



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)

Supplemental Form of Proxy for the Annual General Meeting for the year 2008  
to be held on 25 May 2009

I / We <sup>(Note 1)</sup> \_\_\_\_\_  
of \_\_\_\_\_  
being the registered holder(s) of \_\_\_\_\_ <sup>(Note 2)</sup>  
H shares of RMB1.00 each in the capital of Industrial and Commercial Bank of China Limited (the "Bank"), hereby appoint **the Chairman of the**  
**meeting** <sup>(Note 3)</sup> or \_\_\_\_\_  
\_\_\_\_\_ to act as my/our proxy to attend and vote for me/us and on my/our behalf  
at the Annual General Meeting for the year 2008 of the Bank (the "Meeting") to be held at the Four Seasons Grand Ballroom, Four Seasons Hotel, 8  
Finance Street, Central, Hong Kong and at B3 Academic Exchange, Industrial and Commercial Bank of China Limited, No. 55 Fuxingmennei Avenue,  
Xicheng District, Beijing, PRC concurrently by video conference at 9:30 a.m. on Monday, 25 May 2009 or any adjournment thereof, for the purpose  
of considering and if thought fit, passing the resolutions set out in the supplemental notice convening the Meeting, and voting on behalf of me/us under  
my/our name as indicated below <sup>(Note 4)</sup> in respect of the resolutions to be proposed at the Meeting and any of its adjournment.

Ordinary resolutions		For <sup>(Note 4)</sup>	Against <sup>(Note 4)</sup>	Abstained <sup>(Note 5)</sup>
12	To consider and appoint Ms. Dong Juan as an external supervisor of the Bank.			
13	To consider and appoint Mr. Meng Yan as an external supervisor of the Bank.			

Dated \_\_\_\_\_ 2009 Shareholder's Signature <sup>(Note 5)</sup> \_\_\_\_\_

Notes:

- (1) Please insert full name(s) in **BLOCK CAPITALS** and address as registered in the register of members.
- (2) Please insert the number of shares registered in your name(s) relating to this form of proxy. If no number is inserted, this proxy form will be deemed to relate to all shares registered in your name(s).
- (3) If a proxy other than the Chairman of the meeting is preferred, cross out the words "**the Chairman of the meeting** or" and insert the full name and address of the proxy (or proxies) desired in the space provided. If you are a shareholder of the Bank who is entitled to attend and vote at the Meeting convened by this notice, you are entitled to appoint one or more proxies to attend and vote on your behalf. A proxy need not be a shareholder of the Bank. **Any changes to this proxy form should be initialled by the person who signs it.**
- (4) **IMPORTANT: IF YOU WISH TO VOTE FOR A RESOLUTION, PLEASE TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST A RESOLUTION, TICK IN THE BOX MARKED "AGAINST". IF YOU WISH TO VOTE "ABSTAINED" THE RESOLUTION, PLEASE TICK IN THE BOX MARKED "ABSTAINED".** If no direction is given, the proxy will be entitled to vote or abstain as he thinks fit. Your proxy will also be entitled to vote at his discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
- (5) This form of proxy must be signed by you, or your attorney duly authorised in writing or, if you are a corporation, must either be executed under the common seal or under the hand of a director or duly authorised attorney(s). If this proxy form is signed by an attorney of a shareholder, the power of attorney or other authority (if any) under which it is signed must be notarised.
- (6) In the case of joint holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders are present at the Meeting whether attending in person or by proxy, the vote of the person, whose name stands first on the register of members of the Bank in respect of such share shall be accepted to the exclusion of the vote(s) of the other joint holder(s).
- (7) To be valid, this proxy form together with the power of attorney or other authorisation document (if any) must be deposited at the H share registrar of the Bank by hand or by post not less than 24 hours before the time fixed for the holding of the Meeting or any adjournment thereof (as the case may be). Completion and delivery of this proxy form will not preclude shareholders from attending and voting at the Meeting if she/he so wishes. In such event, the instrument appointing a proxy shall be deemed to be revoked. The H share registrar of the Bank is Computershare Hong Kong Investor Services Limited, whose address is at Rooms 1806-07, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.
- (8) Document of evidence must be shown by shareholder(s) or proxies to attend the Meeting.
- (9) The Meeting will be held at the Four Seasons Grand Ballroom, Four Seasons Hotel, 8 Finance Street, Central, Hong Kong and at B3 Academic Exchange, Industrial and Commercial Bank of China Limited, No. 55 Fuxingmennei Avenue, Xicheng District, Beijing, PRC concurrently by video conference. Holders of H shares of the Bank may elect to attend the Meeting and vote at one of the above venues. Shareholders are entitled to appoint one or more proxies to attend the Meeting, but only one of the proxies can be designated to vote at the Meeting.
- (10) This form of proxy is the supplemental form of proxy for the purpose of the supplemental resolutions set out in the Supplemental Notice of Annual General Meeting for the Year 2008 dated 11 May 2009 and only serves as a supplement to the original form of proxy for the Meeting.