



**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)

**FORM OF PROXY FOR THE 2020 ANNUAL GENERAL MEETING  
TO BE HELD ON THURSDAY, MAY 20, 2021**

No. of shares to which this proxy form relates <sup>(note 2)</sup>	
Type of shares (A shares or H shares) to which this proxy form relates <sup>(note 2)</sup>	

I/We<sup>(note 1)</sup>

of

being the registered holder(s) of \_\_\_\_\_ shares<sup>(note 2)</sup> of RMB1.00 each in the share capital of Bank of Chongqing Co., Ltd.\* (the "Bank") HEREBY APPOINT **THE CHAIRMAN OF THE MEETING**<sup>(note 3)</sup>

or

as my/our proxy to attend and act for me/us at the 2020 annual general meeting of the Bank to be held at 9:30 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 (the "Meeting") (and at any adjournment of it) for the purposes of considering and, if thought fit, passing the resolutions as set out in the notice convening the Meeting and at the Meeting (and at any adjournment of it) to vote for me/us and in my/our name(s) in respect of the resolution as indicated below. Unless otherwise stated, terms used in the notice of the Meeting dated April 19, 2021 in connection with the resolutions below shall have the same meaning when used herein.

ORDINARY RESOLUTIONS		For <sup>(note 4)</sup>	Against <sup>(note 4)</sup>	Abstain <sup>(note 4)</sup>
1.	Proposal on the Work Report of the Board of Directors for 2020			
2.	Proposal on the Work Report of the Board of Supervisors for 2020			
3.	Proposal on the Final Budget Report for 2020			
4.	Proposal on the Profit Distribution Plan for 2020			
5.	Proposal on the Financial Budget Plan for 2021			
6.	Proposal on the 2020 Annual Report and Highlights thereof			
7.	Proposal on the Appointment and Remuneration of External Auditor for 2021			
8.	Proposal on Election of Ms. Zhong Xian as a Non-executive Director of Bank of Chongqing Co., Ltd.			
9.	Proposal on Liability Insurance of Directors, Supervisors and Senior Management			
10.	Proposal on the Estimated Annual Cap for Daily Connected Transactions for 2021			
11.	Proposal on the Investment Plan of Bank of Chongqing for 2021			
12.	Proposal on Funding the Establishment of Technology Innovation Center			
13.	Proposal on Amending the Administrative Measures for Connected Transactions of Bank of Chongqing Co., Ltd.			
SPECIAL RESOLUTIONS		For <sup>(note 4)</sup>	Against <sup>(note 4)</sup>	Abstain <sup>(note 4)</sup>
14.	Proposal on the Plan for the Public Issuance of A Share Convertible Corporate Bonds by Bank of Chongqing Co., Ltd.			
	14.1. Type of securities to be issued			
	14.2. Issue size			
	14.3. Par value and issue price			
	14.4. Term			
	14.5. Interest rate			
	14.6. Timing and method of interest payment			
	14.7. Conversion period			
	14.8. Determination and adjustment of the CB Conversion Price			
	14.9. Downward adjustment to the CB Conversion Price			
	14.10. Method for determining the number of shares for conversion			
	14.11. Dividend rights of the year of conversion			
	14.12. Terms of redemption			
	14.13. Terms of sale back			
	14.14. Method of issuance and target investors			
	14.15. Subscription arrangement for the existing Shareholders			
	14.16. Matters related to the CB Holders' meeting			
	14.17. Use of proceeds			
	14.18. Guarantee and securities			
	14.19. Validity period of the resolution			
15.	Proposal on Fulfilling the Conditions for the Public Issuance of A Share Convertible Corporate Bonds by Bank of Chongqing Co., Ltd.			
16.	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.			
17.	Proposal on the Report regarding the Use of Proceeds Previously Raised of Bank of Chongqing Co., Ltd.			
18.	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.			
19.	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			
20.	Proposal on Preliminary Proposal for the Public Issuance of A Share Convertible Corporate Bonds by Bank of Chongqing Co., Ltd.			
21.	Proposal on the Rules of A Share Convertible Corporate Bondholders' Meeting of Bank of Chongqing Co., Ltd.			

Date: \_\_\_\_\_

Signature(s)<sup>(note 5)</sup>: \_\_\_\_\_

*Notes:*

1. Full name(s) (in Chinese and English, as shown in the register of members) and registered address(es) to be inserted in **BLOCK CAPITALS**.
  2. Please insert the class and number of shares registered in your name(s) to which this proxy relates. If no number is inserted, this form of proxy will be deemed to relate to all shares of the Bank registered in your name(s).
  3. If any proxy other than the chairman of the Meeting is preferred, please strike out the words **“THE CHAIRMAN OF THE MEETING or”** and insert the name and address of the proxy desired in the space provided. A shareholder may appoint one or more proxies to attend and vote in his/her stead. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALLED BY THE PERSON WHO SIGNS IT.**
  4. **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PLEASE TICK THE BOX MARKED “FOR” BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PLEASE TICK THE BOX MARKED “AGAINST” BESIDE THE APPROPRIATE RESOLUTION. IF YOU WISH TO ABSTAIN FROM VOTING ON ANY RESOLUTION, PLEASE TICK THE BOX MARKED “ABSTAIN” BESIDE THE APPROPRIATE RESOLUTION.** Any shares voted as “abstain” will be counted in the calculation of the required majority. If no direction is given, your proxy may vote or abstain at his/her discretion. Your proxy will also be entitled to vote at his/her discretion on any resolution properly put to the Meeting other than those referred to in the notice convening the Meeting.
  5. This form of proxy must be signed by you or your attorney duly authorized in writing. In the case of a corporation, this form of proxy must be either under its common seal or under the hand of its director(s) or duly authorized attorney(s). If this form of proxy is signed by an attorney of the shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.
  6. In order to be valid, this form of proxy together with the power of attorney or other authorization documents (if any) must be deposited at the Bank’s Hong Kong H share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 24 hours before the time appointed for holding the Meeting or any adjournment of it (as the case may be). Completion and return of this form of proxy will not preclude you from attending and voting in person at the Meeting or any adjournment thereof if you so wish.
  7. Shareholders or their proxies attending the Meeting shall produce their identity documents.
  8. A proxy need not be a shareholder of the Bank but must attend the Meeting in person to represent you.
  9. Where there are joint registered holders of any share, any one of such persons may vote at the Meeting, either personally or by proxy, in respect of such share as if he/she was solely entitled thereto, but if more than one of such joint holders are present at the Meeting, personally or by proxy, then one of the persons so present whose name stands first on the register in respect of such share shall alone be entitled to vote in respect thereof.
- \* *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.*