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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)

ANNUAL GENERAL MEETING FOR THE YEAR 2013 HELD ON 6 JUNE 2014 POLL RESULTS APPOINTMENT OF SUPERVISOR

Reference is made to the circular dated 16 April 2014 issued by Industrial and Commercial Bank of China Limited (the “**Bank**”) (the “**Circular**”) containing details of the resolutions tabled before the Annual General Meeting for the year 2013 of the Bank (the “**AGM**”) for shareholders’ approval. Unless otherwise stated, capitalized terms used herein shall have the same meanings as those defined in the Circular.

The board of directors (the “**Board**”) of the Bank announces that the AGM was held at the Grand Ballroom, Four Seasons Hotel, 8 Finance Street, Central, Hong Kong and at Industrial and Commercial Bank of China Limited, No. 55 Fuxingmennei Avenue, Xicheng District, Beijing, PRC concurrently by video conference on Friday, 6 June 2014 at 9:30 a.m..

At the AGM, all the proposed resolutions set out in the notice of the AGM dated 16 April 2014 were voted by poll.

The poll results in respect of the resolutions proposed at the AGM are as follows:

Ordinary resolutions		Total number of votes (%)		
		For	Against	Abstain
1	To consider and approve the 2013 Work Report of the Board of Directors of the Bank.	283,539,252,254 (99.9314%)	15,948,744 (0.0056%)	178,800,293 (0.0630%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
2	To consider and approve the 2013 Work Report of the Board of Supervisors of the Bank.	283,539,232,254 (99.9314%)	15,948,744 (0.0056%)	178,820,293 (0.0630%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

Ordinary resolutions		Total number of votes (%)		
		For	Against	Abstain
3	To consider and approve the election of Mr. Zhao Lin as a shareholder supervisor of the Bank.	282,640,326,422 (99.6145%)	916,725,600 (0.3231%)	176,949,269 (0.0624%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
4	To consider and approve the Bank's 2013 audited accounts.	283,539,300,062 (99.9314%)	15,887,334 (0.0056%)	178,813,895 (0.0630%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
5	To consider and approve the Bank's 2013 profit distribution plan.	283,572,419,767 (99.9431%)	148,112 (0.0001%)	161,433,412 (0.0568%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
6	To consider and approve the proposal on the engagement of accounting firm for 2014.	283,564,062,262 (99.9401%)	8,241,882 (0.0029%)	161,697,147 (0.0570%)
	As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

The total number of Shares entitling the holders to attend and vote on all the resolutions proposed at the AGM was 351,389,712,029 Shares. No Shareholders were entitled to attend but were required to abstain from voting in favour of the proposed resolutions pursuant to Rule 13.40 of the Listing Rules and no Shareholders were required pursuant to the Listing Rules to abstain from voting at the AGM. There were no restrictions on casting votes by any Shareholder on any of the proposed resolutions at the AGM. Shareholders and authorised proxies holding an aggregate of 283,734,001,291 Shares, representing 80.7462% of the total Shares with voting rights of the Bank, were present at the AGM. The holding of the AGM was in compliance with the requirements of the Company Law of the PRC and the Articles of the Bank.

The AGM was chaired by Mr. Yi Huiman, the Vice Chairman of the Board and President of the Bank. There are 15 directors of the Bank, of whom 14 directors attended the AGM; Mr. Jiang Jianqing, Chairman of the Board, did not attend the Meeting due to other business arrangement. There are 6 supervisors of the Bank, of whom 6 supervisors attended the AGM; the secretary of the Board of the Bank attended the AGM.

In compliance with the requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, Computershare Hong Kong Investor Services Limited, the Bank's H share registrar, acted as scrutineer for the vote-taking.

APPOINTMENT OF SUPERVISOR

The Bank announces that Mr. Zhao Lin was re-elected as a shareholder supervisor of the Bank at the AGM. Please refer to the circular dated 16 April 2014 of the Bank for details of Mr. Zhao Lin.

PROFIT DISTRIBUTION

The 2013 profit distribution plan of the Bank was considered and approved at the AGM. A cash dividend of RMB2.617 per 10 Shares (pre-tax) will be paid by the Bank to those shareholders whose names appear on the register of members after close of trading on Thursday, 19 June 2014. The income tax withholding regulation and arrangement in relation to H Share dividend for the year 2013 is the same as that to H Share dividend for the year 2012. The dividend is expected to be paid no later than Friday, 18 July 2014. The register of members of H Shares will be closed from Saturday, 14 June 2014 to Thursday, 19 June 2014 (both days inclusive). In order to be entitled to the dividend for the year 2013, holders of H Shares who have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Rooms 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on Friday, 13 June 2014.

LAWYERS' CERTIFICATION

King & Wood Mallesons Lawyers witnessed the AGM and issued a legal opinion certifying that the convening and its procedures, the qualifications of attendees and convener, the voting process and other related matters of the AGM conformed to the requirements of the law, administrative regulations and the Articles of the Bank. The voting results were lawful and valid.

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

Beijing, PRC, 6 June 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.