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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 REGARDING UNDERTAKINGS BY
THE MINISTRY OF FINANCE OF THE
PEOPLE'S REPUBLIC OF CHINA AND
CENTRAL HUIJIN INVESTMENT LIMITED
IN RELATION TO SUBSCRIPTION OF RIGHTS SHARES**

This announcement is made pursuant to Rule 13.09(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The Ministry of Finance of the People's Republic of China ("MOF") and Central Huijin Investment Ltd. ("Huijin") have recently provided to Industrial and Commercial Bank of China Limited (the "Bank") undertakings to subscribe the rights shares to be issued by the Bank such that they will subscribe in cash all the offered rights shares, which will be allotted to them in proportion to their respective shareholdings in the Bank according to the rights issue plan considered and approved by the board of directors of the Bank on 28 July 2010. Such subscription undertakings shall only become exercisable upon approval of the rights issue plan by the Bank's shareholders' meeting, shareholders' class meetings and relevant regulatory authorities.

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

20 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.