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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

USD Preference Shares Stock Code: 4620

## **NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2022**

**NOTICE IS HEREBY GIVEN** that the first extraordinary general meeting of 2022 (the “**EGM**”) of Industrial and Commercial Bank of China Limited (the “**Bank**”) will be held at Head Office Conference Room, ICBC, 55 Fuxingmennei Avenue, Xicheng District, Beijing, PRC and Conference Room of ICBC, Building 11, Fenghuiyuan, Xicheng District, Beijing, PRC concurrently by video conference on Friday, 25 November 2022 at 2:50 p.m. In order to implement the management requirements for epidemic prevention and control and to ensure the necessary seating distance for the participants, the Bank will make overall arrangements for the distribution of the venues in accordance with the order of shareholder registration. The EGM will consider and, if thought fit, pass the following resolutions:

### **As Ordinary Resolutions:**

1. Proposal on the Payment Plan of Remuneration to Directors for 2021
2. Proposal on the Payment Plan of Remuneration to Supervisors for 2021
3. Proposal on the Election of Mr. Lu Yongzhen as Non-executive Director of Industrial and Commercial Bank of China Limited
4. Proposal on the Application for Temporary Authorization Limit for External Donations

### **As Special Resolution:**

5. Proposal on the Issuance of Undated Additional Tier 1 Capital Bonds

## **As Ordinary Resolutions:**

6. Proposal on Reviewing the Rules of Procedures for the General Meeting of Shareholders of Industrial and Commercial Bank of China Limited (2022 Version)
7. Proposal on Reviewing the Rules of Procedures for the Board of Directors of Industrial and Commercial Bank of China Limited (2022 Version)

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

Beijing, PRC

4 November 2022

*Notes:*

#### **(1) Closure of register of members and eligibility for attending the EGM**

Holders of H shares of the Bank (the “**H Shares**”) are advised that the register of members will be closed from Saturday, 19 November 2022 to Friday, 25 November 2022 (both days inclusive). Holders of H Shares whose names appear on the register of members of the Bank maintained in Hong Kong at the close of business on Friday, 18 November 2022 are entitled to attend the EGM.

Holders of H Shares who wish to attend the EGM but have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Rooms 1712–1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on Friday, 18 November 2022.

#### **(2) Proxy**

Shareholders entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote in their stead. A proxy need not be a shareholder of the Bank. The instrument appointing a proxy must be in writing under the hand of a shareholder or his attorney duly authorised in writing. If the shareholder is a corporate body, the proxy form must be either executed under its common seal or under the hand of its director(s) or duly authorised attorney(s). If the proxy form is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other authorisation documents must be notarised.

To be valid, the proxy form together with the power of attorney or other authorisation document (if any) must be lodged at the H Share registrar of the Bank by hand, by post or by fax not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be) by holders of H Shares. The H Share registrar 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 (Tel: (852) 2862 8555, Fax: (852) 2865 0990). Completion and return of the proxy form will not preclude a shareholder from attending and voting in person at the EGM if he so wishes, but in such event the instrument appointing a proxy shall be deemed to be revoked.

**In order to prevent the spread of Novel Coronavirus (COVID-19) and ensure the health and safety of the Shareholders, it is suggested that Shareholders consider appointing the chairman of the meeting as his/her proxy to vote at the meeting instead of attending the EGM in person.**

**Shareholders and their proxies who wish to attend the on-site meeting are requested to strictly comply with the epidemic prevention and control regulations, take personal protective measures, cooperate with the staff in verifying their travel cards and health codes, and take temperature measurements, etc. During the EGM, please wear a mask and maintain a safe seating distance.**

**(3) Reply Slip**

Shareholders who intend to attend the EGM in person or by proxy should return the reply slip by hand, by post or by fax to the Bank's Board of Directors' Office or Computershare Hong Kong Investor Services Limited on or before Tuesday, 15 November 2022. The Bank's Board of Directors' Office is located at 55 Fuxingmennei Avenue, Xicheng District, Beijing 100140, PRC (Tel: (86 10) 8101 1187, Fax: (86 10) 6610 6139). The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (Tel: (852) 2862 8555, Fax: (852) 2865 0990).

**(4) Other issues**

Shareholders (in person or by proxy) attending the EGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the EGM shall produce their identification documents.

The EGM starts at 2:50 p.m. Registration for admission to the EGM will take place from 2:00 p.m. to 2:50 p.m..

*As at the date of this announcement, the Board of Directors comprises Mr. CHEN Siqing, Mr. LIAO Lin, Mr. ZHENG Guoyu and Mr. WANG Jingwu as executive directors, Mr. LU Yongzhen, Mr. FENG Weidong, Ms. CAO Liquan, Ms. CHEN Yifang and Mr. DONG Yang as non-executive directors, Mr. Anthony Francis NEOH, Mr. YANG Siu Shun, Mr. SHEN Si, Mr. Fred Zulu HU and Mr. Norman CHAN Tak Lam as independent non-executive directors.*