

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, 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 announcement.*



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

USD Preference Shares Stock Code: 4603

EUR Preference Shares Stock Code: 4604

RMB Preference Shares Stock Code: 84602

## **ANNOUNCEMENT IN RELATION TO A SUPPLEMENTAL AGREEMENT TO THE SUBSCRIPTION OF SHARES IN TAIWAN SINOPAC HOLDINGS OR BANK SINOPAC**

Industrial and Commercial Bank of China Limited (the “**Bank**”) entered into a share subscription agreement (the “**SSA**”) with SinoPac Financial Holdings Company Limited (“**SPH**”) and Bank SinoPac Co., Ltd. (“**BSP**”, and collectively with the Bank and SPH, the “**Parties**”) on 2 April 2013. The Bank agreed to subscribe for new shares to be issued by SPH or BSP (the “**Target**”) by means of private placement in accordance with the relevant regulations in Taiwan. After such subscription, the Bank will own 20% of the shares in the Target. On 27 February 2014, the Bank entered into a supplemental agreement to the SSA (the “**First Supplemental Agreement**”).

According to the relevant regulations in Taiwan as of the signing date of the SSA (the “**Signing Date**”), the shareholding percentage held by a commercial bank from Mainland China in a single Taiwan financial institution cannot exceed, in aggregate, 5% of the total outstanding voting shares or the total authorized capital of such institution. Pursuant to the SSA, in the event that the regulatory authorities in Taiwan have not promulgated new regulations or amended existing regulations to increase the foregoing investment limit to 20% or above within one year of the Signing Date (the “**Transaction Waiting Period**”), the Parties are entitled to negotiate and extend the Transaction Waiting Period. Pursuant to the First Supplemental Agreement, the Transaction Waiting Period was extended to 1 April 2015.

On 1 April 2015, the Parties entered into a supplemental agreement (“**this Supplemental Agreement**”) to the SSA. Pursuant to this Supplemental Agreement, the Transaction Waiting Period under the SSA will be further extended to 1 October 2015.

The remaining terms and conditions contained in the SSA and the First Supplemental Agreement shall remain unchanged and are in full force and effect.

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

Beijing, PRC  
2 April 2015

*As at the date of this announcement, the board of directors comprises Mr. JIANG Jianqing and Mr. YI Huiman as executive directors, Ms. WANG Xiaoya, Ms. GE Rongrong, Mr. FU Zhongjun, Mr. ZHENG Fuqing, Mr. FEI Zhoulin and Mr. CHENG Fengchao 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.*