
THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in Industrial and Commercial Bank of China Limited, you should at once hand this circular together with the accompanying proxy form and the reply slip to the purchaser or the transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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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

NOTICE OF ANNUAL GENERAL MEETING FOR THE YEAR 2025

A notice convening the AGM to be held at Head Office of Industrial and Commercial Bank of China Limited, 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 Friday, 26 June 2026 at 2:50 p.m., is set out on pages 13 to 14 of this circular.

If you intend to appoint a proxy to attend the AGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holder of H Shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited by hand, by post or by fax not less than 24 hours before the time appointed for holding the AGM or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or at any adjourned meeting should you so wish, but in such event the instrument appointing a proxy shall be deemed to be revoked.

If you intend to attend the AGM in person or by proxy, you are required to complete and return the reply slip to Computershare Hong Kong Investor Services Limited or to the Bank's Board of Directors' Office on or before Tuesday, 23 June 2026.

The Chinese and English version of the circular and the enclosed proxy form and reply slip are available on the Bank's website (www.icbc-ltd.com) and the "HKEXnews" website of HKEX (www.hkexnews.hk). You may download or access the aforesaid documents on the Bank's website or browsing through the HKEXnews website of the HKEX. If there are any inconsistencies between the Chinese version and the English version of this circular, the Chinese version shall prevail.

4 June 2026

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DEFINITIONS

In this circular, unless the context requires otherwise, the following expressions have the following meanings:

“A Shares”	domestic shares of RMB1.00 each in the share capital of ordinary shares of the Bank, which are listed on the Shanghai Stock Exchange and traded in RMB
“AGM”	the Annual General Meeting for the Year 2025 of the Bank to be held on 26 June 2026
“Articles”	the articles of association of the Bank from time to time
“Bank”	Industrial and Commercial Bank of China Limited (中國工商銀行股份有限公司), a joint stock limited company incorporated in the PRC, the H Shares of which are listed on the Hong Kong Stock Exchange (H Shares Stock Code: 1398), and the A Shares and domestic preference shares of which are listed on the Shanghai Stock Exchange (A Shares Stock Code: 601398 and Domestic Preference Shares Stock Codes: 360011, 360036), respectively
“Board”	the Board of Directors of the Bank
“Directors”	the directors of the Bank
“H Shares”	overseas listed foreign shares of RMB1.00 each in the share capital of ordinary shares of the Bank, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
“HKEX”	Hong Kong Exchanges and Clearing Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Huijin”	Central Huijin Investment Ltd.
“Ordinary Shares”	A Shares and/or H Shares

DEFINITIONS

“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	Ordinary share(s) and/or preference share(s)
“Shareholder(s)”	holders of Share(s)



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

Executive Directors:

Mr. Liao Lin
Mr. Liu Jun
Mr. Duan Hongtao
Mr. Wang Jingwu

Registered Office:

55 Fuxingmennei Avenue
Xicheng District, Beijing 100140
PRC

Non-executive Directors:

Ms. Cao Liquan
Mr. Dong Yang
Ms. Zhong Mantao

Place of Business in Hong Kong:

33/F, ICBC Tower
3 Garden Road
Central, Hong Kong

Independent non-executive Directors:

Mr. Norman Chan Tak Lam
Mr. Herbert Walter
Mr. Murray Horn
Mr. Chen Guanting
Mr. Li Weiping
Mr. Lee Kam Hung Lawrence

4 June 2026

To the Shareholders

Dear Sir or Madam,

NOTICE OF ANNUAL GENERAL MEETING FOR THE YEAR 2025

1 INTRODUCTION

The purpose of this circular is to provide you with information regarding certain proposals to be considered at the AGM and to set out the notice of the AGM.

LETTER FROM THE BOARD

At the AGM, resolutions set out in items (1) to (6) will be considered, and if thought fit, to be passed, and the reports set out in items (7) to (10) below will be heard:

As Ordinary Resolutions:

- (1) Proposal on the 2025 Work Report of the Board of Directors of ICBC
- (2) Proposal on the Engagement of the External Auditors for 2026
- (3) Proposal on the Limit for External Donations in 2026
- (4) Proposal on the Election of Ms. Liu Fang as Non-executive Director of ICBC
- (5) Proposal on the Payment Plan of Remuneration to Directors for 2024
- (6) Proposal on the Payment Plan of Remuneration to Supervisors for 2024

As Reporting Items:

- (7) Report Concerning the Special Report on Related Party Transactions of ICBC in 2025
- (8) Work Report of Independent Directors of ICBC for 2025
- (9) Report on the Implementation of the Plan on Authorization of the Shareholders' General Meeting to the Board of Directors of ICBC in 2025
- (10) Report on the Annual Assessment of the Bank's Major Shareholders (including Substantial Shareholders) for 2025

2 PROPOSAL ON THE ENGAGEMENT OF THE EXTERNAL AUDITORS FOR 2026

In order to satisfy the relevant domestic and international regulatory requirements for listed commercial banks, pursuant to the regulatory requirements of the Ministry of Finance in relation to the engagement of accounting firms by state-owned financial enterprises and the results of the Bank's tendering and selection process for accounting firms, it is now proposed that the Bank re-engages Ernst & Young Hua Ming LLP as the domestic external auditor of the Bank for 2026 and Ernst & Young as the international external auditor of the Bank for 2026 to provide audit-related services. The audit fees are determined based on factors such as the Bank's business scale, the volume of audit work and the complexity of accounting treatment. According to the centralized procurement results, for the consolidated group and the parent company, in 2026, the audit fee is RMB101.92 million, which includes service fees for agreed-upon procedures regarding each of the first and third quarters being RMB3.0763 million, service fees for interim review being RMB29.7808 million, service fees for annual audit being RMB59.8339 million and service fees for internal control audit being RMB6.1527 million.

LETTER FROM THE BOARD

For the independent opinions issued by the Independent Non-executive Directors of the Bank, please refer to the relevant announcement dated 27 March 2026 published by the Bank on the “HKEXnews” website of HKEX (www.hkexnews.hk).

The Proposal on the Engagement of the External Auditors for 2026 was considered and approved at the meeting of the Board and is now submitted to the Shareholders’ Meeting for consideration.

3 PROPOSAL ON THE LIMIT FOR EXTERNAL DONATIONS IN 2026

In order to better fulfil the social responsibilities as a large state-owned bank, and actively contribute to rural revitalization and charity, culture and education and other social welfare undertakings, the Bank applies for an external donation limit of RMB148 million for 2026.

The Bank’s current Plan on Authorization of the Shareholders’ General Meeting to the Board of Directors and the Plan on Authorization of the Board of Directors to the President provide that the authorization power of the Board and the President is: the expense on a single external donation shall not exceed RMB8 million, and the total expense of external donations of the current year shall not exceed the sum of RMB25 million and 0.03% of the Bank’s net profit in the preceding year (where the sum would exceed RMB100 million, it shall be implemented in accordance with the amount of RMB100 million). According to the 2025 audited net profit of the Bank, the authorization limit of the Board and the President for external donations for 2026 is RMB100 million. External donations that exceed the authorization limit must be submitted to the Board and Shareholders’ Meeting for consideration and approval.

In recent years, the Bank has relied on the strength of its business and always adhered to the principle of “addressing the country’s needs, giving full play to finance, and tapping into strengths of ICBC”, deeply integrating financial services with key initiatives such as rural revitalization and demonstrating the social responsibility commitment of a state-owned large bank. At the same time, the Bank continues to advance the development of the Group’s public welfare brand “ICBC Sight Initiative”, continuously innovates public welfare and charity models, enriches activity forms and scales up activity efforts, and supports a better life with the warmth of finance, embodying the mission of a large state-owned bank in safeguarding social well-being. The year 2026 marks the first year of conducting regular targeted assistance. The Bank has a strong demand for donations for supporting comprehensive rural revitalization through regular targeted assistance, and there is a continuous demand for donations for brand public welfare projects and certain overseas institutions. In order to thoroughly implement the national work deployment on solidly advancing comprehensive rural revitalization during the “15th Five-Year Plan” period, continuously consolidate the achievements in poverty alleviation, and actively fulfil the social responsibilities of a large bank, the Bank applies for an external donation quota of RMB148 million for 2026. The donated funds will be mainly used to support comprehensive rural revitalization, while covering social welfare undertakings such as

LETTER FROM THE BOARD

charity, culture and education as well as emergency donations. External donations within this limit shall be subject to the approval of the President upon the delegation by the Board after the authorization by the Shareholders' Meeting. The limit for external donations for this year shall be effective after the consideration and approval by the Shareholders' Meeting.

The Proposal on the Limit for External Donations in 2026 was considered and approved at the meeting of the Board and is now submitted to the Shareholders' Meeting for consideration.

4 PROPOSAL ON THE ELECTION OF MS. LIU FANG AS NON-EXECUTIVE DIRECTOR OF ICBC

In order to ensure the smooth operation of the Board, according to the Company Law of the PRC, the relevant laws and regulations and the relevant requirements under the Articles, the Board considered and approved the Proposal on Nominating Ms. Liu Fang as Candidate for Non-executive Director of Industrial and Commercial Bank of China Limited, and resolved Ms. Liu Fang be nominated as candidate for Non-executive Director of the Bank. For the independent opinions issued by the Independent Non-executive Directors of the Bank, please refer to the relevant announcement dated 4 June 2026 published by the Bank on the "HKEXnews" website of HKEX (www.hkexnews.hk).

It is proposed that the Shareholders' Meeting elect Ms. Liu Fang as the Non-executive Director of the Bank. The appointment of Ms. Liu Fang as Non-executive Director of the Bank shall take effect upon consideration and approval at the Shareholders' Meeting and the publication of an announcement by the Bank.

The biography of Ms. Liu Fang is set out below: Liu Fang, female, Chinese nationality, was born in 1973. Ms. Liu Fang joined Huijin in 2021 and has served as Non-executive Director of China Construction Bank Corporation since January 2021. From July 2019 to February 2021, she served as Deputy Director-General and Level-Two Inspector of the General Affairs Department (Policy and Regulations Department) of the State Administration of Foreign Exchange. From March 2015 to June 2019, she served as Deputy Director-General of the General Affairs Department (Policy and Regulations Department) of the State Administration of Foreign Exchange. From July 1999 to February 2015, she successively served as Principal Staff Member and Deputy Director of the Balance of Payments Department of the State Administration of Foreign Exchange, and Deputy Director and Director of the General Affairs Department (Policy and Regulations Department) of the State Administration of Foreign Exchange. Ms. Liu Fang graduated from the School of International Economics of Renmin University of China, majoring in World Economy, and obtained a Master's Degree in Economics.

LETTER FROM THE BOARD

According to the Articles, the term of office of each director is three years, and a director is eligible for re-election upon the expiry of his/her term. The remuneration of directors of the Bank shall follow the relevant regulations and the relevant remuneration plans will be considered in accordance with the relevant procedures and submitted to the Shareholders' Meeting of the Bank for consideration and approval. The details of the remuneration of the directors of the Bank are available in the Bank's annual reports and relevant announcements.

As at the date of this circular, Ms. Liu Fang is not disqualified from being a director of a listed company pursuant to Rule 3.2.2 of the Self-Regulatory Guideline No. 1 – Standardized Operation of Listed Companies on the Shanghai Stock Exchange. Save as disclosed in this circular, Ms. Liu Fang does not hold any other positions in the Bank or its subsidiaries, she has not held directorships in other listed companies in the last three years, she does not have any relationship with any directors, senior management members, substantial shareholders or controlling shareholders of the Bank, nor does she hold any interests in the shares of the Bank within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong.

Save as disclosed in this circular, there are no other matters relating to the election of Ms. Liu Fang 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 the requirements of Rule 13.51(2) of the Hong Kong Listing Rules.

5 PROPOSAL ON THE PAYMENT PLAN OF REMUNERATION TO DIRECTORS FOR 2024

In accordance with the Articles and relevant regulations, the Payment Plan of Remuneration to Directors for 2024 is now submitted (set out in Appendix I).

For the independent opinions issued by the Independent Non-executive Directors of the Bank, please refer to the relevant announcement dated 23 December 2025 published by the Bank on the “HKEXnews” website of HKEX (www.hkexnews.hk).

The Proposal on the Payment Plan of Remuneration to Directors for 2024 was considered and approved at the meeting of the Board and is now submitted to the Shareholders' Meeting for consideration and approval.

6 PROPOSAL ON THE PAYMENT PLAN OF REMUNERATION TO SUPERVISORS FOR 2024

In accordance with the Articles and relevant regulations, the Payment Plan of Remuneration to Supervisors for 2024 is now submitted (set out in Appendix II).

The Proposal on the Payment Plan of Remuneration to Supervisors for 2024 was considered and approved at the meeting of the Audit Committee of the Board and is now submitted to the Shareholders' Meeting for consideration and approval.

LETTER FROM THE BOARD

7 THE AGM

A notice convening the AGM to be held at Head Office of Industrial and Commercial Bank of China Limited, 55 Fuxingmennei Avenue, Xicheng District, Beijing, PRC and at Harbour Grand Kowloon, 20 Tak Fung Street, Whampoa Garden, Hunghom, Kowloon, Hong Kong concurrently on Friday, 26 June 2026 at 2:50 p.m., is set out on pages 13 to 14 of this circular.

If you intend to appoint a proxy to attend the AGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon. For holder of H Shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited by hand, by post or by fax not less than 24 hours before the time appointed for holding the AGM or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or at any adjourned meeting should you so wish, but in such event the instrument appointing a proxy shall be deemed to be revoked.

If you intend to attend the AGM in person or by proxy, you are required to complete and return the reply slip to Computershare Hong Kong Investor Services Limited or to the Bank's Board of Directors' Office on or before Tuesday, 23 June 2026.

8 RECOMMENDATION

The Board considers that the above proposals are in the best interests of the Bank and its Shareholders. Accordingly, the Board recommends the Shareholders to vote in favour of the relevant resolutions which will be proposed at the AGM.

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

THE PAYMENT PLAN OF REMUNERATION TO DIRECTORS FOR 2024

Unit: RMB10,000

Name	Position	Details of remuneration before tax received from the Bank for 2024 ^{Note 1}				Obtain remuneration from shareholder entities or other related parties or not
		Remuneration payable 1	Contribution by the employer to social insurance, annuities, additional medical insurance and housing allowance 2	Other monetary income 3	Total 4=1+2+3	
Directors incumbent at the end of 2024						
Liao Lin	Chairman of the Board of Directors, Executive Director	93.08	23.57	-	116.65	No
Liu Jun	Vice Chairman of the Board of Directors, Executive Director, President	62.05	15.82	-	77.87	No
Wang Jingwu	Executive Director, Senior Executive Vice President, Chief Risk Officer	83.77	22.84	-	106.61	No
Lu Yongzhen	Non-executive Director	-	-	-	-	Yes
Feng Weidong		-	-	-	-	Yes
Cao Liqun		-	-	-	-	Yes
Chen Yifang		-	-	-	-	Yes
Dong Yang		-	-	-	-	Yes
Zhong Mantao		-	-	-	-	Yes
Fred Zulu Hu	Independent Non-executive Director ^{Note 3}	44.00	-	-	44.00	Yes
Norman Chan Tak Lam		50.33	-	-	50.33	Yes
Herbert Walter		37.67	-	-	37.67	No
Murray Horn		20.83	-	-	20.83	Yes
Chen Guanting		3.67	-	-	3.67	No

Name	Position	Details of remuneration before tax received from the Bank for 2024 ^{Note 1}				Obtain remuneration from shareholder entities or other related parties or not
		Remuneration payable	Contribution by the employer to social insurance, annuities, additional medical insurance and housing allowance	Other monetary income	Total	
Directors leaving office in 2024						
Chen Siqing	Chairman of the Board of Directors, Executive Director	7.76	1.94	-	9.70	No
Anthony Francis Neoh	Independent Non-executive Director	13.00	-	-	13.00	No
Yang Siu Shun	Independent Non-executive Director	31.33	-	-	31.33	No
Shen Si	Independent Non-executive Director	44.92	-	-	44.92	No

Notes:

1. Remuneration of the Chairman of the Board of Directors, the President and Executive Directors of the Bank is governed by the relevant government remuneration policies in relation to the persons in charge of central government-owned financial enterprises. The remuneration before tax payable to the Chairman of the Board of Directors, the President and other Directors of the Bank set out in the table above represents the total amount of remuneration for 2024 for each of these individuals, which includes figures disclosed in the 2024 Annual Report of the Bank.
2. Pursuant to relevant government regulations, the incentive income for 2021-2023 was paid to the Chairman of the Board of Directors, the President and Executive Directors of the Bank in 2024 based on their specific tenure and performance appraisal results. Accordingly, in 2024, the Bank accrued additional and separate annuity contribution unit payments of RMB30.1 thousand and RMB27.2 thousand for Mr. Liao Lin and Mr. Wang Jingwu respectively.
3. The basis for determining the amount of allowance to be paid to the Independent Non-executive Directors of 2024 is that each Independent Non-executive Director is entitled to a basic allowance of RMB300 thousand per person per annum. Each Independent Non-executive Director will also be entitled to an additional allowance of RMB50 thousand per annum for being a chairman of each of the special board committees, an additional allowance of RMB40 thousand per annum for being a vice chairman of each of the special board committees and an additional allowance of RMB30 thousand per annum for being a member of each of the special board committees.
4. Please refer to the 2024 Annual Report of the Bank and the relevant announcements for change in personnel of the Bank for the start and the end of the respective terms of office in respect of Directors of the Bank. Changes in the employment of Directors of the Bank from 2024 until now are shown as follows:
 - (1) In February 2024, Mr. Chen Siqing resigned as Chairman of the Board of Directors and Executive Director of the Bank due to his age;

- (2) In February 2024, Mr. Liao Lin took office as Chairman of the Board of Directors of the Bank;
 - (3) In March 2024, Mr. Anthony Francis Neoh ceased to act as Independent Non-executive Director of the Bank due to expiration of his term of office;
 - (4) In March 2024, Mr. Herbert Walter took office as Independent Non-executive Director of the Bank;
 - (5) In June 2024, Mr. Liu Jun took office as Vice Chairman of the Board of Directors and Executive Director of the Bank;
 - (6) In August 2024, Mr. Yang Siu Shun ceased to act as Independent Non-executive Director of the Bank due to expiration of his term of office;
 - (7) In August 2024, Mr. Murray Horn took office as Independent Non-executive Director of the Bank;
 - (8) In September 2024, Ms. Zhong Mantao took office as Non-executive Director of the Bank;
 - (9) In November 2024, Mr. Shen Si ceased to act as Independent Non-executive Director of the Bank due to expiration of his term of office;
 - (10) In November 2024, Mr. Chen Guanting took office as Independent Non-executive Director of the Bank;
 - (11) In February 2025, Mr. Li Weiping took office as Independent Non-executive Director of the Bank;
 - (12) In April 2025, Mr. Fred Zulu Hu ceased to act as Independent Non-executive Director of the Bank due to expiration of his term of office;
 - (13) In May 2025, Mr. Feng Weidong ceased to act as Non-executive Director of the Bank due to his age;
 - (14) In May 2025, Ms. Chen Yifang ceased to act as Non-executive Director of the Bank due to expiration of her term of office;
 - (15) In October 2025, Mr. Duan Hongtao took office as Executive Director of the Bank;
 - (16) In November 2025, Mr. Lu Yongzhen ceased to act as Non-executive Director of the Bank due to expiration of his term of office;
 - (17) In January 2026, Mr. Lee Kam Hung Lawrence took office as Independent Non-executive Director of the Bank.
5. In 2024, Mr. Lu Yongzhen, Mr. Feng Weidong, Ms. Cao Liqun, Ms. Chen Yifang, Mr. Dong Yang and Ms. Zhong Mantao did not receive remuneration from the Bank during their tenures as Non-executive Directors.
 6. As the Bank's Independent Non-executive Directors served as directors or senior management of other legal persons or organizations other than the Bank or the controlled subsidiaries of the Bank, such legal persons or organizations became related parties of the Bank. Some of the abovementioned Directors obtained remuneration from such related parties. Except to the extent of the aforementioned circumstances, none of the Bank's Directors received remuneration from related parties of the Bank in 2024.

THE PAYMENT PLAN OF REMUNERATION TO SUPERVISORS FOR 2024

Unit: RMB10,000

Name	Position	Details of remuneration before tax received from the Bank for 2024 ^{Note 1}				Obtain remuneration from shareholder entities or other related parties or not
		Remuneration payable	Contribution by the employer to social insurance, annuities, additional medical insurance and housing allowance	Other monetary income	Total	
		1	2	3	4=1+2+3	
Supervisors incumbent at the end of 2024						
Huang Li	Employee Supervisor ^{Note 2}	5.00	-	-	5.00	No
Zhang Jie	External Supervisor ^{Note 3}	25.00	-	-	25.00	No
Liu Lanbiao		25.00	-	-	25.00	Yes

Notes:

1. The remuneration before tax payable to the Supervisors of the Bank set out in the table above represents the total amount of remuneration for 2024 for each of these individuals, which includes figures disclosed in the 2024 Annual Report of the Bank.
2. The allowance (pre-tax) for the Employee Supervisors for 2024 is calculated as 20% of the basic allowance of an External Supervisor and determined based on actual duties and responsibilities of such individuals. Such remuneration of the Employee Supervisors as indicated in the table above is the allowance for acting as Employee Supervisor of the Bank, and excludes remuneration received by these Supervisors for other positions assumed in the Bank.
3. The basic allowance standard for the External Supervisors for 2024 is RMB250 thousand per person.
4. Please refer to the 2024 Annual Report and the relevant announcements for change in personnel of the Bank for the start and the end of the respective terms of office in respect of Supervisors of the Bank.

In September 2025, Mr. Huang Li, Mr. Zhang Jie and Mr. Liu Lanbiao ceased to act as Supervisors of the Bank.



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

NOTICE OF ANNUAL GENERAL MEETING FOR THE YEAR 2025

NOTICE IS HEREBY GIVEN that the Annual General Meeting for the Year 2025 (the “AGM”) of Industrial and Commercial Bank of China Limited (the “Bank”) will be held at Head Office of Industrial and Commercial Bank of China Limited, 55 Fuxingmennei Avenue, Xicheng District, Beijing, PRC and at Harbour Grand Kowloon, 20 Tak Fung Street, Whampoa Garden, Hunghom, Kowloon, Hong Kong concurrently on Friday, 26 June 2026 at 2:50 p.m.. The AGM will consider and, if thought fit, pass the following resolutions set out in items 1 to 6, and to hear the reports set out in items 7 to 10 below:

As Ordinary Resolutions:

1. Proposal on the 2025 Work Report of the Board of Directors of ICBC
2. Proposal on the Engagement of the External Auditors for 2026
3. Proposal on the Limit for External Donations in 2026
4. Proposal on the Election of Ms. Liu Fang as Non-executive Director of ICBC
5. Proposal on the Payment Plan of Remuneration to Directors for 2024
6. Proposal on the Payment Plan of Remuneration to Supervisors for 2024

As Reporting Items:

7. Report Concerning the Special Report on Related Party Transactions of ICBC in 2025
8. Work Report of Independent Directors of ICBC for 2025
9. Report on the Implementation of the Plan on Authorization of the Shareholders' General Meeting to the Board of Directors of ICBC in 2025
10. Report on the Annual Assessment of the Bank's Major Shareholders (including Substantial Shareholders) for 2025

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

Beijing, PRC
4 June 2026

NOTICE OF AGM

Notes:

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

Holders of H Shares of the Bank are advised that the register of members will be closed from Tuesday, 23 June 2026 to Friday, 26 June 2026 (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, 22 June 2026 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, 22 June 2026.

(2) 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 his attorney duly authorized 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 authorized 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, by post or by fax 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 he so wishes, but in such event the instrument appointing a proxy shall be deemed to be revoked.

(3) 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 Tuesday, 23 June 2026. 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).

(4) 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 produce 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..

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