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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)

NOMINATION OF NON-EXECUTIVE DIRECTORS OF THE BANK

A 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 proposals in writing on 18 November 2014, and the voting deadline is 20 November 2014. 12 directors were entitled to vote and all of them casted their votes. The meeting and voting were conducted in compliance with the applicable laws, administrative rules, regulations, articles of association of the Bank and the rules of procedure of the Board.

The following proposals were considered and approved at the meeting:

1. Proposal on Nomination of Mr. ZHAO Chao as a Non-executive Director of the Bank

Voting result: 11 valid votes, including 11 votes in favour, 0 vote against and 0 vote abstained.

Mr. ZHAO Chao abstained from voting due to conflict of interest.

2. Proposal on Nomination of Mr. ZHANG Dinglong as a Non-executive Director of the Bank

Voting result: 12 valid votes, including 12 votes in favour, 0 vote against and 0 vote abstained.

3. Proposal on Nomination of Mr. CHEN Jianbo as a Non-executive Director of the Bank

Voting result: 12 valid votes, including 12 votes in favour, 0 vote against and 0 vote abstained.

4. Proposal on Nomination of Mr. HU Xiaohui as a Non-executive Director of the Bank

Voting result: 12 valid votes, including 12 votes in favour, 0 vote against and 0 vote abstained.

5. Proposal on Nomination of Mr. XU Jiandong as a Non-executive Director of the Bank

Voting result: 12 valid votes, including 12 votes in favour, 0 vote against and 0 vote abstained.

Opinions regarding the above nominations from the independent non-executive directors of the Bank: agreed.

The appointment of Mr. ZHAO Chao will be proposed to the shareholders' extraordinary general meeting for approval. The term of office of Mr. ZHAO Chao is three years, commencing upon the expiry date of his current term of office. The appointment of Mr. ZHANG Dinglong, Mr. CHEN Jianbo, Mr. HU Xiaohui and Mr. XU Jiandong will also be proposed to the shareholders' extraordinary general meeting for approval, subject to the ratification of their eligibility by China Banking Regulatory Commission. The term of office for each of them is three years, commencing upon the date of ratification of their eligibility by China Banking Regulatory Commission.

The biographical details of Mr. ZHAO Chao, Mr. ZHANG Dinglong, Mr. CHEN Jianbo, Mr. HU Xiaohui and Mr. XU Jiandong are set out below:

Mr. ZHAO Chao was born in June 1958. He holds a Bachelor's degree and is a statistician. He currently works with Central Huijin Investment Ltd. and has served as a non-executive director of the Bank since February 2012. He started working with Bureau of Statistics of Shanxi Province in 1982, and served successively as vice director of Finance and Trade Division, Bureau of Statistics of Shanxi Province; director of Business and Trade Division and Regulation Division, State-owned Assets Supervision and Administration Bureau of Shanxi Province; director of Supervision and Inspection Division, Policy and Regulation Department of National State-owned Assets Supervision and Administration Bureau; director of Property Rights Legal Affairs Division, State-owned Capital Basic Management Department of Ministry of Finance (the "MOF"); consultant of Lottery Management Division, the MOF Department of Policy Planning; secretary-general of the MOF General Department; vice director of the MOF Investment Appraisal and Censoring Centre, and vice counsel of the MOF Department of Treaty and Law.

Mr. ZHANG Dinglong was born in May 1956. He graduated from Minzu University of China with a Doctor degree in law. He used to serve as the section chief of Party Committee Office of the State Ethnic Affairs Commission, deputy director (in charge) of Issue Division of the Liaison Office of the Rural Policy Research Department of the Secretariat of the Central Committee and Rural Development Research Center of the State Council, division head and deputy director of the Rural Economy Research Department, director of the Secretariat Department, deputy director of the Security Committee and chairman of the Labor Committee of State Council Research Office. He is a representative of the 11th and 12th National People's Congress and a special supervisor of the Supreme People's Court.

Mr. CHEN Jianbo was born in April 1963. He graduated from Renmin University of China with a Doctor degree in management. He used to serve as an assistant research fellow and deputy director of the Rural Policy Research Office of the Central Committee and the Enterprise Research Division of the Development Research Department of the Rural Development Research Center of the State Council, division head and research fellow of the Rural Department of the Development Research Center of the State Council, counsel of the Central Financial Affairs Leading Group Office and the Rural Group 1 of the Central Rural Affairs Leading Group Office.

Mr. HU Xiaohui was born in June 1959. He holds a bachelor degree and is an economist. He used to be a lecturer in Hunan Xiangtan Tobacco Secondary Vocational School, and assistant to the general manager of Hunan Fangyuan Import and Export Co., Ltd., principal clerk of Xiangtan State-owned Enterprise Group of the MOF in Finance Department of Hunan Province, principal clerk and deputy director of Xiangtan Group, deputy director (in charge) of Yiyang Group, deputy director (in charge) of the general office, deputy director and director of the general division, director of the Division I, assistant commissioner, secretary of the party committee, deputy counsel, deputy inspection commissioner and discipline inspection team leader of Office of the Finance Discipline Inspection Commissioner of MOF in Hunan Province.

Mr. XU Jiandong was born in July 1963 and holds a bachelor degree. He used to work with the State Administration of Foreign Exchange (the “SAFE”) successively in several positions, including senior clerk of the Exchange Rate Department, principal clerk of the Market Management Division of Foreign Exchange Business Management Department, deputy director of the Market Exchange Rate Division of the Balance of Payment Department, director of the Banking Foreign Exchange Balance of Payment Management Division of the Balance of Payment Department, deputy counsel of the Balance of Payment Department. He also used to serve as deputy director of the Financial Affairs Office of Jilin Province and deputy counsel of the Management and Inspection Department of the SAFE.

Mr. ZHAO Chao, Mr. ZHANG Dinglong, Mr. CHEN Jianbo, Mr. HU Xiaohui and Mr. XU Jiandong will not receive any salary or director’s fee from the Bank during their term. The Bank will disclose the remuneration of directors in its annual report each year.

Save as disclosed above, Mr. ZHAO Chao, Mr. ZHANG Dinglong, Mr. CHEN Jianbo, Mr. HU Xiaohui and Mr. XU Jiandong 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. ZHAO Chao, Mr. ZHANG Dinglong, Mr. CHEN Jianbo, Mr. HU Xiaohui and Mr. XU Jiandong do 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. ZHAO Chao, Mr. ZHANG Dinglong, Mr. CHEN Jianbo, Mr. HU Xiaohui and Mr. XU Jiandong 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
20 November 2014

As at the date of this announcement, our executive directors are Mr. ZHANG Yun and Mr. LOU Wenlong; our non-executive directors are Mr. SHEN Bingxi, Mr. CHENG Fengchao, Mr. XIAO Shusheng, Mr. ZHAO Chao and Mr. ZHOU Ke; 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.