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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

FIRST EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026 HELD ON 23 APRIL 2026 POLL RESULTS

Reference is made to the circular of Industrial and Commercial Bank of China Limited (the “**Bank**”) dated 7 April 2026 (the “**Circular**”), containing details of the resolutions tabled before the First Extraordinary Shareholders’ Meeting of 2026 of the Bank (the “**ESM**”) for shareholders’ approval.

I. Convening and Attendance of the ESM

The Board of Directors of the Bank announces that the ESM was held at 2:50 p.m. on 23 April 2026 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 ESM 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 ESM pursuant to the Hong Kong Listing Rules. 7,015 holders of shares and authorized proxies holding an aggregate of 296,024,135,554 shares with voting rights, representing 83.0580% of the total number of shares with voting rights of 356,406,257,089 were present at the ESM.

Number of shareholders and authorized proxies attending the ESM	7,015
including: number of A share holders	7,008
number of H share holders	7
Total number of shares with voting rights held by shareholders attending the ESM	296,024,135,554
including: total number of shares held by A share holders	249,437,078,334
total number of shares held by H share holders	46,587,057,220
Percentage of total shares with voting rights held by shareholders attending the ESM (%)	83.0580
including: percentage of total shares held by A share holders (%)	69.9867
percentage of total shares held by H share holders (%)	13.0713

Notes:

1. Shareholders attending the ESM include those attending the ESM on-site and by way of online voting.
2. According to the Articles of Association of Industrial and Commercial Bank of China Limited (the “**Articles of Association**”) and the circumstances of the ESM, the resolutions of the ESM 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 ESM 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 of the Shareholders’ Meeting of Listed Companies and the relevant provisions of the Articles of Association. The ESM was convened by the Board of Directors of the Bank and chaired by Mr. Duan Hongtao, Executive Director.

10 of the 13 directors of the Bank attended the ESM, and Chairman, Mr. Liao Lin, Vice Chairman, Mr. Liu Jun, Executive Director, Mr. Wang Jingwu, did not attend the meeting due to other business arrangement. The Board Secretary and the relevant Senior Management members attended the ESM.

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 ESM.

II. Voting Results of the ESM

At the ESM, all of the proposals set out in the Notice of the First Extraordinary Shareholders’ Meeting of 2026 dated 7 April 2026 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 ESM were as follows:

1. Proposal on the 2025 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	295,263,304,264	99.7430	696,815,598	0.2354	64,015,692	0.0216

2. Proposal on the 2025 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	296,019,520,149	99.9984	2,538,960	0.0009	2,076,445	0.0007

3. Proposal on the Fixed Asset Investment Budget for 2026

Voting result: approved

Details of votes:

	For		Against		Abstain	
	No. of votes	Percentage (%)	No. of votes	Percentage (%)	No. of votes	Percentage (%)
Results of votes	296,018,569,000	99.9981	2,563,375	0.0009	3,003,179	0.0010

All proposals above, 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.

III. Profit Distribution

The 2025 profit distribution plan of the Bank was considered and approved at the ESM. The 2025 year-end cash dividend of RMB1.689 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 Tuesday, 12 May 2026. The dividend for H shares is expected to be paid on Tuesday, 16 June 2026, and the dividend for A shares is expected to be paid on Wednesday, 13 May 2026. The Bank's dividends for ordinary shares are denominated and declared in RMB and paid in RMB or 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 dividend in whole or in part). The HKD exchange rate is the average of the reference exchange rates for RMB to HKD published daily at 11:00 a.m. by the China Foreign Exchange Trade System for the five business days prior to (but excluding) the dispatch date of the dividend currency election form by the Bank to holders of H shares.

The Bank's register of members of H shares will be closed from Wednesday, 6 May 2026 to Tuesday, 12 May 2026 (both days inclusive). In order to be entitled to the 2025 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 Tuesday, 5 May 2026. The last trading day of H shares of the Bank before the ex-dividend date will be Thursday, 30 April 2026, and the dividends in respect of the H shares will be excluded from Monday, 4 May 2026.

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 on 13 May 2026 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 Friday, 29 May 2026. 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 Friday, 29 May 2026, such holders of H shares will automatically receive the 2025 year-end dividend in HKD. If holders of H shares wish to receive the 2025 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 2025 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 2025 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 entitled to receive such dividend on or about Tuesday, 16 June 2026 (that is the 2025 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 2025 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 2025 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 2025 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 2025 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

Mr. Ye Shengjie and Mr. Chen Dongxu of King & Wood attended and witnessed the ESM, and certified that the convening and procedures of the ESM, the qualifications of attendees and the convener, the voting process and other related matters of the ESM 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 ESM were lawful and valid.

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

Beijing, PRC
23 April 2026

As at the date of this announcement, the Board of Directors comprises Mr. LIAO Lin, Mr. LIU Jun, Mr. DUAN Hongtao and Mr. WANG Jingwu as executive directors, Ms. CAO Liqun, 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, Mr. LI Weiping and Mr. LEE Kam Hung Lawrence as independent non-executive directors.