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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)

APPOINTMENT AND RETIREMENT OF DIRECTORS

Reference is made to the poll results announcement of Industrial and Commercial Bank of China Limited (the “**Bank**”) dated 10 September 2013 in relation to, among other things, the election of Mr. Yi Xiqun and Mr. Fu Zhongjun as independent non-executive director and non-executive director, respectively, of the Bank at the second extraordinary general meeting of 2013 of the Bank.

APPOINTMENT OF DIRECTORS

The board of directors of the Bank (the “**Board**”) announces that the Bank has recently received the “China Banking Regulatory Commission’s Approval in relation to the Qualifications of Yi Xiqun and Fu Zhongjun of Industrial and Commercial Bank of China” (Yin Jian Fu [2013] No. 693). The qualifications of Mr. Yi Xiqun as an independent non-executive director and Mr. Fu Zhongjun as a non-executive director the Bank have been respectively approved by the China Banking Regulatory Commission (“**CBRC**”). The Bank would like to welcome Mr. Yi Xiqun and Mr. Fu Zhongjun as members of the Board.

Please refer to the circular of the Bank dated 26 July 2013 for the biographical details of Mr. Yi Xiqun and Mr. Fu Zhongjun. Save as disclosed herein, there are no other matters relating to the appointment of Mr. Yi Xiqun and Mr. Fu Zhongjun that need to be brought to the attention of the shareholders of the Bank nor is there any information to be disclosed pursuant to any of the requirements of Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

RETIREMENT OF DIRECTORS

Pursuant to the laws and regulations and the relevant provisions of the articles of association of the Bank, Mr. Xu Shanda has ceased to act as a director of the Bank as well as member of the relevant special committees of the Board due to expiration of his term of office; Mr. Huan Huiwu has ceased to act as a director of the Bank as well as member of the relevant special committees of the Board due to change of job assignments. Each of Mr. Xu Shanda and Mr. Huan Huiwu has confirmed that he has no disagreement with the Board and there are no matters relating to his retirement that need to be brought to the attention of the shareholders of the Bank.

Mr. Xu Shanda and Mr. Huan Huiwu performed their duties diligently and conscientiously since they joined the Board and have made outstanding contributions in areas including corporate governance, operation of the Board, development strategy, risk control and international and diversified operations of the Bank. The Board would like to express its sincere gratitude to Mr. Xu Shanda and Mr. Huan Huiwu for their outstanding contributions to the Bank during their tenures of service.

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

Beijing, PRC
3 January 2014

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, Ms. WANG Xiaoya, Ms. GE Rongrong, Mr. LI Jun, Mr. WANG Xiaolan, Mr. YAO Zhongli and Mr. FU Zhongjun 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.