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中國工商銀行股份有限公司

INDUSTRIAL AND COMMERCIAL BANK OF CHINA LIMITED

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

Stock Code: 1398

EUR Preference Shares Stock Code: 4604

USD Preference Shares Stock Code: 4620

SECOND EXTRAORDINARY GENERAL MEETING OF 2021 HELD ON 25 NOVEMBER 2021 POLL RESULTS

Reference is made to the circular of Industrial and Commercial Bank of China Limited (the “**Bank**”) dated 11 October 2021 and the supplemental circular of the Bank dated 9 November 2021, containing details of the resolutions tabled before the Second Extraordinary General Meeting of 2021 of the Bank (the “**EGM**”) for shareholders’ approval.

I. Convening and Attendance of the EGM

The board of directors of the Bank (the “**Board**”) announces that the EGM was held at the head office of the Bank, 55 Fuxingmennei Avenue, Xicheng District, Beijing, PRC on 25 November 2021 at 2:50 p.m.

The total number of shares entitling holders thereof to attend and vote on the resolutions proposed at the EGM was 356,406,257,089 shares. No shareholders of the Bank were entitled to attend but were required to abstain from voting in favour of the proposed resolutions pursuant to Rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and no shareholders were required to abstain from voting at the EGM pursuant to the Listing Rules. 224 holders of shares and authorized proxies holding an aggregate of 301,695,418,538 shares with voting rights, representing 84.6493% of the total number of shares with voting rights of 356,406,257,089, were present at the EGM.

Number of shareholders and authorized proxies attending the EGM	224
including: number of A share holders	208
number of H share holders	16
Total number of shares with voting rights held by shareholders attending the EGM	301,695,418,538
including: total number of shares held by A share holders	251,837,649,858
total number of shares held by H share holders	49,857,768,680
Percentage of total shares with voting rights held by shareholders attending the EGM (%)	84.6493
including: percentage of total shares held by A share holders (%)	70.6603
percentage of total shares held by H share holders (%)	13.9890

Notes:

1. Shareholders attending the EGM include those attending the EGM on-site and by way of online voting.
2. According to the Articles of Association of the Bank and the circumstances of the EGM, the resolutions of the EGM are not required to be considered and approved by the holders of preference shares of the Bank.

The voting of the EGM was conducted by means of on-site voting and online voting in compliance with the relevant provisions of the Company Law of the People's Republic of China (the "**Company Law**"), the Rules for the General Assemblies of Shareholders of Listed Companies, the Shanghai Stock Exchange Implementation Rules for Network Voting in the General Assemblies of Shareholders of Listed Companies and laws and regulations and relevant provisions of the Articles of Association of Industrial and Commercial Bank of China Limited (the "**Articles of Association**"). The EGM was convened by the Board of Directors of the Bank and chaired by Mr. Liao Lin, Vice Chairman of the Board and President.

13 of the 13 directors of the Bank attended the EGM. 6 of the 6 supervisors of the Bank attended the EGM. Board Secretary of the Bank, Mr. Guan Xueqing, attended the meeting. Candidate for Executive Director of the Bank, Mr. Zheng Guoyu, candidate for Non-executive Director of the Bank, Mr. Dong Yang, candidate for External Supervisor of the Bank, Mr. Zhang Jie, and senior management members were in attendance at the meeting.

In compliance with the requirements of the Listing Rules, Computershare Hong Kong Investor Services Limited, the Bank's H share registrar, acted as scrutineer for the vote-taking of the EGM.

II. Voting Results of the EGM

At the EGM, all of the proposals set out in the Notice of the Second Extraordinary General Meeting of 2021 dated 11 October 2021 and the Supplemental Notice of the Second Extraordinary General Meeting of 2021 dated 9 November 2021 were resolved by polling. The proposals were voted upon by a combination of on-site and online polling. Poll results in respect of the resolutions proposed at the EGM were as follows:

1. Proposal on the Payment Plan of Remuneration to Directors for 2020

Voting result: approved

Details of votes:

Type of shareholders	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
A Shares	251,835,679,083	99.9992	1,957,075	0.0008	13,700	0.0000
H Shares	49,797,748,035	99.8796	187,681	0.0004	59,832,964	0.1200
Ordinary shares in total	301,633,427,118	99.9795	2,144,756	0.0007	59,846,664	0.0198

2. Proposal on the Payment Plan of Remuneration to Supervisors for 2020

Voting result: approved

Details of votes:

Type of shareholders	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
A Shares	251,831,056,583	99.9974	6,573,175	0.0026	20,100	0.0000
H Shares	49,740,149,808	99.7641	57,785,908	0.1159	59,832,964	0.1200
Ordinary shares in total	301,571,206,391	99.9588	64,359,083	0.0213	59,853,064	0.0199

3. Proposal on the Election of Mr. Zheng Guoyu as Executive Director of Industrial and Commercial Bank of China Limited

Voting result: approved

Details of votes:

Type of shareholders	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
A Shares	251,694,113,085	99.9430	77,986,470	0.0310	65,550,303	0.0260
H Shares	48,650,189,030	97.5780	1,029,528,486	2.0649	178,051,164	0.3571
Ordinary shares in total	300,344,302,115	99.5522	1,107,514,956	0.3671	243,601,467	0.0807

4. Proposal on the Election of Mr. Dong Yang as Non-executive Director of Industrial and Commercial Bank of China Limited

Voting result: approved

Details of votes:

Type of shareholders	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
A Shares	251,691,858,884	99.9421	80,240,671	0.0319	65,550,303	0.0260
H Shares	48,376,453,332	97.0289	1,303,264,184	2.6140	178,051,164	0.3571
Ordinary shares in total	300,068,312,216	99.4607	1,383,504,855	0.4586	243,601,467	0.0807

5. Proposal on the Election of Mr. Zhang Jie as External Supervisor of Industrial and Commercial Bank of China Limited

Voting result: approved

Details of votes:

Type of shareholders	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
A Shares	251,770,131,780	99.9732	1,967,775	0.0008	65,550,303	0.0260
H Shares	49,790,406,035	99.8649	12,657,681	0.0254	54,704,964	0.1097
Ordinary shares in total	301,560,537,815	99.9553	14,625,456	0.0048	120,255,267	0.0399

6. Proposal on the Application for Temporary Authorization Limit for External Donations

Voting result: approved

Details of votes:

Type of shareholders	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
A Shares	251,835,319,483	99.9991	2,317,375	0.0009	13,000	0.0000
H Shares	49,812,359,834	99.9089	4,575,882	0.0092	40,832,964	0.0819
Ordinary shares in total	301,647,679,317	99.9842	6,893,257	0.0023	40,845,964	0.0135

7. Proposal on Issuing Eligible Tier 2 Capital Instruments

Voting result: approved

Details of votes:

Type of shareholders	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
A Shares	251,827,791,183	99.9961	1,853,700	0.0007	8,004,975	0.0032
H Shares	49,796,128,107	99.8764	19,138,158	0.0384	42,502,415	0.0852
Ordinary shares in total	301,623,919,290	99.9763	20,991,858	0.0070	50,507,390	0.0167

Proposal No.7 above, which was approved by special resolution, was approved by more than two-thirds of the votes held by the shareholders present at the meeting in person or by proxy. The other proposals, which were approved by ordinary resolution, were approved by more than half of the votes held by the shareholders present at the meeting in person or by proxy.

The meeting elected Mr. Zheng Guoyu as Executive Director of the Bank and Mr. Dong Yang as Non-executive Director of the Bank respectively, their qualifications as Directors are subject to the approval of the China Banking and Insurance Regulatory Commission (the “CBIRC”). Please refer to the circular of the Bank dated 11 October 2021 for the biography of Mr. Zheng Guoyu and Mr. Dong Yang.

The meeting elected Mr. Zhang Jie as External Supervisor of the Bank. According to the relevant requirements and the resolution of the Board of Supervisors of the Bank, Mr. Zhang Jie's term of office as External Supervisor of the Bank commences upon the consideration and approval at the general meeting of shareholders. Please refer to the circular of the Bank dated 11 October 2021 for the biography of Mr. Zhang Jie.

In accordance with the relevant regulatory requirements of the China Securities Regulatory Commission and the Shanghai Stock Exchange, the votes of small and medium-sized A share investors¹ were calculated separately and the poll result in respect of the resolution at the EGM were as follows:

No. of resolution	Name of resolution	For		Against		Abstain	
		No. of votes	Percentage (%) [*]	No. of votes	Percentage (%) [*]	No. of votes	Percentage (%) [*]
1	Proposal on the Payment Plan of Remuneration to Directors for 2020	4,801,374,268	99.9590	1,957,075	0.0407	13,700	0.0003
3	Proposal on the Election of Mr. Zheng Guoyu as Executive Director of Industrial and Commercial Bank of China Limited	4,659,808,270	97.0117	77,986,470	1.6236	65,550,303	1.3647
4	Proposal on the Election of Mr. Dong Yang as Non-executive Director of Industrial and Commercial Bank of China Limited	4,657,554,069	96.9648	80,240,671	1.6705	65,550,303	1.3647

* Percentage of total shares with voting rights held by small and medium-sized A share investors attending the EGM.

III. Lawyers' Certification

Ms. Su Zheng and Mr. Cong Qunji of King & Wood Mallesons witnessed the convening and procedures of the EGM, the qualifications of attendees and the convener, the qualification of the proposer which submitted the interim proposals, the voting process and other related matters of the EGM conformed to laws and regulations such as the Company Law, the Rules for the General Assemblies of Shareholders of Listed Companies, the Shanghai

¹ Individually or collectively holding A shares less than 5% (excluding 5%) of the shares of the Bank.

Stock Exchange Implementation Rules for Network Voting in the General Assemblies of Shareholders of Listed Companies and provisions of the Articles of Association. The voting results of the general meeting of shareholders were lawful and valid.

**The Board of Directors of
Industrial and Commercial Bank of China Limited**

Beijing, PRC

25 November 2021

As at the date of this announcement, the Board of Directors comprises Mr. CHEN Siqing, Mr. LIAO Lin and Mr. WANG Jingwu as executive directors, Mr. LU Yongzhen, Mr. ZHENG Fuqing, Mr. FENG Weidong, Ms. CAO Liqun and Ms. CHEN Yifang as non-executive directors, Mr. Anthony Francis NEOH, Mr. YANG Siu Shun, Mr. SHEN Si, Mr. Nout WELLINK and Mr. Fred Zulu HU as independent non-executive directors.