**Code of A Shares: 601166 Abbreviation of A Shares: Industrial Bank Announcement Code: 2018-014**

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

**Industrial Bank Co., Ltd.**

**Announcement for the Resolution of the Annual General Meeting of 2017**

|  |
| --- |
| 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:

* Whether there was any proposal voted down in the Meeting: None

# Convocation and Attendance of the Meeting

## Time of General Meeting: May 25, 2018

## Venue of the General Meeting: Guanglu Hall, 3F, Kempinski Hotel Fuzhou

## Common Shareholders who Attended the Meeting and Preferred Shareholders whose Voting Rights were Resumed and Shareholding thereof:

|  |  |
| --- | --- |
| 1. Number of Attending Shareholders and Agents | 425 |
| 2. Total Number (Shares) of Voting Shares Held by Attending Shareholders | 12,647,904,881 |
| 3. Proportion of Number of Voting Shares Held by Attending Shareholders in Total Voting Shares of the Company (%) | 60.8827 |

## Preferred Shareholders who Attended the Meeting (Except for those whose Voting were Resumed) and Their Shareholdings thereof:

Industrial Preferred 1 (360005)

|  |  |
| --- | --- |
| 1. Number of Attending Preferred Shareholders and Agents | 23 |
| 2. Total Number (Preferred Stocks Shares) of Voting Shares Held by Attending Shareholders | 105,207,000 |
| 3. Proportion of Number of Preferred Stocks Held by Attending Preferred Shareholders in Total Issuing Shares of the Company (%) | 80.9284 |

Industrial Preferred 2 (360012)

|  |  |
| --- | --- |
| 1. Number of Attending Preferred Shareholders and Agents | 9 |
| 2. Total Number (Preferred Stocks Shares) of Voting Shares Held by Attending Shareholders | 90,860,000 |
| 3. Proportion of Number of Preferred Stocks Held by Attending Preferred Shareholders in Total Issuing Shares of the Company (%) | 69.8923 |

## Whether the voting formula was in line with Company Law and Articles of Association, Chairing Information of the Meeting, etc.

The Meeting adopted the combination of site and on-line voting and conducted the voting for proposals one by one, of which the voting formula conformed to Company Law, Articles of Association and relevant national laws and regulations. The Meeting was presided by Chairman Gao Jianping of the Company.

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

1. There were 15 incumbent directors of the Company, among which 4 directors attended the Meeting, and Directors Gao Jianping, Chen Yichao, Tao Yiping and Chen Xinjian showed up in the Meeting in person and other directors were unable to be present due to official businesses or other arrangements.
2. There were 7 incumbent supervisors of the Company, among which 2 supervisors attended the Meeting, and Supervisors Jiang Yunming and Li Jian showed up in the Meeting in person and other supervisors were unable to be present due to official businesses or other arrangements.
3. Senior management of the Company (Deputy Governor & Board Secretary Chen Xinjian and Deputy Governor Sun Xiongpeng) attended the Meeting.

# Status of Review and Approval of Proposals

## Non - Cumulative Voting Proposals

### Name of Proposal: Proposal on Amendment of Articles of Association

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,621,641,183 | 99.7923 | 25,144,197 | 0.1988 | 1,119,501 | 0.0089 |

### Name of Proposal: 2017 Work Report of Board of Directors

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,644,406,458 | 99.9723 | 2,468,222 | 0.0195 | 1,030,201 | 0.0082 |

### Name of Proposal: 2017 Work Report of Board of Supervisors

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,644,304,158 | 99.9715 | 2,570,522 | 0.0203 | 1,030,201 | 0.0082 |

### Name of Proposal: 2017 Duty Performance Evaluation Report for Directors

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,643,941,958 | 99.9686 | 2,570,522 | 0.0203 | 1,392,401 | 0.0111 |

### Name of Proposal: 2017 Duty Performance Evaluation Report for Supervisors

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,643,941,958 | 99.9686 | 2,570,522 | 0.0203 | 1,392,401 | 0.0111 |

### Name of Proposal: 2017 Duty Performance Evaluation Report for Directors and Senior Management of Board of Supervisors

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,643,932,858 | 99.9685 | 2,573,022 | 0.0203 | 1,399,001 | 0.0112 |

### Name of Proposal: Proposal on Electing Part of Shareholder Supervisors of the 7th Board of Supervisors

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,643,377,258 | 99.9642 | 3,087,222 | 0.0244 | 1,440,401 | 0.0114 |

### Name of Proposal: 2017 Annual Report and Abstract

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,644,416,458 | 99.9724 | 2,751,722 | 0.0217 | 736,701 | 0.0059 |

### Name of Proposal: 2017 Financial Final Account Settlement Report and 2018 Financial Budget Proposal

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,643,591,258 | 99.9658 | 3,210,822 | 0.0253 | 1,102,801 | 0.0089 |

### Name of Proposal: 2017 Profit Distribution Proposal

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Type of Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,643,586,858 | 99.9658 | 3,680,522 | 0.0290 | 637,501 | 0.0052 |

### Name of Proposal: Proposal on Engaging an Accounting Firm for 2018

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,642,281,500 | 99.9555 | 3,111,922 | 0.0246 | 2,511,459 | 0.0199 |

### Name of Proposal: Proposal on Issuing Deductible Tier 2 Capital Debenture

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,643,570,158 | 99.9657 | 3,841,222 | 0.0303 | 493,501 | 0.0040 |

### Proposal on Offer of Related Transaction Quota to Related Affiliates

### 13.01 Name of Proposal: Proposal on Offer of Related Transaction Quota to The People’s Insurance Company (Group) of China Limited and its Affiliates

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 9,964,256,069 | 99.9537 | 3,814,822 | 0.0383 | 804,301 | 0.0080 |

### 13.02 Name of Proposal: Proposal on offer of related transaction quota to China National Tobacco Corporation and its affiliates

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,948,355 | 99.9563 | 3,827,722 | 0.0359 | 810,601 | 0.0078 |

### 13.03 Name of Proposal: Proposal on offer of related transaction quota to Fujian Yango Group Co., Ltd. and its affiliates

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,146,161,858 | 99.9584 | 4,214,522 | 0.0346 | 839,801 | 0.0070 |

### 13.04 Name of Proposal: Proposal on offer of related transaction quota to Fujian Investment & Development Group Co., Ltd. and its affiliates

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,487,652,285 | 99.9631 | 4,124,822 | 0.0330 | 477,601 | 0.0039 |

### 13.05 Name of Proposal: Proposal on offer of related transaction quota to Xiamen International Bank Co., Ltd.

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,487,568,485 | 99.9624 | 4,208,622 | 0.0336 | 477,601 | 0.0040 |

### Name of Proposal: Proposal on Satisfaction of the Company of Conditions for Private Offering of Domestic Preferred Stocks

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,643,039,228 | 99.9615 | 4,403,452 | 0.0348 | 462,201 | 0.0037 |

### Proposal on Plan for Private Offering of Domestic Preferred Shares

### 15.01 Name of Proposal: Types of Preferred Stocks Issued

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,871,425 | 99.9556 | 4,451,152 | 0.0418 | 264,101 | 0.0026 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.02 Name of Proposal: Quantity and Scale Issued

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,871,425 | 99.9556 | 4,451,152 | 0.0418 | 264,101 | 0.0026 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.03 Name of Proposal: Par Value and Price

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,870,225 | 99.9556 | 4,475,352 | 0.0420 | 241,101 | 0.0024 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.04 Name of Proposal: Issuing Method

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,868,425 | 99.9556 | 4,477,152 | 0.0420 | 241,101 | 0.0024 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.05 Name of Proposal: Issuing Target

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,807,225 | 99.9550 | 4,409,352 | 0.0414 | 370,101 | 0.0036 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.06 Name of Proposal: Duration

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,898,325 | 99.9559 | 4,295,252 | 0.0403 | 393,101 | 0.0038 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.07 Name of Proposal: Articles of Dividend Distribution

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,591,525 | 99.9530 | 4,312,452 | 0.0405 | 682,701 | 0.0065 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.08 Name of Proposal: Articles of Compulsory Share Conversion

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,642,225 | 99.9535 | 4,574,352 | 0.0430 | 370,101 | 0.0035 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.09 Name of Proposal: Articles of Conditional Redemption

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,873,425 | 99.9556 | 4,343,152 | 0.0408 | 370,101 | 0.0036 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.10 Name of Proposal: Pay-back Order and Method of Liquidation

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,900,325 | 99.9559 | 4,316,252 | 0.0405 | 370,101 | 0.0036 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.11 Name of Proposal: Restriction of Voting Right

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,922,325 | 99.9561 | 4,294,252 | 0.0403 | 370,101 | 0.0036 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.12 Name of Proposal: Restoration of Voting Right

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,900,325 | 99.9559 | 4,316,252 | 0.0405 | 370,101 | 0.0036 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.13 Name of Proposal: Rating Arrangement

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,921,925 | 99.9561 | 4,294,252 | 0.0403 | 370,501 | 0.0036 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.14 Name of Proposal: Guarantee Situation

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,895,025 | 99.9558 | 4,298,152 | 0.0404 | 393,501 | 0.0038 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.15 Name of Proposal: Transfer Arrangement

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,873,025 | 99.9556 | 4,319,652 | 0.0406 | 394,001 | 0.0038 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.16 Name of Proposal: Use of Raised Fund

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,895,025 | 99.9558 | 4,297,652 | 0.0404 | 394,001 | 0.0038 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.17 Name of Proposal: Valid Term of This Offering

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,873,025 | 99.9556 | 4,319,652 | 0.0406 | 394,001 | 0.0038 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### 15.18 Name of Proposal: Authorization Matters about This Private Stock Offering

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,873,025 | 99.9556 | 4,319,652 | 0.0406 | 394,001 | 0.0038 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### Name of Proposal: Proposal on Private Offering of Domestic Preferred Stocks to China National Tobacco Corporation’s Affiliates

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,820,325 | 99.9551 | 4,384,052 | 0.0412 | 382,301 | 0.0037 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### Name of Proposal: Proposal on Signing Conditionally Effective Preferred Stock Subscription Agreement with China National Tobacco Corporation’s Affiliates

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 10,632,820,325 | 99.9551 | 4,384,052 | 0.0412 | 382,301 | 0.0037 |
| Industrial Preferred 1 | 105,207,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Industrial Preferred 2 | 90,860,000 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |

### Name of Proposal: Proposal on Report of Utilization of Previously Raised Capital

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,643,469,058 | 99.9649 | 3,537,022 | 0.0279 | 898,801 | 0.0072 |

### Name of Proposal: Proposal on Medium-term Capital Management Plan (2018-2020)

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,643,529,058 | 99.9654 | 3,477,022 | 0.0274 | 898,801 | 0.0072 |

### Name of Proposal: Proposal on Medium-term Shareholder Return Plan (2018-2020)

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,642,942,258 | 99.9607 | 4,076,122 | 0.0322 | 886,501 | 0.0071 |

### Name of Proposal: Proposal on Diluted Spot Returns of the Private Offering of Domestic Preferred Stocks and Supplement Measures

Review Result: Passed

Voting Result:

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| Shareholder  Shareholders | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| A shares | 12,643,556,428 | 99.9656 | 3,546,252 | 0.0280 | 802,201 | 0.0064 |

## Voting for cash dividend segment

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
|  | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| Common shareholders holding 5% or more shares | 5,012,358,006 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Common shareholders holding 1%-5% shares | 5,445,355,089 | 100.0000 | 0 | 0.0000 | 0 | 0.0000 |
| Common shareholders holding 1% or less shares | 2,185,873,763 | 99.8028 | 3,680,522 | 0.1680 | 637,501 | 0.0292 |
| Wherein: common shareholders with a market value less than 500,000 | 13,856,682 | 95.0442 | 659,200 | 4.5215 | 63,301 | 0.4343 |
| Common shareholders with a market value more than 500,000 | 2,172,017,081 | 99.8347 | 3,021,322 | 0.1388 | 574,200 | 0.0265 |

## Major Items Involved, & Voting Results of less than 5% Shareholders

|  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- |
| Proposal  No. | Name of Proposal | Assent | | Dissent | | Abstain | |
| Votes | Proportion (%) | Votes | Proportion (%) | Votes | Proportion (%) |
| 7 | Proposal on Electing Part of Shareholders and Supervisors of the 7th Board of Supervisors | 4,051,897,560 | 99.8884 | 3,087,222 | 0.0761 | 1,440,401 | 0.0355 |
| 10 | 2017 Profit Distribution Proposal | 4,052,107,160 | 99.8936 | 3,680,522 | 0.0907 | 637,501 | 0.0157 |
| 11 | Proposal on Engaging An Accounting Firm for 2018 | 4,050,801,802 | 99.8614 | 3,111,922 | 0.0767 | 2,511,459 | 0.0619 |
| 12 | Proposal on Issuing Deductible Tier 2 Capital Debenture | 4,052,090,460 | 99.8931 | 3,841,222 | 0.0947 | 493,501 | 0.0122 |
| 13.01 | Proposal on Offer of Related Transaction Quota to The People’s Insurance Company (Group) of China Limited and its affiliates | 4,051,806,060 | 99.8861 | 3,814,822 | 0.0941 | 804,301 | 0.0198 |
| 13.02 | Proposal on offer of related transaction quota to China National Tobacco Corporation and its affiliates | 4,051,786,860 | 99.8857 | 3,827,722 | 0.0943 | 810,601 | 0.0200 |
| 13.03 | Proposal on offer of related transaction quota to Fujian Yango Group Co., Ltd. and its affiliates | 3,554,682,160 | 99.8580 | 4,214,522 | 0.1184 | 839,801 | 0.0236 |
| 13.04 | Proposal on offer of related transaction quota to Fujian Investment & Development Group Co., Ltd. and its affiliates | 3,896,172,587 | 99.8820 | 4,124,822 | 0.1058 | 477,601 | 0.0122 |
| 13.05 | Proposal on offer of related transaction quota to Xiamen International Bank Co., Ltd. and its affiliates | 3,896,088,787 | 99.8799 | 4,208,622 | 0.1079 | 477,601 | 0.0122 |
| 14 | Proposal on Satisfaction of the Company of Conditions for Private Offering of Domestic Preferred Stocks | 4,051,559,530 | 99.8801 | 4,403,452 | 0.1085 | 462,201 | 0.0114 |
| 15.01 | Types of Preferred Stocks Issued | 4,051,709,930 | 99.8838 | 4,451,152 | 0.1097 | 264,101 | 0.0065 |
| 15.02 | Quantity and Scale | 4,051,709,930 | 99.8838 | 4,451,152 | 0.1097 | 264,101 | 0.0065 |
| 15.03 | Par value and price | 4,051,708,730 | 99.8837 | 4,475,352 | 0.1104 | 241,101 | 0.0059 |
| 15.04 | Issuing method | 4,051,706,930 | 99.8837 | 4,477,152 | 0.1104 | 241,101 | 0.0059 |
| 15.05 | Issuing Target | 4,051,645,730 | 99.8822 | 4,409,352 | 0.1087 | 370,101 | 0.0091 |
| 15.06 | Duration | 4,051,736,830 | 99.8844 | 4,295,252 | 0.1059 | 393,101 | 0.0097 |
| 15.07 | Articles of dividend distribution | 4,051,430,030 | 99.8769 | 4,312,452 | 0.1063 | 682,701 | 0.0168 |
| 15.08 | Articles of compulsory share conversion | 4,051,480,730 | 99.8781 | 4,574,352 | 0.1128 | 370,101 | 0.0091 |
| 15.09 | Articles of conditional redemption | 4,051,711,930 | 99.8838 | 4,343,152 | 0.1071 | 370,101 | 0.0091 |
| 15.10 | Pay-back order and method of liquidation | 4,051,738,830 | 99.8845 | 4,316,252 | 0.1064 | 370,101 | 0.0091 |
| 15.11 | Restriction of voting right | 4,051,760,830 | 99.8850 | 4,294,252 | 0.1059 | 370,101 | 0.0091 |
| 15.12 | Restoration of voting right | 4,051,738,830 | 99.8845 | 4,316,252 | 0.1064 | 370,101 | 0.0091 |
| 15.13 | Rating arrangement | 4,051,760,430 | 99.8850 | 4,294,252 | 0.1059 | 370,501 | 0.0091 |
| 15.14 | Guarantee situation | 4,051,733,530 | 99.8843 | 4,298,152 | 0.1060 | 393,501 | 0.0097 |
| 15.15 | Transfer arrangement | 4,051,711,530 | 99.8838 | 4,319,652 | 0.1065 | 394,001 | 0.0097 |
| 15.16 | Use of raised fund | 4,051,733,530 | 99.8843 | 4,297,652 | 0.1060 | 394,001 | 0.0097 |
| 15.17 | Valid term of this offering | 4,051,711,530 | 99.8838 | 4,319,652 | 0.1065 | 394,001 | 0.0097 |
| 15.18 | Authorization matters about this private stock offering | 4,051,711,530 | 99.8838 | 4,319,652 | 0.1065 | 394,001 | 0.0097 |
| 16 | Proposal on private offering of domestic preferred shares to China National Tobacco Corporation’s affiliates | 4,051,658,830 | 99.8825 | 4,384,052 | 0.1081 | 382,301 | 0.0094 |
| 17 | Proposal on Signing Preferred Stock Subscription Agreement with Conditions with China National Tobacco Corporation’s Affiliates | 4,051,658,830 | 99.8825 | 4,384,052 | 0.1081 | 382,301 | 0.0094 |
| 18 | Proposal on Report of Utilization of Previously Raised Capital | 4,051,989,360 | 99.8906 | 3,537,022 | 0.0872 | 898,801 | 0.0222 |
| 20 | Proposal on Medium-term Shareholder Return Plan (2018-2020) | 4,051,462,560 | 99.8777 | 4,076,122 | 0.1004 | 886,501 | 0.0219 |
| 21 | Proposal on Diluted Spot Returns of the Private Offering of Domestic Preferred Stocks and Supplement Measures | 4,052,076,730 | 99.8928 | 3,546,252 | 0.0874 | 802,201 | 0.0198 |

## Notes for Proposal Voting

1. Proposals 1, 12, 14, 15, 16, 17 & 18 are extraordinary resolution proposals which were approved by two thirds of total effective voting shares held by attending common shareholders and shareholder representatives and passed by the voting; Proposal 15, 16 & 17 are those for which holders of preferred stocks participate in the voting, which were approved by two thirds of total effective voting shares held by attending shareholders and shareholder representatives and passed by the voting.

2. Proposals for which related shareholders avoid the voting: 13, 15, 16, 17

Related shareholders who shall avoid the voting of Proposal 13.01: The People’s Insurance Company (Group) of China Limited, PICC Property and Casualty Company Limited and PICC Life Insurance Company Limited;

Related shareholders who shall avoid the voting of Proposal 13.03: Yango Holdings Limited;

Related shareholders who shall avoid the voting of Proposal 13.04, 13.05: Fujian Investment & Development Group Co., Ltd.;

Related shareholders who shall avoid the voting of Proposal 13.02, 15, 16 and 17: China National Tobacco Corporation, Fujian Tobacco Hashare Investment Management Co., Ltd., Hunan China Tobacco Investment Management Co., Ltd., China National Tobacco (Fujian) Corporation, China National Tobacco (Guangdong) Corporation.

# Lawyers' Witness

## Law Firm which witnessed the general meeting: Grandall (Shanghai) Law Firm

Lawyers: Sun Li, Zhang Peipei

## Witness Conclusion of Lawyers:

Convocation procedures of the general meeting were subject to laws, regulations and Articles of Association; qualifications of personnel attending the general meeting were legal and effective; voting procedures of the general meeting were in consistency with relevant laws, regulations and Articles of Association, and voting results were legal and effective.

# Contents of Reference Documents

## Resolution of general meeting signed and confirmed by attending directors and recorders and affixed with the seal of Board of Directors;

## Verified Legal Opinion signed by the director of the law firm and affixed with the official seal.

Industrial Bank Co., Ltd.

May 26, 2018