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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)

ANNOUNCEMENT

Reference is made to the announcements of Agricultural Bank of China Limited (the “**Bank**”) dated 29 October 2012 and 18 December 2012.

Following the appointments of Mr. GUO Haoda and Mr. LOU Wenlong as executive directors of the Bank, the board of directors of the Bank (the “**Board**”) presently has 14 directors, of which four are independent non-executive directors, thus falls below the new requirement under Rules 3.10(A) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited that requires the Bank to appoint independent non-executive directors representing at least one-third of the Board by 31 December 2012.

In order to comply with above requirement, Mr. Francis YUEN Tin-fan has been elected as independent non-executive director of the Bank and his appointment has been approved at the extraordinary general meeting of the Bank held on 29 October 2012. As at the date of this announcement, Mr. YUEN’s appointment is still subject to the ratification of his qualification by China Banking Regulatory Commission (“**CBRC**”).

The Bank has made and will continue with its best endeavors to comply with the relevant requirement and will make further announcement upon appointment of an additional independent non-executive director has been approved by the CBRC.

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

Beijing, the PRC
31 December 2012

As at the date of this announcement, our executive directors are Mr. JIANG Chaoliang, Mr. ZHANG Yun, Mr. GUO Haoda and Mr. LOU Wenlong; our non-executive directors are Mr. SHEN Bingxi, Mr. LIN Damao, Mr. CHENG Fengchao, Mr. LI Yelin, Mr. XIAO Shusheng and Mr. ZHAO Chao; and our independent non-executive directors are Mr. Anthony WU Ting-yuk, Mr. QIU Dong, Mr. Frederick MA Si-hang and Mr. WEN Tiejun.