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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

ANNUAL GENERAL MEETING FOR THE YEAR 2024 HELD ON 27 JUNE 2025 POLL RESULTS

Reference is made to the circular of Industrial and Commercial Bank of China Limited (the “**Bank**”) dated 6 June 2025 (the “**Circular**”), containing details of each resolution tabled before the Annual General Meeting for the Year 2024 of the Bank (the “**AGM**”) for shareholders’ approval.

I. Convening and Attendance of the AGM

The Board of Directors of the Bank announces that the AGM was held at the Head Office of the Bank, 55 Fuxingmennei Avenue, Xicheng District, Beijing, PRC and at Harbour Grand Kowloon, 20 Tak Fung Street, Whampoa Garden, Hung Hom, Kowloon, Hong Kong concurrently by video conference on 27 June 2025 at 2:50 p.m.

The total number of shares entitling holders thereof to attend and vote on the resolutions proposed at the AGM 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 AGM pursuant to the Hong Kong Listing Rules. 4,577 holders of shares and authorized proxies holding an aggregate of 307,520,001,774 shares with voting rights, representing 86.2836% of the total number of shares with voting rights of 356,406,257,089, were present at the AGM.

Number of shareholders and authorized proxies attending the AGM	4,577
including: number of A share holders	4,532
number of H share holders	45
Total number of shares with voting rights held by shareholders attending the AGM	307,520,001,774
including: total number of shares held by A share holders	255,163,450,711
total number of shares held by H share holders	52,356,551,063
Percentage of total shares with voting rights held by shareholders attending the AGM (%)	86.2836
including: percentage of total shares held by A share holders (%)	71.5935
percentage of total shares held by H share holders (%)	14.6901

Notes:

1. Shareholders attending the AGM include those attending the AGM on-site and by way of online voting.
2. According to the Articles of Association of the Bank and the circumstances of the AGM, the resolutions of the AGM are not required to be considered and approved by the holders of preference shares of the Bank.
3. In this announcement, all data proportions are rounded to four decimal places. Any discrepancy between the arithmetic results and the calculating results of the figures set forth is due to rounding and totaling.

The voting of the AGM 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 of the Shareholders' Meeting 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 AGM was convened by the Board of Directors of the Bank and chaired by Mr. Liao Lin, Chairman of the Board of Directors.

11 of the 12 directors of the Bank attended the AGM, and Executive Director and Senior Executive Vice President, Mr. Wang Jingwu, didn't attend the meeting due to business reasons. 3 of the 3 supervisors of the Bank attended the AGM. Senior Executive Vice President and Board Secretary of the Bank, Mr. Duan Hongtao, attended the meeting. The candidate for Director attended 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 AGM.

II. Voting Results of the AGM

At the AGM, all of the proposals set out in the notice of AGM dated 6 June 2025 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 AGM were as follows:

1. Proposal on the 2024 Audited Accounts

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Results of votes	307,128,239,568	99.8726	295,187,129	0.0960	96,575,077	0.0314

2. Proposal on the 2024 Profit Distribution Plan

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Results of votes	307,507,741,759	99.9960	5,321,468	0.0017	6,938,547	0.0023

3. Proposal on the Fixed Asset Investment Budget for 2025

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Results of votes	307,506,522,480	99.9956	4,587,282	0.0015	8,892,012	0.0029

4. Proposal on the Engagement of the External Auditors for 2025

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Results of votes	307,439,041,675	99.9737	71,933,575	0.0234	9,026,524	0.0029

5. Proposal on the 2024 Work Report of the Board of Directors of ICBC

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Results of votes	303,897,822,356	98.8221	3,522,381,479	1.1454	99,797,939	0.0325

6. Proposal on the 2024 Work Report of the Board of Supervisors of ICBC

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Results of votes	307,346,585,229	99.9436	73,721,746	0.0240	99,694,799	0.0324

7. Proposal on the Election of Mr. Dong Yang to be Reappointed as Non-executive Director of ICBC

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Results of votes	304,368,454,404	98.9752	3,061,424,413	0.9955	90,122,957	0.0293

8. Proposal on the Limit for External Donations in 2025

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Results of votes	307,352,976,875	99.9457	158,669,271	0.0516	8,355,628	0.0027

9. Proposal on the Issuance of Capital Instruments and Total Loss-Absorbing Capacity Eligible 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 (%)
Results of votes	307,471,521,324	99.9842	39,592,433	0.0129	8,888,017	0.0029

10. Proposal on Reviewing the Articles of Association of Industrial and Commercial Bank of China Limited (Version 2025) and the Matters Related to the Dissolution of the Board of Supervisors

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Results of votes	291,727,710,348	94.8646	14,281,669,358	4.6441	1,510,622,068	0.4913

11. Proposal on Reviewing the Rules of Procedures for the Shareholders' Meeting of Industrial and Commercial Bank of China Limited (Version 2025)

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Results of votes	307,508,251,630	99.9962	4,578,195	0.0015	7,171,949	0.0023

12. Proposal on Reviewing the Rules of Procedures for the Board of Directors of Industrial and Commercial Bank of China Limited (Version 2025)

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Results of votes	291,771,915,160	94.8790	14,239,672,292	4.6305	1,508,414,322	0.4905

Proposal No. 9 and No. 10 above, as special resolutions, were 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, as ordinary resolutions, were approved by more than half of the votes held by the shareholders present at the meeting in person or by proxy.

The meeting re-elected Mr. Dong Yang as Non-executive Director of the Bank, his new term of office as Non-executive Director shall take effect on the date when the approval from the Shareholders' General Meeting is obtained. Please refer to the Circular dated 6 June 2025 for the biography of Mr. Dong Yang.

III. Profit Distribution

The 2024 profit distribution plan of the Bank was considered and approved at the AGM. The 2024 year-end cash dividend of RMB1.646 per 10 shares (pre-tax) will be paid by the Bank to those holders of ordinary shares whose names appear on the register of members after close of trading on Friday, 11 July 2025. The dividend for H shares is expected to be paid on Friday, 22 August 2025, and the dividend for A shares is expected to be paid on Monday, 14 July 2025. Dividend on ordinary shares of the Bank will be denominated and declared in RMB, and will be paid in RMB or in HKD equivalent, and the holders of H shares are provided with the option of dividend distribution in RMB. The holders of H shares have the right to choose to receive the year-end dividend of H shares in RMB or HKD in whole (HKSCC Nominees Limited may choose to receive the year-end dividend of H shares in whole or in part), converted at the RMB central parity published by the People's Bank of China on the date of the AGM (27 June 2025). Therefore, the applicable conversion rate in respect of the 2024 year-end dividend for each H share is $\text{HKD}1 = \text{RMB}0.91250$ and the 2024 year-end dividend for each H share is approximately HKD0.180384 per H share (pre-tax).

The Bank's register of members of H shares will be closed from Monday, 7 July 2025 to Friday, 11 July 2025 (both days inclusive). In order to be entitled to the 2024 year-end 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, Room 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on Friday, 4 July 2025. The last trading day of H shares of the Bank before the ex-dividend date will be Wednesday, 2 July 2025, and the dividends in respect of the H shares will be excluded from Thursday, 3 July 2025.

It is expected that the Bank will issue the currency election form for the year-end dividend of H shares (the "**Dividend Currency Election Form**") to holders of H shares in mid-July 2025 as soon as practicable to elect to receive the year-end dividend of H shares in RMB. To make such election, holders of H shares should complete the Dividend Currency Election Form, and return it to the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong by 4:30 p.m. on Tuesday, 29 July 2025. If no election is made by holders of H shares or no duly

completed Dividend Currency Election Forms in respect of that holders of H shares are received by the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited, by 4:30 p.m. on Tuesday, 29 July 2025, such holders of H shares will automatically receive the 2024 year-end dividend in HKD. If holders of H shares wish to receive the 2024 year-end dividend in HKD in the usual way, no additional action is required.

The Bank has appointed ICBC (Asia) Trustee Company Limited as the receiving agent (the “**Receiving Agent**”) to receive the 2024 year-end dividend on behalf of the holders of H shares. The Receiving Agent is registered as a trust company under the Trustee Ordinance (Chapter 29 of the Laws of Hong Kong). The Receiving Agent will distribute the dividend warrant of the 2024 year-end dividend for holders of H shares and Computershare Hong Kong Investor Services Limited (the registry of H shares of the Bank) will dispatch the same to the holders of H shares on or about Friday, 22 August 2025 (that is the 2024 year-end dividend payment date for H shares) by ordinary post at their own risk. Holders of H shares who are intended to elect to receive the 2024 year-end dividend in RMB by cheques should note that (i) they should ensure that they have an appropriate bank account to which the RMB cheques for dividend can be presented for payment; and (ii) there is no assurance that RMB cheques can be cleared without material handling charges or delay in Hong Kong or that RMB cheques will be honored for payment upon presentation outside Hong Kong.

The Bank will make a separate implementation announcement regarding matters related to the payment of the 2024 year-end dividend to holders of A shares of the Bank.

Withholding and Payment of Income Tax

Withholding and Payment of Enterprise Income Tax for Overseas Non-Resident Enterprise Shareholders

In accordance with the Enterprise Income Tax Law of the People’s Republic of China and its implementation regulations which came into effect on 1 January 2008, the Bank shall withhold and pay enterprise income tax at the rate of 10% on behalf of the non-resident enterprise shareholders whose names appear on the register of members of H shares of the Bank on the record date when distributing the 2024 year-end dividend to such shareholders. In respect of all shareholders whose names appear on the register of members of H shares of the Bank as at the record date who are not individuals (including HKSCC Nominees Limited, other enterprise nominees or trustees, or other entities and organisations, which are all considered as non-resident enterprise shareholders), the Bank will withhold 10% of enterprise income tax before distributing the 2024 year-end dividend.

Should you wish to amend your shareholder capacity, please consult with your nominees or trustees for the relevant procedures. The Bank will strictly comply with the law and relevant requirements of the government authorities and withhold and pay enterprise income tax on behalf of the non-resident enterprise shareholders based on the register of members of H shares of the Bank as at the record date.

Withholding and Payment of Individual Income Tax for Overseas Individual Shareholders

In accordance with the Individual Income Tax Law of the People's Republic of China and its implementation regulations and the Circular of the State Administration of Taxation in relation to the Administrative Measures on Preferential Treatment Entitled by Non-resident Taxpayers under Treaties (SAT Circular (2019) No. 35) and other relevant laws and regulations and relevant rules stipulated by the State Administration of Taxation, the Bank shall withhold and pay the individual income tax in respect of the dividend (bonus) received by individual holders of H shares from the Bank. The individual holders of H shares of the Bank may be entitled to certain tax preferential treatments pursuant to the tax treaties between the PRC and the countries (or regions) in which the individual holders of H shares are domiciled and the tax arrangements between the Chinese mainland and Hong Kong (Macau). The Bank will determine the country of domicile of the individual holders of H shares based on the registered address as recorded in the register of holders of H shares of the Bank on the record date. For individual holders of H shares, the Bank will withhold and pay individual income tax at the rate of 10% on behalf of the individual H share holders, except otherwise specified by tax regulations and relevant tax treaties.

If the domicile of an individual holder of H shares is not the same as the country (or region) shown in the registered address of such shareholder as recorded in the register of holders of H shares of the Bank or if the individual income tax rate withheld by the Bank is not the same as the tax rate pursuant to the tax treaty between the PRC and the country (or region) in which the individual holder of H shares is domiciled, such shareholder shall promptly submit a letter of entrustment and relevant documents of proof to the H share registrar of the Bank, Computershare Hong Kong Investor Services Limited. The Bank will then submit the above documents to competent tax authorities which will proceed with the subsequent tax related arrangements.

Profit Distribution for Investors of Northbound Trading

For investors (including enterprises and individuals) investing in the A shares of the Bank listed on the Shanghai Stock Exchange through The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) (the “**Northbound Trading**”), their dividends will be distributed in RMB by the Bank through the Shanghai Branch of China Securities Depository and Clearing Corporation Limited to the account of the nominee holding such A shares. The Bank will withhold and pay income taxes at the rate of 10% on behalf of those investors and will report to the competent tax

authorities for such withholding. Dividends to investors of Northbound Trading entitled to preferential tax rates under an applicable treaty will be distributed in accordance with the Circular of the State Administration of Taxation in relation to the Administrative Measures on Preferential Treatment Entitled by Non-resident Taxpayers under Treaties (SAT Circular (2019) No. 35) and the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Cai Shui (2014) No. 81).

The record date and the date of distribution of cash dividends and other time arrangements for the investors of Northbound Trading will be the same as those for the A share holders of the Bank. Details of paying the dividend to A share holders of the Bank and relevant matters will be announced in due course.

Profit Distribution for Investors of Southbound Trading

For investors (including enterprises and individuals) investing in the H shares of the Bank listed on the Hong Kong Stock Exchange through the Shanghai Stock Exchange and the Shenzhen Stock Exchange (the “**Southbound Trading**”), the Bank has entered into the Agreement on Distribution of Cash Dividends of H Shares for Southbound Trading with China Securities Depository and Clearing Corporation Limited, pursuant to which, China Securities Depository and Clearing Corporation Limited, as the nominee holders of H shares for the investors of Southbound Trading, will receive the cash dividends distributed by the Bank and distribute the cash dividends to the relevant investors of Southbound Trading through its depository and clearing system.

The dividends of the investors of Southbound Trading will be distributed in RMB. Pursuant to the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Cai Shui (2014) No. 81) and the Notice on Tax Treatment for the Pilot Program of Shenzhen-Hong Kong Stock Connect (Cai Shui (2016) No. 127), for dividends received by domestic investors from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect and Shenzhen-Hong Kong Stock Connect, such H share companies shall withhold individual income tax at the rate of 20% on behalf of the investors. For dividends received by domestic securities investment funds from investing in H shares listed on the Hong Kong Stock Exchange through Shanghai-Hong Kong Stock Connect and the Shenzhen-Hong Kong Stock Connect, the tax payable shall be the same as that for individual investors. The H shares companies will not withhold the income tax of dividends for domestic enterprise investors and those domestic enterprise investors shall report and pay the relevant tax themselves.

The record date and the date of distribution of cash dividends and other time arrangements for the investors of Southbound Trading will be the same as those for the H share holders of the Bank.

IV. Lawyers' Certification

Ms. Su Zheng, Mr. Chen Dongxu and Mr. Gao Cong of King & Wood Mallesons attended and witnessed the AGM, and certified that the convening and procedures of the AGM, the qualifications of attendees and the convener, the voting process and other related matters of the AGM conformed to laws and regulations such as the Company Law, the Rules of the Shareholders' Meeting of Listed Companies and provisions of the Articles of Association. The voting results of the AGM were lawful and valid.

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

Beijing, PRC
27 June 2025

As at the date of this announcement, the Board of Directors comprises Mr. LIAO Lin, Mr. LIU Jun and Mr. WANG Jingwu as executive directors, Mr. LU Yongzhen, Ms. CAO Liquan, Mr. DONG Yang and Ms. ZHONG Mantao as non-executive directors, Mr. Norman CHAN Tak Lam, Mr. Herbert WALTER, Mr. Murray HORN, Mr. CHEN Guanting and Mr. LI Weiping as independent non-executive directors.