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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)

## **SUPPLEMENTAL NOTICE OF ANNUAL GENERAL MEETING FOR THE YEAR 2009**

Reference is made to the Notice of Annual General Meeting for the Year 2009 dated 2 April 2010 (the “**Notice**”) which sets out the venues of the Annual General Meeting for the Year 2009 (the “**AGM**”) of Industrial and Commercial Bank of China Limited (the “**Bank**”) and contains the resolutions to be tabled before the AGM of the Bank for shareholders’ approval.

**SUPPLEMENTAL NOTICE IS HEREBY GIVEN** that the AGM of the Bank, which will be held as originally scheduled at the Grand Ballroom, Grand Hyatt Hong Kong, 1 Harbour Road, 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 on Tuesday, 18 May 2010 at 2:30 p.m., will consider and, if thought fit, pass the following resolution as a special resolution, which was submitted to the Bank by Central Huijin Investment Ltd. (a shareholder of the Bank holding approximately 35.4% of the shares of the Bank) in compliance with the laws and the Articles of Association of the Bank, in addition to the resolutions set out in the Notice:

### **As Special Resolution:**

- 11 To consider and approve the revised Plan on Authorisation of the Shareholders’ General Meeting to the Board of Directors as set out in Appendix 1 to the supplemental circular of the Bank dated 4 May 2010.

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

Beijing, the PRC  
4 May 2010

*Notes:*

- (1) Details of the resolution are set out in the supplemental circular (“**Supplemental Circular**”) of the Bank dated 4 May 2010. Unless otherwise defined in this notice, capitalised terms used in this supplemental notice shall have the same meanings as those defined in the Supplemental Circular.
- (2) A supplemental proxy form in respect of the special resolution numbered 11 mentioned above is enclosed with the Supplemental Circular.
- (3) The AGM of the Bank will be held at the Grand Ballroom, Grand Hyatt Hong Kong, 1 Harbour Road, 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 on Tuesday, 18 May 2010 at 2:30 p.m.. Holders of H shares of the Bank may elect to attend the AGM and vote at one of the above venues. Shareholders are entitled to appoint one or more proxies to attend the AGM, but only one of the proxies can be designated to vote at the AGM.
- (4) Please refer to the Notice for details in respect of other resolutions to be considered and the reports of the independent directors and the Board of the Bank to be listened to at the AGM, eligibility for attending the AGM, proxy, registration procedures, closure of register of members and other relevant matters. Please note that the items — “To listen to the 2009 Work Report of the Independent Directors of the Bank” and “To listen to the report on the implementation of the Rules of Authorisation to the Board of Directors of the Bank by the Shareholders for 2009”, which were originally numbered 11 and 12, respectively, in the Notice shall be renumbered as items 12 and 13, respectively.

*As at the date of this announcement, the board of directors comprises Mr. JIANG Jianqing, Mr. YANG Kaisheng, Mr. ZHANG Furong and Ms. WANG Lili 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.*