



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 THIRTY-FOURTH MEETING OF THE FIRST SESSION OF THE BOARD OF DIRECTORS OF INDUSTRIAL AND COMMERCIAL BANK OF CHINA LIMITED

The thirty-fourth meeting of the first session of the board of directors (the “**Meeting**”) of Industrial and Commercial Bank of China Limited (the “**Bank**”) was held as a physical meeting at the Bank’s head office on 29 April 2008.

There were 15 directors eligible for attending the Meeting, of whom 12 directors attended the Meeting in person and three directors by proxy. Mr. Leung Kam Chung, Antony, and Mr. John L. Thornton attended the Meeting by telephone conference. Mr. Christopher A. Cole appointed Mr. Leung Kam Chung, Antony, to attend the Meeting and exercise the voting right on his behalf. Mr. Zhong Jian’an and Ms. Zhao Haiying appointed Mr. Wang Wenyan to attend the Meeting and exercise the voting right on their behalf. The Meeting was convened in compliance with the provisions of the laws, administrative rules and regulations and the Bank’s Articles of Association.

Mr. Jiang Jianqing, Chairman, presided over the Meeting and the attending directors reviewed and passed the following proposals:

1 “Proposal on the First Quarterly Report of 2008”

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

2 “Proposal on Increasing the Level of Donations for 2008”

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

It was resolved at the Meeting that the proposal No. 2 stated above will be presented to the shareholders' meeting for consideration.

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

29 April 2008

As at the date of this announcement, the board of directors comprises Mr. JIANG Jianqing, Mr. YANG Kaisheng, Mr. ZHANG Furong, and Mr. NIU Ximing as executive directors, Mr. FU Zhongjun, Mr. KANG Xuejun, Mr. SONG Zhigang, Mr. WANG Wenyan, Ms. ZHAO Haiying, Mr. ZHONG Jian'an and Mr. Christopher A. COLE as non-executive Directors, Mr. LEUNG Kam Chung, Antony, Mr. John L. THORNTON, Mr. QIAN Yingyi and Mr. XU Shanda as independent non-executive directors.