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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 10 December 2013 and held at the Bank’s head office in Beijing on 17 December 2013. There were 15 directors eligible for attending the Meeting, and all 15 directors attended the Meeting in person, within which Mr. XU Shanda (a director), Sir Malcolm Christopher McCARTHY (a director), and Mr. OR Ching Fai (a director), attended the meeting by video, and Mr. Kenneth Patrick CHUNG (a director), attended the meeting by telephone. 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. Wang Jingdong as Senior Executive Vice President of Industrial and Commercial Bank of China Limited

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

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

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

2. Proposal on the Resolution Plan of the US Branches of the Bank

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

According to the requirements of relevant laws and regulations of the United States of America (the “US”), both US and foreign banks of a certain size shall formulate and submit to the US authorities the resolution plan, which will be renewed annually, to ensure prompt and orderly self-rescue, reorganization or disintegration so as to reduce the impact of financial crisis on the US financial system.

The resolution plan was considered and passed in the Meeting. The Meeting also authorized the President of the Bank to be in charge of the filing of the resolution plan and the annual renewal going forward.

Appendix: Biography of Mr. Wang Jingdong

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

Beijing, the PRC
17 December 2013

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, 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.

Appendix:

Biography of Mr. Wang Jingdong

Wang Jingdong, male, Chinese, born in December 1962.

Mr. Wang Jingdong joined the Ministry of Agriculture, Animal Husbandry and Fishery after graduation from college in August 1983 and later served in the State Economic and Trade Commission and State Agricultural Investment Corporation, respectively. In March 1994, he was transferred to China Development Bank (“**CDB**”) where he served successively as the Deputy Head of Harbin Branch and Deputy Director of the Human Resources Department of the Head Office. Mr. Wang was appointed Head of Project Appraisal Department III of the Head Office of CDB in July 2006; Head of Beijing Branch of CDB in December 2008; and Head of Human Resources Department of the Head Office of CDB in December 2010.

Mr. Wang Jingdong graduated from Huazhong Agricultural University with the Bachelor’s degree in Agronomy.