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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 RESIGNATION OF NON-EXECUTIVE DIRECTOR

Mr. Yao Zhongli, non-executive director of Industrial and Commercial Bank of China Limited (the “**Bank**”), due to his age, has tendered his resignation to the board of directors of the Bank (the “**Board**”) on 19 November 2014, resigning from the positions as non-executive director of the Board and member of the Strategy Committee and Risk Management Committee of the Board. Mr. Yao Zhongli has confirmed no disagreement with the Board, and there are no matters relating to his resignation that need to be brought to the attention of the shareholders and creditors of the Bank.

Mr. Yao Zhongli has performed his duty diligently and conscientiously since he joined the Board and has made important contributions in areas including corporate governance, operation of the Board, risk management, as well as international and diversified development strategy. The Board would like to express its sincere gratitude to Mr. Yao Zhongli for his contributions to the Bank during his tenure of service.

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

Beijing, PRC

21 November 2014

As at the date of this announcement, the board of directors comprises Mr. JIANG Jianqing, Mr. YI Huiman and Mr. LIU Lixian as executive directors, Ms. WANG Xiaoya, Ms. GE Rongrong, Mr. LI Jun, Mr. WANG Xiaolan and Mr. FU Zhongjun as non-executive directors, Mr. WONG Kwong Shing, Frank, Sir Malcolm Christopher McCARTHY, Mr. Kenneth Patrick CHUNG, Mr. OR Ching Fai, Mr. HONG Yongmiao and Mr. YI Xiqun as independent non-executive directors.