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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  
EUR Preference Shares Stock Code: 4604  
USD Preference Shares Stock Code: 4620

## **ANNOUNCEMENT OF THE RESOLUTIONS OF THE BOARD OF DIRECTORS**

A meeting of the Board of Directors of Industrial and Commercial Bank of China Limited (the “**Bank**”) was held at the Bank’s head office at 55 Fuxingmennei Avenue, Xicheng District, Beijing on 27 August 2021. There were 12 directors eligible for attending the meeting, of whom 11 directors attended the meeting in person and 1 director attended the meeting by proxy, namely, Mr. Fred Zulu Hu, appointed Mr. Anthony Francis Neoh to attend the meeting and exercise the voting rights on his behalf. Mr. Huang Liangbo, Chairman of the Board of Supervisors, and Mr. Wang Jingwu, Mr. Zhang Wenwu, Mr. Xu Shouben and Mr. Zhang Weiwu, Senior Executive Vice Presidents of the Bank, and members of the Board of Supervisors were in attendance at the meeting. Mr. Guan Xueqing, the Board Secretary, attended the meeting. The meeting was convened in compliance with the provisions of the laws, regulations, and requirements under the Articles of Association of Industrial and Commercial Bank of China Limited (the “**Articles**”) and the Rules of Procedures for the Board of Directors of Industrial and Commercial Bank of China Limited (the “**Rules of Procedures for the Board of Directors**”).

Mr. Chen Siqing, Chairman of the Board of Directors, presided over the meeting. The directors attending the meeting considered and approved the proposals stated below:

### **1. Proposal on the 2021 Interim Report and its Abstract**

Voting result of this proposal: 12 valid votes, 12 voted in favour of this proposal, 0 voted against and 0 abstained from voting.

Details are available on the website of the Shanghai Stock Exchange ([www.sse.com.cn](http://www.sse.com.cn)).

### **2. Proposal on the Nomination of Mr. Dong Yang as Candidate of Non-executive Director of Industrial and Commercial Bank of China Limited**

Voting result of this proposal: 12 valid votes, 12 voted in favour of this proposal, 0 voted against and 0 abstained from voting.

In order to ensure the smooth operation of the Board of Directors, in compliance with the Company Law of the People's Republic of China, relevant laws and regulations and the relevant requirements including the Articles and the Working Rules of the Nomination Committee of the Board of Directors, and on the recommendation of Central Huijin Investment Ltd. (“**Huijin**”), the Board of Directors of the Bank resolved that Mr. Dong Yang be nominated as candidate of Non-executive Director of the Bank. The matter of Mr. Dong Yang's appointment as Non-executive Director of the Bank is subject to the consideration and approval of the general meeting of shareholders of the Bank, and is subject to the approval of China Banking and Insurance Regulatory Commission (“**CBIRC**”) after the approval from the general meeting of shareholders has been obtained. Mr. Dong Yang's term of office as Non-executive Director of the Bank will commence on the date when the approval of the CBIRC is obtained. 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 biography of Mr. Dong Yang is set out in the Appendix.

Mr. Dong Yang will not receive remuneration from the Bank during his term of office, his remuneration shall be paid by Huijin. 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 announcement, save as disclosed in this announcement, Mr. Dong Yang has not held directorships in listed companies in the last three years, nor positions in the Bank or its subsidiaries. He does not have any relationship with 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 Securities and Futures Ordinance of Hong Kong.

Opinion of Independent Directors on this proposal: Agree.

This proposal shall be submitted to the general meeting of shareholders of the Bank for consideration.

### **3. Proposal on the Changes to the Members of Some of the Special Committees of the Board of Directors**

In accordance with the Company Law of the People's Republic of China and other laws and regulations, requirements under the Articles and the Rules of Procedures for the Board of Directors, and the condition of appointments of certain Directors, in order to ensure the smooth operation of the Board of Directors and its special committees, the Board of Directors resolved to make changes to some of the special committees of the Board of Directors.

Mr. Wang Jingwu shall be appointed as member of the Risk Management Committee, Related Party Transactions Control Committee and US Risk Committee. Voting results of this appointment proposal: 12 valid votes, 12 voted in favour of this proposal, 0 voted against and 0 abstained from voting.

Ms. Chen Yifang shall be appointed as member of Strategy Committee, Corporate Social Responsibility and Consumer Protection Committee and Compensation Committee. Ms. Chen Yifang has not participated in the voting on her own appointments as she had interests in the proposal. Voting results of this appointment proposal: 11 valid votes, 11 voted in favour of this proposal, 0 voted against and 0 abstained from voting.

Mr. Wang Jingwu's abovementioned appointments shall take effect after the approval of his director appointment qualifications by the CBIRC, and Ms. Chen Yifang's abovementioned appointments shall take effect after the consideration and approval of the Board of Directors.

#### **4. Proposal on Distribution of Dividends for “工行優2” and USD Offshore Preference Shares**

Voting result of this proposal: 12 valid votes, 12 voted in favour of this proposal, 0 voted against and 0 abstained from voting.

On Friday, 24 September 2021, the Bank will pay dividends on the Domestic Preference Shares “工行優2”, with a dividend rate of 4.2% (pre-tax) and the total amount to be distributed is RMB2.94 billion.

On Thursday, 23 September 2021, the Bank will pay dividends on the USD Offshore Preference Shares, with a dividend rate of 3.58% (post-tax), a withholding enterprise income tax rate of 10%, and the total amount to be distributed is approximately US\$115.3 million, of which approximately USD103.8 million will be paid to holders of Preference Shares and approximately USD11.5 million will be withheld and paid as enterprise income tax.

Details of the implementation will be announced separately.

Opinion of Independent Directors on this proposal: Agree.

Appendix: Biography of Mr. Dong Yang

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

Beijing, PRC  
27 August 2021

*As at the date of this announcement, the Board of Directors comprises Mr. CHEN Siqing and Mr. LIAO Lin as executive directors, Mr. LU Yongzhen, Mr. ZHENG Fuqing, Mr. FENG Weidong, Ms. CAO Liqun and Ms. CHEN Yifang as non-executive directors, Mr. Anthony Francis NEOH, Mr. YANG Siu Shun, Mr. SHEN Si, Mr. Nout WELLINK and Mr. Fred Zulu HU as independent non-executive directors.*

## **Biography of Mr. Dong Yang**

Dong Yang, male, Chinese nationality, born in November 1966.

Mr. Dong Yang joined the Ministry of Finance in August 1989 and worked successively in the Human Resources Department, the Department of Industry and Transportation, the Department of Economy and Trade and the Department of National Defense. Since 2001, he has successively served as assistant researcher, researcher and secretary (director level) of the Department of National Defense of the Ministry of Finance. Since April 2015, he has successively served as a member of the CPC Committee, Deputy Inspector, and Discipline Inspection Team Leader of the Commissioner's Office of the Ministry of Finance in Heilongjiang. Since December 2018, he has served as a member of the CPC Committee, Deputy Inspector and Discipline Inspection Leader of the Commissioner's Office of the Ministry of Finance in Beijing. From April 2019, he served as a member of the CPC Committee, Deputy Director, and Discipline Inspection Team Leader of the Beijing Regulatory Bureau of the Ministry of Finance.

Mr. Dong Yang graduated from the Beijing Normal University, and obtained a Master's degree in Management from Harbin Engineering University.