

**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 31 DECEMBER 2004**

The EGM was held on 31 December 2004 at which the ordinary resolution (as proposed) in respect of the Master Agreement and the Ongoing Banking Transactions, in the absence of a maximum aggregate annual value, 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 16 December 2004 (the "Circular") in respect of, among other things, the Master Agreement and the Ongoing Banking Transactions, in the absence of a maximum aggregate annual value, 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 Master Agreement and the Ongoing Banking Transactions, in the absence of a maximum aggregate annual value, 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 date of the EGM, the total number of Shares in issue was 1,047,964,783 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 445,075,826 Shares, representing 42.47% of the total number of Share 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 Tengis Limited, the share registrars of the Company. The results of the poll are as follows:-

Ordinary Resolution	Number of Votes (%)	
	For	Against
To approve the Master Agreement and the Ongoing Banking Transactions, in the absence of a maximum aggregate annual value, and all matters contemplated thereunder	126,658,381 Shares (100%)	Nil (0%)

By Order of the Board  
**Lai Wing Nga**  
*Company Secretary*

Hong Kong, 31 December 2004

*As at the date of this announcement, the Board comprises Mr. Zhu Qi, Mr. Wang Yan and Mr. Wong Yuen Fai 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.*