



**中國工商銀行(亞洲)**

**ICBC (Asia)**

**INDUSTRIAL AND COMMERCIAL BANK OF CHINA (ASIA) LIMITED**

**中國工商銀行(亞洲)有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 349)**

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that an extraordinary general meeting of Industrial and Commercial Bank of China (Asia) Limited (the “**Bank**”) will be held at 33/F., ICBC Tower, 3 Garden Road, Central, Hong Kong on Monday, 31 December 2007 at 10:00 a.m. for the purpose of considering and, if thought fit, passing the following resolution:

**ORDINARY RESOLUTION**

“**THAT** (a) the transactions contemplated under each of the Ongoing Banking Transactions (as defined in the circular of the Bank (the “Circular”) dated 15 December 2007, a copy of which was marked “A” and has been produced to the meeting and signed by the Chairman thereof for the purpose of identification), in the absence of a maximum aggregate annual value, as supplemented by the Master Agreement (as defined in the Circular); and (b) the Master Agreement, so far as it concerns each of the Ongoing Banking Transactions (as the case may be) and the extent to which the Master Agreement amends and supplements the Ongoing Banking Transactions be and are hereby approved and any one director of the Bank be and is hereby authorised to do all such acts including any amendments to the Master Agreement which he considers necessary, desirable or expedient in connection with and for the purposes of the Ongoing Banking Transactions.”

By Order of the Board  
**Tsang Mei Kuen**  
*Company Secretary*

Hong Kong, 15 December 2007

*Registered Office:*  
33/F., ICBC Tower  
3 Garden Road  
Central  
Hong Kong

**Notes:**

- (1) A member of the Bank entitled to attend and vote at the meeting convened by the above notice is entitled to appoint one proxy or a maximum of two proxies to attend and vote in his stead. If more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed. A proxy need not be a member of the Bank.

- (2) In order to be valid, the form of proxy, together with a power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be deposited at the Bank's share registrars, Tricor Tengis Limited at 26/F., Tesbury Centre, 28 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time for holding the meeting or any adjourned meeting (as the case may be).
- (3) A form of proxy for use at the meeting is enclosed and such form of proxy is also published on the website of the Stock Exchange.

*As at the date of this announcement, the Board comprises Mr. Zhu Qi, Mr. Wong Yuen Fai and Mr. Zhang Yi as executive directors, Dr. Jiang Jianqing, Ms. Wang Lili, Mr. Chen Aiping and Mr. Damis Jacobus Ziengs as non-executive directors and Professor Wong Yue Chim, Richard, SBS, JP, Mr. Tsui Yiu Wa, Alec and Mr. Yuen Kam Ho, George as independent non-executive directors.*