

Independent Auditor's Report

To the shareholders of Bank of China Limited

(Incorporated in the People's Republic of China with limited liability)

We have audited the consolidated financial statements of Bank of China Limited (the "Bank") and its (together, the "Group") set out on pages 124 to 312, which comprise the consolidated and the Bank's of financial position as at 31 December 2012, and the consolidated income statement, the consolidated comprehensive income, the consolidated statement of changes in equity and the consolidated statement of for the year then ended, and a summary of significant accounting policies and other explanatory information.

Directors' Responsibility for the Consolidated Financial Statements

The directors of the Bank are responsible for the preparation of consolidated financial statements that give a view in accordance with International Financial Reporting Standards and the disclosure requirements of the Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conduct our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making

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Table of Contents How To Do A Audit Report

1. Understanding the eBook How To Do A Audit Report
 - The Rise of Digital Reading How To Do A Audit Report
 - Advantages of eBooks Over Traditional Books
2. Identifying How To Do A Audit Report
 - Exploring Different Genres
 - Considering Fiction vs. Non-Fiction
 - Determining Your Reading Goals
3. Choosing the Right eBook Platform
 - Popular eBook Platforms
 - Features to Look for in an How To Do A Audit Report
 - User-Friendly Interface
4. Exploring eBook Recommendations from How To Do A Audit Report
 - Personalized Recommendations
 - How To Do A Audit Report User Reviews and Ratings
 - How To Do A Audit Report and Bestseller Lists
5. Accessing How To Do A Audit Report Free and Paid eBooks
 - How To Do A Audit Report Public Domain eBooks
 - How To Do A Audit Report eBook Subscription Services
 - How To Do A Audit Report Budget-Friendly Options

6. Navigating How To Do A Audit Report eBook Formats
 - ePub, PDF, MOBI, and More
 - How To Do A Audit Report Compatibility with Devices
 - How To Do A Audit Report Enhanced eBook Features
7. Enhancing Your Reading Experience
 - Adjustable Fonts and Text Sizes of How To Do A Audit Report
 - Highlighting and Note-Taking How To Do A Audit Report
 - Interactive Elements How To Do A Audit Report
8. Staying Engaged with How To Do A Audit Report
 - Joining Online Reading Communities
 - Participating in Virtual Book Clubs
 - Following Authors and Publishers How To Do A Audit Report
9. Balancing eBooks and Physical Books How To Do A Audit Report
 - Benefits of a Digital Library
 - Creating a Diverse Reading Collection How To Do A Audit Report
10. Overcoming Reading Challenges
 - Dealing with Digital Eye Strain
 - Minimizing Distractions
 - Managing Screen Time
11. Cultivating a Reading Routine How To Do A Audit Report
 - Setting Reading Goals How To Do A Audit Report
 - Carving Out Dedicated Reading Time
12. Sourcing Reliable Information of How To Do A Audit Report
 - Fact-Checking eBook Content of How To Do A Audit Report
 - Distinguishing Credible Sources
13. Promoting Lifelong Learning
 - Utilizing eBooks for Skill Development
 - Exploring Educational eBooks
14. Embracing eBook Trends
 - Integration of Multimedia Elements

- Interactive and Gamified eBooks

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