

BANK OF CHILE
Form 6-K
July 31, 2013
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FORM 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 of the Securities Exchange Act of 1934

For the month of July, 2013

Commission File Number 001-15266

BANK OF CHILE

(Translation of registrant's name into English)

Ahumada 251

Santiago, Chile

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

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Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

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BANCO DE CHILE
REPORT ON FORM 6-K

Attached Banco de Chile's Financial Statements with notes for the Second Quarter of 2013.

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| | | |
|-------------|---|--|
| MCh\$ | = | Millions of Chilean pesos |
| ThUS\$ | = | Thousands of U.S. dollars |
| UF or CLF | = | Unidad de Fomento (The Unidad de Fomento is an inflation-indexed, Chilean peso denominated monetary unit set daily in advance on the basis of the previous month's inflation rate). |
| Ch\$ or CLP | = | Chilean pesos |
| US\$ or USD | = | U.S. dollars |
| JPY | = | Japanese yen |
| EUR | = | Euro |
| MXN | = | Mexican pesos |
| HKD | = | Hong Kong dollars |
| PEN | = | Peruvian nuevo sol |
| CHF | = | Swiss franc |
| IFRS | = | International Financial Reporting Standards |
| IAS | = | International Accounting Standards |
| RAN | = | Compilation of Norms of the Chilean Superintendency of Banks |
| IFRIC | = | International Financial Reporting Interpretations Committee |
| SIC | = | Standards Interpretation Committee |

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For the periods ended June 30, 2013 and 2012

(Translation of financial statements originally issued in Spanish)

(Expressed in million of Chilean pesos)

| | Notes | June 2013 MCh\$ | December 2012 MCh\$ |
|--|-------|-----------------------|---------------------------|
| ASSETS | | | |
| Cash and due from banks | 7 | 1,186,226 | 684,925 |
| Transactions in the course of collection | 7 | 775,311 | 396,611 |
| Financial assets held-for-trading | 8 | 388,921 | 192,724 |
| Cash collateral on securities borrowed and reverse repurchase agreements | 9 | 25,371 | 35,100 |
| Derivative instruments | 10 | 367,417 | 329,497 |
| Loans and advances to banks | 11 | 313,541 | 1,343,322 |
| Loans to customers, net | 12 | 19,063,627 | 18,334,330 |
| Financial assets available-for-sale | 13 | 1,613,767 | 1,264,440 |
| Financial assets held-to-maturity | 13 | | |
| Investments in other companies | 14 | 14,848 | 13,933 |
| Intangible assets | 15 | 32,202 | 34,290 |
| Property and equipment | 16 | 202,235 | 205,189 |
| Current tax assets | 17 | 4,608 | 2,684 |
| Deferred tax assets | 17 | 118,949 | 127,143 |
| Other assets | 18 | 297,051 | 296,878 |
| TOTAL ASSETS | | 24,404,074 | 23,261,066 |
| LIABILITIES | | | |
| Current accounts and other demand deposits | 19 | 5,567,606 | 5,470,971 |
| Transactions in the course of payment | 7 | 438,056 | 159,218 |
| Cash collateral on securities lent and repurchase agreements | 9 | 495,812 | 226,396 |
| Savings accounts and time deposits | 20 | 9,564,872 | 9,612,950 |
| Derivative instruments | 10 | 431,162 | 380,322 |
| Borrowings from financial institutions | 21 | 1,157,728 | 1,108,681 |
| Debt issued | 22 | 3,763,946 | 3,273,933 |
| Other financial obligations | 23 | 160,253 | 162,123 |
| Current tax liabilities | 17 | 261 | 25,880 |
| Deferred tax liabilities | 17 | 26,211 | 27,630 |
| Provisions | 24 | 374,342 | 504,837 |
| Other liabilities | 25 | 256,628 | 301,066 |
| TOTAL LIABILITIES | | 22,236,877 | 21,254,007 |
| EQUITY | | | |
| | 27 | | |
| Attributable to Bank's Owners: | | | |
| Capital | | 1,849,351 | 1,629,078 |
| Reserves | | 213,767 | 177,574 |
| Other comprehensive income | | 11,783 | 18,935 |
| Retained earnings: | | | |
| Retained earnings from previous periods | | 16,379 | 16,379 |

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| | | |
|-------------------------------------|-------------------|-------------------|
| Income for the period | 243,334 | 465,850 |
| Less: | | |
| Provision for minimum dividends | (167,418) | (300,759) |
| Subtotal | 2,167,196 | 2,007,057 |
| Non-controlling interests | 1 | 2 |
| TOTAL EQUITY | 2,167,197 | 2,007,059 |
| TOTAL LIABILITIES AND EQUITY | 24,404,074 | 23,261,066 |

The accompanying notes 1 to 41 are an integral part of these interim condensed consolidated financial statements

Table of Contents**BANCO DE CHILE AND SUBSIDIARIES****INTERIM CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE PERIOD****For the six-month ended June 30, 2013 and 2012**

(Translation of financial statements originally issued in Spanish)

(Expressed in million of Chilean pesos)

A. CONSOLIDATED STATEMENT OF INCOME

| | Notes | June 2013 MCh\$ | June 2012 MCh\$ |
|--|-------|-----------------------|-----------------------|
| Interest revenue | 28 | 781,304 | 829,313 |
| Interest expense | 28 | (293,754) | (354,250) |
| Net interest income | | 487,550 | 475,063 |
| Income from fees and commissions | 29 | 192,332 | 183,933 |
| Expenses from fees and commissions | 29 | (48,438) | (44,329) |
| Net fees and commission income | | 143,894 | 139,604 |
| Net financial operating income | 30 | (2,265) | 11,337 |
| Foreign exchange transactions, net | 31 | 41,980 | 15,570 |
| Other operating income | 36 | 12,121 | 10,366 |
| Total operating revenues | | 683,280 | 651,940 |
| Provisions for loan losses | 32 | (103,761) | (97,235) |
| OPERATING REVENUES, NET OF PROVISIONS FOR LOAN LOSSES | | 579,519 | 554,705 |
| Personnel expenses | 33 | (155,801) | (152,403) |
| Administrative expenses | 34 | (121,176) | (115,830) |
| Depreciation and amortization | 35 | (14,291) | (15,524) |
| Impairment | 35 | (9) | (130) |
| Other operating expenses | 37 | (8,473) | (15,993) |
| TOTAL OPERATING EXPENSES | | (299,750) | (299,880) |
| NET OPERATING INCOME | | 279,769 | 254,825 |
| Income attributable to associates | 14 | 1,591 | 874 |
| Income before income tax | | 281,360 | 255,699 |
| Income tax | 17 | (38,026) | (27,574) |
| NET INCOME FOR THE PERIOD | | 243,334 | 228,125 |
| Attributable to: | | | |
| Bank's Owners | | 243,334 | 228,125 |

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Non-controlling interests

| Net income per share attributable to Bank s Owners: | | Ch\$ | Ch\$ |
|---|----|------|------|
| Basic net income per share | 27 | 2.62 | 2.59 |
| Diluted net income per share | 27 | 2.62 | 2.59 |

The accompanying notes 1 to 41 are an integral part of these interim condensed consolidated financial statements

Table of Contents**BANCO DE CHILE AND SUBSIDIARIES****INTERIM CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE PERIOD**

For the six-month ended June 30, 2013 and 2012

(Translation of financial statements originally issued in Spanish)

(Expressed in million of Chilean pesos)

B. CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

| | Notes | June 2013 MCh\$ | June 2012 MCh\$ |
|--|-------|-----------------------|-----------------------|
| NET INCOME FOR THE PERIOD | | 243,334 | 228,125 |
| OTHER COMPREHENSIVE INCOME THAT WILL BE RECLASSIFIED TO INCOME FOR THE PERIOD | | | |
| Net unrealized gains (losses): | | | |
| Net change in unrealized gains (losses) on available-for-sale instruments | 13 | 7,228 | 10,646 |
| Gains and losses on derivatives held as cash flow hedges | | (16,224) | 901 |
| Cumulative translation adjustment | | 45 | (27) |
| Other comprehensive income before income taxes | | (8,951) | 11,520 |
| Income tax related to other comprehensive income | 17 | 1,799 | (2,000) |
| Total other comprehensive income that will be reclassified to income for the period | | (7,152) | 9,520 |
| Other comprehensive income that will not be reclassified to income for the period | | | |
| TOTAL OTHER COMPREHENSIVE INCOME | | (7,152) | 9,520 |
| TOTAL CONSOLIDATED COMPREHENSIVE INCOME | | 236,182 | 237,645 |
| Attributable to: | | | |
| Bank s owners | | 236,182 | 237,645 |
| Non-controlling interest | | | |
| Comprehensive net income per share attributable to Bank s owners: | | | |
| Basic net income per share | | 2.54 | 2.70 |
| Diluted net income per share | | 2.54 | 2.70 |

The accompanying notes 1 to 41 are an integral part of these interim condensed consolidated financial statements

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BANCO DE CHILE AND SUBSIDIARIES

INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the six-month ended June 30, 2013 and 2012

(Translation of financial statements originally issued in Spanish)

(Expressed in millions of Chilean pesos)

| | Notes | Reserves | | | Other comprehensive income | | | Retained earnings | | Provision for minimum dividends | Attributable to equity holders of the parent | Non-controlling interest |
|---|-------|------------------|----------------|------------------------|---|-----------------------------|-----------------------------------|---|---------------------|---------------------------------|--|--------------------------|
| | | Paid-in Capital | Other reserves | Reserves from earnings | Unrealized gains (losses) on available-for-sale | Derivatives cash flow hedge | Cumulative translation adjustment | Retained earnings from previous periods | Income for the year | | | |
| | | MCh\$ | MCh\$ | MCh\$ | MCh\$ | MCh\$ | MCh\$ | MCh\$ | MCh\$ | MCh\$ | MCh\$ | MCh\$ |
| Balances as of December 31, 2011 | | 1,436,083 | 32,256 | 87,226 | (1,644) | (395) | (36) | 16,379 | 428,805 | (259,501) | 1,739,173 | |
| Capitalization of retained earnings | 27 | 73,911 | | | | | | | (73,911) | | | |
| Retention (released) earnings | 27 | | | 58,092 | | | | | (58,092) | | | |
| Dividends distributions and paid | 27 | | | | | | | | (296,802) | 259,501 | (37,301) | |
| Other comprehensive income: | 27 | | | | | | | | | | | |
| Cumulative translation adjustment | | | | | | | (27) | | | | (27) | |
| Cash flow hedge adjustment, net | | | | | | 741 | | | | | 741 | |
| Valuation adjustment on available-for-sale instruments, net | | | | | 8,804 | | | | | | 8,804 | |
| Income for the period 2012 | | | | | | | | | 228,125 | | 228,125 | |
| Provision for minimum dividends | 27 | | | | | | | | | (143,791) | (143,791) | |
| Balances as of June 30, 2012 | | 1,509,994 | 32,256 | 145,318 | 7,160 | 346 | (63) | 16,379 | 228,125 | (143,791) | 1,795,724 | |
| Other comprehensive income: | | | | | | | (31) | | | | (31) | |

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| | | | | | | | | | | | |
|--|----|------------------|---------------|----------------|---------------|-----------------|-------------|---------------|----------------|------------------|------------------|
| Cumulative translation adjustment | | | | | | | | | | | |
| Cash flow hedge adjustment, net | | | | | | 688 | | | | | 688 |
| Valuation adjustment on available-for-sale instruments, net | | | | 10,835 | | | | | | | 10,835 |
| Subscribed and paid shares | | 119,084 | | | | | | | | | 119,084 |
| Income for the period 2012 | | | | | | | | 237,725 | | | 237,725 |
| Provision for minimum dividends | | | | | | | | | (156,968) | | (156,968) |
| Balances as of December 31, 2012 | | 1,629,078 | 32,256 | 145,318 | 17,995 | 1,034 | (94) | 16,379 | 465,850 | (300,759) | 2,007,057 |
| Capitalization of retained earnings | 27 | 86,202 | | | | | | | (86,202) | | |
| Retention (released) earnings | 27 | | 36,193 | | | | | | (36,193) | | |
| Dividends distributions and paid | 27 | | | | | | | | (343,455) | 300,759 | (42,696) |
| Other comprehensive income: | 27 | | | | | | | | | | |
| Cumulative translation adjustment | | | | | | | 45 | | | | 45 |
| Cash flow hedge adjustment, net | | | | | | (12,979) | | | | | (12,979) |
| Valuation adjustment on available-for-sale instruments (net) | | | | 5,782 | | | | | | | 5,782 |
| Subscribed and paid shares | 27 | 134,071 | | | | | | | | | 134,071 |
| Income for the period 2013 | | | | | | | | 243,334 | | | 243,334 |
| Provision for minimum dividends | 27 | | | | | | | | (167,418) | | (167,418) |
| Balances as of June 30, 2013 | | 1,849,351 | 32,256 | 181,511 | 23,777 | (11,945) | (49) | 16,379 | 243,334 | (167,418) | 2,167,196 |

The accompanying notes 1 to 41 are an integral part of these interim condensed consolidated financial statements

Table of Contents**BANCO DE CHILE AND SUBSIDIARIES****INTERIM CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS****For the six-month ended June 30, 2013 and 2012**

(Translation of financial statements originally issued in Spanish)

(Expressed in million of Chilean pesos)

| | Notes | June 2013 MCh\$ | June 2012 MCh\$ |
|--|-------|-----------------------|-----------------------|
| OPERATING ACTIVITIES: | | | |
| Net income for the period | | 243,334 | 228,125 |
| Items that do not represent cash flows: | | | |
| Depreciation and amortization | 35 | 14,291 | 15,524 |
| Impairment of intangible assets and property and equipment | 35 | 9 | 130 |
| Provision for loan losses | 32 | 114,226 | 114,978 |
| Provision of contingent loans | 32 | 9,750 | 2,559 |
| Fair value adjustment of financial assets held-for-trading | | (915) | 794 |
| Income attributable to investments in other companies | 14 | (1,390) | (715) |
| Income from sales of assets received in lieu of payment | 36 | (2,549) | (3,966) |
| Net gain on sales of property and equipment | | (167) | (95) |
| (Increase) decrease in other assets and liabilities | | (65,780) | (5,281) |
| Charge-offs of assets received in lieu of payment | 37 | 907 | 1,052 |
| Other charges (credits) to income that do not represent cash flows | | (2,426) | (831) |
| (Gain) loss from foreign exchange transactions of other assets and other liabilities | | (52,486) | 21,110 |
| Net changes in interest and fee accruals | | 56,674 | (2,733) |
| Changes in assets and liabilities that affect operating cash flows: | | | |
| (Increase) decrease in loans and advances to banks, net | | 1,029,201 | 316,933 |
| (Increase) decrease in loans to customers | | (898,090) | (1,055,958) |
| (Increase) decrease in financial assets held-for-trading, net | | (158,232) | (52,653) |
| (Increase) decrease in deferred taxes, net | 17 | 6,775 | 2,166 |
| (Increase) decrease in current account and other demand deposits | | 97,074 | 200,097 |
| (Increase) decrease in payables from repurchase agreements and security lending | | 279,345 | 38,233 |
| (Increase) decrease in savings accounts and time deposits | | (37,250) | 40,278 |
| Proceeds from sale of assets received in lieu of payment | | 4,266 | 5,254 |
| Total cash flows from operating activities | | 636,567 | (134,999) |
| INVESTING ACTIVITIES: | | | |
| (Increase) decrease in financial assets available-for-sale, net | | (301,612) | 193,358 |
| Purchases of property and equipment | 16 | (6,937) | (10,280) |
| Proceeds from sales of property and equipment | | 427 | 119 |
| Purchases of intangible assets | 15 | (2,771) | (3,985) |
| Investments in other companies | 14 | | (34) |
| Dividends received from investments in other companies | 14 | 931 | 915 |
| Total cash flows from investing activities | | (309,962) | 180,093 |
| FINANCING ACTIVITIES: | | | |
| Proceeds of mortgage finance bonds | | | |
| Repayment of mortgage finance bonds | | (11,026) | (14,149) |
| Proceeds from bond issuances | 22 | 919,557 | 656,214 |

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| | | | |
|--|----|------------------|------------------|
| Redemption of bond issuances | | (417,589) | (30,028) |
| Proceeds from subscription and payment of shares | 27 | 134,071 | |
| Dividends paid | 27 | (343,455) | (296,802) |
| (Increase) decrease in borrowings from financial institutions | | (104,085) | 97,582 |
| (Increase) decrease in other financial obligations | | 324 | (29,022) |
| (Increase) decrease in borrowings from Central Bank of Chile | | | (22,793) |
| Payment of borrowings from Central Bank of Chile (long-term) | | (6) | (32) |
| Long-term foreign borrowings | | 500,578 | 315,938 |
| Payment of long-term foreign borrowings | | (346,321) | (641,153) |
| Proceeds from other long-term borrowings | | 155 | 341 |
| Payment of other long-term borrowings | | (2,480) | (2,694) |
| Total cash flows from financing activities | | 329,723 | 33,402 |
| TOTAL NET POSITIVE CASH FLOWS FOR THE PERIOD | | 656,328 | 78,496 |
| Net effect of exchange rate changes on cash and cash equivalents | | 26,568 | (21,753) |
| Cash and cash equivalents at beginning of year | | 1,236,324 | 1,429,908 |
| Cash and cash equivalents at end of period | 7 | 1,919,220 | 1,486,651 |
| Supplemental disclosure of cash flow information: | | 2013 | 2012 |
| Cash paid during the year for: | | MCh\$ | MCh\$ |
| Interest received | | 825,169 | 781,250 |
| Interest paid | | (280,945) | (308,920) |

The accompanying notes 1 to 41 are an integral part of these interim condensed consolidated financial statements

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BANCO DE CHILE AND SUBSIDIARIES

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Translation of financial statements originally issued in Spanish)

(Expressed in million of Chilean pesos)

1. Corporate information:

Banco de Chile is authorized to operate like a commercial bank since September 17, 1996, in conformity with the Article 25 of Law No. 19,396. Banco de Chile, resulting from the merger of Banco Nacional de Chile, Banco Agrícola and Banco de Valparaíso, was formed on October 28, 1893 in the city of Santiago, in the presence of the Notary Eduardo Reyes Lavalle.

Banco de Chile (Banco de Chile or the Bank) is a Corporation organized under the laws of the Republic of Chile, regulated by the Superintendency of Banks and Financial Institutions (SBIF), Since 2001, - when the bank was first listed on the New York Stock Exchange (NYSE), in the course of its American Depositary Receipt (ADR) program, which is also registered at the London Stock Exchange Banco de Chile additionally follows the regulations published by the United States Securities and Exchange Commission (SEC), Banco de Chile 's shares are also listed on the Latin American securities market of the Madrid Stock Exchange (LATIBEX).

Banco de Chile offers a broad range of banking services to its customers, ranging from individuals to large corporations. The services are managed in large corporate banking, middle and small corporate banking, personal banking services and retail. Additionally, the Bank offers international as well as treasury banking services. The Bank 's subsidiaries provide other services including securities brokerage, mutual fund and investment management, factoring, insurance brokerage, financial advisory and securitization.

Banco de Chile 's legal address is Paseo Ahumada 251, Santiago, Chile and its website is www.bancochile.cl.

The Interim Condensed Consolidated Financial Statements of Banco de Chile, for the period ended June 30, 2013 were approved for issuance in accordance with the directors on July 25, 2013.

2. Legal provisions, basis of preparation and other information:

(a) Legal provisions:

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The General Banking Law in its Article N° 15 authorizes the Chilean Superintendency of Banks (SBIF) to issue generally applicable accounting standards for entities it supervises. The Corporations Law, in turn, requires generally accepted accounting principles to be followed.

Based on the aforementioned laws, banks should use the criteria provided by the Superintendency in accordance with the Compendium of Accounting Standards, and any matter not addressed therein, as long as it does not contradict its instructions, should adhere to generally accepted accounting principles in technical standards issued by the Chilean Association of Accountants, that coincide with international accounting standards and international financial reporting standards agreed upon by the International Accounting Standards Board (IASB). Should there be discrepancies between these generally accepted accounting principles and the accounting criteria issued by the SBIF, the latter shall prevail.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS, continued

2. Legal provisions, basis of preparation and other information, continued:

(b) Basis of preparation:

(b.1) These Interim Condensed Consolidated Financial Statements are presented according to Chapter C-2 of the Compendium of Accounting Standards, issued by the Superintendency of Banks and Financial Institutions (SBIF).

(b.2) The following table details the entities in which the Bank directly or indirectly owns a controlling interest and that are therefore consolidated in these financial statements:

| Rut | Subsidiaries | Country | Functional Currency | Direct | | Interest Owned Indirect | | Total | |
|--------------|---|--------------|------------------------|-------------------|-----------------------|----------------------------|-----------------------|-------------------|-----------------------|
| | | | | June 2013 % | December 2012 % | June 2013 % | December 2012 % | June 2013 % | December 2012 % |
| 44,000,213-7 | Banchile Trade Services Limited | Hong Kong | US\$ | 100.00 | 100.00 | | | 100.00 | 100.00 |
| 96,767,630-6 | Banchile Administradora General de Fondos S.A. | Chile | Ch\$ | 99.98 | 99.98 | 0.02 | 0.02 | 100.00 | 100.00 |
| 96,543,250-7 | Banchile Asesoría Financiera S.A. | Chile | | | | | | | |