



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)

EXTRAORDINARY GENERAL MEETING HELD ON 13 DECEMBER 2007 POLL RESULTS

Reference is made to the circular of Industrial and Commercial Bank of China Limited (the “**Bank**”) dated 27 October 2007 (the “**Circular**”) in relation to the acquisition of 20% shareholding in Standard Bank Group Limited. Unless otherwise stated, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that the EGM was held at the Academic Exchange, Industrial and Commercial Bank of China Limited, No. 55 Fuxingmennei Avenue, Xicheng District, Beijing, PRC at 9:30 a.m. on Thursday, 13 December 2007.

At the EGM, the proposed resolution set out in the notice of the EGM dated 27 October 2007 was voted by poll.

The poll results in respect of the resolution proposed at the EGM are as follows:

Special resolution	Total number of votes (%)		
	For	Against	Abstain
To approve the Implementation Agreement and the Relationship Agreement and the transactions contemplated thereunder	289,309,175,433 (99.9618%)	110,438,227 (0.0382%)	0 (0%)
As more than two-thirds of the votes were cast in favour of this resolution, the resolution was duly passed as a special resolution.			

As at the date of the EGM, the number of issued shares of the Bank was 334,018,850,026 shares, which was the total number of shares entitling the holders to attend and vote for or against the resolution proposed at the EGM. There were no restrictions on any shareholder casting votes on the proposed resolution at the EGM. Shareholders and authorised proxies holding an aggregate of 289,419,613,660 shares, representing 86.6477% of the total issued share capital of the Bank, were present at the EGM. The holding of the EGM was in compliance with the requirements of the Company Law of the PRC and the Articles of Association of the Bank. The EGM was chaired by Mr. Jiang Jianqing, the Chairman of the Board.

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.

LAWYERS' CERTIFICATION

As certified and stated in the legal opinion issued by King & Wood PRC Lawyers, the convening and procedures of the EGM conformed to the requirements of law and administrative regulations and the Articles of Association of the Bank. The attendees and the convener of the EGM were qualified and their qualifications were valid. The voting process and the voting results were lawful and valid.

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

Beijing, PRC, 13 December 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, Mr. QIAN Yingyi and Mr. XU Shanda as independent non-executive directors.