**Code of Preferred Stock:** **601166 Securities abbreviation:** **Industrial Bank Announcement Number:** **2019-011**

**Code of Preferred Stock:** **360005, 360012, 360032 Abbreviation of Preferred Stocks:** **Industrial Preferred 1, Industrial Preferred 2, Industrial Preferred 3**

**Industrial Bank Co., Ltd**

**Notice on Convening 2018 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 responsible for the truthfulness, accuracy and integrity of the announcement. |

# Important notes:

* Date of General Meeting: May 27, 2019
* On-line voting system adopted by this general meeting: On-line voting system for general meeting of Shanghai Stock Exchange

# Basic Information of Meeting to be Convened

## Type and No. of General Meeting

2018 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: May 27, 2019 14:30 PM

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 May 27, 2019 to May 27, 2019

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 involved

# 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 | 2018 Work Report of Board of Directors | √ |
| 2 | 2018 Work Report of Board of Supervisors | √ |
| 3 | 2018 Annual Report and Abstract | √ |
| 4 | 2018 Financial Final Account Settlement Report and 2016 Financial Budget Proposal | √ |
| 5 | 2018 Profit Distribution Proposal | √ |
| 6 | Proposal on Engaging An Accounting Firm for 2019 | √ |
| 7 | Proposal for issuing financial bonds | √ |
| 8 | Proposal on Issuing Non-fixed Term Capital Debenture | √ |
| 9 | Proposal on Electing Directors | √ |
| 10 | Proposal on Amending the *Rules of Procedures of the General Meeting of Shareholders* | √ |
| 11 | Proposal on Amending the Rules of Procedures of the Meeting of Board of Directors | √ |
| 12 | Proposal on Amending the Rules of Procedures of the Meeting of Board of Supervisors | √ |
| 13 | Proposal on abolishing the Measures for the Administration of Foreign Equity Investments | √ |
| 14 | Proposal on Purchasing Liability Insurance for Directors, Supervisors and Senior Management Personnel | √ |
| 15 | Proposal on Offer of Serial Related Transaction Quota to Fujian Yango Group Co., Ltd | √ |

Reports to be debriefed:

1. 2018 annual work report of independent directors;

2. 2018 Duty Performance Evaluation Report for Supervisor;

3. 2018 Duty Performance Evaluation Report for Directors and Senior Management of Board of Supervisors;

1. Report on the Related Transactions of 2018.

(I) Time of Disclosure and Disclosing Media of All Proposals

The above-mentioned proposal 1, 3, 4, 5, 8, 9, and 15 have been reviewed and approved by the company at the 14th meeting of the 9th Board of Directors held on April 29, 2019; the proposal 6 has been reviewed and approved by the company at the 11th meeting of the 9th Board of Directors held on October 19-26, 2018; the proposal 7 and 14 have been reviewed and approved by the company at the 13th meeting of the 9th Board of Directors held on February 26, 2019; the proposal 10, 11 and 13 have been reviewed and approved by the company at the 12th meeting of the 9th Board of Directors held on December 21, 2018; the proposal 2 has been reviewed was approved by the company at the 12th meeting of the 7th Board of Supervisors held on February 25, 2019; the proposal 12 has been reviewed and approved by the company at the 11th meeting of the 7th Board of Supervisors held on November 16, 2018. For details, please refer to the announcement on resolutions of meetings of board of directors and board of supervisors published on the website of the Shanghai Stock Exchange (www.sse.com.cn) and the company's website (www.cib.com.cn) on October 27, 2018, November 17, 2018, December 22, 2018, February 27, 2019, and April 30, 2019, as well as the meeting information of this general meeting of shareholders subsequently disclosed.

1. Special resolution proposal: 7, 8, 10, 11, 12
2. Proposals for which votes of small and medium-scale investors are separately counted: 5, 6, 7, 8, 9, 14, 15
3. Proposals for which related shareholders avoid the voting: 15

Name of related shareholders who shall avoid the voting: Yango Holding Co., Ltd.

1. Proposals for which holders of preferred stock participate in the voting: None

# 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 or other methods, the first voting result will prevail.

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

## If a shareholder holds common stocks and preferred stocks of the Company at the same time, they shall be voted with respectively; if a shareholder holds various preferred stocks, they shall be voted with respectively.

# 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 | 2019/5/21 |

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

## Lawyers hired by the Company

## Other Personnel

# Method of Registration

* 1. Registration method:

institutional shareholders meeting the requirements 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 meeting the requirements 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.

(II) Time of Registration: May 22-23, 2019, 8:00-12:00 am, 14:30-17:30 pm.

* + 1. Place of Registration: Floor 10, Building A, Zhongshan Building, No.154, Hudong Road, Fuzhou, Fujian

# Other Matters

Contact Information:

Contact: Ms. Zhang and Ms. Huang

Contact Number: 0591-87825054

Fax: 0591-87807916

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

Postal Code: 350003

Hereby Announced.

Attachment: Letter of Authorization

 Industrial Bank Co., Ltd

 April 30, 2019

# Attachment: Letter of Authorization

**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 2018 of your company on 2019年5月27日

Number of Shares Held by the Trustor:

Number of Preferred Shares Held by the Trustor:

Number of Shareholder Account of Trustor:

| **Serial No.** | **Name of Non - Cumulative Voting Proposals** | **Assent** | **Dissent** | **Abstain** |
| --- | --- | --- | --- | --- |
| 1 | 2018 Work Report of Board of Directors |   |   |   |
| 2 | 2018 Work Report of Board of Supervisors |   |   |   |
| 3 | 2018 Annual Report and Abstract |   |   |   |
| 4 | 2018 Financial Final Account Settlement Report and 2016 Financial Budget Proposal |   |   |   |
| 5 | 2018 Profit Distribution Proposal |   |   |   |
| 6 | Proposal on Engaging An Accounting Firm for 2019 |   |   |   |
| 7 | Proposal for issuing financial bonds |   |   |   |
| 8 | Proposal on Issuing Non-fixed Term Capital Debenture |   |   |   |
| 9 | Proposal on Electing Directors |   |   |   |
| 10 | Proposal on Amending the *Rules of Procedures of the General Meeting of Shareholders* |   |   |   |
| 11 | Proposal on Amending the Rules of Procedures of the Meeting of Board of Directors |   |   |   |
| 12 | Proposal on Amending the Rules of Procedures of the Meeting of Board of Supervisors |   |   |   |
| 13 | Proposal on abolishing the Measures for the Administration of Foreign Equity Investments |   |   |   |
| 14 | Proposal on Purchasing Liability Insurance for Directors, Supervisors and Senior Management Personnel |   |   |   |
| 15 | Proposal on Offer of Serial Related Transaction Quota to Fujian Yango Group Co., Ltd |   |   |   |

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.