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**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)**

**POLL RESULTS OF ANNUAL GENERAL MEETING**  
**HELD ON 22 MAY 2009**

The Board of Directors (the “Board”) of Industrial and Commercial Bank of China (Asia) Limited (the “Bank”) is pleased to announce that at the Annual General Meeting of the Bank held on 22 May 2009 (the “AGM”), all the proposed resolutions as set out in the notice of the AGM dated 22 April 2009 were duly passed by shareholders by poll voting.

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

<b>Resolutions</b>		<b>Number of votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive and consider the audited Financial Statements and the Reports of the Directors and the Auditors for the year ended 31 December 2008.	1,096,491,478 (99.9708%)	320,010 (0.0292%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
2.	To declare a final dividend.	1,097,962,503 (99.9999%)	10 (0.0001%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

Resolutions		Number of votes (%)	
		For	Against
3(i).	To re-elect Dr. Jiang Jianqing as Director.	1,092,744,008 (99.5247%)	5,218,505 (0.4753%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
3(ii).	To re-elect Mr. Hu Hao as Director.	1,092,421,008 (99.4953%)	5,541,505 (0.5047%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
3(iii).	To re-elect Mr. Zhang Yi as Director.	1,092,826,008 (99.5322%)	5,136,505 (0.4678%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
3(iv).	To re-elect Mr. Yuen Kam Ho, George as Director.	1,097,239,503 (99.9341%)	723,010 (0.0659%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
4.	To approve the payment of Directors' fees for the year ended 31 December 2008.	1,097,642,503 (99.9709%)	320,010 (0.0291%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
5.	To re-appoint Ernst & Young as the Auditors of the Bank and to authorize the Directors to fix the remuneration.	1,097,642,503 (99.9709%)	320,010 (0.0291%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
6.	To grant a general mandate to the Directors to allot and issue additional shares not exceeding 20% of the aggregate nominal amount of the issued share capital of the Bank as at the date of passing of this resolution.	973,719,470 (88.6842%)	124,243,043 (11.3158%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
7.	To grant a general mandate to the Directors to repurchase shares of the Bank not exceeding 10% of the aggregate nominal amount of the issued share capital of the Bank as at the date of passing of this resolution.	1,097,962,503 (99.9999%)	10 (0.0001%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			

<b>Resolutions</b>		<b>Number of votes (%)</b>	
		<b>For</b>	<b>Against</b>
8.	To extend, conditional upon the above Ordinary Resolution Nos. 6 and 7 being duly passed, the general mandate under item 6 hereof by increasing the number of shares permitted to be issued equivalent to the number of shares repurchased under item 7 hereof.	973,777,120 (88.7013%)	124,039,393 (11.2987%)
As more than 50% of the votes were cast in favour of this resolution, the resolution was duly passed as an ordinary resolution.			
9.	To approve the amendments to the Articles of Association of the Bank in accordance with the Special Resolution No. 9 as set out in the notice of the AGM.	1,097,637,503 (99.9709%)	320,010 (0.0291%)
As more than 75% 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 AGM, the total number of shares in issue of the Bank was 1,285,267,969 shares, which was the total number of shares entitling the shareholders to attend and vote for or against all the resolutions proposed at the AGM. There were no restrictions on any shareholders to cast votes on any of the resolutions proposed at the AGM, and there was no share entitling the holders to attend and vote only against any of the resolutions proposed at the AGM.

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

Hong Kong, 22 May 2009

*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, Ms. Wang Lili and Mr. Hu Hao 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.*