



## 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 July 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Bank of China Limited (the "Company")

Date Submitted: 02 August 2024

### I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	H	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	03988	Description	H shares			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	83,622,276,395	RMB	1	RMB	83,622,276,395	
Increase / decrease (-)	0			RMB		
Balance at close of the month	83,622,276,395	RMB	1	RMB	83,622,276,395	

2. Class of shares	Ordinary shares	Type of shares	A	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	601988	Description	A shares (Listed on Shanghai Stock Exchange)			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	210,765,514,846	RMB	1	RMB	210,765,514,846	
Increase / decrease (-)	0			RMB		
Balance at close of the month	210,765,514,846	RMB	1	RMB	210,765,514,846	

3. Class of shares	Preference shares	Type of shares	Other type (specify in description)	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	04619	Description	"Offshore Preference Shares": USD2,820,000,000 U.S. Dollar Settled 3.60 per cent. Non-Cumulative Perpetual Offshore Preference Shares			

	Number of authorised/registered shares	Par value		Authorised/registered share capital	
Balance at close of preceding month	197,865,300	RMB	100	RMB	19,786,530,000
Increase / decrease (-)	0			RMB	
Balance at close of the month	197,865,300	RMB	100	RMB	19,786,530,000

4. Class of shares	Preference shares	Type of shares	Other type (specify in description)	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	360033	Description	"Domestic Preference Shares": RMB73,000,000,000 RMB Settled 4.5 per cent. Non-Cumulative Domestic Preference Shares ("Domestic Preference Shares Third Tranche")			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	730,000,000	RMB	100	RMB	73,000,000,000	
Increase / decrease (-)	0			RMB		
Balance at close of the month	730,000,000	RMB	100	RMB	73,000,000,000	

5. Class of shares	Preference shares	Type of shares	Other type (specify in description)	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	360035	Description	"Domestic Preference Shares": RMB27,000,000,000 RMB Settled 4.35 per cent. Non-Cumulative Domestic Preference Shares ("Domestic Preference Shares Fourth Tranche")			
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	270,000,000	RMB	100	RMB	27,000,000,000	
Increase / decrease (-)	0			RMB		
Balance at close of the month	270,000,000	RMB	100	RMB	27,000,000,000	

Total authorised/registered share capital at the end of the month: RMB 414,174,321,241

## II. Movements in Issued Shares and/or Treasury Shares

1. Class of shares	Ordinary shares	Type of shares	H	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	03988	Description	H shares			
		Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares		
Balance at close of preceding month		83,622,276,395	0	83,622,276,395		
Increase / decrease (-)		0	0			
Balance at close of the month		83,622,276,395	0	83,622,276,395		

2. Class of shares	Ordinary shares	Type of shares	A	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	601988	Description	(A shares) Listed on Shanghai Stock Exchange			
		Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares		
Balance at close of preceding month		210,765,514,846	0	210,765,514,846		
Increase / decrease (-)		0	0			
Balance at close of the month		210,765,514,846	0	210,765,514,846		

3. Class of shares	Preference shares	Type of shares	Other type(specify in description)	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	04619	Description	"Offshore Preference Shares": USD2,820,000,000 U.S. Dollar Settled 3.60 per cent. Non-Cumulative Perpetual Offshore Preference Shares			
		Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares		
Balance at close of preceding month		197,865,300	0	197,865,300		
Increase / decrease (-)		0	0			
Balance at close of the month		197,865,300	0	197,865,300		

4. Class of shares	Preference shares	Type of shares	Other type(specify in description)	Listed on the Exchange (Note 1)	No	
Stock code (if listed)	360033	Description	"Domestic Preference Shares": RMB73,000,000,000 RMB Settled 4.5 per cent. Non-Cumulative Domestic Preference Shares ("Domestic Preference Shares Third Tranche")			

	Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares
Balance at close of preceding month	730,000,000	0	730,000,000
Increase / decrease (-)	0	0	
Balance at close of the month	730,000,000	0	730,000,000

5. Class of shares	Preference shares	Type of shares	Other type(specify in description)	Listed on the Exchange (Note 1)	No
Stock code (if listed)	360035	Description	"Domestic Preference Shares": RMB27,000,000,000 RMB Settled 4.35 per cent. Non-Cumulative Domestic Preference Shares ("Domestic Preference Shares Fourth Tranche")		
	Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares		
Balance at close of preceding month	270,000,000	0	270,000,000		
Increase / decrease (-)	0	0			
Balance at close of the month	270,000,000	0	270,000,000		

**III. Details of Movements in Issued Shares and/or Treasury Shares**

**(A). Share Options (under Share Option Schemes of the Issuer)** Not applicable

**(B). Warrants to Issue Shares of the Issuer**

Not applicable

**(C). Convertibles (i.e. Convertible into Shares of the Issuer)**

1. Class of shares	Ordinary shares	Type of shares	H		Listed on the Exchange (Note 1)	Yes			
Stock code (if listed)	03988	Description	H shares						
Description of the Convertibles		Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	Number of new shares issued during the month pursuant thereto (C1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (C2)	Number of shares which may be issued or transferred out of treasury 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	2,820,000,000	Converted	0	2,820,000,000	0	0	6,730,400,000
Type of the Convertibles		Preference Shares							
Stock code of the Convertibles (if listed on the Exchange) (Note 1)		04619							
Subscription/Conversion price		HKD		3.31					
General Meeting approval date (if applicable)		04 January 2019							

2. Class of shares	Ordinary shares	Type of shares	A		Listed on the Exchange (Note 1)	No			
Stock code (if listed)	601988	Description	A shares (Listed on Shanghai Stock Exchange)						
Description of the Convertibles		Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	Number of new shares issued during the month pursuant thereto (C1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (C2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).	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	73,000,000,000	Converted	0	73,000,000,000	0	0	20,165,745,856
Type of the Convertibles		Preference Shares							
Stock code of the Convertibles (if listed on the Exchange) (Note 1)									
Subscription/Conversion price		RMB		3.62					
General Meeting approval date (if applicable)		04 January 2019							

3. Class of shares		Ordinary shares		Type of shares	A		Listed on the Exchange (Note 1)	No	
Stock code (if listed)		601988		Description	A shares (Listed on Shanghai Stock Exchange)				
Description of the Convertibles		Currency	Amount at close of preceding month	Movement during the month		Amount at close of the month	Number of new shares issued during the month pursuant thereto (C1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (C2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month
1).	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	27,000,000,000	Converted	0	27,000,000,000	0	0	7,458,563,535
Type of the Convertibles		Preference Shares							
Stock code of the Convertibles (if listed on the Exchange) (Note 1)									
Subscription/Conversion price		RMB	3.62						
General Meeting approval date (if applicable)		04 January 2019							

Increase in issued shares (excluding treasury shares):	0	Ordinary shares H (CC1)
Increase in issued shares (excluding treasury shares):	0	Ordinary shares A (CC1)
Decrease in treasury shares:	0	Ordinary shares H (CC2)
Decrease in treasury shares:	0	Ordinary shares A (CC2)



**(D). Any other Agreements or Arrangements to Issue Shares of the Issuer, including Options (other than Share Option Schemes)**

Not applicable

**(E). Other Movements in Issued Shares and/or Treasury Shares**

Not applicable

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1):	0	Ordinary shares H
Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1):	0	Ordinary shares A
Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2):	0	Ordinary shares H
Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2):	0	Ordinary shares A

**IV. Information about Hong Kong Depositary Receipt (HDR)** Not applicable

**V. Confirmations**    Not applicable

## Remarks:

1. The Company is a joint stock company incorporated in the People's Republic of China with limited liability

2. Number of new shares of issuer (H Shares) which may be issued upon occurrence of a trigger event pursuant to the terms and conditions with respect to the Offshore Preference Shares =  $2,820,000,000 * 7.0168 / 2.94 = 6,730,400,000$

The initial conversion price for the Offshore Preference Shares is HK\$3.31 per H Share (expressed in Renminbi as RMB2.94 per H Share), using the fixed exchange rate of HK\$1.00 to RMB0.88658). The USD amount of Offshore Preference Shares is converted to RMB using the fixed exchange rate of U.S.\$1.00 to RMB7.0168

Submitted by:                      Zhuo Chengwen

Title:                                      Secretary to the Board of Directors and Company Secretary

(Director, Secretary or other Duly Authorised Officer)

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## Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.
2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".  
In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".
3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.
4. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable 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, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.
5. "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.