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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 OF RESOLUTIONS OF THE BOARD OF DIRECTORS

A meeting (the “**Meeting**”) of the board of directors (the “**Board**”) of Industrial and Commercial Bank of China Limited (the “**Bank**”) was convened by written notice on 22 September 2013 and held at the Bank’s head office in Beijing on 29 September 2013. There were 16 directors eligible for attending the Meeting, of whom 13 directors attended the Meeting in person and 3 directors by proxy. Mr. Wong Kwong Shing, Frank (a director), Mr. Or Ching Fai (a director) and Mr. Hong Yongmiao (a director) attended the Meeting by telephone. Mr. Xu Shanda (a director) and Sir Malcolm Christopher McCarthy (a director) each appointed Mr. Wong Kwong Shing, Frank, and Mr. Kenneth Patrick Chung (a director) appointed Mr. Or Ching Fai to attend the Meeting and vote on his behalf. Certain members of the board of supervisors and senior management were present at the Meeting. The Meeting was convened in compliance with the provisions of the laws, regulations, the Articles of Association of Industrial and Commercial Bank of China Limited and the Rules of Procedures for the Board of Directors of Industrial and Commercial Bank of China Limited.

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

1. Proposal on the Appointment of Mr. Zheng Wanchun as Senior Executive Vice President of Industrial and Commercial Bank of China Limited

Voting result of this proposal: 16 valid votes, 16 voted in favour of this proposal, 0 voted against and 0 abstained from voting.

Opinion from independent non-executive directors on this proposal: Agreed.

It was resolved at the Meeting that Mr. Zheng Wanchun be appointed as Senior Executive Vice President of the Bank, subject to approval by the China Banking Regulatory Commission. Biography of Mr. Zheng Wanchun is set out in Appendix I.

As at the date of this announcement, Mr. Zheng Wanchun does not have any relationship with any directors, senior management or substantial shareholders or controlling shareholders of the Bank, has not held any other directorships in any listed public companies in the last three years, and does not have any interests in the shares of the Bank within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance.

2. Proposal on the Appointment of Mr. Gu Shu as Senior Executive Vice President of Industrial and Commercial Bank of China Limited

Voting result of this proposal: 16 valid votes, 16 voted in favour of this proposal, 0 voted against and 0 abstained from voting.

Opinion from independent non-executive directors on this proposal: Agreed.

It was resolved at the Meeting that Mr. Gu Shu be appointed as Senior Executive Vice President of the Bank, subject to approval by the China Banking Regulatory Commission. Biography of Mr. Gu Shu is set out in Appendix II.

As at the date of this announcement, Mr. Gu Shu does not have any relationship with any directors, senior management or substantial shareholders or controlling shareholders of the Bank, has not held any other directorships in any listed public companies in the last three years, and does not have any interests in the shares of the Bank within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance.

Appendix I: Biography of Mr. Zheng Wanchun

Appendix II: Biography of Mr. Gu Shu

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

Beijing, the PRC
29 September 2013

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

Biography of Mr. Zheng Wanchun

Zheng Wanchun, male, Chinese, born in February 1964.

Mr. Zheng Wanchun has served as President of China Great Wall Asset Management Corporation since March 2011. He served as Assistant to Head of Industrial and Commercial Bank of China (“ICBC”) Hainan Branch and concurrently as General Manager of Banking Department, Deputy General Manager of Industrial and Commercial Credit Department of the Head Office of ICBC; he served as Deputy General Manager and General Manager of the Debt Management Department, General Manager of Operation Management Department and Assistant to President of China Huarong Asset Management Corporation; he became Vice President of China Huarong Asset Management Corporation in December 2004 and concurrently served as Chairman of Huarong Securities and Chairman of Rongde Asset (Sino-German Joint Venture); in January 2009, he served as Vice President of China Huarong Asset Management Corporation and concurrently as Chairman of Huarong Securities and Chairman of Huarong Futures.

Mr. Zheng Wanchun graduated from Renmin University of China, and obtained Master’s degree and Doctorate degree in Economics.

Biography of Mr. Gu Shu

Gu Shu, male, Chinese, born in August 1967.

Mr. Gu Shu has served as Head of ICBC Shandong Branch since December 2010. He joined ICBC in March 1998, served as Deputy General Manager of Accounting and Settlement Department and Deputy General Manager of the Planning and Finance Department; he became General Manager of Finance and Accounting Department of ICBC in July 2006; he acted as Board Secretary of ICBC in July 2008 and concurrently General Manager of Corporate Strategy and Investor Relations Department.

Mr. Gu Shu obtained Bachelor's degree in Engineering from Shanghai Jiaotong University in 1990, Master's degree in Economics from Dongbei University of Finance and Economics in 1995, and Doctorate degree in Economics from Shanghai University of Finance and Economics in 1998.