



中国工商银行

INDUSTRIAL AND COMMERCIAL BANK OF CHINA

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 THE RESOLUTIONS OF THE NINETEENTH MEETING OF THE FIRST SESSION OF THE BOARD OF DIRECTORS OF INDUSTRIAL AND COMMERCIAL BANK OF CHINA LIMITED

The Bank and members of the board of directors warrant the truthfulness, accuracy and completeness of the announcement and confirm that there are no false presentations or misleading statements contained in, or material omissions from, this announcement.

This announcement is made pursuant to Rule 13.09(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

The nineteenth meeting of the first session of the board of directors (the “**Meeting**”) of Industrial and Commercial Bank of China Limited (the “**Bank**”) was held as a physical meeting at the Bank’s head office on 3 April 2007.

There were fourteen directors eligible for attending the Meeting. All fourteen directors attended the meeting and there were fourteen valid votes in total, amongst whom Mr. Christopher A. COLE attended the meeting by way of video conference, and Mr. John L. THORNTON and Mr. QIAN Yingyi attended the meeting by way of telephone conference. The Meeting was convened in compliance with the provisions of the laws, administrative rules and regulations and the Bank’s Articles of Association.

Mr. JIANG Jianqing, Chairman, presided over the Meeting and the attending directors reviewed each item of the agenda and passed the following proposals:

- 1 Consideration and approval of the proposal on 2006 Report of the Board of Directors of the Bank
The voting result of this proposal: 14 voted in favour of this proposal, 0 voted against and 0 abstained from voting.
- 2 Consideration and approval of the proposal on the Bank’s 2006 Final Account
The voting result of this proposal: 14 voted in favour of this proposal, 0 voted against and 0 abstained from voting.
- 3 Consideration and approval of the proposal on the Bank’s 2006 Profit Distribution Plan
It was resolved that, on the basis of the total share capital of 334.019 billion shares as of 31 December 2006, a dividend of RMB0.16 per 10 shares (including tax), that is a dividend of RMB0.016 per share (including tax), will be paid in cash to registered holders of A-shares and H-shares as of the close of trading on 20 June 2007 (totalled RMB5,344,301,600).
The voting result of this proposal: 14 voted in favour of this proposal, 0 voted against and 0 abstained from voting.
- 4 Consideration and approval of the proposal on the Bank’s 2006 Annual Report and its Abstract
The voting result of this proposal: 14 voted in favour of this proposal, 0 voted against and 0 abstained from voting.

It was resolved that the first, the second and the third proposals stated above will be presented to the Annual General Meeting of Shareholders for consideration.

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

4 April 2007

As at the date of this announcement, the board of directors comprises Mr. JIANG Jianqing, Mr. YANG Kaisheng, Mr. ZHANG Furong, and Mr. NIU Ximing as executive directors, Mr. FU Zhongjun, Mr. KANG Xuejun, Mr. SONG Zhigang, Mr. WANG Wenyan, Ms. ZHAO Haiying, Mr. ZHONG Jian'an and Mr. Christopher A. COLE as non-executive directors, Mr. LEUNG Kam Chung, Antony, Mr. John L. THORNTON, and Mr. QIAN Yingyi as independent non-executive directors.

*Please also refer to the published version of this announcement in **South China Morning Post**.*