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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)

CHANGES IN CHAIRMEN AND MEMBERS OF BOARD COMMITTEES

A meeting (the “**Meeting**”) of the board of directors (the “**Board**”) of Agricultural Bank of China Limited (the “**Bank**”) was held by video conference in Beijing and Hong Kong on 24 March 2015. All the 15 directors attended the Meeting, of which Mr. Francis YUEN Tin-fan was unable to attend in person due to other business commitment and designated Mr. Frederick MA Si-hang in writing as his proxy to attend and vote on his behalf at the Meeting. The Meeting was conducted in compliance with the applicable laws and regulations, the articles of association of the Bank and the rules of procedure of the Board.

The Board approved the following changes in the chairmen and members of the Board committees at the Meeting:

Mr. WEN Tiejun, Mr. ZHANG Dinglong, Mr. CHEN Jianbo and Mr. HU Xiaohui were elected as the members of the Strategic Planning Committee. Mr. Anthony WU Ting-yuk ceased to be a member of the Strategic Planning Committee.

Ms. XIAO Xing, Mr. ZHANG Dinglong, Mr. CHEN Jianbo and Mr. HU Xiaohui were elected as members of the County Area Banking Business Development Committee. Mr. QIU Dong and Mr. ZHAO Chao ceased to be members of the County Area Banking Business Development Committee.

Mr. WEN Tiejun was elected as the chairman of the Nomination and Remuneration Committee, and Ms. XIAO Xing, Mr. XU Jiandong and Mr. LU Jianping were elected as members of the Nomination and Remuneration Committee. Mr. QIU Dong ceased to be the chairman of the Nomination and Remuneration Committee.

Ms. XIAO Xing, Mr. ZHANG Dinglong and Mr. HU Xiaohui were elected as members of the Audit and Compliance Committee. Mr. QIU Dong ceased to be a member of the Audit and Compliance Management Committee.

Mr. Francis YUEN Tin-fan was elected as the chairman of the Risk Management Committee, and Mr. Frederick MA Si-hang, Mr. LU Jianping, Mr. ZHAO Chao, Mr. CHEN Jianbo and Mr. XU Jiandong were elected as members of the Risk Management Committee. Mr. Anthony WU Ting-yuk ceased to be the chairman and a member of the Risk Management Committee and Mr. QIU Dong ceased to be a member of the Risk Management Committee.

Mr. Francis YUEN Tin-fan was elected as the chairman of the Related Party Transactions Management Committee, and Mr. Frederick MA Si-hang, Mr. LU Jianping and Mr. ZHAO Chao were elected as members of the Related Party Transactions Management Committee. Mr. Anthony WU Ting-yuk ceased to be the chairman and a member of the Related Party Transactions Management Committee and Mr. QIU Dong ceased to be a member of the Related Party Transactions Management Committee.

Mr. LU Jianping's positions in the Board committees are subject to the ratification of his eligibility by the China Banking Regulatory Commission. Each relevant director abstained from voting on the resolution in respect of his/her appointment.

By Order of the Board
Agricultural Bank of China Limited
ZHU Gaoming
Company Secretary

Beijing, PRC
24 March 2015

As at the date of this announcement, our executive directors are Mr. LIU Shiyu, Mr. ZHANG Yun and Mr. LOU Wenlong; our non-executive directors are Mr. ZHAO Chao, Mr. ZHOU Ke, Mr. ZHANG Dinglong, Mr. CHEN Jianbo, Mr. HU Xiaohui and Mr. XU Jiandong; and our independent non-executive directors are Mr. Anthony WU Ting-yuk, Mr. QIU Dong, Mr. Frederick MA Si-hang, Mr. WEN Tiejun, Mr. Francis YUEN Tin-fan and Ms. Xiao Xing.