



03 DEC 2003 7:21

File No.82-34675

Our Ref : BS(2003)627(JY)

18th December, 2003

Office of International Corporate Finance
Division of Corporation Finance
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549
U.S.A.



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Dear Sirs,

BOC Hong Kong (Holdings) Limited
Rule 12g3-2(b) File No.82-34675

We enclose the Corporate Substantial Shareholder Notices filed by the following companies with the Stock Exchange of Hong Kong Limited pursuant to the Securities and Futures Ordinance in Hong Kong in relation to the change in their respective shareholding in the Company for your attention:

1. Bank of China
2. BOC Hong Kong (Group) Limited
3. BOC Hong Kong (BVI) Limited

Please note that the above documents are being furnished to the Securities and Exchange Commission (the "SEC") on behalf of the Company pursuant to the exemption from the Securities Exchange Act of 1934 (the "Act") afforded by Rule 12g3-2(b) thereunder.



This information is being furnished under paragraph (1) of Rule 12g3-2(b) with the understanding that such information and documents will not be deemed to be "filed" with the SEC or otherwise subject to the liabilities of Section 18 of the Act and that neither this letter nor the furnishing of such information and documents shall constitute an admission for any purpose that the Company is subject to the Act.

Yours faithfully,

For and on behalf of

BOC Hong Kong (Holdings) Limited

Jason C.W. Yeung
Company Secretary

Encl.

CORPORATE SUBSTANTIAL SHAREHOLDER NOTICE

Notice pursuant to s. 324 of Part XV of the Securities and Futures Ordinance (Cap. 571)

for use by a corporation giving notice of:

- (i) First acquiring an interest in 5% or more of the shares of a listed corporation (i.e. first becoming a substantial shareholder);
- (ii) Changes in the percentage level, or nature, of its interest or its short position in such shares; and
- (iii) Ceasing to have an interest of 5% in such shares (complete Boxes 1 to 19 and 27 only).

This Form must be completed in accordance with the directions and instructions in the Notes to Form 2.

Name of listed corporation HONG-KONG (HOLDINGS) LIMITED	
Stock code 2388	4. Number of issued shares in class 10,572,780,266
Class of shares ORDINARY SHARES	

Name of substantial shareholder K OF CHINA		8. Business registration number 1000001000134	Certificate of Incorporation No. N/A
Registered office XINGMEN NEI DAJIE, BEIJING 100818, PRC		9. Place of incorporation PRC	
Principal place of business in Hong Kong		10. Contact person JACQUELINE LEE	
		11. Daytime tel. No. 28266150	12. e-mail address
		13. Exchange on which listed N/A	
		14. Name of listed parent and exchange on which parent is listed N/A	

16. Date when the substantial shareholder became aware of the relevant event/ interest in the shares (if later)

16	12	2003
(day)	(month)	(year)

(day)	(month)	(year)

Details of relevant event

Relevant event code describing circumstances (see Table 1)	Code describing capacity in which shares were/are held (see Table 2)	Number of shares bought/sold or involved	Currency of transaction	On Exchange		Off Exchange	
				Highest price per share	Average price per share	Average consideration per share	Consideration Code (see Table 3)
position	103	1,070,000,000	HKD	0.000	0.000	13.700	301
Short position	- Select -						

Total shares immediately before the relevant event

	Total number of shares	Percentage figure (%)
Long position	8,074,340,277	76.37
Short position		
Lending pool		

19. Total shares immediately after the relevant event

	Total number of shares	Percentage figure (%)
Long position	7,004,340,277	66.25
Short position		
Lending pool		

Capacity in which interests disclosed in Box 19 are held

Code describing capacity (see Table 2)	Number of shares	
	Long position	Short position
Long position	7,004,340,277	
- Select -		
- Select -		
- Select -		
- Select -		

21. Further information in respect of derivative interests

Code describing derivatives (see Table 4)	Number of shares	
	Long position	Short position
402	685,000	
403	17,500,000	
- Select -		
- Select -		
- Select -		

Further information in relation to interests of corporations controlled by substantial shareholder

of controlled corporation	Address and place of incorporation	Name of controlling shareholder	% control	Direct interest (Y/N)	Number of shares	
					Long position	Short Position
HONG KONG (BVI) LIMITED	52/F, BANK OF CHINA TOWER, 1 GARDEN ROAD, HONG KONG (HONG KONG)	BANK OF CHINA	100.00	N	6,961,755,277	
HONG KONG (BVI) LIMITED	P.O. BOX 957, OFFSHORE INCORPORATIONS CENTRE, ROAD TOWN, TORTOLA, BVI (BVI)	BOC HONG KONG (GROUP) LIMITED	100.00	Y	6,959,753,556	
HONG KONG (BVI) LIMITED	P.O. BOX 957, OFFSHORE INCORPORATIONS CENTRE, ROAD TOWN, TORTOLA, BVI (BVI)	BOC HONG KONG (GROUP) LIMITED	100.00	N	2,001,721	
CHIAO COMMERCIAL (in members' voluntary winding-up) OF CHINA GROUP INVESTMENT LIMITED	17/F, HUTCHISON HOUSE, 10 HARDCOURT ROAD, CENTRAL, HONG KONG (HONG KONG)	BOC HONG KONG (BVI) LIMITED	93.64	Y	2,001,721	
OF CHINA GROUP INSURANCE COMPANY LIMITED	24/F, BANK OF CHINA TOWER, 1 GARDEN ROAD, HONG KONG (HONG KONG)	BANK OF CHINA	100.00	N	11,400,000	
OF CHINA GROUP INSURANCE COMPANY LIMITED	9/F, WING ON HOUSE, 71 DES VOEUX ROAD CENTRAL, HONG KONG (HONG KONG)	BANK OF CHINA GROUP INVESTMENT LIMITED	94.50	Y	5,700,000	
OF CHINA GROUP INSURANCE COMPANY LIMITED	9/F, WING ON HOUSE, 71 DES VOEUX ROAD CENTRAL, HONG KONG (HONG KONG)	BANK OF CHINA GROUP INVESTMENT LIMITED	94.50	N	5,700,000	
GROUP LIFE INSURANCE COMPANY LIMITED	33/F, BANK OF CHINA TOWER, 1 GARDEN ROAD, HONG KONG (HONG KONG)	BANK OF CHINA GROUP INSURANCE COMPANY LIMITED	100.00	Y	5,700,000	

Further information in relation to interests held by substantial shareholder jointly with another person.

of joint shareholder	Address	Number of shares	
		Long position	Short Position

Name of Trust	Address	Status Code (see Table 5)	Number of shares	
			Long position	Short position
		- Select -		
		- Select -		
		- Select -		

Other information from a party to an agreement under Section 317 (Please see Notes for further information required)

Address	Number of shares

Number of shares in which substantial shareholder is interested under section 317 and 318

Details of person(s) in accordance with whose directions the substantial shareholder or its directors are accustomed to act

Address	Relationship Code (see Table 6)	Percentage (%)
1 FUXINGMEN NEI DAJIE, BEIJING 100818, PRC	606	N/A
	- Select -	
	- Select -	

18	12	2003
(day)	(month)	(year)

28. Number of continuation sheets

1

29. Number of attachments

0

Date of filing this Form 2

CORPORATE SUBSTANTIAL SHAREHOLDER NOTICE

Notice pursuant to s. 324 of Part XV of the Securities and Futures Ordinance (Cap. 571)

Form for use by a corporation-giving notice of:

- (i) First acquiring an interest in 5% or more of the shares of a listed corporation (i.e. first becoming a substantial shareholder);
- (ii) Changes in the percentage level, or nature, of its interest or its short position in such shares; and
- (iii) Ceasing to have an interest of 5% in such shares (complete Boxes 1 to 19 and 27 only).

This Form must be completed in accordance with the directions and instructions in the Notes to Form 2.

Name of listed corporation DOC HONG KONG (HOLDINGS) LIMITED	
Stock code	2388
Class of shares	ORDINARY SHARES
4. Number of issued shares in class	10,572,780,266

Name of substantial shareholder DOC HONG KONG (GROUP) LIMITED	
8. Business registration number	320862680000902-7
9. Place of incorporation	HONG KONG
10. Contact person	JACQUELINE LEE
11. Daytime tel. No.	28266150
12. e-mail address	
Certificate of Incorporation No.	770010

Registered office 8/F, BANK OF CHINA TOWER, 1 GARDEN ROAD, HONG KONG	
Principal place of business in Hong Kong AS ABOVE	
13. Exchange on which listed N/A	
14. Name of listed parent and exchange on which parent is listed N/A	

15. Date of relevant event

16	12	2003
(day)	(month)	(year)

16. Date when the substantial shareholder became aware of the relevant event/ interest in the shares (if later)		
(day)	(month)	(year)

Relevant event code describing circumstances (see Table 1)	Code describing capacity in which shares were/are held (see Table 2)		Number of shares bought/sold or involved	Currency of transaction	On Exchange		Off Exchange	
	Before relevant event	After relevant event			Highest price per share	Average price per share	Average consideration per share	Consideration Code (see Table 3)
Long position	103	205	1,070,000,000	HKD	0.000	0.000	13.700	301
Short position	- Select -	- Select -						

Total shares immediately before the relevant event

	Total number of shares	Percentage figure (%)
Long position	8,031,755,277	75.97
Short position		
Lending pool		

19. Total shares immediately after the relevant event

	Total number of shares	Percentage figure (%)
Long position	6,961,755,277	65.85
Short position		
Lending pool		

Capacity in which interests disclosed in Box 19 are held

Code describing capacity (see Table 2)	Number of shares	
	Long position	Short position
Long position	6,961,755,277	
- Select -		
- Select -		
- Select -		
- Select -		

21. Further information in respect of derivative interests

Code describing derivatives (see Table 4)	Number of shares	
	Long position	Short position
- Select -		
- Select -		
- Select -		
- Select -		
- Select -		

Further information in relation to interests of corporations controlled by substantial shareholder

Name of controlled corporation	Address and place of incorporation	Name of controlling shareholder	% control	Direct interest (Y/N)	Number of shares	
					Long position	Short Position
HONG KONG (BVI) LIMITED	P.O. BOX 957, OFFSHORE INCORPORATIONS CENTRE, ROAD TOWN, TORTOLA, BVI (BVI)	BOO HONG KONG (GROUP) LIMITED	100.00	Y	6,959,753,556	
HONG KONG (BVI) LIMITED	P.O. BOX 957, OFFSHORE INCORPORATIONS CENTRE, ROAD TOWN, TORTOLA, BVI (BVI)	BOO HONG KONG (GROUP) LIMITED	100.00	N	2,001,721	
CHIAO COMMERCIAL LTD (in members' voluntary winding-up)	17/F, HUTCHISON HOUSE, 10 HARDCOURT ROAD, CENTRAL, HONG KONG (HONG KONG)	BOO HONG KONG (BVI) LIMITED	93.64	Y	2,001,721	

Further information in relation to interests held by substantial shareholder jointly with another person

Name of joint shareholder	Address	Number of shares	
		Long position	Short Position

Further information from a trustee, or beneficiary of a trust, or a founder of a Discretionary Trust

Name of Trust	Address	Status Code (see Table 5)	Number of shares	
			Long position	Short position
		- Select -		
		- Select -		
		- Select -		

4. Further information from a party to an agreement under Section 317 (Please see Notes for further information required)

Names of other parties	Address	Number of shares
A		
Total number of shares in which substantial shareholder is interested under section 317 and 318		

5. Details of person(s) in accordance with whose directions the substantial shareholder or its directors are accustomed to act

Names	Address	Relationship Code (see Table 6)	Percentage (%)
BANK OF CHINA	1 FUXINGMEN NEI DAJIE, BEIJING 100818, PRC	601	100.00
BANK OF CHINA	1 FUXINGMEN NEI DAJIE, BEIJING 100818, PRC	603	100.00
		- Select -	

6. Date of filing this Form 2

18	12	2003
(day)	(month)	(year)

28. Number of continuation sheets

0

29. Number of attachments

0

FORM 2

CORPORATE SUBSTANTIAL SHAREHOLDER NOTICE

Notice pursuant to s. 324 of Part XV of the Securities and Futures Ordinance (Cap. 571)

for use by a corporation giving notice of:

- (i) First acquiring an interest in 5% or more of the shares of a listed corporation (i.e. first becoming a substantial shareholder);
- (ii) Changes in the percentage level, or nature, of its interest or its short position in such shares; and
- (iii) Ceasing to have an interest of 5% in such shares (complete Boxes 1 to 19 and 27 only).

This Form must be completed in accordance with the directions and instructions in the Notes to Form 2.

Name of listed corporation HONG KONG (HOLDINGS) LIMITED	
Stock code 2388	Number of issued shares in class 10 572 780 266
Class of shares ORDINARY SHARES	
Name of substantial shareholder HONG KONG (BVI) LIMITED	
Registered office BOX 957, OFFSHORE INCORPORATIONS CENTRE, ROAD TOWN, TORTOLA,	
Principal place of business in Hong Kong	
8. Business registration number N/A	Certificate of Incorporation No. 461335
9. Place of incorporation BVI	
10. Contact person JACQUELINE LEE	
11. Daytime tel. No. 28266150	12. e-mail address
13. Exchange on which listed N/A	
14. Name of listed parent and exchange on which parent is listed N/A	

16. Date when the substantial shareholder became aware

16	12	2003
(day)	(month)	(year)

(day)	(month)	(year)

Details of relevant event

Relevant event code describing circumstances (see Table 1)	Code describing capacity in which shares were/are held (see Table 2)	Number of shares bought/sold or involved	Currency of transaction	On Exchange		Off Exchange	
				Highest price per share	Average price per share	Average consideration per share	Consideration Code (see Table 3)
103	201	1,070,000,000	HKD	0.000	0.000	13.700	301
position							
position							

Total shares immediately before the relevant event

	Total number of shares	Percentage figure (%)
position	8,031,755,277	75.97
position		
ing pool		

19. Total shares immediately after the relevant event

	Total number of shares	Percentage figure (%)
Long position	6,961,755,277	65.85
Short position		
Lending pool		

Capacity in which interests disclosed in Box 19 are held

describing capacity (see Table 2)	Number of shares	
	Long position	Short position
201	6,959,753,556	
205	2,001,721	

21. Further information in respect of derivative interests

Code describing derivatives (see Table 4)	Number of shares	
	Long position	Short position

Further information in relation to interests of corporations controlled by substantial shareholder

of controlled ation	Address and place of incorporation	Name of controlling shareholder	% control	Direct interest (Y/N)	Long position	Short Position
HIAO MERICAL LIMITED members' voluntary g-up)	17/F, HUTCHISON HOUSE, 10 HARCOURT ROAD, CENTRAL, HONG KONG (HONG KONG)	BOC HONG KONG (BVI)	93.64	Y	2,001,721	

Other information in relation to interests held by substantial shareholder jointly with another person

joint shareholder	Address	Number of shares	
		Long position	Short Position

Other information from a trustee, or beneficiary of a trust, or a founder of a Discretionary Trust

Trust	Address	Status Code (see Table 5)	Number of shares	
			Long position	Short position

Other information from a party to an agreement under Section 317 (Please see Notes for further information required)

of other parties	Address	Number of shares

Number of shares in which substantial shareholder is interested under section 317 and 318

Details of person(s) in accordance with whose directions the substantial shareholder or its directors are accustomed to act

Address	Relationship Code (see Table 6)	Percentage (%)
52/F, BANK OF CHINA TOWER, 1 GARDEN ROAD, HONG KONG	601	100.00
1 FUXINGMEN NEI DAJIE, BEIJING 100818, PRC	603	100.00

Date of filing this Form 2

18	12	2004
(day)	(month)	(year)

28. Number of continuation sheets

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