**Securities Code: 601166 Securities Abbreviation: Industrial Bank Announcement Code: 2021-017**

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

**Industrial Bank Co., Ltd.**

**Notice on Convening 2020 Annual General Meeting of** [**Shareholder**](http://www.youdao.com/w/shareholder/#keyfrom=E2Ctranslation)**s**

|  |
| --- |
| 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 of Shareholders: 2021.
* The online voting system used in this general meeting of shareholders: online voting system for general meeting of Shareholders of Shanghai Stock Exchange

# Basic Information of Meeting to be Convened

## Type and Session of General Meeting of Shareholders

2020 Annual General Meeting of Shareholders

## Convener of General Meeting of Shareholders: Board of Directors

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

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

Date and Time of the Meeting: June 11, 2021. 9:00

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

## System, Start & Finish Date and Voting Time of Online Voting

Online voting system: online voting system for general meeting of Shareholders of Shanghai Stock Exchange

Start & Finish Date of Online Voting: from June 11, 2021

to June 11, 2021

Online 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 of shareholders 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 of shareholders is convened.

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

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

## Involving Open Solicitation of Shareholders' Voting Rights

Not involving

# Matters to Be Reviewed in the Meeting

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

|  |  |  |
| --- | --- | --- |
| **No.** | **Name of Proposal** | **Type of Voting Shareholders** |
| **Shareholders of A Share** |
| Non - Cumulative Voting Proposals | | |
| 1 | 2020 Work Report of Board of Directors | √ |
| 2 | 2020 Work Report of Board of Supervisors | √ |
| 3 | 2020 Annual Report and Abstract | √ |
| 4 | 2020 Financial Final Account Settlement Report and 2021 Financial Budget Proposal | √ |
| 5 | 2020 Profit Distribution Proposal | √ |
| 6 | Proposal on Issuing Deductible Tier 2 Capital Debenture | √ |
| 7 | Proposal on Issuing Financial Bonds | √ |
| 8 | Proposal on Engaging An Accounting Firm for 2021 | √ |
| 9 | Proposal on Medium-term Capital Management Plan (2021-2023) | √ |
| 10.00 | Proposal on Giving Related Transaction Quota to certain Related Parties | √ |
| 10.01 | Giving Related Transaction Quota to the People’s Insurance Company (Group) of China Limited and Its Affiliates | √ |
| 10.02 | Giving Related Transaction Quota to Fujian Yango Group Co., Ltd. and Its Affiliates | √ |
| 11.00 | Proposal on Electing Directors of the 10th Board of Directors | √ |
| 11.01 | Electing Mr. Lyu Jiajin as Director of the 10th Board of Directors | √ |
| 11.02 | Electing Mr. Chen Yichao as Director of the 10th Board of Directors | √ |
| 11.03 | Electing Mr. Li Zhuyong as Director of the 10th Board of Directors | √ |
| 11.04 | Electing Mr. Xiao Hong as Director of the 10th Board of Directors | √ |
| 11.05 | Electing Mr. Lin Tengjiao as Director of the 10th Board of Directors | √ |
| 11.06 | Electing Mr. Tao Yiping as Director of the 10th Board of Directors | √ |
| 11.07 | Electing Mr. Chen Jinguang as Director of the 10th Board of Directors | √ |
| 11.08 | Electing Mr. Chen Xinjian as Director of the 10th Board of Directors | √ |
| 11.09 | Electing Mr. Sun Xiongpeng as Director of the 10th Board of Directors | √ |
| 11.10 | Electing Mr. Su Xijia as Independent Director of the 10th Board of Directors | √ |
| 11.11 | Electing Mr. Chen Guogang as Independent Director of the 10th Board of Directors | √ |
| 11.12 | Electing Mr. Lin Hua as Independent Director of the 10th Board of Directors | √ |
| 11.13 | Electing Mr. Ben Shenglin as Independent Director of the 10th Board of Directors | √ |
| 11.14 | Electing Mr. Xu Lin as Independent Director of the 10th Board of Directors | √ |
| 12.00 | Proposal on Electing Shareholder Supervisors and External Supervisors of the 8th Board of Supervisors | √ |
| 12.01 | Electing Mr. He Xudong as Shareholder Supervisor of the 8th Board of Supervisors | √ |
| 12.02 | Electing Mr. Paul M. Theil as External Supervisor of the 8th Board of Supervisors | √ |
| 12.03 | Electing Mr. Zhu Qing as External Supervisor of the 8th Board of Supervisors | √ |
| 12.04 | Electing Mr. Xia Dawei as External Supervisor of the 8th Board of Supervisors | √ |
| 13 | Proposal on the Company Meets the Conditions for the Public Offering of A Share Convertible Bond | √ |
| 14.00 | Proposal on the Public Offering and Listing of A Share Convertible Bond | √ |
| 14.01 | Types of Securities Issued | √ |
| 14.02 | Issuing Scale | √ |
| 14.03 | Par Value and Issuing Price | √ |
| 14.04 | Bond Period | √ |
| 14.05 | Interest Rate of Bond | √ |
| 14.06 | Term and Method of Interest Payment | √ |
| 14.07 | Conversion Period | √ |
| 14.08 | Determination and Adjustment of the Conversion Price | √ |
| 14.09 | Conversion Price Downward Revision Clause | √ |
| 14.10 | Method of Determining the Number of Shares Converted | √ |
| 14.11 | Attribution of Dividends in the Conversion Year | √ |
| 14.12 | Redemption Clause | √ |
| 14.13 | Put Provision | √ |
| 14.14 | Issuing Method and Issuing Target | √ |
| 14.15 | Arrangement of Placement to Original Shareholders | √ |
| 14.16 | Convertible Bond Holders and Convertible Bond Holders Meeting | √ |
| 14.17 | Purpose of this Raised Funds | √ |
| 14.18 | Guarantee Matters | √ |
| 14.19 | Validity of this Resolution | √ |
| 15 | Proposal on Feasibility Report on Use of Raised Funds by this Public Offering of A Share Convertible Bond | √ |
| 16 | Proposal on Use Report of Previous Raised Funds | √ |
| 17 | Proposal on Medium-term Shareholder Return Plan (2021-2023) | √ |
| 18 | Proposal on Diluted Spot Returns and Supplement Measures of the Public Offering of A Share Convertible Bond | √ |
| 19 | Proposal on Requesting General Meeting of Shareholders to Authorize Board of Directors and Person Authorized by Board of Directors to Deal with Relevant Matters of this Public Offering of A Share Convertible Bond | √ |

The following reports will be debriefed at this general meeting of shareholders

1. 2020 Work Report of Independent Directors;

2. 2020 Duty Performance Evaluation Report for Supervisor;

3. 2020 Duty Performance Evaluation Report for Directors and Senior Management of Board of Supervisors;

1. Report on the Related Transactions of 2020.

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

The foregoing proposals were reviewed and approved by the 26th Meeting of the 9th Board of Directors of the Company on December 18, 2020, the 22nd Meeting of the 7th Board of Supervisors on March 29, 2021, the 27th Meeting of the 9th Board of Directors on March 30, 2021, the 24th Meeting of the 7th Board of Supervisors and the 29th Meeting of the 9th Board of Directors on May 21, 2021. For details, Please refer to the announcements on the resolutions of the board of directors meeting and the board of supervisors meeting published on the website of Shanghai Stock Exchange (www.sse.com.cn) on December 19, 2020, March 31, 2021, and May 22, 2021. Please see the website of Shanghai Stock Exchange (www.sse.com.cn) for the announcements of resolutions of the Board of Directors meeting and the Board of Supervisors meeting on December 19, 2020, March 31, 2021, and May 22, 2021. Please see the website of Shanghai Stock Exchange (www.sse.com.cn) for the documents of this general meeting of shareholders.

(II) Special resolution proposal: 6, 7, 13, 14, 15, 16, 19

(III) Proposals for which votes of small and medium-scale investors are separately counted: 5, 6, 7, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19

(IV) Proposals for which related shareholders avoid the voting: 10

Name of related shareholders who shall avoid the voting: Proposal 10.01 Related shareholders who shall avoid the voting: the People’s Insurance Company (Group) of China Limited, PICC Property and Casualty Company Limited and PICC Life Insurance Company Limited; Proposal 10.02 Related shareholders who shall avoid the voting: Yango Holdings Co., Ltd. and Lin Tengjiao.

(V) Proposals for which shareholders of preferred stock participate in the voting: Nil

# Attention for Voting of General Meeting of Shareholders

## (I) If shareholders exercise the voting rights through the online voting system of general meeting of shareholders 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 can 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.

## (II) If a shareholder exercises the voting right through the online voting system of general meeting of shareholders of Shanghai Stock Exchange, he/she may use any shareholder account of shares of the Company to participate in the online 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.

## (III) If a voting right is exercised repeatedly through the site, online voting platform of Shanghai Stock Exchange or other methods, the first voting result will prevail.

## (IV) Shareholders may only submit after all proposals are voted.

## (V) This general meeting of shareholders does not involve the proposal for which shareholders of preferred stock participate in the voting. 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

## (I) 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 of shareholders (see the following table for details), and may authorize proxies in writing to attend meeting and participate in the voting. Such proxies may not be shareholders of the Company.

|  |  |  |  |
| --- | --- | --- | --- |
| **Type of Shares** | **Code of Shares** | **Abbreviation of Shares** | **Date of Record** |
| A Share | 601166 | Industrial Bank | 2021/6/4 |

## (II) Directors, Supervisors and Senior Management of the Company.

## (III) Lawyers hired by the Company.

## (IV) Other Personnel.

# Method of Registration

## (I) Method of Registration:

Legal person shareholders and legal representatives who meet the requirements for attending the meeting shall present the copy of business license with official seal, the certificate of legal representative with official seal, the securities account card and the ID Card of legal representative; authorized proxies attending the meeting shall present the copy of business license with official seal, the certificate of legal representative with official seal, the securities account card, the letter of authorization (see the attachment for the format) and the ID Card of proxies;

Individual shareholders who meet the requirements for attending the meeting shall present the ID Card and the securities account card; authorized proxies attending the meeting shall present the securities account card, the letter of authorization (see the attachment for the format), the copy of the ID Card of trustors and the ID Card of proxies;

Shareholders in other places may go through registration by letter or fax.

(II) Time of Registration: June 7-8, 2021, 9:00-12:00 AM, 15:00-18:00 PM.

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

# Other Matters

(I) Contact Information:

Contact Person: Ms. Zhang, Ms. Huang

Contact Number: 0591-87825054

Fax Number: 0591-87807916

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

Post Code: 350003

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

Hereby Announced.

Board of Directors of Industrial Bank Co., Ltd.

May 22, 2021

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 2020 Annual General Meeting of Shareholders of your Company held on June 11, 2021.

Number of Common Shares Held by the Trustor:

Number of Shareholder Account of Trustor:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **No.** | **Name of Non - Cumulative Voting Proposals** | **Assent** | **Dissent** | **Abstain** |
| 1 | 2020 Work Report of Board of Directors |  |  |  |
| 2 | 2020 Work Report of Board of Supervisors |  |  |  |
| 3 | 2020 Annual Report and Abstract |  |  |  |
| 4 | 2020 Financial Final Account Settlement Report and 2021 Financial Budget Proposal |  |  |  |
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| 9 | Proposal on Medium-term Capital Management Plan (2021-2023) |  |  |  |
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| 14.05 | Interest Rate of Bond |  |  |  |
| 14.06 | Term and Method of Interest Payment |  |  |  |
| 14.07 | Conversion Period |  |  |  |
| 14.08 | Determination and Adjustment of the Conversion Price |  |  |  |
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| 14.12 | Redemption Clause |  |  |  |
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| 14.18 | Guarantee Matters |  |  |  |
| 14.19 | Validity of this Resolution |  |  |  |
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| 16 | Proposal on Use Report of Previous Raised Funds |  |  |  |
| 17 | Proposal on Medium-term Shareholder Return Plan (2021-2023) |  |  |  |
| 18 | Proposal on Diluted Spot Returns and Supplement Measures of the Public Offering of A Share Convertible Bond |  |  |  |
| 19 | Proposal on Requesting General Meeting of Shareholders to Authorize Board of Directors and Person Authorized by Board of Directors to Deal with Relevant Matters of this Public Offering of A Share Convertible Bond |  |  |  |

Signature of Trustor (Seal): Signature of Trustee:

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

Date of Authorization: MM/DD/YYYY

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.