



Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 31/3/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Bank of Communications Co., Ltd. (the "Company")

Date Submitted 1 April 2020

I. Movements in Authorised Share Capital

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

1. Ordinary Shares

(1) Stock code : 03328 Description : H Shares

	No. of ordinary shares	Par value (RMB)	Authorised share capital (RMB)
Balance at close of preceding month	<u>35,011,862,630</u>	<u>1.00</u>	<u>35,011,862,630</u>
Increase/(decrease)	<u>NIL</u>	<u></u>	<u>NIL</u>
Balance at close of the month	<u>35,011,862,630</u>	<u>1.00</u>	<u>35,011,862,630</u>

(2) Stock code : 601328 Description : A Shares

	No. of ordinary shares	Par value (RMB)	Authorised share capital (RMB)
Balance at close of preceding month	<u>39,250,864,015</u>	<u>1.00</u>	<u>39,250,864,015</u>
Increase/(decrease)	<u>NIL</u>	<u></u>	<u>NIL</u>
Balance at close of the month	<u>39,250,864,015</u>	<u>1.00</u>	<u>39,250,864,015</u>

2. Preference Shares

Stock code : <u>4605</u> Description : <u>U.S.\$2,450,000,000 5.00% Non-Cumulative Perpetual Offshore Preference Shares (“Offshore Preference Shares”)</u>		No. of preference shares	Par value (RMB)	Authorised share capital (U.S.\$) (See Remark 1)
Balance at close of preceding month		<u>122,500,000</u>	<u>100.00</u>	<u>2,450,000,000</u>
Increase/(decrease)		<u>NIL</u>	<u></u>	<u>NIL</u>
Balance at close of the month		<u>122,500,000</u>	<u>100.00</u>	<u>2,450,000,000</u>

Stock code : <u>360021</u> Description : <u>RMB45,000,000,000 3.90% Non-Cumulative Perpetual Domestic Preference Shares (“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>100.00</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>100.00</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 (State currency)	Authorised share capital (State currency)
Balance at close of preceding month		<u>NIL</u>	<u>N/A</u>	<u>NIL</u>
Increase/(decrease)		<u>NIL</u>	<u></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**) 134,244,476,645 (See Remark 3)

REGISTERED SHARE CAPITAL AND PREFERENCE SHARES) (RMB):

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) Offshore Preference Shares	(2) Domestic Preference Shares	
Balance at close of preceding month	35,011,862,630	39,250,864,015	122,500,000	450,000,000	NIL
Increase/ (decrease) during the month	NIL	NIL	NIL	NIL	NIL
Balance at close of the month	35,011,862,630	39,250,864,015	122,500,000	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) (/ /)	_____	_____	_____	_____	_____	_____
				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. Offshore Preference Shares, convertible compulsorily upon occurrence of a trigger event pursuant to the terms and conditions with respect to the Offshore Preference Shares	U.S.\$	2,450,000,000	-	2,450,000,000	-	2,918,736,559 H shares (<i>see Remark 4</i>)
Stock code (if listed)	4605					
Class of shares issuable (<i>Note 1</i>)	H shares					
Subscription price	The initial conversion price is HK\$6.51, subject to adjustment					
EGM approval date (if applicable) (dd/mm/yyyy)	(18/05/2015)					
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	45,000,000,000	-	45,000,000,000	-	7,200,000,000 A shares (<i>see Remark 5</i>)
Stock code (if listed)	360021					
Class of shares issuable (<i>Note 2</i>)	A shares					
Subscription price	The initial conversion price is RMB6.25, subject to adjustment					
EGM approval date (if applicable) (dd/mm/yyyy)	(18/05/2015)					
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>)						

For Main Board and GEM listed issuers

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
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)		(/ /)				
				Total C. (Ordinary 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. _____ _____ _____ (/ /) ordinary shares (Note 1)		
2. _____ _____ _____ (/ /) shares (Note 1)		
3. _____ _____ _____ (/ /) shares (Note 1)		

For Main Board and GEM listed issuers

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)	(/ /) (/ /)	_____ _____
5. Scrip dividend	At price : State currency _____	Class of shares issuable _____ (Note 1) Issue and allotment	(/ /)	_____

For Main Board and GEM listed issuers

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
	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)	_____	_____
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>) _____	_____	_____

For Main Board and GEM listed issuers

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
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)	<u>NIL</u>
	(2)	<u>NIL</u>
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E):	(1)	<u>NIL</u>
	(2)	<u>NIL</u>
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E):		<u>NIL</u>
<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 and the amount of proceeds raised from the issuance of each share, which is US\$20 for each 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 all Offshore Preference Shares and Domestic Preference Shares, in which the total amount of proceeds raised from the issuance of all Offshore Preference Shares is converted into Renminbi at the middle exchange rate between U.S. dollars and Renminbi of RMB6.1150 to US\$1.00 as published by the People’s Bank of China on 29 July 2015.
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 26 March 2015, the date of passing of the board resolution in respect of the issuance plan of the Offshore Preference Shares, i.e. HK\$6.51 per H Share. The number of H shares issuable upon conversion of all Offshore Preference Shares is equal to the aggregate liquidation preference of all the Offshore Preference Shares (being U.S.\$20 each, as converted into Hong Kong dollars at the fixed exchange rate of U.S.\$1.00 to HK\$7.7555) divided by the initial conversion price rounded down to the nearest whole number of H shares.
5. The initial mandatory conversion price is equal to the average trading price of the A shares of the Company for the 20 trading days preceding 26 March 2015, the date of the passing of the board resolution in respect of the issuance plan of the Domestic Preference Shares, i.e. RMB6.25 per share. The number of A shares issuable upon conversion of all Domestic Preference Shares is equal to the aggregate par value of Domestic Preference Shares (being RMB100 each) divided by the initial mandatory conversion price.

Submitted by: Gu Sheng

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.*