262,289,208,241

1.00



Balance at close of the month

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy): 31/12/2011

| To: Hong Kong Exchanges and Clearing | ng Limited | | |
|---|---------------------------|-----------------|--------------------------------|
| Name of Issuer Industr | ial and Commercial E | Bank of China | Limited |
| Date Submitted 5 Janua | ary 2012 | | |
| I. Movements in Authorised Share Cap (THE FOLLOWING SHOWS MOVE) TO AUTHORISED SHARE CAPITAL IN THE PRC.) | MENTS IN THE REC | | |
| 1. Ordinary Shares | | | |
| (1) Stock code : <u>1398</u> Descr | iption : H Shares | | |
| | No. of ordinary shares | Par value (RMB) | Authorised share capital (RMB) |
| Balance at close of preceding month | 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> Descr | iption : A Shares | | |
| | No. of ordinary shares | Par value (RMB) | Authorised share capital (RMB) |
| Balance at close of preceding month | 262,282,405,737 | 1.00 | 262,282,405,737 |
| Increase/(decrease) | 6,802,504 | | 6,802,504 |

262,289,208,241

| Stock code: N/A Descr | iption: N/A | | |
|--|--|----------------------------------|--|
| | No. of preference 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 |
| | | | |
| 3. Other Classes of Shares | | | |
| 3. Other Classes of Shares Stock code : N/A Descr | iption : <u>N/A</u> | | |
| | iption : N/A No. of other classes of shares | Par value (State currency) | capital |
| | No. of other | (State | Authorised share capital (State currency) NIL |
| Stock code : N/A Descr | No. of other classes of shares | (State currency) | capital (State currency) |

II. Movements in Issued Share Capital

| | No. of ordin (1) H Shares | nary shares (2) A Shares | No of preference shares | No. of other classes of shares |
|--|---------------------------------|--------------------------------|-------------------------|-----------------------------------|
| Balance at close of preceding month | 86,794,044,550 | 262,282,405,737 | NIL | NIL |
| Increase/ (decrease) during the month | NIL | 6,802,504 | NIL | NIL |
| Balance at close of the month | 86,794,044,550 | 262,289,208,241 | NIL | 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

| | | | | | ONS ISSUED BY THE | |
|----------------------|---------|---------------|--------------|--------|----------------------|--------------------------|
| 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 | | | | | = | |
| class of shares | | | | | | |
| issuable | Granted | Exercised | Cancelled | Lapsed | | |
| 1. | | | | | | |
| | | | | | | |
| | | | | | | |
| - | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (<i>Note 1</i>) | | | | | | |
| | | | | | | |
| 2. | | | | | | |
| | | | | | | |
| - | | | | | | |
| - | | | | | | |
| | | | | | | |
| (/ /) | | | | | | |
| shares | | | | | | |
| (<i>Note 1</i>) | | | | | | |
| | | | | | | |
| 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

| Wallants to issue bliares of the is | such which are to be bisted 140 v | VIII 11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 | 1000LD DI III | L COMITMIN | |
|---|---|---|---|--|--|
| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of Nominal value at nominal close of value 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 (Note 1) | | | | | |
| 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) | (/ /) | | | | |
| ··· | | | | | |
| | · | | | | |
| | | | | | |
| Stock code (if listed) Class of shares | | | | | |
| issuable (Note 1) | | | | | |
| Subscription price | | | | | |

| | | | | I of Framin Bourte | and Obit inste | a 188 661 8 |
|-------------------------------|-------------|------------------|------------|--------------------|----------------|---------------------------|
| | | | | | No. of new | No. of new |
| | | | | | shares of | shares of |
| | | | | | issuer issued | issuer which |
| | | | | | during the | may be issued |
| | | | | | month | pursuant |
| | | | | | pursuant | thereto as at |
| | Currency of | Nominal value at | Exercised | Nominal value | thereto | close of the |
| Description of warrants | nominal | close of | during the | at close of the | | month |
| (Date of expiry - dd/mm/yyyy) | value | preceding month | month | month | | |
| EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ / | /) | | | | |
| | | | | | | |
| | | Total | B. (Ordi | nary shares) NIL | | |
| | | | (Prefere | ence shares) NIL | | |
| | | | . (| Other class) NIL | | |
| | | | ` | ·····, <u>-··</u> | | |
| | | | | | | |

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

| lass and description 1. A Share convertible corporate bonds in the amount of RMB25 billion aggregate (Term of A Share convertible corporate bonds: From 31 August 2010 to 31 August 2016) (Conversion period of A Share convertible corporate bonds: | <u>e</u> | Amount at close of preceding month | Converted during the month | Amount at close of the month | during the month pursuant thereto | issued pursuant thereto as at close of the month |
|--|--|---|---------------------------------------|--------------------------------|--|---|
| 1. A Share convertible corporate bonds in the amount of RMB25 billion aggregate (Term of A Share convertible corporate bonds: From 31 August 2010 to 31 August 2016) (Conversion period of A Shar convertible corporate bonds: | in e | | | | | |
| 6 134 120 | 1.1 | | | | | |
| commences from 1 March 20 and ends on 31 August 2016) | <u> </u> | 24,769,968,000 | | 24,742,962,000 | | |
| | RMB | (i.e. 247,699,680 bonds) | 27,006,000 (i.e. 270,060 bonds) | (i.e. 247,429,620 bonds) | 6,802,504 A Shares | 6,232,484,130 A Shares |
| Stock code (if listed) Class of shares issuable (Note 1) If Stock code (if listed) List of the shares If th | Listed on the Shanghai Stockchange, Convete Corporate Bond of 113002 A Shares Nominal value RMB100 each is at par, minimula beciption of occuprising 10 botalling RMB1, Initial convers price was RMB eer share, adjust RMB4.16 per sfrom 26 Noven 010, further adjust 27 Decem 1010, further adjust 28 RMB3.97 per from 15 June 20 subject to further adjustment adjustm | ck ertible Code: of essued m ne lot eonds, 000). ion 4.20 ed to hare nber usted share usted share usted share 011, her | | | | |
| Subscription price EGM approval date (if applicable) (dd/mm/yyyy)) | adjustment (18/05/2010 | | | | | |

| | | | | 1 of Main Doard | and OLIVI liste | |
|------------------------|-------------|----------------|--------------|--------------------|-----------------|------------------|
| | | | | | No. of new | No. of new |
| | | | | | shares of | shares of issuer |
| | | | | | | |
| | | | | | issuer issued | which may be |
| | | | | | during the | issued pursuant |
| | | | | | month | thereto as at |
| | Currency An | nount at close | Converted | | pursuant | close of the |
| | • | | | A | • | |
| | | of preceding | during the | Amount at close | thereto | month |
| Class and description | outstanding | month | month | of the month | | |
| | | | | | | |
| - | _ | | | | | |
| G. 1 1 (CT : 1) | | | | · | | |
| Stock code (if listed) | | _ | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| Subscription price | | _ | | | | |
| | | _ | | | | |
| EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| | | _ | | | | |
| 3. | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | | | | | |
| issuable (Note 1) | | | | | | |
| | | _ | | | | |
| Subscription price | | _ | | | | |
| EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| | | _ | | | | |
| 4. | | | | | | |
| | | | | | | |
| | _ | | | | | |
| | | | | | | |
| | | | | <u> </u> | | |
| Stock code (if listed) | | | | | | |
| Class of shares | | _ | | | | |
| issuable (Note 1) | | | | | | |
| | | _ | | | | |
| Subscription price | | _ | | | | |
| EGM approval date | | | | | | |
| (if applicable) | | | | | | |
| (dd/mm/yyyy) | (/ /) | | | | | |
| (00/11111/9999) | (' ') | _ , | Fotol C (Oct | mam; ahan==) 6 000 | 504 A Cham | |
| | | _ | | nary shares) 6,802 | JU4 A Snares | |
| | | | | rence 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 | |
| | | |

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 |
|----|----------------|-------------------------------|---|-------|---|--|---|
| | 1) po 01 18800 | | Class of alarma in all | | | | |
| | | | 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 | 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) | (/ / |) | | |
| | | | Class of shares issuable (Note 1) | | | | |
| 5. | Scrip dividend | At price : State currency ——— | Issue and allotment date : (dd/mm/yyyy) | (/ / |) | | |
| | | | EGM approval date: (dd/mm/yyyy) | (/ / |) | | |
| | | | | | | | |

| | Thurs of Lance | | | | 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 | | | | | month |
| | | Class of shares repurchased (Note 1) | | | | |
| 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) | (/ / |) | | |
| 1 | | auc. (au/mm/yyy) | | | | |

| | For Main Board and GEM listed | 1 188ue18 |
|---------------|--------------------------------|--------------|
| | No. of new N | No. of new |
| | shares of | shares of |
| | issuer issued is | suer which |
| | during the | may be |
| | month | issued |
| | pursuant | pursuant |
| | thereto the | nereto as at |
| | c | lose of the |
| Type of Issue | | month |
| | 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) | 6,802,504 |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | NIL |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | NIL |
| (These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").) | | |

| Remarks (if any): |
|--|
| |
| |
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| |
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| |
| |
| |
| |
| Submitted by: HU Hao |
| 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.