APPROPRIATE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK IN THE BOX MARKED “AGAINST”. IF YOU WISH TO VOTE ABSTAINED THE RESOLUTION, PLEASE TICK IN THE BOX MARKED “ABSTAINED”.** If no direction is given, the proxy will be entitled to vote as he thinks fit. Unless you direct in the proxy form, your proxy will also be entitled to vote at his discretion on any resolution properly put to the EGM other than those referred to in the notice convening the EGM. Any abstain vote shall be regarded as voting rights for the purpose of calculating the result of the resolution, while any waiver to vote shall be disregarded as voting rights for the purpose of calculating the result of the resolution.
 5. This proxy form must be signed by you, or your attorney duly authorized in writing or, if you are a corporation, must either be executed under seal or under the hand of a director or duly authorized attorney(s). If this proxy form is signed by an attorney of a shareholder, the power of attorney or other authority (if any) under which it is signed must be notarized.
 6. In the case of joint holders of any share, any one of such persons may vote at the EGM, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders are present at the EGM whether attending in person or by proxy, the vote of the person, whose name stands first on the register of members of the Bank in respect of such share shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
 7. To be valid, this proxy form together with the power of attorney or other authorization document (if any) must be deposited at the H share registrar and transfer office of the Bank by hand, post or fax not less than 24 hours before the time fixed for the holding of the EGM or any adjournment thereof (as the case may be). Completion and delivery of this proxy form will not preclude shareholders from attending and voting at the EGM if he/she so wishes. The H share registrar and transfer office of the Bank is Computershare Hong Kong Investor Services Limited, whose address is at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong.
 8. Identity documents must be shown by shareholder(s) or proxies to attend the EGM.