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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

## **FIRST EXTRAORDINARY GENERAL MEETING OF 2022 HELD ON 25 NOVEMBER 2022 POLL RESULTS**

Reference is made to the circular of Industrial and Commercial Bank of China Limited (the “**Bank**”) dated 4 November 2022, containing details of the resolutions tabled before the First Extraordinary General Meeting of 2022 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 and Conference Room of ICBC, Building 11, Fenghuiyuan, Xicheng District, Beijing, PRC concurrently by conference on 25 November 2022 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. 146 holders of shares and authorized proxies holding an aggregate of 299,547,969,609 shares with voting rights, representing 84.0468% of the total number of shares with voting rights of 356,406,257,089, were present at the EGM.

<b>Number of shareholders and authorized proxies attending the EGM</b>	146
including: number of A share holders	138
number of H share holders	8
<b>Total number of shares with voting rights held by shareholders attending the EGM</b>	299,547,969,609
including: total number of shares held by A share holders	249,873,771,606
total number of shares held by H share holders	49,674,198,003
<b>Percentage of total shares with voting rights held by shareholders attending the EGM (%)</b>	84.0468
including: percentage of total shares held by A share holders (%)	70.1093
percentage of total shares held by H share holders (%)	13.9375

*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 and the 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.

14 of the 14 directors of the Bank attended the EGM. 4 of the 4 supervisors of the Bank attended the EGM. Board Secretary of the Bank, Mr. Guan Xueqing, attended the meeting. Candidate for Non-executive Director of the Bank, Mr. Lu Yongzhen attended the meeting. 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 First Extraordinary General Meeting of 2022 dated 4 November 2022 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 2021

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
<b>Voting Results</b>	299,339,151,081	99.9303	181,855,782	0.0607	26,962,746	0.0090

### 2. Proposal on the Payment Plan of Remuneration to Supervisors for 2021

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
<b>Voting Results</b>	299,339,140,681	99.9303	181,866,182	0.0607	26,962,746	0.0090

### 3. Proposal on the Election of Mr. Lu Yongzhen as Non-executive Director of Industrial and Commercial Bank of China Limited

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
<b>Voting Results</b>	293,039,279,359	97.8272	6,451,749,401	2.1538	56,940,849	0.0190

#### 4. Proposal on the Application for Temporary Authorization Limit for External Donations

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
<b>Voting Results</b>	299,538,122,416	99.9967	1,917,247	0.0006	7,929,946	0.0027

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

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
<b>Voting Results</b>	299,469,431,180	99.9738	70,659,831	0.0236	7,878,598	0.0026

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

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
<b>Voting Results</b>	281,526,564,605	93.9838	18,005,419,458	6.0109	15,985,546	0.0053

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

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
<b>Voting Results</b>	283,293,178,035	94.5736	16,035,556,741	5.3533	219,234,833	0.0731

Proposal No.5 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. Lu Yongzhen as Non-executive Director of the Bank, whose new term of office as Non-executive Director commences on the date when the approval from the General Meeting of Shareholders has been obtained. Please refer to the circular of the Bank dated 4 November 2022 for the biography of Mr. Lu Yongzhen.

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 investors<sup>1</sup> 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 (%) <sup>*</sup>	No. of votes	Percentage (%) <sup>*</sup>	No. of votes	Percentage (%) <sup>*</sup>
1	Proposal on the Payment Plan of Remuneration to Directors for 2021	2,839,005,816	99.9838	348,275	0.0123	112,700	0.0039
3	Proposal on the Election of Mr. Lu Yongzhen as Non-executive Director of Industrial and Commercial Bank of China Limited	2,359,812,727	83.1076	430,644,261	15.1664	49,009,803	1.7260

\* 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 Ms. Yuan Bingyu of King & Wood Mallesons witnessed the EGM and issued a legal opinion certifying that the convening and procedures of the EGM conformed to laws and regulations such as the Company Law and the Rules for the General Assemblies of Shareholders of Listed Companies; the qualifications of attendees and the convener, 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 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 2022

*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 Liqun, 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.*

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