

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/12/2014									
To: Hong Kong Exchanges and	To: Hong Kong Exchanges and Clearing Limited								
Name of Issuer Industrial and Commercial Bank of China Limited									
Date Submitted	6 January	2015							
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>	_Descript	ion : H Shares							
		No. of ordinary shares	Par value (RMB)	Authorised share capital (RMB)					
Balance at close of preceding m	onth _	86,794,044,550	1.00	86,794,044,550					
Increase/(decrease)	-	NIL		NIL					
Balance at close of the month	_	86,794,044,550	1.00	86,794,044,550					
(2) Stock code : <u>601398</u>	Descript	ion : A Shares							
		No. of ordinary shares	Par value (RMB)	Authorised share capital (RMB)					
Balance at close of preceding m	onth _	264,717,906,330	1.00	264,717,906,330					
Increase/(decrease)	-	1,982,262,940		1,982,262,940					
Salance at close of the month 266 700 169 270 1 00 266 700 169 270									

2. Preference Shares

Stock code: 4603 De	escription:	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		Authorised share capital (USD) (See Remark 1)	
Balance at close of preceding mont	h	NIL		NIL	
Increase/(decrease)	147	,000,000	100	2,940,000,000	
Balance at close of the month	147	147,000,000		2,940,000,000	
Stock code : <u>4604</u>	C	umulative, Northern Preference	erence Shares	ting, Perpetual (the "EUR	
		preference hares	Par value (RMB)	Authorised share capital (EUR)(See Remark 1)	
Balance at close of preceding mont	h	NIL		NIL	
Increase/(decrease)	40,	000,000	100	600,000,000	
Balance at close of the month	40,	000,000	100	600,000,000	

		iam board and OLIVI noted					
RMB12,000,000,000 6.00%, Non-							
Cumulative, N	on-Participat	ing, Perpetual					
Offshore Prefe	rence Shares	(the "RMB					
ption: Offshore Prefe	rence Shares	")					
		Authorised share					
No. of preference	Par value	capital					
shares	(RMB)	(RMB)(See Remark 1)					
NIL	-	NIL					
120,000,000	100	12,000,000,000					
120,000,000	100	12,000,000,000					
	Cumulative, N Offshore Prefe ption : Offshore Prefe No. of preference shares NIL 120,000,000	RMB12,000,000,000 6.00% Cumulative, Non-Participat Offshore Preference Shares ption: Offshore Preference Shares No. of preference Par value shares NIL - 120,000,000 100					

_	0.1	α 1	C C1	
1	Other	Classes	of Share	ς

Stock code : <u>N/A</u> Descr	iption: 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):

388,043,503,820 (See Remark 2)

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference shares			
	(1) H Shares	(2) A Shares	(1) USD Offshore Preference Shares	(2) EUR Offshore Preference Shares	(3) RMB Offshore Preference Shares	No. of other classes of shares
Balance at close of preceding month	86,794,044,550	264,717,906,330	NIL	NIL	NIL	NIL
Increase/ (decrease) during the month	NIL	1,982,262,940	147,000,000	40,000,000	120,000,000	NIL
Balance at close of the month	86,794,044,550	266,700,169,270	147,000,000	40,000,000	120,000,000	NIL

III. Details of Movements in Issued Share Capital

Share Options (un	der Share Opti	ion Schemes of	the Issuer) NO	SHARE OP	TIONS ISSUED BY T	HE COMPANY
Particulars of share					No. of new shares of	No. of new shares of
option scheme					issuer issued during	issuer which may be
including EGM					the month pursuant	issued pursuant thereto
approval date		Movement duri	ng the month		thereto	as at close of the month
(dd/mm/yyyy) and —		1,10 , 01110110 0011	ng me menun		=	
class of shares						
issuable	Granted	Exercised	Cancelled	Lapsed		
1.						
(/ /)						
shares						
(Note 1)						
(11010 1)						
2.						
<u> </u>						
(/ /)						
shares						
(Note 1)						
3.						

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

For Main Board and GEM listed issuers Warrants to Issue Shares of the Issuer which are to be Listed NO WARRANTS ISSUED BY THE COMPANY

TTAITAITES	to issue shares of the	J 155uci WillCII a	ie to be Listed 110	* * * * * * * * * * * * * * * * * * * *	IS ISSCED DI	THE COMIA	•
						No. of new	No. of new
						shares of	shares of
						issuer issued	issuer which
						during the	may be issued
				_		month	pursuant
			Nominal value at	Exercised	Nominal value	pursuant	thereto as at
Description		nominal	close of	during the	at close of the	thereto	close of the
(Date of exp	iry - dd/mm/yyyy)	value	preceding month	month	month		month
1.							
(/ /)						
Stock	code (if listed)						
	of shares		_				
	le (Note 1)						
	ription price						
	approval date						
	licable)						
	m/yyyy)	(/ /)				
2.		, , ,	<i>,</i>				
<i>L</i> .		•					
		•					
		· ———					
(/ /	,						
	code (if listed)						
	of shares						
	le (<i>Note 1</i>)		_				
	ription price						
	approval date						
	licable)						
(dd/mı	m/yyyy)	(/ /)				
3.							
		•					
(/ /)						
	code (if listed)						
	of shares						
	le (Note 1)						
	ription price						
	approval date						
	approvai date licable)						
	m/yyyy)	(/ /)				
_		(/ /	<i></i>				
4.							
(/ /	/						
	code (if listed)						
Class	of shares						
issuab	le (<i>Note 1</i>)						
Subsci	ription price						

					No. of new shares of	No. of new shares of
					issuer issued	issuer which
					during the	may be issued
					month	pursuant
	Currency of	Nominal value at	Exercised	Nominal value	pursuant	thereto as at
Description of warrants	nominal	close of	during the	at close of the	thereto	close of the
(Date of expiry - dd/mm/yyyy)	value	preceding month	month	month		month
EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)				
		Total	B. (Ordin	nary shares) NIL	,	
			·	ence shares) NIL		-
			`	Other class) NIL		-
			(Other class) NIL	•	-

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

Convertibles (i.e. Convertible	into Shares of	the Issuer which	are to be Listed)			
					No. of new	No. of new
					shares of issuer	shares of
					issued during the	issuer which
					month pursuant	may be issued
					thereto	pursuant
	Currency	Amount at close	Converted			thereto as at
	of amount	of preceding	during the	Amount at close		close of the
Class and description	outstanding	month	month	of the month		month
A Share convertible						
corporate bonds in the						
amount of RMB25 billion in						
aggregate	•					
(Term of A Share convertible						
corporate bonds: From 31						
August 2010 to 31 August						
2016)						
(Conversion period of A Share						
convertible corporate bonds:						
commences from 1 March 2011						
and ends on 31 August 2016)						
		16,018,634,000 (i.e.	6,482,005,000 (i.e.	9,536,629,000 (i.e.		
		160,186,340	64,820,050	95,366,290	1,982,262,940	2,916,400,305
	RMB	bonds)	bonds)	bonds)	A Shares	A Shares
	Listed on the		-			
	Shanghai Stoc	ek				
Exc	hange, Conve	rtible				
Cor	porate Bond (Code:				
Stock code (if listed)	113002					
Class of shares						
issuable (Note 1)	A Shares					

conditions with respect to the USD Offshore Preference Shares USD 2,940,000,000 - 3) Stock code (if listed) Class of shares issuable (Note 1) H Shares The initial conversion					For Main Boar	d and GEM listed	issuers
Class and description outstanding month month of the month month Nominal value of RMB 100 each issued at par, minimum subscription of one lot (comprising 10 bonds, totalling RMB 10,00), Initial conversion price was RMB4.20 per share, adjusted to RMB4.16 per share from 26 November 2010, further adjusted to RMB4.15 per share from 27 December 2010, further adjusted to RMB3.77 per share from 13 June 2011, further adjusted to RMB3.77 per share from 14 June 2012, further adjusted to RMB3.79 per share from 15 June 2011, further adjusted to RMB3.79 per share from 16 June 2013, further adjusted to RMB3.79 per share from 25 June 2013, further adjusted to RMB3.79 per share from 26 June 2013, further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further Subscription price adjustment [EGM approval date (if applicable) (dd/mm/yyyy) (18/05/2010) 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 - 2,940,000,000 3) Stock code (if listed) 4603 The linitial conversion H Shares The initial conversion The linitial conversion The		•				shares of issuer issued during the month pursuant	shares of issuer which may be issued pursuant thereto as at
Nominal value of RMB 100 each issued at par, minimum subscription of one lot (comprising 10 bonds, totalling RMB 1,000). Initial conversion price was RMB4.20 per share, adjusted to RMB4.15 per share from 26 November 2010, further adjusted to RMB4.15 per share from 27 December 2010, further adjusted to RMB3.97 per share from 15 June 2011, further adjusted to RMB3.97 per share from 15 June 2011, further adjusted to RMB3.77 per share from 14 June 2012, further adjusted to RMB3.79 per share from 12 June 2013, further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2014, subject to further adjusted to RMB3.79 per share from 20 June 2016, subject to further adjusted to RMB3.79 per share from 20 June 2016, subject to further adjusted to RMB3.79 per share from 20 June 2016, subject to further adjusted to RMB3.79 per share from 20 June 2016, subject to further adjusted to RMB3.79 per share from 20 June 2016, subject to further adjusted to RMB3.79 per share from 20 June 2016, subject to further adjusted to RMB3.79 per share from 20 June 2016, subject to further adjusted to RMB3.79 per share				•			
Subscription price adjustment EGM approval date (if applicable) (dd/mm/yyyy)) (18/05/2010) 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 Preference Shares USD 2,940,000,000 - 3) Stock code (if listed) 4603 Class of shares issuable (Note 1) H Shares The initial conversion	Class and description	Nominal value RMB100 each iss at par, minimun subscription of on (comprising 10 be totalling RMB1,0 Initial conversion price was RMB4 per share, adjuste RMB4.16 per sh from 26 Novemb 2010, further adjuste to RMB4.15 per s from 27 Decemb 2010, further adjuste to RMB3.97 per s from 15 June 20 further adjusted RMB3.77 per sh from 14 June 20 further adjusted RMB3.53 per sh from 26 June 20 further adjusted RMB3.27 per sh from 20 June 20	month of sued m e lot onds, 00). on .20 d to are oer sted hare 11, to are 12, to are 13, to are 14,	•			
(if applicable) (dd/mm/yyyy)) (18/05/2010) 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 Stock code (if listed) 4603 Class of shares issuable (Note 1) H Shares The initial conversion		adjustment					
Stock code (if listed) 4603 Class of shares issuable (Note 1) H Shares The initial conversion	(if applicable) (dd/mm/yyyy)) 2. USD Offshore Preference Shares, convertible compulsorily upon occurrence of a trigger of pursuant to the terms an conditions with respect the USD Offshore	event ad to			2.040.000.000		(See Remark
Class of shares issuable (Note 1) H Shares The initial conversion				-	2,940,000,000		3)
price is USD 0.0431,	Class of shares	H Shares					
Subscription price subject to adjustment	Subscription price						
EGM approval date	EGM approval date						
(if applicable) (dd/mm/yyyy) (19/ 09/ 2014)		(19/09/2014))				

				For Main Boar	d and GEM listed	issuers
					No. of new shares of issuer	No. of new shares of
						issuer which
					month pursuant	
					thereto	pursuant
	Currency An	nount at close	Converted		thereto	thereto as at
	•	of preceding	during the	Amount at close		close of the
Class and description	outstanding	month	month	of the month		month
3. EUR Offshore Preference		monu	monu	or the month		monen
Shares, convertible						
compulsorily upon						
occurrence of a trigger	event					
pursuant to the terms an						1,251,825,578
conditions with respect						H Shares
the EUR Offshore						(See Remark
Preference Shares	EUR	=	_	600,000,000	_	3)
Stock code (if listed)	4604					
Class of shares						
issuable (Note 1)	H Shares					
issuable (ivote 1)	The initial conversion	 1				
	price is EUR 0.4793,					
Subscription price	subject to adjustment					
EGM approval date	subject to adjustment	<u> </u>				
(if applicable)						
(dd/mm/yyyy)	(19/09/2014)					
4. RMB Offshore Preferen		_				
Shares, convertible	icc					
compulsorily upon						
occurrence of a trigger of	event					
pursuant to the terms an						3,020,767,778
conditions with respect						H Shares
the RMB Offshore						(See Remark
Preference Shares	RMB	_	_	12,000,000,000	-	3)
Stock code (if listed)	84602					-/
Class of shares	0.002	_				
issuable (Note 1)	H Shares					
	The initial conversion	 1				
	price is RMB 3.9725,					
Subscription price	subject to adjustment					
EGM approval date		_				
(if applicable)						
(dd/mm/yyyy)	(19/09/2014)					
						
			Total C. (Ordin	nary shares) 1,982	,262,940 A Shares	3
			`		00,000 USD	_
					ore Preference	
				Share		
				40,00	0,000 EUR	
					ore Preference	
				Share		
				120,0	00,000 RMB	
					ore Preference	
			(Prefere	ence shares) Share	S	
			(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),	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
if applicable, and class of shares issuable:		
1		
(/ /)		
shares (Note 1)		
2		
	-	
(/ /)	-	
shares (Note 1)		
3.		
J		
	-	
	-	
shares (Note 1)	-	
		-
Total D. (Ordinary shares)	NIL	
(Preference shares)	NIL	
(Other class)	NIL	

For Main Board and GEM listed issuers 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
	-)						
			Class of shares issuable (Note 1)				
1.	Rights issue	At price : State currency —	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
			EGM approval date: (dd/mm/yyyy)	(/	/)		
			Class of shares issuable (Note 1)				
2.	Open offer	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
			EGM approval date: (dd/mm/yyyy)	(/	/)		
			Class of shares issuable (Note 1)				
3.	Placing	At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
			EGM approval date: (dd/mm/yyyy)	(/	/)		
			Class of shares issuable (Note 1)				
4.	Bonus issue		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)	(/	/)		
<u> </u>							

	Type of Issue	_	<u> </u>		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 of shares repurchased (<i>Note 1</i>)				
6.	Repurchase of shares	Cancellation date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares redeemed (Note 1)		_		
7.	Redemption of shares	Redemption date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (Note 1)		_		
8.	Consideration issue At price : State currency	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable (Note 1)		_		
9.	Capital reorganisation	Issue and allotment date : (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		
		Class of shares issuable				
10.	Other (Please specify) At price : State currency	(Note 1) Issue and allotment date: (dd/mm/yyyy)	(/ /)		
		EGM approval date: (dd/mm/yyyy)	(/ /)		

For Main Board and GEM listed issuers No. of new No. of new shares of shares of issuer issued issuer which may be issued during the month pursuant pursuant thereto as at close of the thereto month Type of Issue (Ordinary shares) NIL (Preference shares) NIL (Other class) NIL Total E.

Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E):	(1)	NIL		
	(2)	1,982,262,940		
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):		147,000,000 USD Offshore Preference Shares 40,000,000 EUR Offshore Preference Shares 120,000,000 RMB Offshore Preference Shares		
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):				
(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)				

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 based on the aggregate of ordinary share capital and the total proceeds raised from the issuance of 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.
- 3. 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.

Submitted by:		НИ Нао	<u></u>
Title:		Company Secretary	
	Directo	or, Secretary or other duly authorised office	
(Бисско		2, 20020011, 01 01101 uuri, uurio211000 011100	

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.