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BANK OF CHONGQING CO., LTD.*
重慶銀行股份有限公司*

(A joint stock company incorporated in the People's Republic of China with limited liability)
(Stock Code: 1963)

NOTICE OF 2015 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that 2015 annual general meeting (the “**Meeting**”) of Bank of Chongqing Co., Ltd.* (the “**Bank**”) will be held at 9:00 a.m. on Friday, June 17, 2016 at The Multi-Function Hall, 19/F, No. 153 Zourong Road, Yuzhong District, Chongqing, the PRC to consider and, if thought fit, to pass the following resolutions. Unless otherwise indicated, capitalised terms used herein shall have the same meaning as those defined in the announcements of the Bank dated March 18, 2016 and April 22, 2016, respectively.

Ordinary Resolutions

1. To consider and approve the payment method of variable remuneration for non-executive directors and independent non-executive directors of the Bank;
2. To consider and approve the payment method of variable remuneration for external supervisors and shareholder supervisors of the Bank;
3. To consider and approve the Report of the Board of Directors of the Bank for 2015;
4. To consider and approve the Report of the Board of Supervisors of the Bank for 2015;
5. To consider and approve the final financial accounts of the Bank for 2015;
6. To consider and approve the profit distribution plan of the Bank for 2015;
7. To consider and approve the financial budget proposal of the Bank for 2016;
8. To consider and approve the annual report of the Bank for 2015;
9. To consider and approve the re-appointment of external auditors of the Bank for 2016 and to authorize the board of directors of the Bank to determine their remuneration;

10. To consider and approve the proposed election of Mr. YANG Yusong as a non-executive director of the Bank;
11. To consider and approve the proposed election of Mr. LIU Jianhua as an executive director of the Bank;
12. To consider and approve the proposed election of Mr. CHEN Zhong as an external supervisor of the Bank;
13. To consider and approve the three-year dividend plan after the A Share Offering;
14. To consider and approve the price stabilization plan for the A Shares after the A Share Offering;
15. To consider and approve the dilution of current returns as a result of the A Share Offering and remedial measures;
16. To consider and approve the undertakings of the Directors and senior management in relation to the dilution of current returns as a result of the A Share Offering and remedial measures;
17. To consider and approve the status report on the use of previously raised funds; and
18. To consider and approve the undertakings by the Bank in relation to the A Share Offering:
 - (1) Letter of undertakings in respect of the truthfulness, accuracy and completeness of the information disclosure in the prospectus;
 - (2) Letter of undertakings in respect of stabilization of stock price of the Bank after listing;
 - (3) Letter of undertakings in respect of the restrictive measures on the public undertakings.

Special Resolutions

1. To consider and approved the proposed A Share Offering:
 - (1) Class of Shares
 - (2) Nominal value per A Share
 - (3) Proposed stock exchange for the listing
 - (4) Offering size
 - (5) Target subscribers
 - (6) Strategic placing
 - (7) Method of offering
 - (8) Pricing methodology
 - (9) Form of underwriting
 - (10) Conversion into a joint stock company with limited liability with domestic and overseas listed shares
 - (11) Accumulated profit distribution plan before the A Share Offering
 - (12) Use of proceeds

- (13) Term of the offering plan
 - (14) Authorization to the Board
 - (15) Term of validity of the resolution
2. To consider and approve the proposed amendments to the Articles of Association in connection with the A Share Offering;
 3. To consider and approve the proposed amendments to the Procedures for General Meetings;
 4. To consider and approve the General Mandate relating to the issuance of H Shares;
 5. To consider and approve the proposed issuance of Tier 2 Capital Bonds;
 6. To consider and approve the proposed issuance of Non-capital Financial Bonds;
 7. To consider and approve the change of the registered capital of the Bank; and
 8. To consider and approve the redemption of the subordinated bonds of RMB800 million issued by the Bank within China's inter-bank bond market in March 2012.

By order of the Board
Bank of Chongqing Co., Ltd.*
GAN Weimin
Chairman

Chongqing, the PRC, April 29, 2016

Notes:

1. Pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), all votes of resolutions at the Meeting will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates purely to a procedural or administrative matter to be voted on by a show of hands. An announcement on the voting results will be published on the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Bank (www.cqcbank.com) in accordance with the Listing Rules.

2. **Closure of register of members and eligibility for attending and voting at the Meeting**

Holders of H shares of the Bank are advised that the register of members of the Bank will close from Tuesday, May 17, 2016 to Friday, June 17, 2016 (both days inclusive), during which time no transfer of H shares of the Bank will be effected and registered. In order to qualify for attending and voting at the Meeting, instruments of transfer accompanied by relevant share certificates and other appropriate documents must be lodged with the Bank’s H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, by 4:30 p.m. on Monday, May 16, 2016.

Shareholders of the Bank whose names appear on the register of members of the Bank at the close of business on Monday, May 16, 2016 are entitled to attend and vote at the Meeting.

3. **Dividend payment arrangement**

The board of directors of the Bank has recommended the payment of a final cash dividend of RMB0.264 (inclusive of tax) per share for the year ended December 31, 2015 to all shareholders, amounting to a total of RMB825,542,468.52 (inclusive of tax). The dividend distribution proposal will be submitted to the Meeting for consideration. Subject to approval of the proposal at the Meeting, the dividend will be paid to holders of domestic shares and H shares whose names appear on the register of members on June 30, 2016. The proposed dividends payable are denominated in Renminbi, and will be paid to holders of domestic shares in Renminbi and holders of H shares in Hong Kong dollars. Calculation of the exchange rate for dividends payable in Hong Kong dollars will be based on the central parity rate of the average exchange rate of Renminbi to Hong Kong dollars as announced by the People’s Bank of China on the five working days preceding the date of declaration of the dividend at the Meeting (June 17, 2016, inclusive). The register of members of the Bank will be closed from Thursday, June 23, 2016 to Thursday, June 30, 2016 (both days inclusive), during such period no transfer of the Bank’s H shares will be registered. In order to be entitled to the final dividend, holders of H shares of the Bank who have not registered the related transfer documents are required to lodge the transfer documents, together with the relevant share certificates, with the Bank’s H share registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Wednesday, June 22, 2016.

4. **Reply slip**

Holders of H shares who intend to attend and vote at the Meeting should complete and lodge the accompanying reply slip and return it to the Bank’s H share registrar on or before Saturday, May 28, 2016. The reply slip may be delivered by hand, by post or by fax to the Bank’s H share registrar. Completion and return of the reply slip do not affect the right of a shareholder to attend and vote at the Meeting. However, the failure to return the reply slip may result in an adjournment of the Meeting, if the number of shares carrying the right to vote represented by the shareholders proposing to attend the Meeting by reply slip does not reach more than half of the total number of shares of the Bank carrying the right to vote at the Meeting.

5. Proxy

Every shareholder who has the right to attend and vote at the Meeting is entitled to appoint one or more proxies, whether or not they are members of the Bank, to attend and vote on his/her behalf at the Meeting.

A proxy shall be appointed by an instrument in writing. Such instrument shall be signed by the appointer or his/her attorney duly authorised in writing. If the appointer is a legal person, then the instrument shall be signed under a legal person's seal or signed by its director or an attorney duly authorised in writing. The instrument appointing the proxy shall be deposited at the Bank's H share registrar for holders of H shares not less than 24 hours before the time specified for holding the Meeting. If the instrument appointing the proxy is signed by a person authorised by the appointer, the power of attorney or other documents of authority under which the instrument is signed shall be notarized. The notarized power of attorney or other documents of authority shall be deposited together and at the same time with the instrument appointing the proxy at the Bank's H share registrar.

6. Other businesses

- (i) The Meeting is expected to last for no more than half a working day. Shareholders and their proxies attending the meeting shall be responsible for their own traveling and accommodation expenses.
- (ii) The address of Computershare Hong Kong Investor Services Limited is:

17M Floor
Hopewell Centre
183 Queen's Road East
Wanchai
Hong Kong
Tel. No.: (852) 2862 8628
Fax No.: (852) 2865 0990

As at the date of this notice, the Executive Directors are Mr. GAN Weimin, Mr. RAN Hailing, and Mr. ZHAN Wanghua; the Non-Executive Directors are Mr. WONG Hon Hing, Mr. DENG Yong, Ms. LV Wei and Mr. YANG Jun; and the Independent Non-Executive Directors are Mr. LI He, Mr. TO Koon Man Henry, Mr. KONG Xiangbin, Mr. WANG Pengguo and Dr. JIN Jingyu.

* *Bank of Chongqing Co., Ltd. is not an authorized institution within the meaning of the Banking Ordinance (Chapter 155 of Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorized to carry on banking and/or deposit-taking business in Hong Kong.*