

## Monthly Return of Equity Issuer on Movements in Securities

For the month ended  
(dd/mm/yyyy) :

28/02/2021

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Industrial and Commercial Bank of China Limited

Date Submitted 4 March 2021

### I. Movements in Authorised Share Capital

(THE FOLLOWING SHOWS MOVEMENTS IN THE REGISTERED SHARE CAPITAL AND PREFERENCE SHARES (AS OPPOSED TO AUTHORISED SHARE CAPITAL) OF THE COMPANY AS THE COMPANY IS INCORPORATED IN THE PRC.)

#### 1. Ordinary Shares

(1) Stock code : 1398 Description : H Shares

	No. of ordinary shares	Par value (RMB)	Authorised share capital (RMB)
Balance at close of preceding month	<u>86,794,044,550</u>	<u>1.00</u>	<u>86,794,044,550</u>
Increase/(decrease)	<u>NIL</u>		<u>NIL</u>
Balance at close of the month	<u>86,794,044,550</u>	<u>1.00</u>	<u>86,794,044,550</u>

(2) Stock code : 601398 Description : A Shares

	No. of ordinary shares	Par value (RMB)	Authorised share capital (RMB)
Balance at close of preceding month	<u>269,612,212,539</u>	<u>1.00</u>	<u>269,612,212,539</u>
Increase/(decrease)	<u>NIL</u>		<u>NIL</u>
Balance at close of the month	<u>269,612,212,539</u>	<u>1.00</u>	<u>269,612,212,539</u>

## 2. Preference Shares

(1) Stock code : 4604		Description : EUR600,000,000 6.00%, Non-Cumulative, Non-Participating, Perpetual Offshore Preference Shares (the "EUR Offshore Preference Shares")		
		No. of preference shares	Par value (RMB)	Authorised share capital (EUR)(See Remark 1)
Balance at close of preceding month		40,000,000	100	600,000,000
Increase/(decrease)		NIL		NIL
Balance at close of the month		40,000,000	100	600,000,000

(2) Stock code : 360011 360036		Description : (the "Domestic Preference Shares"): RMB45,000,000,000 4.50%, Non-Cumulative, Non-Participating, Perpetual Domestic Preference Shares (the "Domestic Preference Shares First Tranche"); RMB70,000,000,000 4.20%, Non-Cumulative, Non-Participating, Perpetual Domestic Preference Shares (the "Domestic Preference Shares Second Tranche")		
		No. of preference shares	Par value (RMB)	Authorised share capital (RMB)(See Remark 2)
Balance at close of preceding month		1,150,000,000	100	115,000,000,000
Increase/(decrease)		NIL		NIL
Balance at close of the month		1,150,000,000	100	115,000,000,000

(3) Stock code : 4620		Description : USD2,900,000,000 3.58% Non-Cumulative, Perpetual Offshore Preference Shares (the "USD Offshore Preference Shares")		
		No. of preference shares	Par value (RMB)	Authorised share capital (USD)(See Remark 3)
Balance at close of preceding month		145,000,000	100	2,900,000,000
Increase/(decrease)		NIL		NIL

Balance at close of the month	145,000,000	100	2,900,000,000
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### 3. Other Classes of Shares

Stock code :	N/A	Description :	N/A
	No. of other classes of shares	Par value (State currency)	Authorised share capital (State currency)
Balance at close of preceding month	NIL	N/A	NIL
Increase/(decrease)	NIL		NIL
Balance at close of the month	NIL	N/A	NIL

Total authorised share capital at the end of the month (**Total registered share capital and preference shares**) (RMB) : **495,680,157,089** (See Remark 4)

### II. Movements in Issued Share Capital

	No. of ordinary shares		No. of preference shares			No. of other classes of shares
	(1) H Shares	(2) A Shares	(1) EUR Offshore Preference Shares	(2) Domestic Preference Shares	(3) USD Offshore Preference Shares	
Balance at close of preceding month	86,794,044,550	269,612,212,539	40,000,000	1,150,000,000	145,000,000	NIL
Increase/(decrease) during the month	NIL	NIL	NIL	NIL	NIL	NIL
Balance at close of the month	86,794,044,550	269,612,212,539	40,000,000	1,150,000,000	145,000,000	NIL

### III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer) **NO SHARE OPTIONS ISSUED BY THE COMPANY**

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable	Movement during the month				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Granted	Exercised	Cancelled	Lapsed		
1.						
( / / )						

<u>shares</u> (Note 1)	
2.	
(   /   /   )	
<u>shares</u> (Note 1)	
3.	
(   /   /   )	
<u>shares</u> (Note 1)	
	Total A. (Ordinary shares) <u>NIL</u> (Preference shares) <u>NIL</u> (Other class) <u>NIL</u>
Total funds raised during the month from exercise of options (State currency) _____	

Warrants to Issue Shares of the Issuer which are to be Listed **NO WARRANTS ISSUED BY THE COMPANY**

Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.						
(   /   /   )						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(   /   /   )				
2.						
(   /   /   )						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(   /   /   )				
3.						
(   /   /   )						

					No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal value at close of the month		
Stock code (if listed) _____						
Class of shares issuable ( <i>Note 1</i> ) _____						
Subscription price _____						
EGM approval date (if applicable) (dd/mm/yyyy) _____	( / / )					
4. _____						
_____						
_____						
( / / )						
Stock code (if listed) _____						
Class of shares issuable ( <i>Note 1</i> ) _____						
Subscription price _____						
EGM approval date (if applicable) (dd/mm/yyyy) _____	( / / )					
Total B. (Ordinary shares) <u>NIL</u>						
(Preference shares) <u>NIL</u>						
(Other class) <u>NIL</u>						

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

					No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month		
1. EUR Offshore Preference Shares, convertible compulsorily upon occurrence of a trigger event pursuant to the terms and conditions with respect to the EUR Offshore Preference Shares	EUR	600,000,000	-	600,000,000	-	1,251,825,578 H Shares (See Remark 5)
Stock code (if listed) _____	4604					
Class of shares issuable ( <i>Note 1</i> ) _____	H Shares					
Subscription price _____	The initial conversion price is EUR0.4793, subject to adjustment					
EGM approval date (if applicable) (dd/mm/yyyy) _____	(19/09/2014)					

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
2. Domestic Preference Shares, convertible compulsorily upon occurrence of a trigger event pursuant to the terms and conditions with respect to the Domestic Preference Shares	RMB	115,000,000,000	-	115,000,000,000	-	25,972,739,731 A Shares (See Remark 6)
Stock code (if listed)	360011, 360036					
Class of shares issuable (Note 1)	A Shares					
Subscription price	The initial conversion price of Domestic Preference Shares First Tranche is RMB3.44, subject to adjustment; the initial conversion price of Domestic Preference Shares Second Tranche is RMB5.43, subject to adjustment					
EGM approval date (if applicable) (dd/mm/yyyy)	Domestic Preference Shares First Tranche: (19/09/2014) Domestic Preference Shares Second Tranche: (21/11/2018)					
3. USD Offshore Preference Shares, convertible compulsorily upon occurrence of a trigger event pursuant to the terms and conditions with respect to the USD Offshore Preference Shares	USD	2,900,000,000	-	2,900,000,000	-	3,972,544,502 H Shares (See Remark 7)
Stock code (if listed)	4620					
Class of shares issuable (Note 1)	H Shares					
Subscription price	The initial conversion price is HK\$5.73, subject to adjustment					
EGM approval date (if applicable) (dd/mm/yyyy)	(21/11/2018)					
4.						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						

Class and description	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
EGM approval date (if applicable) (dd/mm/yyyy)	( / / )					
Total C. (Ordinary H shares) NIL						
(Ordinary A shares) NIL						
(Offshore Preference shares) NIL						
(Domestic Preference shares) NIL						
(Other class) NIL						

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes) **NO OTHER AGREEMENTS OR ARRANGEMENTS TO ISSUE SHARES ENTERED INTO BY THE COMPANY**

Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. _____ _____ _____ ( / / ) shares (Note 1)		
2. _____ _____ _____ ( / / ) shares (Note 1)		
3. _____ _____ _____ ( / / ) shares (Note 1)		
Total D. (Ordinary shares)	NIL	
(Preference shares)	NIL	
(Other class)	NIL	

Other Movements in Issued Share Capital **NO OTHER MOVEMENTS IN THE ISSUED SHARE CAPITAL OF THE COMPANY**

Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Rights issue	At price :	State currency _____	Class of shares _____ issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / )	( / / )
2. Open offer	At price :	State currency _____	Class of shares _____ issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / )	( / / )
3. Placing	At price :	State currency _____	Class of shares _____ issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / )	( / / )
4. Bonus issue			Class of shares _____ issuable (Note 1) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy)	( / / )	( / / )



Type of Issue				No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
5. Scrip dividend	At price :	State currency _____	Class of shares _____ issuable ( <i>Note 1</i> )  Issue and allotment date : (dd/mm/yyyy) ( / / )  EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
6. Repurchase of shares			Class of shares _____ repurchased ( <i>Note 1</i> )  Cancellation date : (dd/mm/yyyy) ( / / )  EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
7. Redemption of shares			Class of shares _____ redeemed ( <i>Note 1</i> )  Redemption date : (dd/mm/yyyy) ( / / )  EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____
8. Consideration issue	At price :	State currency _____	Class of shares _____ issuable ( <i>Note 1</i> )  Issue and allotment date : (dd/mm/yyyy) ( / / )  EGM approval date: (dd/mm/yyyy) ( / / )	_____	_____

			No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Type of Issue				
9. Capital reorganisation	Class of shares _____ issuable ( <i>Note 1</i> )			
	Issue and allotment date : (dd/mm/yyyy) ( / / )			
	EGM approval date: (dd/mm/yyyy) ( / / )			
10. Other (Please specify)	Class of shares _____ issuable ( <i>Note 1</i> )			
	At price : State currency _____	Issue and allotment date : (dd/mm/yyyy) ( / / )		
		EGM approval date: (dd/mm/yyyy) ( / / )		
Total E. (Ordinary shares) NIL _____ (Preference shares) NIL _____ (Other class) NIL _____				

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):		(1)	NIL
		(2)	NIL
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		(1)	NIL
		(2)	NIL
		(3)	NIL
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):			NIL
<i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i>			

Remarks (if any):

1. Calculated in accordance with the number of EUR Offshore Preference Shares issued and the amount of proceeds raised from the issuance of each EUR Offshore Preference Share, which is EUR15.
2. Calculated in accordance with the number of Domestic Preference Shares and the amount of proceeds raised from the issuance of each share, which is RMB100 for each Domestic Preference Share issued.
3. Calculated in accordance with the number of USD Offshore Preference Shares issued and the amount of proceeds raised from the issuance of each USD Offshore Preference Share, which is USD20.
4. Calculated based on the aggregate of ordinary share capital and the total proceeds raised from the issuance of Domestic Preference Shares, EUR Offshore Preference Shares and USD Offshore Preference Shares, in which the total amount of proceeds raised from the issuance of the EUR Offshore Preference Shares is converted into Renminbi at the central parity rate between Euros and Renminbi of RMB7.5966 to EUR1.00 as published by the People's Bank of China on 10 December 2014, and the total amount of proceeds raised from the issuance of the USD Offshore Preference Shares is converted into Renminbi at the central parity rate between USD and Renminbi of RMB6.7986 to USD1.00 as published by the People's Bank of China on 23 September 2020.
5. The initial conversion price of EUR Offshore Preference Shares is equal to the average trading price of the H Shares of the Company for the 20 trading days preceding 25 July 2014, i.e. HK\$5.00 per share, converted into Euros based on the relevant cross rate between Hong Kong dollars and Euros, or the exchange rate between Hong Kong dollars and Renminbi (as applicable) of RMB8.2876 to EUR1.00 and RMB0.79449 to HK\$1.00.
6. The initial conversion price of Domestic Preference Shares First Tranche is equal to the average trading price of the A Shares of the Company for the 20 trading days preceding 25 July 2014, i.e. RMB3.44 per share. The initial conversion price of Domestic Preference Shares Second Tranche is equal to the average trading price of the A Shares of the Company for the 20 trading days preceding 30 August 2018, i.e. RMB5.43 per share.
7. The initial conversion price of USD Offshore Preference Shares is equal to the average trading price of the H Shares of the Company for the 20 trading days preceding 30 August 2018, i.e. HK\$5.73 per share, as converted into USD at the fixed exchange rate of USD1.00 to HK\$7.8492.

Submitted by: GUAN Xueqing

Title: Company Secretary  
(Director, Secretary or other duly authorised officer)

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Notes :

1. *State the class of shares (e.g. ordinary, preference or other).*
2. *If there is insufficient space, please append the prescribed continuation sheet.*