This summary aims to give you an overview of the information contained in this prospectus. As this is a summary, it does not contain all the information that may be important to you. You should read the whole document before you decide to invest in the Offer Shares.

There are risks associated with any investment. Some of the particular risks in investing in the Offer Shares are set out in the section headed "Risk Factors". You should read that section carefully before you decide to invest in the Offer Shares.

The market share and industry data in this prospectus were derived from data prepared in accordance with PRC GAAP or other applicable GAAP, which may differ from IFRS in certain significant respects.

OVERVIEW

We are the first and largest national joint stock commercial bank in the PRC primarily founded by non-state-owned enterprises. Since our establishment in 1996, we have grown significantly and, as of September 30, 2009, we ranked fourth among the Other Joint Stock Commercial Banks in terms of total assets according to PBOC statistics. As of September 30, 2009, we had total assets of RMB1,402.9 billion, total loans to customers of RMB893.5 billion and total deposits from customers of RMB1,099.5 billion.

We have expanded our business at a rapid pace. From December 31, 2006 to December 31, 2008, our total assets, total loans to customers and total deposits from customers grew at a CAGR of 20.6%, 18.1%, and 16.1%, respectively. From 2006 to 2008, our net profit grew at a CAGR of 44.9% from RMB3.8 billion to RMB7.9 billion. We had profit before tax of RMB13.5 billion for the nine months ended September 30, 2009 (which includes a non-recurring gain on disposal of Haitong securities of RMB4.9 billion). Although our business has grown rapidly during this period, we have maintained our discipline at risk management, and thereby also maintained high asset quality. As of September 30, 2009, our non-performing loan ratio(1) was 0.82%, compared with the industry's average of 1.66% in China.

In recent years, we have taken a number of measures to rationalize our business mix, strengthen our risk management system and upgrade our information technology system in order to improve our overall competitiveness. Since late 2007, we have carried out a SBU reform to align our internal structure with our key industries, customers and products, which we believe will strengthen our ability to better take advantage of market opportunities, serve customers and manage risk. We believe that we were the first PRC bank to implement wide-ranging SBU reform. We have received a number of honors and awards for our business performance, management capability and corporate governance. For example:

- in 2009, The Chinese Banker («銀行家») magazine named us the "Best Corporate Governance Bank of 2008;"
- in 2008, we were named one of the "Best Risk Management Banks" in the PRC in the annual Best PRC Financial Institutions League Table Awards organized by the Financial News («金融時報»);
- in 2008, a panel led by the Development and Research Center of the State Council and various other organizations ranked us third among its "100 Most Dynamic PRC Enterprises of 2008;"

Note:

(1) Our non-performing loan ratio is identical to our impaired loan ratio as such term is read in this prospectus.

- in 2008, The Chinese Banker («銀行家») magazine named us the "Best Corporate Governance Bank of 2007" and "Best Management Practices Innovation Bank of 2007;"
- in 2008, we were recognized as having the "Best Customer Service Center in Finance" by the Financial News («金融時報»);
- in 2008, we were named "Best Online Bank" by the China Electronic Commerce Association and the China Payment Systems Research Center and we received the "2008 Award for the PRC Online Bank with the Best Risk Prevention" from the Chinese Finance Certification Agency; and
- in 2007, Forbes Magazine listed us as one of the "Top 50 Largest Listed Enterprises in the Asia Pacific Region."

We are headquartered in Beijing and had 29 branches and 387 sub-branches throughout the PRC as of September 30, 2009. Through our network, we provide a broad range of corporate and retail banking products and services. We also conduct treasury operations for our own account and on behalf of our customers.

For the nine months ended September 30, 2009, our total operating income was RMB31.3 billion, which includes an amount of RMB5.6 billion that was not allocated to our three main lines of business. Such amount mainly related to a RMB4.9 billion gain on disposal of interest in Haitong Securities, see "Financial Information — Results of Operations — Six Months Ended June 30, 2009 Compared to Six Months Ended June 30, 2008 — Net gain/(loss) on Disposal of Available-for-sale Securities". Excluding such RMB4.9 billion gain, our total operating income for the nine months ended September 30, 2009 would have been RMB26.4 billion and contribution to such total operating income by corporate banking, retail banking and treasury business would have been 70.9%, 13.4% and 13.1%, respectively. We completed the domestic initial public offering and listing on the Shanghai Stock Exchange of our A shares in December 2000.

OUR STRENGTHS

- *Since our establishment, we have followed a market-oriented and profit-driven business model with a corporate culture that encourages innovation.*
- *We are a fast growing national joint stock commercial bank in the PRC that has sound corporate governance, well-established compliance practices and transparent disclosure systems.*
- *Our outstanding corporate banking business, coupled with the SBU reform, has further strengthened our competitive position.*
- *We have a distinct retail banking business model that has contributed to the strong growth of our retail banking business.*
- *We have built a fast growing fee and commission-based business by leveraging product and service innovation and our high-quality customer base.*
- *We have prudent and comprehensive risk management.*
- *We have an advanced information technology system.*
- *We have an experienced senior management team and skilled workforce.*

OUR STRATEGIES

- *Maintaining and expanding our existing high quality large corporate customer base by providing innovative products and high quality services and refining our SBU operations.*
- *Striving to become a leader in the SME financial services business in the PRC by leveraging our diverse customer base and knowledge of the SME financial services sector.*

- *Actively expanding our retail banking business and consolidating our strengths in medium and high-end customers and wealth management.*
- *Maintaining the rapid growth of our fee and commission-based business.*
- *Strategically expanding and improving our branch networks and other distribution channels.*
- *Continuing to maintain our competitive strength in information technology.*
- *Further strengthening our risk management and internal control.*
- *Continuing to improve our financial and operational efficiency and enhancing our capital management capabilities.*
- *Further strengthening the competitiveness of our talented workforce.*
- *Selectively entering into other areas of financial services when appropriate business opportunities arise.*

RISK FACTORS

There are certain risks involved in investing in our H Shares. These risks can be categorized into (i) risks relating to our loan portfolio; (ii) risks relating to our business; (iii) risks relating to the banking industry in the PRC; (iv) risks relating to the PRC; and (v) risks relating to the Global Offering.

Risks Relating to Our Loan Portfolio

- *If we are unable to effectively maintain the quality of our loan portfolio or other assets, our business could be materially and adversely affected.*
- *We may have to increase our provisions for impaired loans.*
- *A large portion of our loan portfolio is made to corporate customers, customers in certain industries and regions and certain single borrowers, and any economic downturn impacting such industries, regions or customers could materially and adversely affect our business.*
- *The collateral or guarantees securing our loans may not be sufficient, and we may be unable to realize the value of the collateral or guarantees in a timely manner or at all.*

Risks Relating to Our Business

- *We may not be able to satisfy the capital adequacy requirement established by the CBRC.*
- *We may not be able to successfully maintain growth or otherwise obtain sufficient resources to support such growth.*
- *If we are unable to maintain our growth rate in customer deposits or if there is a significant decrease in our customer deposits, our business operations and our liquidity may be adversely affected.*
- *We will be exposed to various risks as we expand our range of products and services.*
- *Our business operation reform and organizational restructuring may not be as effective as we expected.*
- *We are subject to a number of risks, including credit risk, market risk, liquidity risk and operational risk, and cannot assure you that our risk management and internal control policies and procedures can protect us against such risks.*
- *We are subject to counterparty risks in our derivative transactions.*

- *We are subject to risks associated with off-balance-sheet commitments.*
- *We may not be able to detect and prevent fraud or other misconduct committed by our employees or third parties.*
- *We are subject to PRC regulatory requirements, and our failure to fully comply with such requirements could materially and adversely affect our business, financial condition, results of operations and our reputation.*
- *We may not be able to hire, train or retain a sufficient number of qualified staff.*
- *Our business is highly dependent on the proper functioning and improvement of our information technology systems.*
- *We may not be able to detect money laundering and other illegal or improper activities fully or on a timely basis, which could expose us to additional liability and harm our business or reputation.*
- *We do not possess title certificates in respect of some of the properties we own, and some of our landlords lack relevant title certificates for properties leased to us, which may materially and adversely affect our right to use such properties.*
- *Our business, financial condition, results of operations and prospects and the value of your investment may be materially and adversely affected as a result of negative media coverage relating to us, our personnel or the PRC banking industry.*

Risks Relating to the Banking Industry in the PRC

- *The increasingly competitive nature of the PRC banking industry, as well as competition for funds which may arise from the developing PRC capital markets, could materially and adversely affect our business, financial condition, results of operations and prospects.*
- *The growth of the PRC banking industry may not be sustainable.*
- *Our business and operations are highly regulated, and our business, financial condition, results of operations and prospects may be materially and adversely affected by regulatory changes or other governmental policies, including their interpretation and application.*
- *We are subject to changes in interest rates and other market risks.*
- *PRC regulations impose certain limitations on the types of investments we may make and, as a result, our ability to seek higher investment returns and our ability to diversify our investment portfolio or hedge the risks relating to our RMB-denominated assets are limited.*
- *The effectiveness of our risk management system is affected by the quality and scope of information available in the PRC.*
- *Our loan classification and provisioning policies may be different from those applicable to banks in certain other countries or regions.*
- *Future amendments to IAS 39 and interpretive guidance on its application may require us to change our practice for making provisions to impairment of financial assets.*
- *The ability of our shareholders to pledge their shares is limited by applicable PRC legal and regulatory requirements.*
- *Investments in commercial banks in the PRC are subject to ownership restrictions that may materially and adversely affect the value of your investment.*

- *We cannot assure you of the accuracy or comparability of facts, forecasts and statistics contained in this prospectus with respect to the PRC, its economy or the PRC and global banking industries.*

Risks Relating to the PRC

- *Our business, earnings, assets quality and financial condition have been and will continue to be affected by the deterioration in the global economy and the slowdown of China's economic growth, as well as the changes in PRC government's policies.*
- *The interpretation and enforcement of the PRC laws and regulations may limit the protection available to you.*
- *You may experience difficulties in effecting service of legal process or enforcing foreign judgments against us and our management.*
- *Government control of currency conversion and the fluctuation of the Renminbi may materially and adversely affect our operations and our ability to pay dividends to holders of our H Shares.*
- *Holders of H Shares may be subject to PRC taxation.*
- *Payment of dividends is subject to restrictions under PRC law.*
- *Changes in tax incentives may materially and adversely affect our business and results of operations.*
- *Any future outbreaks of contagious diseases in the PRC may have a material adverse effect on our business operations, financial condition and results of operations.*

Risks Relating to the Global Offering

- *The characteristics of the A Share and H Share markets may differ, and the liquidity and market price of our H Shares following the Global Offering may be volatile.*
- *There has been no prior public market for our H Shares, an active trading market may not develop, and the trading price of our H Shares may fluctuate significantly.*
- *Forward-looking statements contained in this prospectus are subject to risks and uncertainties.*
- *Future sales or perceived sales of substantial amounts of our H Shares in the public market or the conversion of our A Shares to H Shares could have a material adverse effect on the prevailing market price of our H Shares and our ability to raise capital in the future.*
- *Because the Offer Price of our H Shares is higher than our net tangible book value per share, purchasers of our H Shares in the Global Offering will experience immediate dilution upon such purchase.*
- *Since there will be a time gap between the pricing and trading of our H Shares, holders of our H Shares are subject to the risk that the trading prices of our H Shares could fall during the period before trading of our H Shares begins.*
- *Dividends declared in the past may not be indicative of our dividend policy in the future.*
- *You should read the entire prospectus carefully and we strongly caution you not to place any reliance on any information contained in press articles or other media regarding us and the Global Offering.*

SUMMARY FINANCIAL AND OPERATING INFORMATION

Selected Audited Financial Data

You should read the summary financial and operating information set forth below in conjunction with the Accountant's Report set out in Appendix I and the sections headed "Description of Our Assets and Liabilities" and "Financial Information." The selected income statement information for the three years ended December 31, 2006, 2007 and 2008 and the six months ended June 30, 2008 and 2009, and the selected balance sheet information as of December 31, 2006, 2007 and 2008 and June 30, 2009 set forth below are derived from the Accountant's Report set out in Appendix I.

Selected Consolidated Income Statement Data

	For the year ended December 31,			For the six months ended June 30,	
	2006	2007	2008	2008	2009
				(unaudited)	
	(in millions of RMB)				
Interest income	27,361	40,070	56,311	27,259	24,634
Interest expense	(11,193)	(17,490)	(25,931)	(12,563)	(10,684)
Net interest income	**16,168**	**22,580**	**30,380**	**14,696**	**13,950**
Fee and commission income	1,224	2,665	4,755	3,211	2,442
Fee and commission expense	(197)	(274)	(294)	(139)	(144)
Net fee and commission income	**1,027**	**2,391**	**4,461**	**3,072**	**2,298**
Net trading income	202	425	185	(155)	23
Net gain/(loss) on disposal of available-for-sale securities	44	(124)	(53)	27	4,959
Impairment losses on assets	(2,214)	(2,265)	(6,518)	(1,615)	(2,851)
Operating expenses	(9,717)	(13,752)	(17,817)	(7,868)	(8,378)
Other operating expenses	(273)	(43)	(150)	(1)	(415)
Profit before income tax	**5,237**	**9,212**	**10,488**	**8,156**	**9,586**
Income tax expense	(1,479)	(2,877)	(2,595)	(2,110)	(2,207)
Net profit	**3,758**	**6,335**	**7,893**	**6,046**	**7,379**
Earnings per share (expressed in RMB per share)					
— basic	0.23	0.36	0.42	0.32	0.39
— diluted	0.23	0.36	0.42	0.32	0.39
Dividends[(1)]	—	3,620	1,506	—	—

Note:

(1) Represents the final dividend proposed after the respective balance sheet date.

Selected Consolidated Balance Sheet Data

	As of December 31,			As of June 30,
	2006	2007	2008	2009
	(in millions of RMB)			
Cash and due from banks and other financial institutions	11,564	11,986	17,648	24,080
Balances with central banks	105,205	106,992	181,878	134,641
Placements with banks and other financial institutions	32,148	80,235	52,408	174,595
Loans and advances to customers	465,671	547,296	646,475	890,678
Investment securities:				
- available-for-sale	50,162	60,715	53,597	65,042
- held-to-maturity	40,302	45,816	38,716	46,494
- loans and receivables	10,228	47,449	37,066	38,516
Total assets	725,087	918,837	1,054,350	1,410,014
Deposits from customers	583,315	671,219	785,786	1,075,309
Due to and placements from banks and other financial institutions	91,821	150,253	160,248	221,090
Total liabilities	705,776	868,650	999,678	1,351,962
Total equity	19,311	50,187	54,672	58,052

Selected Financial Ratios

	As of or for the year ended December 31,			As of or for the six months ended June 30,	
	2006	2007	2008	2008	2009
				(unaudited)	
	(in percentages)				
Profitability ratios					
Return on total assets[(1)(2)]	0.52%	0.69%	0.75%	1.14%	1.05%
Return on average assets[(2)(3)]	0.58%	0.77%	0.80%	1.22%	1.20%
Return on equity[(2)(4)]	19.46%	12.62%	14.44%	21.90%	25.42%
Return on average equity[(2)(5)]	21.61%	18.23%	15.05%	22.94%	26.18%
Net interest spread[(2)(6)]	2.64%	2.84%	3.00%	3.20%	2.31%
Net interest margin[(2)(7)]	2.70%	2.93%	3.15%	3.22%	2.43%
Non-interest income to operating income	7.30%	10.65%	13.13%	16.69%	34.29%
Operating expenses to operating income[(8)]	57.28%	54.59%	51.37%	44.61%	41.42%
Cost-to-income ratio[(9)]	49.30%	46.49%	43.04%	36.60%	35.45%
Asset quality ratios					
Impaired loan ratio[(10)]	1.25%	1.22%	1.20%	1.21%	0.86%
Allowance to impaired loans[(11)]	108.89%	113.14%	150.04%	114.19%	169.93%
Allowance to total loans[(12)]	1.36%	1.38%	1.81%	1.38%	1.47%
Other ratios					
Core capital adequacy ratio	4.40%	7.40%	6.60%	6.75%	5.90%
Capital adequacy ratio	8.20%	10.73%	9.22%	9.21%	8.48%
Total equity to total assets[(13)]	2.66%	5.46%	5.19%	5.20%	4.12%
Cash dividend payout ratio[(14)]	—	11.43%	19.23%	—	—

Notes:

(1) Calculated by dividing net profit for the period by the balance of total assets at the end of the period.

(2) Ratios for the six months ended June 30, 2008 and 2009 are calculated on an annualized basis.

(3) Calculated by dividing net profit for the period by the average balance of total assets at the beginning and end of the period.

(4) Calculated by dividing net profit for the period by the balance of total equity at the end of the period.

(5) Calculated by dividing net profit for the period by the average balance of total equity at the beginning and end of the period.

(6) Calculated as the difference between the average yield on total interest-earning assets and the average cost on total interest-bearing liabilities.

(7) Calculated by dividing net interest income for the period by the average balance of total interest-earning assets for the period.

(8) Calculated by dividing (i) operating expenses and other operating expenses by (ii) net interest income, net fee and commission income, net trading income, and net gain/(loss) on disposal of available-for-sale securities for the period.

(9) Calculated by dividing (i) operating expenses and other operating expenses minus business tax and surcharges by (ii) net interest income, net fee and commission income, net trading income, and net gain/(loss) on disposal of available-for-sale securities for the period.

(10) Calculated by dividing impaired loans to customers by gross loan and advances to customers at the end of the period.

(11) Calculated by dividing the allowance for impairment losses on gross loan and advances to customers by total impaired loans to customers at the end of the period. Allowance to impaired loans increased from 108.89% to 113.14% and further to 150.04% as of December 31, 2006, 2007 and 2008, respectively, primarily due to an increase in our allowance for impairment losses on gross loan and advances to customers as a result of (i) an increasing loan balance over the period and (ii) increased provisions reflecting the economic downturn in the PRC starting in 2008. See "Description of Our Assets and Liabilities — Allowance for Impairment Losses on Loans to Customers — Changes to the Allowance for Impairment Losses".

(12) Calculated by dividing the allowance for impairment losses on gross loan and advances to customers by gross loan and advances to customers at the end of the period. Allowance to total loans increased from 1.36% to 1.38% and further to 1.81% as of December 31, 2006, 2007 and 2008, respectively, primarily due an increase in our allowance for impairment losses on gross loan and advances to customers as a result of increased provisions reflecting the economic downturn in the PRC starting in 2008. See "Description of Our Assets and Liabilities — Allowance for Impairment Losses on Loans to Customers — Changes to the Allowance for Impairment Losses".

(13) Calculated by dividing the balance of total equity at the end of the period by the balance of total assets at the end of the period.

(14) Calculated by dividing cash dividends declared per share in respect of the period by net profit per share for the period.

Selected Unaudited Financial Data

As required by the Shanghai Listing Rules, we published on October 21, 2009 our quarterly report containing our unaudited consolidated financial information as of and for the nine months ended September 30, 2009 prepared in accordance with PRC GAAP. We have included our unaudited consolidated financial statements as of and for the nine months ended September 30, 2009, in condensed form, in the Unaudited Interim Financial Report in Appendix II to this prospectus. The unaudited condensed consolidated financial statements were prepared in accordance with IAS 34 so that such information is comparable to our audited consolidated financial statements. The unaudited condensed consolidated financial statements have been reviewed in accordance with ISRE 2410. The following selected unaudited financial data are derived from, and should be read in conjunction with, our unaudited condensed consolidated financial statements included in Appendix II to this prospectus.

There is no difference in the net profit for the nine months ended September 30, 2009 or net assets as at September 30, 2009 between the Group's unaudited condensed consolidated financial statements prepared under PRC GAAP and the Group's unaudited condensed consolidated financial statements prepared under IFRS.

Selected Unaudited Income Statement Data for the Nine Months Ended September 30, 2008 and 2009

	For the nine months ended September 30,	
	2008	2009
	(unaudited) (in millions of RMB)	
Interest income	42,286	38,743
Interest expense	(19,480)	(16,053)
Net interest income	**22,806**	**22,690**
Fee and commission income	4,495	3,785
Fee and commission expense	(213)	(233)
Net fee and commission income	**4,282**	**3,552**
Net trading income	89	84
Net gain/(loss) on disposal of available-for-sale securities	47	5,003
Impairment losses on assets	(3,028)	(3,383)
Operating expenses	(12,262)	(14,047)
Other operating expenses	(83)	(426)
Profit before income tax	**11,851**	**13,473**
Income tax expense	(3,177)	(3,260)
Net profit	**8,674**	**10,213**
Dividends	—	—

Selected Consolidated Balance Sheet Data as of December 31, 2008 and September 30, 2009

	As of December 31, 2008	As of September 30, 2009
		(unaudited)
	(in millions of RMB)	
Cash and due from banks and other financial institutions	17,648	53,517
Balances with central banks	181,878	164,538
Placements with banks and other financial institutions	52,408	114,381
Loans and advances to customers	646,475	880,008
Investment securities:		
- available-for-sale	53,597	52,265
- held-to-maturity	38,716	53,671
- loans and receivables	37,066	42,587
Total assets	1,054,350	1,402,936
Deposits from customers	785,786	1,099,483
Due to and placements from banks and other financial institutions	160,248	182,729
Total liabilities	999,678	1,342,525
Total equity	54,672	60,411

Selected Unaudited Financial Ratios as of or for the Nine Months Ended September 30, 2008 and 2009

	As of or for the nine months ended September 30, 2008	2009
	(in percentages)	
Profitability ratios		
Return on total assets(1)(2)	1.09%	0.97%
Return on average assets(2)(3)	1.17%	1.11%
Return on equity(2)(4)	20.06%	22.54%
Return on average equity(2)(5)	21.45%	23.67%
Net interest spread(2)(6)	2.90%	2.38%
Net interest margin(2)(7)	3.17%	2.49%
Non-interest income to operating income	16.23%	27.58%
Operating expenses to operating income(8)	45.35%	46.20%
Cost-to-income ratio(9)	37.38%	39.74%
Asset quality ratios		
Impaired loan ratio(10)	1.22%	0.82%
Allowance to impaired loans(11)	123.78%	185.75%
Allowance to total loans(12)	1.52%	1.51%
Other ratios		
Core capital adequacy ratio	6.47%(13)	6.02%
Capital adequacy ratio	8.85%(13)	8.57%
Total equity to total assets(14)	5.42%	4.31%
Cash dividend payout ratio(15)	0.00%	0.00%

Notes:

(1) Calculated by dividing net profit for the period by the balance of total assets at the end of the period.

(2) Ratios for the nine months ended September 30, 2008 and 2009 are calculated on an annualized basis.

(3) Calculated by dividing net profit for the period by the average balance of total assets at the beginning and end of the period.

(4) Calculated by dividing net profit for the period by the balance of total equity at the end of the period.

(5) Calculated by dividing net profit for the period by the average balance of total equity at the beginning and end of the period.

(6) Calculated as the difference between the average yield on total interest-earning assets and the average cost on total interest-bearing liabilities.

(7) Calculated by dividing net interest income for the period by the average balance of total interest-earning assets for the period.

(8) Calculated by dividing (i) operating expenses and other operating expenses by (ii) net interest income, net fee and commission income, net trading income, and net gain/(loss) on disposal of available-for-sale securities for the period.

(9) Calculated by dividing (i) operating expenses and other operating expenses minus business tax and surcharges by (ii) net interest income, net fee and commission income, net trading income, and net gain/(loss) on disposal of available-for-sale securities for the period.

(10) Calculated by dividing impaired loans to customers by gross loan and advances to customers at the end of the period.

(11) Calculated by dividing the allowance for impairment losses on gross loan and advances to customers by total impaired loans to customers at the end of the period.

(12) Calculated by dividing the allowance for impairment losses on gross loan and advances to customers by gross loan and advances to customers at the end of the period.

(13) Calculated using our Bank data, as the relevant Group data for September 30, 2008 is not available.

(14) Calculated by dividing the balance of total equity at the end of the period by the balance of total assets at the end of the period.

(15) Calculated by dividing cash dividends declared per share in respect of the period by net profit per share for the period.

FINANCIAL DISCLOSURES AFTER GLOBAL OFFERING

To enhance the comparability of our financial information published in Hong Kong and the PRC, after the completion of the Global Offering, we will publish annual and semi-annual financial reports under IFRS and publish quarterly reports under PRC GAAP together with a reconciliation from PRC GAAP to IFRS.

PROFIT FORECAST FOR THE YEAR ENDING DECEMBER 31, 2009(1)

All statistics in this table are based on the assumption that the Over-allotment Option is not exercised.

Forecast consolidated net profit attributable to equity holders of the Bank for the year ending December 31, 2009(1)	not less than RMB11.0 billion
Unaudited pro forma forecast earnings per Share(2)	RMB0.50 (HK$0.56)

Notes:

(1) The forecast consolidated net profit attributable to equity holders of the Bank for the year ending December 31, 2009 is extracted from the section headed "Financial Information — Profit Forecast for the Year Ending December 31, 2009" in the Prospectus. The bases and assumptions on which the profit forecast has been prepared are set out in Appendix V to this Prospectus. The forecast consolidated net profit attributable to equity holders of the Bank for the year ending December 31, 2009 is based on the audited consolidated results of the Group for the six months ended June 30, 2009, the unaudited consolidated results of the Group based on management accounts for the three months ended September 30, 2009 and a forecast of the consolidated results for the remaining three months ending December 31, 2009. The forecast has been prepared on the basis of accounting policies consistent in all material respects with those presently adopted by the Group as set out in note 2 of section VI of the Accountant's Report, the text of which is set out in Appendix I to this prospectus.

(2) The calculation of the unaudited pro forma forecast earnings per Share is based on the forecast consolidated net profit attributable to our equity holders for the year ending December 31, 2009 assuming that the Global Offering had been completed on January 1, 2009 and a total of 22,144,707,989 Shares were in issue during the entire year.

OFFER STATISTICS

All statistics in this table are based on the assumption that the Over-allotment Option is not exercised.

	Based on an Offer Price of HK$8.50	Based on an Offer Price of HK$9.50
Market capitalization of the H Shares[(1)]	HK$28,234.5 million	HK$31,556.2 million
Estimated price/earnings multiple on a pro forma basis[(2)]	15.08 times	16.85 times
Unaudited pro forma adjusted consolidated net tangible assets per Share[(3)]	HK$4.17	HK$4.31

Notes:

(1) The calculation of market capitalization is based on 3,321,706,000 H Shares expected to be issued and outstanding following the Global Offering.

(2) The calculation of the estimated price/earnings multiple on a pro forma basis is based on the forecast earnings per Share on a pro forma basis at the respective Offer Price of HK$8.50 and HK$9.50, assuming that the Global Offering had been completed on January 1, 2009 and a total of 22,144,707,989 Shares were in issue during the entire year.

(3) The unaudited pro forma adjusted net tangible asset value per share is arrived at after the adjustments referred to in the section headed "Financial Information — Unaudited Pro Forma Statement of Adjusted Net Tangible Assets" in this prospectus and on the basis that 3,321,706,000 H Shares are issued at the respective Offer Price of HK$8.50 and HK$9.50 per H Share.

DIVIDEND POLICY

Our Board is responsible for submitting proposals in respect of dividend payments, if any, to the shareholders' general meeting for approval. The determination of whether to pay a dividend and in what amount is based on our results of operations, cash flow, financial condition, capital adequacy ratios, future business prospects, statutory and regulatory restrictions on the payment of dividends by us and other factors that our Board deems relevant. Under the Company Law and our Articles of Association, all of our shareholders holding the same class of shares have equal rights to dividends and other distributions proportionate to their shareholding. We generally pay dividends out of our distributable profit, which is our net profit as determined under PRC GAAP or IFRS, whichever is lower, less:

- recovery of any accumulated losses;
- appropriations we are required to make to the statutory surplus reserve, which is currently 10% of our net profit available for appropriation as determined under PRC GAAP, until such reserve reaches an amount equal to 50% of our registered capital;
- a regulatory general reserve we are required to set aside; and
- appropriations to a discretionary surplus reserve as approved by the shareholders in an annual general meeting.

According to our Articles of Association, the accumulative profit distribution in cash for the last three years shall be no less than 30% of the annual average distributable profit realized for the last three years.

According to recent MOF regulations, in principle, from July 1, 2005, we are required to maintain a regulatory general reserve at 1% of the balance of our risk-bearing assets prior to making a profit distribution. This regulatory general reserve constitutes part of our reserves. Financial institutions that did not meet this regulatory general reserve requirement as of July 1, 2005 are required to take necessary steps to meet this requirement in approximately three years, but not later than five years, from July 1, 2005. We have since met this requirement. As of December 31, 2008, the balance of our risk-bearing assets totaled RMB800.0 billion, and we set aside RMB8.0 billion as regulatory general reserve.

Any distributable profit that is not distributed in a given year is retained and available for distribution in subsequent years. However, ordinarily we do not pay any dividends in a year in which we do not have any distributable profit in respect of that year. The payment of any dividend by us must also be approved at a shareholders' general meeting.

The CBRC has the discretionary authority to prohibit any bank that has a capital adequacy ratio below 8% or a core capital adequacy ratio below 4%, or has violated certain other PRC banking regulations, from paying dividends and making other forms of distributions. See "Supervision and Regulation — Supervision Over Capital Adequacy". As of June 30, 2009, we had a capital adequacy ratio of 8.48% and a core capital adequacy ratio of 5.90%.

In respect of the nine months ended September 30, 2009, no dividend was approved. We paid cash dividends in the amount of RMB1,506 million and RMB724 million in respect of the year ended December 31, 2008 and 2007, respectively, representing RMB0.08 and RMB0.05 per share before tax. We did not pay any cash dividends in 2006. Following the Global Offering, our holders of H Shares and A Shares will have an equal right to the distributable profit remaining as of December 31, 2008. They will also have an equal right to distributable profit in respect of the year ending December 31, 2009 and thereafter. See "Financial Information — Dividend Policy."

USE OF PROCEEDS

We estimate the net proceeds of the Global Offering accruing to us (after deduction of underwriting fees and estimated expenses payable by us in relation to the Global Offering, assuming an Offer Price of HK$9.00, being the mid-point of the proposed Offer Price range of HK$8.50 to HK$9.50) to be approximately HK$29,078.1 million, if the Over-allotment Option is not exercised or HK$33,449.8 million, if the Over-allotment Option is exercised in full. We currently intend to use our net proceeds from the Global Offering to strengthen our capital base to support the ongoing growth of our business.