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(Incorporated in Hong Kong with limited liability) (the "Company", Stock Code: 2388)

ANNOUNCEMENT

Reference is made to the joint announcements made by Bank of China Limited and the Company on 21 May 2015 and 14 July 2015 in respect of the disposal of 100% interest in Nanyang Commercial Bank, Limited held by Bank of China (Hong Kong) Limited ("**BOCHK**"), a direct wholly-owned subsidiary of the Company (the "**Potential Disposal**") by way of public bidding via the Beijing Financial Assets Exchange ("**CFAE**") (the "**Bidding Process**").

As at 5:00 p.m. on 25 August 2015, being the deadline for submission of application, CFAE has received one set of application documents to participate in the Bidding Process, the applicant being Cinda Financial Holdings Co., Limited, a company that is indirectly 100% owned by China Cinda Asset Management Co., Ltd. (Stock Code: 1359). The next steps of the Bidding Process will be carried out in accordance with the information, procedures, rules and requirements regarding the Potential Disposal published on the website of CFAE on 15 July 2015.

As the determination on satisfaction of qualifications to participate in the Bidding Process is underway, the terms of the Potential Disposal are still subject to the agreement between the parties, and requisite regulatory and other approvals will need to be obtained, there is currently no certainty that the Potential Disposal will materialise or ultimately be consummated. Shareholders and potential investors of the Company are therefore advised to exercise caution when dealing in the securities of the Company.

> By Order of the Board CHAN Chun Ying Company Secretary

Hong Kong, 26 August 2015

As at the date of this announcement, the Board comprises Mr. TIAN Guoli* (Chairman), Mr. CHEN Siqing* (Vice Chairman), Mr. YUE Yi (Vice Chairman and Chief Executive), Mr. GAO Yingxin*, Mr. LI Jiuzhong, Madam CHENG Eva**, Mr. KOH Beng Seng**, Mr. SHAN Weijian** and Mr. TUNG Savio Wai-Hok**.

* Non-executive Directors

** Independent Non-executive Directors