



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 30 November 2021

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Industrial and Commercial Bank of China Limited

Date Submitted: 01 December 2021

I. Movements in Authorised / Registered Share Capital

1. Type of shares	Ordinary shares	Class of shares	Class H	Listed on SEHK (Note 1)	Yes	
Stock code	01398	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	86,794,044,550	RMB	1	RMB	86,794,044,550	
Increase / decrease (-)	0			RMB	0	
Balance at close of the month	86,794,044,550	RMB	1	RMB	86,794,044,550	

2. Type of shares	Ordinary shares	Class of shares	Class A	Listed on SEHK (Note 1)	No	
Stock code	601398	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	269,612,212,539	RMB	1	RMB	269,612,212,539	
Increase / decrease (-)	0			RMB	0	
Balance at close of the month	269,612,212,539	RMB	1	RMB	269,612,212,539	

3. Type of shares	Preference shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	Yes	
Stock code	04604	Description	EUR Offshore Preference Shares			

	Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month	40,000,000	RMB	100	EUR	600,000,000
Increase / decrease (-)	0			RMB	0
Balance at close of the month	40,000,000	RMB	100	EUR	600,000,000

4. Type of shares	Preference shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	No	
Stock code	360011	Description	Domestic Preference Shares 「工行優1」 (together with the Domestic Preference Shares 「工行優2」, the "Domestic Preference Shares")			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	450,000,000	RMB	100	RMB	45,000,000,000	
Increase / decrease (-)	0			RMB	0	
Balance at close of the month	450,000,000	RMB	100	RMB	45,000,000,000	

5. Type of shares	Preference shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	No	
Stock code	360036	Description	Domestic Preference Shares 「工行優2」			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	700,000,000	RMB	100	RMB	70,000,000,000	
Increase / decrease (-)	0			RMB	0	
Balance at close of the month	700,000,000	RMB	100	RMB	70,000,000,000	

6. Type of shares	Preference shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	Yes	
Stock code	04620	Description	USD Offshore Preference Shares			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	145,000,000	RMB	100	USD	2,900,000,000	
Increase / decrease (-)	0			RMB	0	
Balance at close of the month	145,000,000	RMB	100	USD	2,900,000,000	

Total authorised/registered share capital at the end of the month: RMB 495,680,157,089

Remarks:

1. Authorised share capital for EUR Offshore Preference Shares: 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. Authorised share capital for Domestic Preference Shares: 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. Authorised share capital for USD Offshore Preference Shares: 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. Total authorised/registered share capital at the end of the month: 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.

II. Movements in Issued Shares

1. Type of shares	Ordinary shares	Class of shares	Class H	Listed on SEHK (Note 1)	Yes	
Stock code	01398	Description				
Balance at close of preceding month	86,794,044,550					
Increase / decrease (-)	0					
Balance at close of the month	86,794,044,550					

2. Type of shares	Ordinary shares	Class of shares	Class A	Listed on SEHK (Note 1)	No	
Stock code	601398	Description				
Balance at close of preceding month	269,612,212,539					
Increase / decrease (-)	0					
Balance at close of the month	269,612,212,539					

3. Type of shares	Preference shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	Yes	
Stock code	04604	Description	EUR Offshore Preference Shares			
Balance at close of preceding month	40,000,000					
Increase / decrease (-)	0					
Balance at close of the month	40,000,000					

4. Type of shares	Preference shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	No	
Stock code	360011	Description	Domestic Preference Shares 「工行優1」			
Balance at close of preceding month	450,000,000					
Increase / decrease (-)	0					
Balance at close of the month	450,000,000					

5. Type of shares	Preference shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	No	
Stock code	360036	Description	Domestic Preference Shares 「工行優2」			

Balance at close of preceding month	700,000,000	
Increase / decrease (-)	0	
Balance at close of the month	700,000,000	

6. Type of shares	Preference shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	Yes	
Stock code	04620	Description	USD Offshore Preference Shares			
Balance at close of preceding month	145,000,000					
Increase / decrease (-)	0					
Balance at close of the month	145,000,000					

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer) Not applicable

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

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

1. Type of shares issuable		Ordinary shares		Class of shares		Class H		Shares issuable to be listed on SEHK (Note 1)		Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)				01398							
Description of the Convertibles		Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as 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	0	1,251,825,578			
Type of convertibles		Preference Shares									
Stock code of the Convertibles (if listed on SEHK) (Note 1)		04604									
Subscription/Conversion price		EUR 0.4793									
General Meeting approval date (if applicable)		19 September 2014									
2).	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	0	3,972,544,502			

Type of convertibles	Preference Shares	
Stock code of the Convertibles (if listed on SEHK) (Note 1)	04620	
Subscription/Conversion price	HKD	5.73
General Meeting approval date (if applicable)	21 November 2018	

2. Type of shares issuable		Ordinary shares	Class of shares	Class A	Shares issuable to be listed on SEHK (Note 1)	No	
Stock code of shares issuable (if listed on SEHK) (Note 1)							
Description of the Convertibles	Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto (C)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1). Domestic Preference Shares 「工行優1」, convertible compulsorily upon occurrence of a trigger event pursuant to the terms and conditions with respect to the Domestic Preference Shares 「工行優1」	RMB	45,000,000,000			45,000,000,000	0	13,081,395,348
Type of convertibles		Preference Shares					
Stock code of the Convertibles (if listed on SEHK) (Note 1)							
Subscription/Conversion price		RMB	3.44				
General Meeting approval date (if applicable)		19 September 2014					
2). Domestic Preference Shares 「工行優2」, convertible compulsorily upon occurrence of a trigger event pursuant to the terms and conditions with respect to the Domestic Preference Shares 「工行優2」	RMB	70,000,000,000			70,000,000,000	0	12,891,344,383

Type of convertibles	Preference Shares
Stock code of the Convertibles (if listed on SEHK) (Note 1)	
Subscription/Conversion price	RMB 5.43
General Meeting approval date (if applicable)	21 November 2018

Total C (Ordinary shares Class H): _____ 0

Total C (Ordinary shares Class A): _____ 0

Remarks:

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. Such initial conversion price is subject to adjustment.

6. The initial conversion price of Domestic Preference Shares 「工行優1」 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 「工行優2」 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. Such initial conversion price is subject to adjustment.

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. Such initial conversion price is subject to adjustment.

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes) Not applicable

(E). Other Movements in Issued Share Not applicable

Total increase / decrease (-) in Ordinary shares Class H during the month (i.e. Total of A to E) _____ 0

Total increase / decrease (-) in Ordinary shares Class A during the month (i.e. Total of A to E) _____ 0

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III and IV which has not been previously disclosed in a return published under Main Board Rule 13.25A / GEM Rule 17.27A, it has been duly authorised by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Submitted by: GUAN Xueqing

Title: Company Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.

3. "Identical" means in this context:
 - . the securities are of the same nominal value with the same amount called up or paid up;
 - . they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - . they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares repurchased listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares repurchased (if listed on SEHK)"; and
 - . "type of shares issuable" should be construed as "type of shares repurchased"; and
 - . "issue and allotment date" should be construed as "cancellation date"
6. In the context of redemption of shares:
 - . "shares issuable to be listed on SEHK" should be construed as "shares redeemed listed on SEHK"; and
 - . "stock code of shares issuable (if listed on SEHK)" should be construed as "stock code of shares redeemed (if listed on SEHK)"; and
 - . "type of shares issuable" should be construed as "type of shares redeemed"; and
 - . "issue and allotment date" should be construed as "redemption date"