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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 ANNUAL GENERAL MEETING FOR THE YEAR 2022**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting for the Year 2022 (the “AGM”) of Industrial and Commercial Bank of China Limited (the “Bank”) will be held at the Head Office of Industrial and Commercial Bank of China Limited, 55 Fuxingmennei Avenue, Xicheng District, Beijing, PRC and at Grand Hyatt Hong Kong, 1 Harbour Road, Wan Chai, Hong Kong concurrently by video conference on Thursday, 29 June 2023 at 2:50 p.m. The AGM will consider and, if thought fit, pass the following ordinary resolutions set out in items 1 to 9, and to hear the reports set out in items 10 to 12 below:

### **As Ordinary Resolutions:**

1. Proposal on the 2022 Work Report of the Board of Directors of ICBC
2. Proposal on the 2022 Work Report of the Board of Supervisors of ICBC
3. Proposal on the 2022 Audited Accounts
4. Proposal on the 2022 Profit Distribution Plan
5. Proposal on the Fixed Asset Investment Budget for 2023
6. Proposal on the Engagement of the External Auditors for 2023
7. Proposal on the Election of Mr. Feng Weidong as Non-executive Director of ICBC
8. Proposal on the Election of Ms. Cao Liqun as Non-executive Director of ICBC
9. Proposal on Submission to the Shareholders' General Meeting to Authorise the Board of Directors to Deal with Matters Relating to Directors', Supervisors' and Senior Management Members' Liability Insurance

### **As Reporting Items:**

10. Report Concerning the Special Report on Related Party Transactions of ICBC in 2022

11. Work Report of Independent Directors of ICBC for 2022
12. Report on the Implementation of the Plan on Authorisation of the Shareholders' General Meeting to the Board of Directors of ICBC in 2022

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

Beijing, PRC  
19 May 2023

*Notes:*

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

Holders of H shares of the Bank (the “H Shares”) are advised that the register of members will be closed from Tuesday, 20 June 2023 to Thursday, 29 June 2023 (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 Monday, 19 June 2023 are entitled to attend the AGM.

Holders of H Shares who wish to attend the AGM 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 Monday, 19 June 2023.

**(2) Recommendation of dividend and closure of register of members**

The Board of Directors of the Bank has recommended a dividend of RMB0.3035 per share (pre-tax) for the year ended 31 December 2022 and, if such dividend is declared by the Shareholders passing Resolution 4, it is expected to be paid no later than Friday, 18 August 2023 to those Shareholders whose names appear on the register of members of the Bank after close of trade on Friday, 14 July 2023. The register of members of H Shares will be closed from Saturday, 8 July 2023 to Friday, 14 July 2023 (both days inclusive). In order to be entitled to the dividend, holders of H Shares who 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, 7 July 2023.

**(3) Proxy**

Shareholders entitled to attend and vote at the AGM 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 her/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 authorizing that attorney to sign or other authorization documents must be notarised.

To be valid, the proxy form together with the power of attorney or other authorization document (if any) must be lodged at the H Share registrar of the Bank by hand or by post not less than 24 hours before the time fixed for holding the AGM 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 AGM if she/he so wishes, but in such event the instrument appointing a proxy shall be deemed to be revoked.

**(4) Reply Slip**

Shareholders who intend to attend the AGM 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 Friday, 9 June 2023. 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).

**(5) Other issues**

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

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

**(6) No distribution of gifts or cake coupons and no refreshments will be served by the Bank.**

*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. 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 Zuliu HU and Mr. Norman CHAN Tak Lam as independent non-executive directors.*