## Written Assurance regarding Program Listing

29 February 2016

To: President & CEO, Tokyo Stock Exchange, Inc.

Address of main office of business:

No. 55 Fuxingmennei Avenue, Xicheng District, Beijing 100140, PRC

Name of applicant:

Industrial and Commercial Bank of China Limited

Name and title of the representative:

Xiaojian He

Authorized Representative of Industrial and Commercial Bank of China Limited, Tokyo Branch

Industrial and Commercial Bank of China Limited (the "applicant") hereby confirms the following matters, with regard to the submission of program information to Tokyo Stock Exchange, Inc. ("TSE").

- Documents submitted by the applicant to TSE in the course of submission of program information, initial listing application based on said program information, and examination/confirmation of listing eligibility contain the necessary descriptions without omission and all the descriptions are true.
- 2. Of the Business Regulations, the Special Regulations of Securities Listing Regulations Concerning Specified Listed Securities, and any other rules and regulations, and the provisions related to their enforcement, etc. currently set forth and to be set forth or revised by TSE in future (hereinafter the "Rules and Regulations, etc."), the applicant shall comply with all the rules and regulations applicable to itself and the notes to be listed based on said program information (hereinafter the "listed notes").
- 3. The applicant shall comply with measures, including delisting of the listed notes and trading halts, taken by TSE in accordance with the Rules and Regulations, etc.
- 4. Any lawsuit between the applicant of the listed notes and TSE which arises from this confirmation letter or with respect to the listed notes shall fall within the exclusive jurisdiction of the Tokyo District Court as the court of first instance.