

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



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: 4603

EUR Preference Shares Stock Code: 4604

RMB Preference Shares Stock Code: 84602

## **PROPOSED RE-ELECTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

The board of directors (the “**Board**”) of Industrial and Commercial Bank of China Limited (the “**Bank**”) announces that given the term of office of Mr. Anthony Francis Neoh as Independent Non-executive Director of the Bank will expire in April 2018, in accordance with the applicable regulations and taking into account the Board’s work requirements, the Board has resolved at the meeting of the Board held on 30 August 2017 that Mr. Anthony Francis Neoh be nominated as a candidate for re-election as Independent Non-executive Director of the Bank, and shall retain his previous memberships of special committees of the Board after the approval of his re-election as Independent Non-executive Director from the shareholders’ general meeting of the Bank is obtained.

The appointment of Mr. Anthony Francis Neoh as Independent Non-executive Director is subject to the consideration and approval at the shareholders’ general meeting of the Bank after the Shanghai Stock Exchange reviews his qualification and confirms that it has no objection. The new term of office of Mr. Anthony Francis Neoh as independent non-executive director of the Bank will commence on the date when his current term of office as Independent Non-executive Director expires.

A circular which includes, among other things, a notice of shareholders’ general meeting will be despatched to shareholders as soon as practicable.

The biography of Mr. Anthony Francis Neoh is set out below:

Anthony Francis Neoh, male, Chinese (Hong Kong) nationality, born in November 1946. Mr. Anthony Francis Neoh currently serves as Independent Non-executive Director of Industrial and Commercial Bank of China Limited, CITIC Ltd. and New China Life Insurance Company Ltd.. He previously served as Chief Advisor to the China Securities Regulatory Commission (the “**CSRC**”), a member of the International Consultation Committee of the CSRC, a member of the Basic Law Committee of the Hong Kong Special Administrative Region under the Standing Committee of the National People’s Congress of the People’s Republic of China, and Chairman of the Hong

Kong Securities and Futures Commission. From 1996 to 1998, he was Chairman of the Technical Committee of the International Organization of Securities Commissions. Mr. Anthony Francis Neoh was a Non-executive Director of Global Digital Creations Holdings Limited from 2002 to 2005, and an Independent Non-executive Director of Link Management Limited, which is the Manager of Link Real Estate Investment Trust from 2002 to 2005. He was an Independent Non-executive Director of China Shenhua Energy Company Limited from 2004 to 2009. He served as an Independent Non-executive Director of Bank of China Limited from 2004 to 2013. He served as an Independent Non-executive Director of China Life Insurance Company Limited from 2010 to 2016. Mr. Anthony Francis Neoh was appointed as Queen's Counsel (now retitled as Senior Counsel) in Hong Kong in 1990. He graduated from the University of London with a bachelor's degree in Law in 1976. He is a barrister of England and Wales. He was admitted to the State Bar of California in 1984. In 2003, he was conferred the honorary degree of Doctor of Laws, honoris causa by the Chinese University of Hong Kong. In 2013, he was conferred the honorary degree of Doctor of Social Science, honoris causa by the Open University of Hong Kong. In 2016, he was conferred the honorary degree of Doctor of Social Science, honoris causa by Lingnan University. He was elected Honorary Fellow of the Hong Kong Securities Institute and Academician of the International Euro-Asian Academy of Sciences in 2009.

According to the Articles of Association of the Bank, the term of office of each director is three years, and a director is eligible for re-election upon the expiry of his term. The remuneration of independent non-executive directors shall follow the relevant regulations. The relevant remuneration plan will be considered by the compensation committee of the Board and subsequently considered and approved by the Board, and will be submitted to the shareholders' general meeting for consideration and approval. The details of the remuneration of the directors of the Bank are available in the Bank's annual reports.

Save as disclosed above, Mr. Anthony Francis Neoh has not held any other directorships in any listed companies, and other position in the Bank or the subsidiaries of the Bank in the last three years and does not have any relationship with any other directors, senior management, substantial shareholders or controlling shareholders of the Bank, nor does he hold any interests in the shares of the Bank within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance.

Save as disclosed herein, there are no other matters relating to the election of Mr. Anthony Francis Neoh that need to be brought to the attention of the shareholders of the Bank nor is there any other information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Listing Rules.

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

Beijing, PRC  
30 August 2017

*As at the date of this announcement, the board of directors comprises Mr. YI Huiman, Mr. GU Shu, Mr. ZHANG Hongli and Mr. WANG Jingdong as executive directors, Mr. ZHENG Fuqing, Mr. FEI Zhoulin and Mr. CHENG Fengchao as non-executive directors, Mr. OR Ching Fai, Mr. HONG Yongmiao, Mr. Anthony Francis NEOH, Mr. YANG Siu Shun, Ms. Sheila Colleen BAIR and Mr. SHEN Si as independent non-executive directors.*