

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/6/2019

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Industrial and Commercial Bank of China Limited

Date Submitted 5 July 2019

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 : <u>1398</u> Description : <u>H Shares</u> | | | |
| | 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 : <u>601398</u> Description : <u>A Shares</u> | | | |
| | 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 : <u>4603</u> | Description : | U.S.\$2,940,000,000 6.00%, Non-Cumulative, Non-Participating, Perpetual Offshore Preference Shares (the "USD Offshore Preference Shares") | | |
| | | No. of preference shares | Par value (RMB) | Authorised share capital (USD) (See Remark 1) |
| Balance at close of preceding month | | <u>147,000,000</u> | <u>100</u> | <u>2,940,000,000</u> |
| Increase/(decrease) | | <u>NIL</u> | <u>-</u> | <u>NIL</u> |
| Balance at close of the month | | <u>147,000,000</u> | <u>100</u> | <u>2,940,000,000</u> |
| (2) Stock code : <u>4604</u> | 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 | | <u>40,000,000</u> | <u>100</u> | <u>600,000,000</u> |
| Increase/(decrease) | | <u>NIL</u> | <u>-</u> | <u>NIL</u> |
| Balance at close of the month | | <u>40,000,000</u> | <u>100</u> | <u>600,000,000</u> |

| (3) Stock code : <u>84602</u> Description : <u>RMB12,000,000,000 6.00%, Non-Cumulative, Non-Participating, Perpetual Offshore Preference Shares (the "RMB Offshore Preference Shares")</u> | | No. of preference shares | Par value (RMB) | Authorised share capital (RMB)(See Remark 1) |
|--|--------------------|--------------------------|-----------------------|--|
| Balance at close of preceding month | <u>120,000,000</u> | <u>100</u> | <u>12,000,000,000</u> | |
| Increase/(decrease) | <u>NIL</u> | <u>-</u> | <u>NIL</u> | |
| Balance at close of the month | <u>120,000,000</u> | <u>100</u> | <u>12,000,000,000</u> | |
| (4) Stock code : <u>360011</u> Description : <u>RMB45,000,000,000 4.50%, Non-Cumulative, Non-Participating, Perpetual Domestic Preference Shares (the "Domestic Preference Shares")</u> | | No. of preference shares | Par value (RMB) | Authorised share capital (RMB)(See Remark 2) |
| Balance at close of preceding month | <u>450,000,000</u> | <u>100</u> | <u>45,000,000,000</u> | |
| Increase/(decrease) | <u>NIL</u> | <u>-</u> | <u>NIL</u> | |
| Balance at close of the month | <u>450,000,000</u> | <u>100</u> | <u>45,000,000,000</u> | |

3. Other Classes of Shares

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

Total authorised share capital at the end of the month (**TOTAL REGISTERED SHARE CAPITAL AND PREFERENCE SHARES**) (*RMB*) :

435,955,547,089 (*See Remark 3*)

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) | (2) | (3) | (4) | |
| | | | USD Offshore Preference Shares | EUR Offshore Preference Shares | RMB Offshore Preference Shares | Domestic Preference Shares | |
| Balance at close of preceding month | 86,794,044,550 | 269,612,212,539 | 147,000,000 | 40,000,000 | 120,000,000 | 450,000,000 | NIL |
| Increase/(decrease) during the month | NIL | NIL | NIL | NIL | NIL | NIL | NIL |
| Balance at close of the month | 86,794,044,550 | 269,612,212,539 | 147,000,000 | 40,000,000 | 120,000,000 | 450,000,000 | 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. _____ _____ _____ (/ /) _____ shares (Note 1) | _____ | _____ | _____ | _____ | _____ | _____ |
| 2. _____ _____ _____ (/ /) _____ shares (Note 1) | _____ | _____ | _____ | _____ | _____ | _____ |
| 3. _____ _____ _____ (/ /) _____ shares | _____ | _____ | _____ | _____ | _____ | _____ |

(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 (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 2. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 3. _____ _____ | _____ | _____ | _____ | _____ | _____ | _____ |
| (/ /) 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) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |

| Description of warrants | 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 |
|---------------------------------------|---------------------------|---|----------------------------|-------------------------------------|--|---|
| 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)

| 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 |
|--|---|------------------------------------|----------------------------|------------------------------|--|---|
| 1. 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 | 2,940,000,000 | - | 2,940,000,000 | - | 4,557,432,956 H Shares (See Remark 4) |
| Stock code (if listed) | 4603 | | | | | |
| Class of shares issuable (Note 1) | H Shares | | | | | |
| Subscription price | The initial conversion price is USD 0.6451, subject to adjustment | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (19/09/2014) | | | | | |
| 2. 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 4) |
| Stock code (if listed) | 4604 | | | | | |
| Class of shares issuable (Note 1) | H Shares | | | | | |
| Subscription price | The initial conversion price is EUR 0.4793, subject to adjustment | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | (19/09/2014) | | | | | |
| 3. RMB Offshore Preference Shares, convertible compulsorily upon occurrence of a trigger event pursuant to the terms and conditions with respect to the RMB Offshore Preference Shares | RMB | 12,000,000,000 | - | 12,000,000,000 | - | 3,020,767,778 H Shares (See Remark 4) |
| Stock code (if listed) | 84602 | | | | | |
| Class of shares issuable (Note 1) | H Shares | | | | | |
| Subscription price | The initial conversion price is RMB 3.9725, subject to adjustment | | | | | |

| 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) | | <u>(19/09/2014)</u> | | | | |
| 4. 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 | 45,000,000,000 | - | 45,000,000,000 | - | 13,081,395,348 A Shares (See Remark 5) |
| Stock code (if listed) | <u>360011</u> | | | | | |
| Class of shares issuable (Note 1) | <u>A Shares</u> | | | | | |
| Subscription price | <u>The initial conversion price is RMB3.44, subject to adjustment</u> | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | <u>(19/09/2014)</u> | | | | |
| | | | | Total C. (Ordinary H Shares) | <u>NIL</u> | |
| | | | | (Ordinary A Shares) | <u>NIL</u> | |
| | | | | (Offshore Preference shares) | <u>NIL</u> | |
| | | | | (Domestic Preference shares) | <u>NIL</u> | |
| | | | | (Other class) | <u>NIL</u> | |

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 (<i>Note 1</i>) | | |
| 2. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>) | | |
| 3. _____ _____ _____ _____ (/ /) _____ shares (<i>Note 1</i>) | | |
| <div style="text-align: right;"> Total D. (Ordinary shares) </div> | NIL | |
| <div style="text-align: right;"> (Preference shares) </div> | NIL | |
| <div style="text-align: right;"> (Other class) </div> | 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) | | |
| 5. | Scrip dividend | At price : State currency _____ | 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 |
|----------------------------|---|--|---|
| 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) | | |
| 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) | 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) | | |
| Total E. | | (Ordinary shares) <u>NIL</u> | |
| | | (Preference shares) <u>NIL</u> | |
| | | (Other class) <u>NIL</u> | |

| | | |
|---|-----|-----|
| 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 |
| | (4) | 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 offshore preference shares issued in each currency and the amount of proceeds raised from the issuance of each share, which is US\$20 for each USD Offshore Preference Share issued, EUR15 for each EUR Offshore Preference Share issued and RMB100 for each RMB Offshore Preference Share issued.

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 based on the aggregate of ordinary share capital and the total proceeds raised from the issuance of onshore preference shares and all offshore preference shares in each currency, in which the total amount of proceeds raised from the issuance of the USD or EUR Offshore Preference Shares is converted into Renminbi at the middle exchange rate between U.S. dollars and Renminbi of RMB6.1195 to US\$1.00 or the middle exchange rate between Euros and Renminbi of RMB7.5966 to EUR1.00 as published by the People's Bank of China on 10 December 2014.

4. The initial conversion price 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 U.S. dollars, Euros and Renminbi based on the relevant cross rate between Hong Kong dollars and U.S. dollars or Euros, or the exchange rate between Hong Kong dollars and Renminbi (as applicable) of RMB6.1579 to US\$1.00, RMB8.2876 to EUR1.00 and RMB0.79449 to HK\$1.00.

5. The initial conversion price 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.

Submitted by: GUAN Xueqing

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

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.*