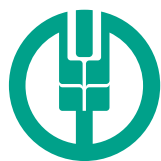


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# 中国农业银行

AGRICULTURAL BANK OF CHINA

**AGRICULTURAL BANK OF CHINA LIMITED**

**中國農業銀行股份有限公司**

*(a joint stock company incorporated in the People's Republic of China with limited liability)*

**(Stock Code: 1288)**

## **CHANGE IN COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

Reference is made to the announcement on the resolutions of the board of directors (the “**Board**”) of Agricultural Bank of China Limited (the “**Bank**”) dated 25 March 2014. The Board has resolved to appoint Mr. ZHU Gaoming (“**Mr. Zhu**”) as the company secretary and an authorised representative of the Bank.

Since Mr. Zhu does not yet possess the qualifications or relevant experience to fulfil the requirements under Rule 3.28 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the Bank has applied to The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) for, and the Stock Exchange has recently granted, a waiver from strict compliance with the requirements under Rule 3.28 and Rule 8.17 of the Listing Rules. The Board hereby announces that the appointment of Mr. Zhu as the company secretary and an authorised representative of the Bank has taken effect from 27 March 2014, and Mr. LI Zhenjiang will no longer serve as the company secretary and an authorised representative of the Bank. Mr. Zhu has also been appointed as the secretary to the Board, subject to the approval of his qualification by China Banking Regulatory Commission.

Mr. Zhu will be assisted by Ms. HO Wing Chi (“**Ms. Ho**”), the assistant to the company secretary, in his discharge of duties as the company secretary during an initial period of three years. Ms. Ho is a senior manager at KCS Hong Kong Limited, a company providing a range of corporate accounting and corporate secretarial services in Hong Kong. She is a fellow member of the Hong Kong Institute of Chartered Secretaries and the Institute of Chartered Secretaries and Administrators in the United Kingdom and meets the relevant requirements under Rule 3.28 of the Listing Rules. The Bank will notify the Stock Exchange to re-visit the relevant situation at the end of the initial period of three years and expects to demonstrate that Mr. Zhu can satisfy the requirements under Rule 3.28 of the Listing Rules then such that a further waiver will not be necessary.

The Board would like to take this opportunity to express its sincere gratitude to Mr. LI Zhenjiang for his contribution during his tenure as the company secretary and an authorised representative of the Bank.

By Order of the Board  
**Agricultural Bank of China Limited**  
**ZHU Gaoming**  
*Company Secretary*

Beijing, PRC  
1 April 2014

*As at the date of this announcement, our executive directors are Mr. JIANG Chaoliang, Mr. ZHANG Yun, Mr. GUO Haoda and Mr. LOU Wenlong; our non-executive directors are Mr. SHEN Bingxi, Mr. LIN Damao, Mr. CHENG Fengchao, Mr. LI Yelin, Mr. XIAO Shusheng and Mr. ZHAO Chao; and our independent non-executive directors are Mr. Anthony WU Ting-yuk, Mr. QIU Dong, Mr. Frederick MA Si-hang, Mr. WEN Tiejun and Mr. Francis YUEN Tin-fan.*