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中國工商銀行股份有限公司

INDUSTRIAL AND COMMERCIAL BANK OF CHINA LIMITED

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

(Stock Code: 1398)

ANNOUNCEMENT IN RELATION TO SUPPLEMENTAL AGREEMENT TO THE SUBSCRIPTION OF SHARES IN TAIWAN SINOPAC HOLDINGS OR BANK SINOPAC

Industrial and Commercial Bank of China Limited (the “**Bank**”) entered into a share subscription agreement (the “**SSA**”) with SinoPac Financial Holdings Company Limited (“**SPH**”) and Bank SinoPac Co., Ltd. (“**BSP**”, and collectively with the Bank and SPH, the “**Parties**”) on 2 April 2013. Pursuant to the SSA, the Bank agreed to subscribe for new shares to be issued by SPH or BSP (the “**Target**”) by means of private placement in accordance with the relevant regulations in Taiwan. After such subscription, the Bank will own 20% of the shares in the Target.

According to the relevant regulations in Taiwan as of the signing date of the SSA (the “**Signing Date**”), shareholding percentage held by a commercial bank from Mainland China in a single Taiwan financial institution cannot exceed, in aggregate, 5% of the total outstanding voting shares or the total authorized capital of such institution. Pursuant to the SSA, in the event that the regulatory authorities in Taiwan have not promulgated new regulations or amended existing regulations to increase the foregoing investment limit to 20% or above (the “**Taiwan Regulation Amendments**”) within one year of the Signing Date (the “**Transaction Waiting Period**”), the Parties are entitled to negotiate and extend the Transaction Waiting Period.

The Parties entered into a supplemental agreement (the “**Supplemental Agreement**”) to the SSA on 27 February 2014. Pursuant to the Supplemental Agreement, the Transaction Waiting Period under the SSA will be extended to 1 April 2015. In the event that the regulatory authorities in Taiwan have not promulgated the Taiwan Regulation Amendments by 1 April 2015, the Parties are entitled to further negotiate and extend the Transaction Waiting Period.

The remaining terms and conditions contained in the SSA shall remain unchanged and are in full force and effect.

**The Board of Directors of
Industrial and Commercial Bank of China Limited**

Beijing, PRC
27 February 2014

As at the date of this announcement, the board of directors comprises Mr. JIANG Jianqing, Mr. YI Huiman and Mr. LIU Lixian as executive directors, Ms. WANG Xiaoya, Ms. GE Rongrong, Mr. LI Jun, Mr. WANG Xiaolan, Mr. YAO Zhongli and Mr. FU Zhongjun as non-executive directors, Mr. WONG Kwong Shing, Frank, Sir Malcolm Christopher McCARTHY, Mr. Kenneth Patrick CHUNG, Mr. OR Ching Fai, Mr. HONG Yongmiao and Mr. YI Xiqun as independent non-executive directors.