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重庆银行
BANK OF CHONGQING

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)

(Stock Code of Preference Shares: 4616)

NOTICE OF H SHAREHOLDERS' CLASS MEETING

NOTICE IS HEREBY GIVEN that a H shareholders' class meeting (the "**H Shareholders' Class Meeting**") of Bank of Chongqing Co., Ltd.* (the "**Bank**") will be held at 11:00 a.m. on Thursday, May 20, 2021 at Multi-Function Conference Hall, 3/F of the Building of the Head Office of Bank of Chongqing, No. 6 Yongpingmen Street, Jiangbei District, Chongqing, the PRC to consider and, if thought fit, to pass the following resolution:

SPECIAL RESOLUTIONS

1. Proposal on the Plan for the Public Issuance of A Share Convertible Corporate Bonds by Bank of Chongqing Co., Ltd.;
 - 1.1. Type of securities to be issued;
 - 1.2. Issue size;
 - 1.3. Par value and issue price;
 - 1.4. Term;
 - 1.5. Interest rate;
 - 1.6. Timing and method of interest payment;

- 1.7. Conversion period;
- 1.8. Determination and adjustment of the CB Conversion Price;
- 1.9. Downward adjustment to the CB Conversion Price;
- 1.10. Method for determining the number of shares for conversion;
- 1.11. Dividend rights of the year of conversion;
- 1.12. Terms of redemption;
- 1.13. Terms of sale back;
- 1.14. Method of issuance and target investors;
- 1.15. Subscription arrangement for the existing Shareholders;
- 1.16. Matters related to the CB Holders' meeting;
- 1.17. Use of proceeds;
- 1.18. Guarantee and securities; and
- 1.19. Validity period of the resolution;
- 2. Proposal on Fulfilling the Conditions for the Public Issuance of A Share Convertible Corporate Bonds by Bank of Chongqing Co., Ltd.;
- 3. Proposal on the Feasibility Report of the Use of Proceeds from the Public Issuance of A Share Convertible Corporate Bonds by Bank of Chongqing Co., Ltd.;
- 4. Proposal on the Report regarding the Use of Proceeds Previously Raised of Bank of Chongqing Co., Ltd.;
- 5. Proposal on the Dilution of Immediate Returns and Remedial Measures to the Public Issuance of A Share Convertible Corporate Bonds by Bank of Chongqing Co., Ltd.;
- 6. Proposal on the Authorization to be Granted by the General Meeting to Manage Matters Related to the Public Issuance of A Share Convertible Corporate Bonds;

7. Proposal on Preliminary Proposal for the Public Issuance of A Share Convertible Corporate Bonds by Bank of Chongqing Co., Ltd.; and
8. Proposal on the Rules of A Share Convertible Corporate Bondholders' Meeting of Bank of Chongqing Co., Ltd.

By order of the Board
Bank of Chongqing Co., Ltd.*
WONG Wah Sing
Executive Director

Chongqing, the PRC, April 19, 2021

Notes:

1. Voting by poll

According to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), all resolutions proposed at a general meeting must be voted on by poll except where the chairman decides to allow a resolution which relates 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 website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Bank (www.cqcbank.com) in accordance with the Listing Rules.

2. Closure of register of members for H shares and eligibility for attending and voting at the H Shareholders' Class Meeting

Holders of H shares of the Bank are advised that the register of members of the Bank will be closed from Wednesday, May 12, 2021 to Thursday, May 20, 2021 (both days inclusive), during which time no transfer of H shares of the Bank will be effected and registered. In order to qualify for attendance and voting at the H Shareholders' Class Meeting, instruments of transfer accompanied by 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 Tuesday, May 11, 2021.

H shareholders of the Bank whose names appear on the register of members of the Bank at the close of business on Tuesday, May 11, 2021 are entitled to attend and vote at the H Shareholders' Class Meeting.

3. Reply slip

Holders of H shares who intend to attend and vote at the H Shareholders' Class Meeting should complete the accompanying reply slip and return it to the Bank's H share registrar on or before Wednesday, April 28, 2021. 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 H Shareholders' Class Meeting. However, the failure to return the reply slip may result in an adjournment of the H Shareholders' Class Meeting, if the number of shares carrying the right to vote represented by the shareholders proposing to attend the H Shareholders' Class 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 H Shareholders' Class Meeting.

4. Proxy

Every shareholder who has the right to attend and vote at the H Shareholders' Class 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 H Shareholders' Class Meeting. A proxy shall be appointed by an instrument in writing. Such instrument shall be signed by the appointer or his/her attorney duly authorized in writing. If the appointer is a legal person, then the instrument shall be signed under the seal of the legal person or signed by its director or attorney duly authorized 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 the holding of the H Shareholders' Class Meeting. If the instrument appointing the proxy is signed by a person authorized by the appointer, the power of attorney or other document of authority under which the instrument is signed shall be notarized. The notarized power of attorney or other document of authority shall be deposited together at the same time with the instrument appointing the proxy at the Bank's H share registrar.

5. Other businesses

- (i) The H Shareholders' Class 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 of the Bank are Ms. LIN Jun, Mr. RAN Hailing, Mr. LIU Jianhua and Mr. WONG Wah Sing; the non-executive directors are Mr. WONG Hon Hing, Mr. YANG Yusong, Mr. WU Heng and Ms. LIU Ying; and the independent non-executive directors are Dr. LIU Xing, Mr. WANG Rong, Dr. ZOU Hong, Dr. FUNG Don Hau and Mr. YUAN Xiaobin.

- * *The Bank holds a financial licence number B0206H250000001 approved by the regulatory authority of the banking industry of the PRC and was authorised by the Administration for Market Regulation of Chongqing to obtain a corporate legal person business licence with a unified social credit code 91500000202869177Y. The Bank is not an authorised institution within the meaning of the Banking Ordinance (Chapter 155 of the Laws of Hong Kong), not subject to the supervision of the Hong Kong Monetary Authority, and not authorised to carry on banking and/or deposit-taking business in Hong Kong.*