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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 RESOLUTIONS 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 by means of adoption of written resolution on 7 September 2010. There were 15 directors eligible for participating in the Meeting and all of the 15 directors participated. The Meeting was convened in compliance with the provisions of the laws, administrative rules and regulations and the Articles of Association of Industrial and Commercial Bank of China Limited.

The following proposals were passed at the Meeting:

### **1. Proposal in respect of the Report of Industrial and Commercial Bank of China Limited on Utilisation of Proceeds from Previous Issuance (A Share Convertible Corporate Bonds)**

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

This proposal shall be submitted to the shareholders’ general meeting of the Bank for consideration.

### **2. Proposal on the Postponement of the Second Extraordinary General Meeting of 2010, the First A Shareholders Class Meeting of 2010 and the First H Shareholders Class Meeting of 2010**

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

The Second Extraordinary General Meeting of 2010, the First A Shareholders Class Meeting of 2010 and the First H Shareholders Class Meeting of 2010 were originally scheduled to be held in Beijing on 15 September 2010. As there will be an additional resolution on the “Proposal in respect of the Report of Industrial and Commercial Bank of China Limited on Utilisation of Proceeds from Previous Issuance (A Share Convertible Corporate Bonds)” to be submitted to the Second Extraordinary General Meeting of 2010 for consideration, the board of directors of the Bank has decided to postpone the aforementioned shareholders’ general meeting and class meetings to 21 September 2010. Please refer to the “Supplemental Notice in respect of the Postponement of the Second Extraordinary General Meeting of 2010, the First A Shareholders Class Meeting and the First H Shareholders Class Meeting of 2010 of Industrial and Commercial Bank of China Limited and the Additional Resolution to be Submitted to the Meeting” published by the Bank on the website of the Shanghai Stock Exchange for further details.

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

Beijing, PRC  
7 September 2010

*As at the date of this announcement, the board of directors comprises Mr. JIANG Jianqing, Mr. YANG Kaisheng 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.*