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中國銀行股份有限公司
BANK OF CHINA LIMITED

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 3988)

**ANNOUNCEMENT REGARDING RESIGNATION OF
NON-EXECUTIVE DIRECTOR**

The Board of Directors (the “Board”) of Bank of China Limited (the “Bank”) has received the resignation of its non-executive director, Sir Frederick Anderson Goodwin. Sir Frederick Anderson Goodwin has resigned as a non-executive director of the Bank pursuant to the Investor Rights Agreement entered into between the Bank and RBS China Investments S.a.r.l in August 2005. His resignation took effect on 22 January 2009. Sir Frederick Anderson Goodwin has confirmed that he has no disagreement with the Board and that there are no matters with respect to his resignation that need to be brought to the attention of the Bank’s shareholders.

The Board is grateful to Sir Frederick Anderson Goodwin for his contribution to the Bank during his tenure of office.

By Order of the Board
YEUNG Cheung Ying
Company Secretary

Hong Kong, 23 January 2009

As at the date of this statement, the directors of the Bank are: XIAO Gang, LI Lihui, LI Zaohang, ZHOU Zaiqun, ZHANG Jinghua, HONG Zhihua*, HUANG Haibo*, CAI Haoyi*, WANG Gang*, LIN Yongze*, SEAH Lim Huat Peter*, Anthony Francis NEOH**, Alberto TOGNI**, HUANG Shizhong** and HUANG Danhan**.*

* *Non-executive directors*

** *Independent non-executive directors*