



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: 31 October 2022

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Bank of Chongqing Co., Ltd.

Date Submitted: 04 November 2022

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	01963	Description	H shares			
		Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month		1,579,020,812	RMB	1	RMB	1,579,020,812
Increase / decrease (-)		0			RMB	0
Balance at close of the month		1,579,020,812	RMB	1	RMB	1,579,020,812

2. Type of shares	Ordinary shares	Class of shares	Class A	Listed on SEHK (Note 1)	No	
Stock code	601963	Description	A shares			
		Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month		1,895,501,796	RMB	1	RMB	1,895,501,796
Increase / decrease (-)		10,034			RMB	10,034
Balance at close of the month		1,895,511,830	RMB	1	RMB	1,895,511,830

3. Type of shares	Preference shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	Yes	
Stock code	04616	Description	U.S.\$750,000,000 5.4% non-cumulative perpetual offshore preference shares ("Offshore Preference Shares")			

	Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month	37,500,000	RMB	100	USD	750,000,000
Increase / decrease (-)	0			USD	0
Balance at close of the month	37,500,000	RMB	100	USD	750,000,000

Total authorised/registered share capital at the end of the month: RMB 3,474,532,642

Remarks:

The authorised/registered share capital in relation to the Offshore Preference Shares was calculated by multiplying the total number of Offshore Preference Shares issued by the issuance price of each Offshore Preference Share, being U.S.\$20 each.

Total authorised/registered share capital at the end of the month:

- Ordinary shares: RMB3,474,532,642
- Preference shares: USD750,000,000

II. Movements in Issued Shares

1. Type of shares	Ordinary shares	Class of shares	Class H	Listed on SEHK (Note 1)	Yes	
Stock code	01963	Description	H shares			
Balance at close of preceding month			1,579,020,812			
Increase / decrease (-)			0			
Balance at close of the month			1,579,020,812			

2. Type of shares	Ordinary shares	Class of shares	Class A	Listed on SEHK (Note 1)	No	
Stock code	601963	Description	A shares			
Balance at close of preceding month			1,895,501,796			
Increase / decrease (-)			10,034			
Balance at close of the month			1,895,511,830			

3. Type of shares	Preference shares	Class of shares	Other class (specify in description)	Listed on SEHK (Note 1)	Yes	
Stock code	04616	Description	Offshore Preference Shares			
Balance at close of preceding month			37,500,000			
Increase / decrease (-)			0			
Balance at close of the month			37,500,000			

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)	01963						
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). Offshore Preference Shares, convertible compulsorily upon occurrence of a trigger event pursuant to the terms and conditions with respect to the Offshore Preference Shares	USD	750,000,000			750,000,000	0	679,358,226
Type of convertibles	Preference Shares						
Stock code of the Convertibles (if listed on SEHK) (Note 1)	04616						
Subscription/Conversion price	HKD 8.57						
General Meeting approval date (if applicable)	26 May 2017						

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).	convertible corporate bonds publicly issued and convertible into new A shares pursuant to the terms and conditions thereof ("A Share Convertible Bonds")	RMB	12,999,811,000	Converted	-110,000	12,999,701,000	10,034	1,193,728,282
Type of convertibles		Bond/Notes						
Stock code of the Convertibles (if listed on SEHK) (Note 1)								
Subscription/Conversion price		RMB	10.89					
General Meeting approval date (if applicable)		20 May 2021						

Total C (Ordinary shares Class H): 0

Total C (Ordinary shares Class A): 10,034

Remarks:

For Offshore Preference Shares:

(1) The initial conversion price of the Offshore Preference Shares is HK\$8.57 per H share, subject to adjustment.

(2) The initial conversion price, i.e. HK\$8.57 per H share, is equal to RMB7.61, the net assets per share attributable to the shareholders of the Bank as disclosed in the Bank's audited financial statements as at the end of 2016 announced by the Bank and denominated in Hong Kong dollars, by applying an exchange rate equal to the central parity rate of Renminbi to Hong Kong dollars used by the interbank foreign exchange market as published by the China Foreign Exchange Trade System on the trading day prior to the announcement date of the passing of the resolution of the board of directors of the Bank on the issuance plan of the Offshore Preference Shares (i.e. March 20, 2017), rounded up to the nearest two decimal places. The number of H shares issuable upon full conversion of the 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\$7.7628) divided by the initial conversion price.

For A Share Convertible Bonds:

(1) The conversion price of the A Share Convertible Bonds RMB10.89 per A share, which is adjusted from the initial conversion price (being RMB 11.28 per A share) due to the distribution of final dividends for the year of 2021 of the Bank.

(2) The conversion period of the A Share Convertible Bonds commences on 30 September 2022 and ends on 22 March 2028 (which is subject to extension for public holidays).

(3) The number of A shares issuable during the conversion period is equal to the aggregate nominal value of the A Share Convertible Bonds (being RMB13,000,000,000) divided by the adjusted conversion price (being RMB 10.89 per A share), which shall be 1,193,755,739 A shares.

(4) The number of new shares of issuer which may be issued pursuant thereto as at close of the month is equal to the amount at close of the month (being RMB12,999,701,000) divided by the adjusted conversion price (being RMB 10.89 per A share), which shall be 1,193,728,282 A shares (rounded down).

(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)	10,034

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: WONG Wah Sing

Title: Executive Director

(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"