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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)

PROPOSED APPOINTMENT OF NON-EXECUTIVE DIRECTOR

A meeting (the “**Meeting**”) of the board of directors (the “**Board**”) of Agricultural Bank of China Limited (the “**Bank**”) was held by way of written resolution. The Bank issued the notice of the Meeting and the related resolution in writing on 4 June 2014, and the voting deadline is 6 June 2014. 15 directors were entitled to vote and all of them casted their votes. 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 proposal on nomination of Mr. ZHOU Ke as a non-executive director of the Bank was considered and approved at the Meeting.

Voting result: 15 valid votes, including 15 votes in favour, 0 vote against and 0 vote abstained.

Opinions of the independent non-executive directors of the Bank: agreed.

The proposal above is subject to approval by the shareholders’ general meeting of the Bank. Mr. ZHOU Ke’s qualification to serve as a non-executive director of the Bank is subject to the approval by China Banking Regulatory Commission. His term of office is three years, commencing upon the date of approval by China Banking Regulatory Commission.

The biographical details of Mr. ZHOU Ke are set out below:

Mr. ZHOU Ke, aged 47, holds a Bachelor’s degree. He started working with the Ministry of Finance of the People’s Republic of China in 1988, and served successively as deputy director of Water Resources Division of Department of Agriculture, director of the Science and Technology Division, director of Project Management Department III and director of Policy Research Department of the National Agricultural Comprehensive Development Office, deputy director of the National Agricultural Comprehensive Development Evaluation Center, and deputy director of the National Agricultural Comprehensive Development Office.

Mr. ZHOU Ke will not receive any salary or director’s fee from the Bank during his term. The Bank will disclose the remuneration of directors in its annual report each year.

Save as disclosed above, Mr. ZHOU Ke did not hold any directorship in any other listed companies or take up any post in any affiliated companies of the Bank in the past three years, nor has any relationship with any other director, supervisor, senior management, substantial shareholder or controlling shareholder of the Bank. Furthermore, Mr. ZHOU Ke does not have any equity interest in the Bank within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong. Save as disclosed herein, there is no other information relating to the appointment of Mr. ZHOU Ke that shall be disclosed pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited nor any matters which need to be brought to the attention of the shareholders of the Bank.

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

Beijing, PRC
6 June 2014

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, Mr. WEN Tiejun and Mr. Francis YUEN Tin-fan.