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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 2024 HELD ON 29 FEBRUARY 2024 POLL RESULTS

Reference is made to the circular of Industrial and Commercial Bank of China Limited (the “**Bank**”) dated 7 February 2024, containing details of the resolutions tabled before the First Extraordinary General Meeting of 2024 of the Bank (the “**EGM**”) for shareholders’ approval.

I. Convening and Attendance of the EGM

The Board of Directors of the Bank announces that the EGM was held at 2:50 p.m. on 29 February 2024 at the Head Office of Industrial and Commercial Bank of China, 55 Fuxingmennei Avenue, Xicheng District, Beijing, PRC.

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 “**Hong Kong Listing Rules**”) and no shareholders were required to abstain from voting at the EGM pursuant to the Hong Kong Listing Rules. 248 holders of shares and authorized proxies holding an aggregate of 296,065,736,708 shares with voting rights, representing 83.0697% 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	248
including: number of A share holders	246
number of H share holders	2
Total number of shares with voting rights held by shareholders attending the EGM	296,065,736,708
including: total number of shares held by A share holders	249,913,557,192
total number of shares held by H share holders	46,152,179,516
Percentage of total shares with voting rights held by shareholders attending the EGM (%)	83.0697
including: percentage of total shares held by A share holders (%)	70.1204
percentage of total shares held by H share holders (%)	12.9493

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 laws and regulations such as 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, Chairman of the Board of Directors.

12 of the 12 directors of the Bank attended the EGM. 2 of the 3 supervisors of the Bank attended the EGM, and the supervisor, Huang Li, did not attend the EGM due to other business arrangements. Board Secretary of the Bank, Mr. Guan Xueqing, attended the meeting. Candidate for Executive Director of the Bank, Mr. Zhang Wenwu, and candidate for Independent Director of the Bank, Mr. Murray Horn, attended the meeting. Senior management members were in attendance at the meeting.

In compliance with the requirements of the Hong Kong 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 2024 dated 7 February 2024 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 Election of Mr. Zhang Wenwu as 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 (%)
A Shares	249,654,344,872	99.8963	259,179,017	0.1037	33,303	0.0000
H Shares	44,701,808,758	96.8574	1,446,079,512	3.1333	4,291,246	0.0093
Ordinary shares in total	294,356,153,630	99.4226	1,705,258,529	0.5760	4,324,549	0.0014

2. Proposal on the Election of Mr. Murray Horn as Independent 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 (%)
A Shares	249,909,544,143	99.9984	3,979,849	0.0016	33,200	0.0000
H Shares	46,101,844,608	99.8909	47,701,862	0.1034	2,633,046	0.0057
Ordinary shares in total	296,011,388,751	99.9816	51,681,711	0.0175	2,666,246	0.0009

3. Proposal on the Issuance Amount of Total Loss-Absorbing Capacity Non-Capital Debt Instruments

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
A Shares	249,913,213,792	99.9999	323,100	0.0001	20,300	0.0000
H Shares	46,066,849,442	99.8151	82,488,830	0.1787	2,841,244	0.0062
Ordinary shares in total	295,980,063,234	99.9711	82,811,930	0.0280	2,861,544	0.0009

4. Proposal on the Fixed Asset Investment Budget for 2024

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
A Shares	249,913,214,292	99.9999	319,200	0.0001	23,700	0.0000
H Shares	46,137,053,686	99.9672	12,493,830	0.0271	2,632,000	0.0057
Ordinary shares in total	296,050,267,978	99.9948	12,813,030	0.0043	2,655,700	0.0009

Proposal No.3 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. Zhang Wenwu as Executive Director of the Bank, whose qualification as Executive Director is subject to the approval of the National Administration of Financial Regulation; and elected Mr. Murray Horn as Independent Director of the Bank, whose qualification as Independent Director is subject to the approval of the National Administration of Financial Regulation. Please refer to the circular of the Bank dated 7 February 2024 for the biographies of Mr. Zhang Wenwu and Mr. Murray Horn.

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 investorsⁱ were calculated separately and the poll results in respect of the following 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 Election of Mr. Zhang Wenwu as Executive Director of Industrial and Commercial Bank of China Limited	2,333,232,068	90.0012	259,179,017	9.9975	33,303	0.0013
2	Proposal on the Election of Mr. Murray Horn as Independent Director of Industrial and Commercial Bank of China Limited	2,588,431,339	99.8452	3,979,849	0.1535	33,200	0.0013

* 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. Chen Dongxu of King & Wood Mallesons attended and witnessed the EGM, and certified that the convening and procedures of the EGM, 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 and the Rules for the General Assemblies of Shareholders of Listed Companies and provisions of the Articles of Association. The voting results of the EGM were lawful and valid.

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

Beijing, PRC
29 February 2024

As at the date of this announcement, the Board of Directors comprises 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 Zulu HU and Mr. Norman CHAN Tak Lam as independent non-executive directors.

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