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中国农业银行

AGRICULTURAL BANK OF CHINA

AGRICULTURAL BANK OF CHINA LIMITED

中國農業銀行股份有限公司

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

Stock Code: 1288

CHANGE IN CHAIRMAN AND MEMBER OF AUDIT COMMITTEE

The board of directors (the “**Board**”) of Agricultural Bank of China Limited (the “**Bank**”) received the resignation letter from Mr. Anthony Wu Ting-yuk on 24 November 2011 to resign as the chairman and a member of the audit committee of the Board (the “**Audit Committee**”) with effect from the same day. Mr. Wu resigned because Windpower Capital Ltd., a company wholly owned and managed by him, entered into a service agreement to provide advisory services to Deloitte Touche Tohmatsu, the international auditor of the Bank. Save as the above, Mr. Wu has confirmed that he does not have any matters in relation to his resignation that should be brought to the attention of the shareholders of the Bank. Mr. Wu remains as an independent non-executive director of the Bank and a member of the other committees of the Board.

To meet the relevant regulatory requirements and ensure smooth and efficient operation of the Audit Committee, the Board convened a meeting on 25 November 2011 and made the following changes in the chairmen and members of the committees of the Board: (i) Mr. Frederick Ma Si-hang has been elected as a member and the chairman of the Audit Committee and will cease to act as the chairman and a member of the Risk Management Committee and the Related Party Transactions Management Committee; and (ii) Mr. Anthony Wu Ting-yuk has been elected as a member and the chairman of the Risk Management Committee and the Related Party Transactions Management Committee. The changes above have become effective since 25 November 2011.

By Order of the Board of Directors
Agricultural Bank of China Limited
Li Zhenjiang
Company Secretary

Beijing, PRC, 25 November 2011

As at the date of this announcement, our executive directors are Mr. ZHANG Yun, Mr. YANG Kun and Mr. PAN Gongsheng; our non-executive directors are Mr. LIN Damao, Mr. ZHANG Guoming, Ms. XIN Baorong, Mr. SHEN Bingxi, Mr. CHENG Fengchao and Mr. LI Yelin, and our independent non-executive directors are Mr. Anthony WU Ting-yuk, Mr. QIU Dong, Mr. Frederick MA Si-Hang and Mr. WEN Tiejun.