**Stock** **Code: 601166 Stock Abbreviation: Industrial Bank Announcement Code: 2017-08**

**Code of Preferred Stock: 360005, 360012 Abbreviation of Preferred Stock: Industrial Preferred 1, Industrial Preferred 2**

**Industrial Bank Co., Ltd.**

**Notice on Convening 2016 Annual General Meeting**

|  |
| --- |
| The board of Directors of the Company and all directors guarantee there’s no false account, misleading statement or material omissions of the announcement, and will be jointly and severally be responsible for the truthfulness, accuracy and integrity of the announcement. |

# Prompt of Important Content:

* Date of General Meeting: 5/26/2017
* This general meeting采用的网络投票系统: On-line voting system for general meeting of Shanghai Stock Exchange

# Basic Information of Meeting to be Convened

## Type and Year of General Meeting

2016 Annual General Meeting

## Convener of General Meeting: Board of Directors

## Voting Method: voting method adopted by this general meeting is a combination of site voting and on-line voting

## Date, Time and Venue of On-site Meeting

Date and Time of the Meeting: 5/26/201714:30

Venue of the Meeting: Meeting Room, Floor 3, Head Office of Industrial Bank, Building A, Zhongshan Building, No.154, Hudong Road, Fuzhou

## System, Start & Finish Date and Voting Time of On-line Voting.

On-line voting system: On-line voting system for general meeting of Shanghai Stock Exchange

Start & Finish Date of On-line Voting: from 5/26/2017

To 5/26/2017

On-line voting system of Shanghai Stock Exchange is adopted, and time of voting via voting platform of the trading system is trading time ranges of the same day when general meeting is convened, i.e. 9:15 - 9:25, 9:30 - 11:30, and 13:00 - 15:00; time of voting via Internet voting platform is 9:15 - 15:00 of the same day when general meeting is convened.

## Procedures of Voting for Investors of Security Margin Trading, Refinancing, Agreed Buy-back Business Account and SH Equities

Voting involving investors of security margin trading, refinancing, relevant accounts of agreed buy-back business and SH equities shall be executed based on Rules for Implementation on On-line Voting of General Meeting of Listed Companies of Shanghai Stock Exchange.

## Involving Open Solicitation of Shareholders' Voting Rights

Not applicable.

# Matters to Be Reviewed in the Meeting

Proposals to Be Reviewed and Type of Voting Shareholders of This General Meeting

|  |  |  |
| --- | --- | --- |
| No. | Name of Proposal | Type of Voting Shareholders |
| Shareholders of A Shares |
| Non - Cumulative Voting Proposals | | |
| 1 | 2016 Work Report of Board of Directors | √ |
| 2 | 2016 Work Report of Board of Supervisors | √ |
| 3 | 2016 Duty Performance Evaluation Report for Director | √ |
| 4 | 2016 Duty Performance Evaluation Report for Supervisor | √ |
| 5 | 2016 Duty Performance Evaluation Report for Directors and Senior Management of Board of Supervisors | √ |
| 6 | 2016 Annual Report and Abstract | √ |
| 7 | 2016 Financial Final Account Settlement Report and 2017 Financial Budget Proposal | √ |
| 8 | 2016 Profit Distribution Proposal | √ |
| 9 | Proposal on Engaging An Accounting Firm for 2017 | √ |
| 10 | Proposal for issuing financial bonds | √ |
| 11 | Proposal on Electing Teng Jiao as A Member of the 9th Board of Directors | √ |
| 12 | Proposal on Changing the Registered Capital | √ |

1. Time of Disclosure and Disclosing Media of All Proposals

The foregoing proposals were respectively reviewed and passed by the 2nd meeting of the 9th Board of Directors convened on April 27, 2017, the 1st meeting of the 9th Board of Directors convened on December 19, 2016, and the 2nd meeting of the 7th Board of Supervisors convened on April 26, 2017, and please see the website of Shanghai Stock Exchange (www.sse.com.cn) and China Securities Journal, Shanghai Securities News, Securities Times and Securities Daily for announcements of resolutions of such meetings.

1. Special resolution proposal: 10, 12
2. Proposals for which votes of small and medium-scale investors are separately counted: 8, 9, 10, 11, 12
3. Proposals for which related shareholders avoid the voting: none

Name of related shareholders who shall avoid the voting: none

1. Proposals for which holders of preferred stock participate in the voting: Nil

# Attention for Voting of General Meeting

## If shareholders of the Company exercise voting rights through the on-line voting system for general meeting of Shanghai Stock Exchange, they can log in the voting platform of the trading system (via the trading terminal of a securities company designated for trading) for voting, and they may as well log in the Internet voting platform (website: vote.sseinfo.com) for voting. If an investor log in the Internet voting platform for voting for the first time, the investor needs to go through shareholder identity certification. Please see instructions of the Internet voting platform for specific operations.

## If a shareholder exercises the voting right through the on-line voting system for general meeting of Shanghai Stock Exchange, he/she may use any shareholder account of shares of the Company to participate in the on-line voting to the extent that he/she has several shareholder accounts. After the voting, it will be considered that the same type of common shares or the same series of preferred stock under all his/her shareholder accounts have respectively casted the votes of the same opinion.

## If a voting right is exercised repeatedly through the site, on-line voting platform of the Exchange or other methods, the first voting result will prevail.

## Shareholders may only submit after all proposals are voted.

## If a shareholder holds common stock and preferred stock of the Company at the same time, only common stock may be used to vote.

# Attending Target

## If shareholders of the Company are registered in Shanghai Branch of China Securities Depository and Clearing Company Limited after the closing on the date of record, they are entitled to attend general meeting (see the following table for details), and may authorize proxies in writing to attend meetings and participate in the voting. Such proxies may be non shareholders of the Company.

|  |  |  |  |
| --- | --- | --- | --- |
| **Type of Shares** | **Code of Shares** | **Abbreviation of Shares** | **Date of Record** |
| A Shares | 601166 | Industrial Bank | 5/22/2017 |

## Directors, Supervisors and Senior Management of the Company.

## Lawyers hired by the Company.

## Other Personnel.

# Method of Registration

(I) Method of Registration: institutional shareholders attending the general meeting shall present copies of business licenses or other business certificates (official seal shall be affixed), securities account cards, letters of authorization and ID cards (or other effective identity certifications) of attendees; individual shareholders shall present their ID cards and securities account cards; authorized proxies of individual shareholders shall present letters of authorization of trustors, ID cards (or other effective identity certifications) of trustors and proxies and securities account cards of trustors for registration; shareholders in other places may go through registration by letter or fax. Letter of Authorization is attached below.

(II) Time of Registration: May 23-24, 2017, 8:00-12:00 AM, 14:30-17:30 PM.

(III) Place of Registration: Floor 10, Building A, Zhongshan Building, No.154, Hudong Road, Fuzhou, Fujian

(IV) Contact Information:

Contact Person: Zhang Haiying, Huang Xu

Contact Number: 0591-87825054

Fax Number: 0591-87807916

Contact Address: Office of Board of Directors of Industrial Bank, No.154, Hudong Road, Fuzhou, Fujian

Post Code: 350003

# Other Matters

Expenses of transport and lodging of attendees shall be managed by attendees themselves.

Hereby Announced.

Industrial Bank Co., Ltd. Board of Directors

4/28/2017

Attachment: Letter of Authorization

# Attachment:

**Letter of Authorization**

Industrial Bank Co., Ltd.:

This is to authorize Mr. (Ms.) to attend and exercise the voting right in the Annual General Meeting of 2016 of your company held on 5/26/2017.

Number of Shares Held by the Trustor:

Number of Shareholder Account of Trustor:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| No. | Name of Non - Cumulative Voting Proposals | Assent | Dissent | Abstain |
| 1 | 2016 Work Report of Board of Directors |  |  |  |
| 2 | 2016 Work Report of Board of Supervisors |  |  |  |
| 3 | 2016 Duty Performance Evaluation Report for Director |  |  |  |
| 4 | 2016 Duty Performance Evaluation Report for Supervisor |  |  |  |
| 5 | 2016 Duty Performance Evaluation Report for Directors and Senior Management of Board of Supervisors |  |  |  |
| 6 | 2016 Annual Report and Abstract |  |  |  |
| 7 | 2016 Financial Final Account Settlement Report and 2017 Financial Budget Proposal |  |  |  |
| 8 | 2016 Profit Distribution Proposal |  |  |  |
| 9 | Proposal on Engaging An Accounting Firm for 2017 |  |  |  |
| 10 | Proposal for issuing financial bonds |  |  |  |
| 11 | Proposal on Electing Teng Jiao as A Member of the 9th Board of Directors |  |  |  |
| 12 | Proposal on Changing the Registered Capital |  |  |  |

Signature of Trustor (Seal): Signature of Trustee:

Number of ID Card of Trustor: 　　　　　　　　　　Number of ID Card of Trustee:

Date of Authorization:　　 MM/DD/YY

Remarks:

Trustor shall choose and check one among "Assent", "Dissent" or "Abstain" in the Letter of Authorization; if a trustor fails to give specific instruction in the Letter of Authorization, the trustee is authorized to vote based on his/her own opinion.