



**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)**

**RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON  
3 SEPTEMBER 2008**

The EGM was held on 3 September 2008 at which the ordinary resolution (as proposed) in respect of the Sale and Purchase Agreement and all matters contemplated thereunder was duly passed by the Independent Shareholders by way of poll.

Reference is made to the circular of the Company dated 19 August 2008 (the “Circular”) in respect of the Sale and Purchase Agreement and all matters contemplated thereunder. Unless otherwise specified, terms used herein shall have the same meanings as defined in the Circular.

**RESULTS OF THE EGM**

The Board is pleased to announce that the ordinary resolution (as proposed) in respect of the Sale and Purchase Agreement and all matters contemplated thereunder (the “Ordinary Resolution”) was duly passed by the Independent Shareholders by way of poll at the EGM.

As at the time of the vote-taking at the EGM, the total number of Shares in issue was 1,269,988,436 Shares, and the total number of Shares entitling the Independent Shareholders to attend and vote for or against the Ordinary Resolution at the EGM was 359,096,218 Shares, representing approximately 28.28% of the total number of Shares in issue. As set out in the Circular, ICBC and its associates were required to abstain from voting at the EGM and ICBC and its associates abstained from voting at the EGM accordingly. None of the Shareholders were only entitled to vote against the Ordinary Resolution at the EGM.

The vote-taking at the EGM was scrutinized by Tricor Tengis Limited, the share registrars of the Company. The results of the poll are as follows:-

<b>Ordinary Resolution</b>	<b>Number of votes</b>	<b>Number of votes</b>
	<b>(%)</b>	<b>(%)</b>
	<b>For</b>	<b>Against</b>
To approve the Sale and Purchase Agreement and all matters contemplated thereunder.	171,361,583 (100%)	0 (0%)

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

Hong Kong, 3 September 2008

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