

IMPORTANT 重要提示

TERMS USED HEREIN SHALL HAVE THE SAME MEANINGS AS DEFINED IN THE H SHARE RIGHTS ISSUE PROSPECTUS OF INDUSTRIAL AND COMMERCIAL BANK OF CHINA LIMITED (THE "BANK") DATED MONDAY, 29 NOVEMBER 2010 (THE "H SHARE RIGHTS ISSUE PROSPECTUS") UNLESS THE CONTEXT OTHERWISE REQUIRES.

THIS FORM IS VALUABLE BUT IS NOT TRANSFERABLE AND IS ONLY FOR THE USE OF THE QUALIFIED H SHAREHOLDER(S) NAMED THEREIN WHO WISH(ES) TO APPLY FOR H RIGHTS SHARES IN ADDITION TO THOSE PROVISIONALLY ALLOTTED TO IT, HIM, HER OR THEM.

Applications must be received by 4:00 p.m. on Thursday, 16 December 2010.

If you are in any doubt as to the contents of this document or as to the action to be taken, or if you have sold all or part of your H Shares, you should consult a licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

A copy of each of the Prospectus Documents has been registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies Ordinance. The Registrar of Companies in Hong Kong takes no responsibility as to the contents of the Prospectus Documents.

Hong Kong Exchanges and Clearing Limited, The Stock Exchange of Hong Kong Limited and Hong Kong Securities Clearing Company Limited take no responsibility for the contents of this form, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this form.

Dealings in the securities of the Bank and the Nil Paid H Rights and the H Rights Shares may be settled through CCASS and you should consult a licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser for details of the settlement arrangements and how such arrangements may affect your rights and interests.

Subject to the granting of the listing of, and permission to deal in, the Nil Paid H Rights and the H Rights Shares on the Hong Kong Stock Exchange, and subject to compliance with the stock admission requirements of HKSCC, the Nil Paid H Rights and the H Rights Shares will be accepted as eligible securities by HKSCC for clearing, clearance and settlement in CCASS with effect from the respective commencement dates of dealings in the Nil Paid H Rights and the H Rights Shares on the Hong Kong Stock Exchange or such other date(s) as determined by HKSCC. Settlement of transactions between participants of Hong Kong Stock Exchange on any trading day is required to take place in CCASS on the second trading day thereafter. All activities under CCASS are subject to the General Rules of CCASS and CCASS Operational Procedures in effect from time to time.

It should be noted that the Underwriting Agreement contains provisions entitling the Majority Underwriters by notice to terminate the Underwriting Agreement on the occurrence of certain events, including force majeure, which have been set out in the paragraph headed "Termination of the Underwriting Agreement" under the section headed "Letter from the Board" of the H Share Rights Issue Prospectus. If the Underwriting Agreement does not become unconditional or if it is terminated in accordance with the terms thereof, the H Share Rights Issue may not proceed.

The H Share Rights Issue is conditional upon the fulfilment of the conditions set out in the paragraphs headed "Conditions of the H Share Rights Issue" under the section headed "Letter from the Board" of the H Share Rights Issue Prospectus. If the conditions of the H Share Rights Issue are not fulfilled, the H Share Rights Issue may not proceed.

It should be noted that the H Shares have been dealt in on an ex-rights basis from Monday, 22 November 2010. Dealings in the Nil Paid H Rights will take place from Wednesday, 1 December 2010 to Monday, 13 December 2010 (both days inclusive). Any persons contemplating any dealing in the H Shares from the date of the Announcement up to the date on which all the conditions of the H Share Rights Issue are fulfilled, and any dealing in the Nil Paid H Rights between Wednesday, 1 December 2010 and Monday, 13 December 2010 (both days inclusive), bear the risk that the H Share Rights Issue may not become unconditional or may not proceed. Any H Shareholders or other persons contemplating dealing in the H Shares or the Nil Paid H Rights are recommended to consult their own professional advisers.

This Excess Application Form and all applications pursuant to it shall be governed by and construed in accordance with the laws of Hong Kong.

除文憑另有所指外，本表格內所採用之字語與中國工商銀行股份有限公司(「本行」)於2010年11月29日(星期一)刊發之H股供股章程(「H股供股章程」)所界定者具有相同涵義。

本表格具有價值但不轉讓，只供文內列名之合資格H股股東在申請其／彼／等所獲暫定配發H股供股份數額以外之H股供股份時使用。

申請表格必須不遲於2010年12月16日(星期四)下午四時正交回。

閣下如對本文件內容或應採取之行動有任何疑問，或 閣下已售出名下全部或部份H股，閣下應諮詢持牌證券交易商、銀行經理、律師、專業會計師或其他專業顧問。

各章程文件已根據公司條例第342C條向香港公司註冊處登記。香港公司註冊處對章程文件之內容概不負責。

香港交易及結算所有限公司、香港聯合交易所有限公司及香港中央結算有限公司對本表格之內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示概不就因本表格全部或任何部份內容而產生或因依賴該等內容而引致之任何損失承擔任何責任。

本行證券、未繳股款H股供股權及H股供股份之買賣可透過中央結算系統收，閣下應向持牌證券交易商、銀行經理、律師、專業會計師或其他專業顧問查詢有關文安排之詳情及該等安排對 閣下之權利及權益可能造成之影響。

待未繳股款H股供股份獲准於香港聯交所上市及買賣，且符合香港結算之股份收訖規定後，未繳股款H股供股權及H股供股份將獲香港結算接納為合資格證券，自未繳股款H股供股權及H股供股份各自於香港聯交所開始買賣當日(或由香港結算釐定之其他日期)起，可於中央結算系統內寄存、結算及交收。香港聯交所之參與者於任何交易日進行之交易須於其後第三個交易日在中央結算系統進行結算。於中央結算系統內進行之所有活動均須符合不時生效之《中央結算系統一般規則》及《中央結算系統運作程序規則》。

敬請注意，承銷協議載有條文，大多數承銷商可於發生包括不可抗力事件在內之若干事故(該等事故已載於H股供股章程中「董事會函件」一節「承銷協議之終止」一段)時以書面通知形式終止承銷協議。倘承銷協議不能成為無條件或根據其條款被終止，則H股供股份將可能不會發行。

H股供股須待H股供股章程中「董事會函件」一節「H股供股之條件」一段所載之條件達成後，方可作實。倘H股供股之條件未能達成，則H股供股將可能不會進行。

敬請注意，H股自2010年11月22日(星期一)起以除權基準買賣。未繳股款H股供股權將由2010年12月1日(星期三)起至2010年12月13日(星期一)(包括香港尾日)期間進行買賣。任何人士擬於公告日期直至所有H股供股條件達成之日買賣H股，及於2010年12月1日(星期三)至2010年12月13日(星期一)(包括香港尾日)買賣未繳股款H股供股權，均須承擔H股供股可能成為無條件或未必進行之風險。任何擬買賣H股或未繳股款H股供股權之H股股東或其他人士，務請諮詢彼等之專業顧問。

本額外申請表格及據此作出之所有申請均受香港法例管轄及須按香港法例詮釋。

QUALIFIED H SHAREHOLDERS AND EXCLUDED SHAREHOLDERS

To qualify for the subscription of the H Rights Shares, an H Shareholder must be registered as a member of the Bank at the close of business on Friday, 26 November 2010 and must not be an Excluded Shareholder.

Excluded Shareholders are those H Shareholders or Beneficial H Shareholders with registered addresses in, or who are otherwise known by the Bank to be residents of, places outside Hong Kong and in respect of whom the Directors, based on enquiries made by the Directors, consider it necessary or expedient not to offer the H Rights Shares on account either of the legal restrictions under the laws of the relevant place in which the H Shareholder or Beneficial H Shareholder is located or the requirements of the relevant regulatory body or stock exchange in that place.

For the purposes of the H Share Rights Issue, the Excluded Shareholders are:

- H Shareholders whose name(s) appeared in the register of members of the Bank at the close of business on the H Share Record Date and whose address(es) as shown in such register is/are in any of the Specified Territories, except for those H Shareholders with addresses in the US, Australia, PRC, Japan or Switzerland who fulfil the relevant requirements to the satisfaction of the Bank; and
- any H Shareholders or Beneficial H Shareholders at that time who are otherwise known by the Bank to be resident in any of the Specified Territories, except for those H Shareholders or Beneficial H Shareholders resident in the US, Australia, PRC, Japan or Switzerland who fulfil the relevant requirements to the satisfaction of the Bank.

Notwithstanding any other provision in the Prospectus Documents, the Bank reserves the right to permit any H Shareholder or Beneficial H Shareholder to take up his/her/its rights if the Bank, in its absolute discretion, is satisfied that the transaction in question is exempt from or not subject to the legislation or regulations giving rise to the restrictions in question.

Receipt of the Prospectus Documents or the crediting of Nil Paid H Rights to a stock account in CCASS does not and will not constitute an offer in those jurisdictions in which it would be illegal to make an offer and, in those circumstances, the Prospectus Documents must be treated as sent for information only and should not be copied or redistributed. Persons (including, without limitation, custodians, nominees and trustees) who receive a copy of the Prospectus Documents or whose stock account in CCASS is credited with Nil Paid H Rights should not, in connection with the H Shares Rights Issue, distribute or send the same in, into or from, or transfer Nil Paid H Rights to any person in, into or from, any of the Specified Territories. If a Provisional Allotment Letter or an Excess Application Form or a H Share Rights Issue Prospectus or a credit of Nil Paid H Rights in CCASS is received by any person in any such territory, or by his/her/its agent or nominee, he/she/it should not seek to take up the rights referred to in the Provisional Allotment Letter or transfer the Provisional Allotment Letter (or apply for any excess H Rights Shares under the Excess Application Form) or transfer the Nil Paid H Rights in CCASS unless the Bank determines that such actions would not violate applicable legal or regulatory requirements.

合資格H股股東及除外股東

符合資格認購H股供股份，H股股東須於2010年11月26日(星期五)營業時間結束時登記為本行股東且不得屬除外股東。

除外股東指登記地址位於香港以外地區或據本行得悉為香港以外地區居民之H股股東或實益H股股東，且據董事作出查詢，基於該H股股東或實益H股股東所處之有關地區的法例之法律限制或該地區有關監管機構或證券交易所之規定，董事認為無須或不宜向有關H股股東或實益H股股東發出或發售H股供股份。

就H股供股而言，除外股東為：

- 於H股股權登記日營業時間結束時名列本行股東名冊且於該名冊內所地址位於任何指定地區之H股股東(惟地址位於美國、澳洲、中國、日本或瑞士且本行信納符合有關規定之H股股東除外)；及
- 當時據本行另行得悉為任何指定地區居民之任何H股股東或實益H股股東(惟美國、澳洲、中國、日本或瑞士居民且本行信納符合有關規定之H股股東或實益H股股東除外)。

不管章程文件有任何其他規定，倘本行按其絕對酌情信納有關交易應避免或無須遵守任何有關限制之法律或規則，則本行保留權利容許任何H股股東或實益H股股東接納其供股權。

收到章程文件或中央結算系統證券賬戶存入未繳股款H股供股權並不(亦將不會)構成任何司法權區之法律或規則之法律或規則，在該等情況下，章程文件須視為僅供參照處理，亦不應變換或轉發。任何人士(包括(但不限於)保管人、代名人及受託人)如收到章程文件或其中中央結算系統證券賬戶存入未繳股款H股供股權，不應(就H股供股而言)將其存、向或由任何指定地區派發或寄發或寄、向、在、進入或來自任何指定地區之任何人士轉讓未繳股款H股供股權。倘若任何有關地區之任何人士或其代理或代名人收到暫定配額通知書或額外申請表格或供股章程或其中中央結算系統證券賬戶存入未繳股款H股供股權，彼不應尋求接納暫定配額通知書內所述之權利或轉讓暫定配額通知書(或申請認購額外申請表格下任何額外H股供股份)或轉讓中央結算系統內之未繳股款H股供股權，惟本行確定。倘本行認為應遵守適用法律之規定，則作別論。

LIMITED CATEGORIES OF PERSONS IN THE SPECIFIED TERRITORIES WHO MAY BE ABLE TO TAKE UP THEIR NIL PAID H RIGHTS TO SUBSCRIBE FOR THE H RIGHTS SHARES UNDER THE H SHARE RIGHTS ISSUE

Notwithstanding what is stated in the paragraph headed "Qualified H Shareholders and Excluded Shareholders" above, the following limited categories of persons in the Specified Territories may be able to take up their rights under the H Share Rights Issue:

- H Shareholders or Beneficial H Shareholders in the United States are generally Excluded Shareholders. However, a limited number of H Shareholders and Beneficial H Shareholders in the U.S. who the Bank reasonably believes are QIBs may be able to take up their Nil Paid H Rights to subscribe for H Rights Shares being offered in the H Share Rights Issue in transactions exempt from registration requirements under the U.S. Securities Act, provided that they fulfil relevant requirements to the satisfaction of the Bank.
- H Shareholders or Beneficial H Shareholders in Australia are generally Excluded Shareholders. However, a limited number of H Shareholders and Beneficial H Shareholders in Australia who the Bank reasonably believes are exempted investors for the purposes of the Australian Corporations Act may be able to take up their Nil Paid H Rights to subscribe for the H Rights Shares being offered in the H Share Rights Issue in transactions exempt from registration or disclosure requirement under the Australian Corporations Act or other applicable Australian laws and regulations, provided that they fulfil the relevant requirements to the satisfaction of the Bank.
- H Shareholders or Beneficial H Shareholders in the PRC are generally Excluded Shareholders. However, MOF, SSF and QDILs may be able to take up their Nil Paid H Rights to subscribe for H Rights Shares being offered under the H Share Rights Issue, provided that they fulfil the requirements under the relevant PRC laws and regulations to the satisfaction of the Bank.
- H Shareholders or Beneficial H Shareholders in Japan are generally Excluded Shareholders, except for those H Shareholders with addresses in Japan who fulfil the relevant requirements to the satisfaction of the Bank.
- H Shareholders or Beneficial H Shareholders in Switzerland are generally Excluded Shareholders. However, the Nil Paid H Rights and/or H Rights Shares may be offered or sold to a selected number of individual investors in Switzerland, under circumstances which will not result in the Nil Paid H Rights and/or H Rights Shares being a public offering within the meaning of Article 652a of the Swiss Code of Obligations, provided that they fulfil the relevant requirements to the satisfaction of the Bank.

In each case, the Bank reserves the absolute discretion in determining whether to allow such participation as well as the identity of the persons who may be allowed to do so.

指定地區內可接納其於H股供股中之未繳股款H股供股權以認購H股供股份之有限類別人士

不管上文「合資格H股股東及除外股東」一段如何規定，以下指定地區內之有限類別人士可接納其於H股供股中之權利：

- 美國的H股股東或實益H股股東一般屬除外股東。然而，如本行合理相信身為合資格機構買家之有限數目H股股東及實益H股股東可接納彼等之未繳股款H股供股權以認購H股供股權之H股供股份，所涉及交易可豁免美國證券法中登記規定，惟須本行信納彼等符合相關規定。
- 澳洲的H股股東或實益H股股東一般屬除外股東。然而，如本行合理相信澳洲之有限數目H股股東及實益H股股東就澳洲法而言屬豁免投資者，彼等可接納其於H股供股中獲提呈的未繳股款H股供股權以認購H股供股份，所涉及交易可豁免澳洲法適用或就其適用澳洲法例及規例的登記或披露規定，惟須本行信納彼等符合相關規定。
- 中國的H股股東或實益H股股東一般屬除外股東。然而，財政部、社保基金理事會及合格境外機構投資者可接納其於H股供股中獲提呈的未繳股款H股供股權以認購H股供股份，惟須符合中國相關法律法規的規定及須本行信納彼等符合相關規定。
- 日本的H股股東或實益H股股東一般屬除外股東，惟註冊地址位於日本及本行信納彼等符合相關規定之H股股東則除外。
- 瑞士的H股股東或實益H股股東一般屬除外股東，但未繳股款H股供股權及／或H股供股份可向瑞士境內少數特定的投資者提呈或出售，條件為提呈或出售未繳股款H股供股權及／或H股供股份不會構成《瑞士法律典》第652a條所界定之公開發售，同時亦須本行信納彼等符合相關規定。

在以上各情況下，本行在釐定是否准許該等人士參與以及獲准參與人士的身份均保留絕對酌情權。

REPRESENTATIONS AND WARRANTIES

By completing, signing and submitting this Excess Application Form, each subscriber of H Rights Shares being offered and sold outside the US hereby represents and warrants to the Bank and the Underwriters and to any person acting on their behalf, unless in their sole discretion the Bank and the Underwriters waive such requirement that:

- He/she/it was a H Shareholder as at the H Share Record Date, or he/she/it lawfully acquired or may lawfully acquire the Nil Paid H Rights, directly or indirectly, from such a person;
- He/she/it may lawfully be offered, take up, obtain, subscribe for and receive the Nil Paid H Rights and/or the H Rights Shares in the jurisdiction in which he/she/it resides or is currently located;
- Subject to certain exceptions, he/she/it is not resident or located in, or a citizen of, the US;
- Subject to certain exceptions, he/she/it is not accepting an offer to acquire or take up the Nil Paid H Rights or H Rights Shares on a non-discretionary basis for a person who is resident or located in, or a citizen of the US at the time the instruction to accept was given;
- He/she/it is not taking up for the account of any person who is located in the United States, unless:
 - the instruction to take up was received from a person outside the United States, and
 - the person giving such instruction has confirmed that (x) it has the authority to give such instruction, and (y) either (A) has investment discretion over such account or (B) is an investment manager or investment company that is acquiring the H Rights Shares in an "offshore transaction" within the meaning of Regulation S;
- He/she/it is acquiring the Nil Paid H Rights and/or the H Rights Shares in an "offshore transaction" as defined in Regulation S under the U.S. Securities Act;
- He/she/it has not been offered the H Rights Shares by means of any "directed selling efforts" as defined in Regulation S under the U.S. Securities Act;
- He/she/it is not acquiring the Nil Paid H Rights or H Rights Shares with a view to the offer, sale, transfer, delivery or distribution, directly or indirectly, of such Nil Paid H Rights or H Rights Shares into the US; and
- He/she/it understands that neither the Nil Paid H Rights nor the H Rights Shares have been or will be registered under the U.S. Securities Act or with any securities regulatory authority of any state, territory, or possession of the US and the rights or H Rights Shares are being distributed and offered outside the US in reliance on Regulation S of the U.S. Securities Act. Consequently he/she/it understands the Nil Paid H Rights or H Rights Shares may not be offered, sold, pledged or otherwise transferred in or into the US, except in reliance on an exemption from, or in transactions not subject to, the registration requirements of the U.S. Securities Act.

By completing, signing and submitting this Excess Application Form, you agree to disclose to the Bank and/or its H Share Registrar and their respective advisers and agents personal data and any information which they require about you or the person(s) for whose benefit you have made the application for excess H Rights Shares. The Personal Data (Privacy) Ordinance provides the holders of securities with rights to ascertain whether the Bank or its H Share Registrar hold their personal data, to obtain a copy of that data, and to correct any data that is inaccurate. In accordance with the Personal Data (Privacy) Ordinance, the Bank and its H Share Registrar have the right to charge a reasonable fee for the processing of any data access request. All requests for access to data or correction of data or for information regarding policies and practices and the kinds of data held should be addressed to the Bank, at its principal place of business in Hong Kong at 33/F, ICBC Tower, 3 Garden Road, Central, Hong Kong or as notified from time to time in accordance with applicable law, for the attention of the Company Secretary or (as the case may be) the H Share Registrar.

聲明及保證

填妥、簽署及交回本額外申請表格，即表示在美國境外提呈及出售之H股供股份之每名認購人據此向本行及承銷商及代表彼等行事之任何人士作出以下聲明及保證，除非本行及承銷商全權酌情決定豁免有關規定：

- 彼於H股股權登記日為H股股東，或彼已合法或可合法直接或間接從有關人士取得未繳股款H股供股權；
- 彼可合法在其居住或目前所處之司法權區獲提呈、接納、取得、認購及收取未繳股款H股供股權及／或H股供股份；
- 除若干例外情況之外，彼並非居於或身處美國，或為美國之公民；
- 除若干例外情況之外，彼並非按酌情基準為發出接納指示時身居或身處美國，或身為美國公民之人，或接納有關收購或接納未繳股款H股供股權或H股供股份之要約；
- 彼並非代表身處美國之任何人士接納，除非：
 - 接納指示乃由美國境外之人士發出；及
 - 發出指示之人士已確認(x)彼有權發出該指示，及(y) (A) 對該賬戶擁有投資酌情權或(B)為正取用S規例所界定之「離岸交易」中H股供股份之投資經理或投資公司；
- 彼正在一美國證券法S規例所界定之「離岸交易」中收購未繳股款H股供股權及／或H股供股份；
- 彼並非以美國證券法S規例所界定之任何「定向銷售行動」方式獲提呈H股供股份；
- 彼接納未繳股款H股供股權或H股供股份之目的並非直接或間接向美國提呈、出售、轉讓、交付或派發未繳股款H股供股權或H股供股份；及
- 彼知悉未繳股款H股供股權或H股供股份均須在美國任何州、地區或領地之任何證券監管當局註冊，而未繳股款H股供股權或H股供股份乃依據美國證券法S規例在美國境外分發及提呈。因此，彼知悉未繳股款H股供股權或H股供股份不可在或向美國提呈、出售、抵押或以其他方式轉讓，惟依據美國證券法註冊規定之豁免或在毋須遵守美國證券法註冊規定之交易除外。

填妥、簽署及交回額外申請表格，即表示 閣下同意向本行及／或H股股份過戶登記處及彼等各自之顧問及代理披露個人資料及彼等所需有關 閣下及 閣下為其利益而申請額外H股供股份之人士之任何資料。《個人資料(私隱)條例》賦予證券持有人權利，可確定本行或H股股份過戶登記處是否持有其個人資料，索取有關資料之副本及更正任何不準確之資料。根據《個人資料(私隱)條例》，本行及其H股股份過戶登記處有權就處理任何查閱資料要求而收取合理費用。有關查閱資料或更正資料或有關政策及慣例以及持有資料種類之資料的所有要求，應寄往本行之香港主要營業地點(地址為香港中環花園道3號中國工商銀行大廈33樓)或根據適用法律不時通知之地點至公司秘書處(視情況而定)H股股份過戶登記處為收件人。