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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)

TRANSACTIONS IN RELATION TO THE ACQUISITION OF EQUITY IN STANDARD BANK ARGENTINA

The board of directors of the Bank announces that the Bank entered into the Memorandum of Agreement with SBL, Holding W-S and the Sellers' Guarantors on 5 August 2011 (the local time of Beijing), pursuant to which the Bank agreed to purchase from SBL the SBL Target Companies Shares and from Holding W-S the Holding W-S Target Companies Shares. The consideration for the Acquisition is approximately US\$600 million (equivalent to approximately HK\$4,676.54 million) in aggregate.

The transactions contemplated under the Memorandum of Agreement and the Shareholders' Agreement do not constitute a notifiable transaction of the Bank under the Listing Rules. This announcement is made for the information of shareholders and investors only.

THE ACQUISITION

The board of directors of the Bank announces that the Bank entered into the Memorandum of Agreement with SBL, Holding W-S and the Sellers' Guarantors on 5 August 2011 (the local time of Beijing), pursuant to which the Bank agreed to purchase from SBL the SBL Target Companies Shares and from Holding W-S the Holding W-S Target Companies Shares. The consideration for the Acquisition is approximately US\$600 million (equivalent to approximately HK\$4,676.54 million) in aggregate, which will be adjusted after completion of the Acquisition to reflect any increase or decrease in 80% of the net asset value of the Target Companies between 31 December 2010 and the completion date of the Acquisition. The consideration for the Acquisition will be financed using internal resources of the Bank and will be paid in cash upon completion of the Acquisition. The Sellers and the Bank have made customary representation and warranties to each other in the Memorandum of Agreement.

Completion of the Acquisition is conditional upon, inter alia, the obtaining of necessary regulatory approvals from domestic and foreign regulatory authorities. Upon completion of the Acquisition, each of the Target Companies will be held as to 80% by the Bank and as to 20% by SBL. The Bank and SBL intend to make a capital contribution of an aggregate amount of US\$100 million

(equivalent to approximately HK\$779.42 million) in Standard Bank Argentina, by way of share subscription in proportion to their respective shareholding in Standard Bank Argentina, after completion of the Acquisition.

In connection with the Acquisition, the Bank, SBL, SBG and the Target Companies will enter into the Shareholders' Agreement upon completion of the Acquisition. The Shareholders' Agreement will govern the respective rights and obligations of the Bank and SBL as shareholders of the Target Companies. Among other things, the Bank will be entitled to appoint such number of directors to the respective board of the Target Companies proportionate to its respective shareholding in such Target Companies. Provided SBL has not disposed of any shares held by it in the Target Companies after the Closing Date, SBL will have a put option, exercisable at any time during the period between the second anniversary of the Closing Date and the seventh anniversary of the Closing Date, to require the Bank to purchase the remaining 20% of the shares held by SBL in each of the Target Companies.

The terms of the Memorandum of Agreement and the Shareholders' Agreement have been determined through arm's length negotiation between the parties. The directors of the Bank are of the view that the Memorandum of Agreement and the Shareholders' Agreement were entered into on normal commercial terms, and their respective terms are fair and reasonable and in the interests of the Bank's shareholders as a whole.

REASONS FOR THE ACQUISITION

Expanding into South America market is an important component in the Bank's globalisation strategy. Argentina is not only the second largest economy in South American market but also one of the key focus markets for the Bank's phased expansion in South America. The acquisition of the interest in Standard Bank Argentina would complement the Bank's overseas institutions, strengthen the Bank's branch and business network in Latin America, enhance the Bank's operation capability in America, and better contribute to the fast-growing bilateral trade relations between China and Argentina.

INFORMATION ON TARGET COMPANIES

Standard Bank Argentina is a full service bank in Argentina established since 1917, which offers a diverse range of banking products and services through its 103 branches in Argentina. It is owned as to 75% by SBL and 25% by Holding W-S prior to completion of the Acquisition.

Standard Investments is a fund management company incorporated in Argentina having close business relationships with Standard Bank Argentina. It is owned as to 70% by SBL and 30% by Holding W-S prior to completion of the Acquisition.

Inversora Diagonal is a commercial service provider incorporated in Argentina having close business relationships with Standard Bank Argentina. It is owned as to 70% by SBL and 30% by Holding W-S prior to completion of the Acquisition.

INFORMATION ABOUT THE PARTIES

The Bank is the largest commercial bank in the People's Republic of China and provides a variety of financial products and services to customers around the globe through about 16,000 domestic institutions, over 200 overseas institutions and over 1,500 correspondent banks worldwide.

SBL is an investment holding company incorporated in England. It is a wholly-owned subsidiary of SBG. The Bank holds approximately 20% interest in SBG. SBG does not constitute a connected person of the Bank under the Listing Rules.

Holding W-S is an investment holding company incorporated in Argentina, jointly and indirectly owned by Sielecki and Werthein Family Members. Holding W-S has no operation except for holding the interests in the Target Companies.

Save as the Bank's approximate 20% interest in SBG as disclosed above, to the best of the knowledge, information and belief of the directors of the Bank having made all reasonable enquiry, each of the Sellers, the Sellers' Guarantors and their respective ultimate beneficial owners are third parties independent of the Bank and connected persons (as defined in the Listing Rules) of the Bank.

GENERAL

The transactions contemplated under the Memorandum of Agreement and the Shareholders' Agreement do not constitute a notifiable transaction of the Bank under the Listing Rules. This announcement is made for the information of shareholders and investors only.

DEFINITIONS

“Acquisition”	the acquisition by the Bank of the SBL Target Companies Shares and Holding W-S Target Companies Shares from the Sellers on the terms and conditions set out in the Memorandum of Agreement
“Argentina”	the Republic of Argentina
“Bank”	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 and the H shares and A shares of which are listed on The Stock Exchange of Hong Kong Limited (stock code: 1398) and the Shanghai Stock Exchange (stock code: 601398), respectively
“Closing Date”	the date on which the completion of the Acquisition contemplated under the Memorandum of Agreement takes place
“HK\$”	Hong Kong dollars, the lawful currency of the Hong Kong Special Administrative Region of the People's Republic of China

“Holding W-S Target Companies Shares”	(i) 211,779,750 shares in Standard Bank Argentina, representing 25% of the issued share capital of Standard Bank Argentina (ii) 240,000 shares in Standard Investments, representing 30% of the issued share capital of Standard Investments (iii) 30,000 shares in Inversora Diagonal, representing 30% of the issued share capital of Inversora Diagonal
“Holding W-S”	Holding W-S De Inversiones S.A.
“Inversora Diagonal”	Inversora Diagonal Sociedad Anónima
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Memorandum of Agreement”	the memorandum of agreement annexed to the offer letter issued on 5 August 2011 (the local time of Beijing) from the Sellers and the Sellers’ Guarantors to the Bank and accepted by the offeree on such date in relation to the Acquisition
“SBG”	Standard Bank Group Limited
“SBL Target Companies Shares”	(i) 465,915,450 shares in Standard Bank Argentina, representing 55% of the issued share capital of Standard Bank Argentina (ii) 400,000 shares in Standard Investments, representing 50% of the issued share capital of Standard Investments (iii) 50,000 shares in Inversora Diagonal, representing 50% of the issued share capital of Inversora Diagonal
“SBL”	Standard Bank London Holdings Plc
“Sellers’ Guarantors”	SBG and Sielecki and Werthein Family Members
“Sellers”	SBL and Holding W-S
“Shareholders’ Agreement”	the shareholders’ agreement to be entered into among the Bank, SBL, SBG, Standard Bank Argentina, Standard Investments and Inversora Diagonal pursuant to the terms of the Memorandum of Agreement
“Sielecki and Werthein Family Members”	Carlos Alberto Sielecki, Daniel Eduardo Sielecki, Marcelo Roberto Sielecki, Daniel Werthein, Adrian Werthein, Gerardo Werthein and Darío Werthein

“Standard Bank Argentina”	Standard Bank Argentina S.A.
“Standard Investments”	Standard Investments S.A. Sociedad Gerente de Fondos Comunes de Inversión
“Target Companies”	Standard Bank Argentina, Standard Investments and Inversora Diagonal
“US\$”	United States dollar, the lawful currency of the United States of America

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

Beijing, PRC, 5 August 2011

This announcement contains translations between Hong Kong dollar and United States dollar amounts at HK\$1.0000 = US\$0.1283, being the exchange rate prevailing on 4 August 2011. The translations should not be taken as a representation that Hong Kong dollars could actually be converted into United States dollars at that rate or at all.

As at the date of this announcement, the board of directors comprises Mr. JIANG Jianqing, Mr. YANG Kaisheng, Ms. WANG Lili and Mr. LI Xiaopeng 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.