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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)

ANNOUNCEMENT OF THE RESOLUTION OF THE BOARD OF DIRECTORS

A meeting of the board of directors (the “**Meeting**”) of Industrial and Commercial Bank of China Limited (the “**Bank**”) was held at the Bank’s head office in Beijing on 19 April 2010. There were 15 directors eligible for attending the Meeting and all of the 15 directors attended the Meeting. Mr. Qian Yingyi, Mr. Wong Kwong Shing, Frank and Mr. Kenneth Patrick Chung attended the Meeting by telephone conference. Mr. Leung Kam Chung, Antony and Mr. Xu Shanda appointed Mr. Qian Yingyi to attend the Meeting and exercise the voting right on their behalf. Sir Malcolm Christopher McCarthy appointed Mr. Wong Kwong Shing, Frank to attend the Meeting and exercise the voting right on his behalf. The Meeting was convened in compliance with the provisions of the laws, administrative rules and regulations, the Articles of Association of Industrial and Commercial Bank of China Limited and Procedural Rules.

Mr. Jiang Jianqing, Chairman, presided over the Meeting and the attending directors considered and passed the Proposal on the Appointment of Mr. Zhang Hongli as Vice President of Industrial and Commercial Bank of China Limited.

Voting result of this proposal: 15 valid votes, 15 voted in favour of this proposal, 0 voted against and 0 abstained from voting.

It was resolved at the Meeting that Mr. Zhang Hongli be appointed as Vice President of the Bank, subject to approval by the China Banking Regulatory Commission. The board of directors is of the view that Mr. Zhang Hongli is familiar with international financial markets and circumstances of the country and is experienced in the management of international banks and would like to welcome Mr. Zhang to the Bank. Mr. Zhang Hongli’s biography is set out in Appendix.

Independent directors of the Bank do not have any objection to the abovementioned appointment.

**The Board of Directors of
Industrial and Commercial Bank of China Limited**

Beijing, PRC, 19 April 2010

As at the date of this announcement, the board of directors comprises Mr. JIANG Jianqing, Mr. YANG Kaisheng and Mr. ZHANG Furong as executive directors, Mr. HUAN Huiwu, Mr. GAO Jianhong, Ms. LI Chunxiang, Mr. LI Jun, Mr. LI Xiwen and Mr. WEI Fusheng as non-executive directors, Mr. LEUNG Kam Chung, Antony, Mr. QIAN Yingyi, Mr. XU Shanda, Mr. WONG Kwong Shing, Frank, Sir Malcolm Christopher McCARTHY and Mr. Kenneth Patrick CHUNG as independent non-executive directors.

Appendix: Biography of Mr. Zhang Hongli

Appendix:

Biography of Mr. Zhang Hongli

Zhang Hongli, male, was born in January 1965.

Mr. Zhang Hongli served as a member of the Global Banking Management Committee and Head of Asia-Pacific of Deutsche Bank Global Banking and Chairman of Deutsche Bank (China) Co., Ltd. since October 2004. Mr. Zhang worked as Financial Manager at the headquarters of Hewlett-Packard since July 1991; a Director and the Head of the China operations of Schroders PLC since July 1994; an Executive Director of Goldman Sachs Asia and the Chief Representative of Goldman Sachs (China) LLC Beijing Representative Office since June 1998; and Head of Deutsche Bank Investment Banking Greater China, Vice Chairman of Deutsche Bank Asia and Chairman of Deutsche Bank China from March 2001 to September 2004.

Mr. Zhang Hongli graduated from Heilongjiang Bayi Agricultural University in July 1984. He obtained a Master's degree in plant genetics from the University of Alberta, Canada in September 1989, and a Master's degree in business administration (MBA) from the Santa Clara University in California, USA in July 1991.