



中信銀行

CHINA CITIC BANK

中 信 銀 行 股 份 有 限 公 司

China CITIC Bank Corporation Limited

(A joint stock company incorporated in the People's Republic of China with limited liability)
(stock code: 998)

NOTICE OF THE EGM

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING IN 2008 TO BE HELD ON MONDAY, 29 DECEMBER 2008

NOTICE IS HEREBY GIVEN that the extraordinary general meeting (the “EGM”) of China CITIC Bank Corporation Limited (the “**Bank**”) will be held at 9:30 a.m. on Monday, 29 December 2008 at the Conference Room, 16/F, Block C, Fuhua Mansion, No. 8 Chaoyangmen Beidajie, Dongcheng District, Beijing, 100027, PRC to consider and, if thought fit, to pass the following ordinary resolutions:

- (i) THAT the appointment of Mr. Li Zheping as an independent non-executive director of the Bank is hereby approved.
- (ii) THAT the Loan Asset Transfer Framework Agreement and the Wealth Management Service Framework Agreement and their proposed respective annual caps for each of the three years ending 31 December 2008, 2009 and 2010, as described in the circular issued by the Bank on 14 November 2008 are hereby approved, ratified and confirmed.

By order of the Board of
China CITIC Bank Corporation Limited
Kong Dan
Chairman

Beijing, PRC, 14 November 2008

Notes:

1. Closure of register of members and eligibility for attending the EGM

Holders of H Shares are advised that the share register for H Shares will be closed from 29 November 2008 to 29 December 2008 (both days inclusive). Holders of H Shares who wish to attend the EGM but have not registered the transfer documents are required to deposit the transfer document together with the relevant share certificates at the office of the H Share registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Rooms 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong by no later than 4:30 p.m., 28 November 2008.

2. Proxy

Shareholders entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote in their stead. A proxy need not be a Shareholder of the Bank.

The instrument appointing a proxy must be in writing under the hand of a Shareholder or his attorney duly authorized in writing. If the Shareholder is a corporate body, the proxy form must be either executed under its common seal or under the hand of its director(s) or duly authorized attorney(s). If the proxy form is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorisations document must be notarized.

For holders of H Shares, the proxy form together with the power of attorney or other authorization document (if any) must be lodged at the office of the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Rooms 1806–1807, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong in person or by post not less than 24 hours before the time fixed for holding the EGM or any adjournment thereof (as the case may be). Shareholders can still attend and vote at the EGM upon completion and return of the proxy form.

3. Reply Slip

Holders of H Shares who intend to attend the EGM in person or by proxy should return the reply slip to the office of the H Share Registrar of the Bank, Computershare Hong Kong Investor Services Limited, at Rooms 1806–1807, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before 8 December 2008.

4. Contact details of the Bank

Contact Address:	Block C, Fuhua Mansion, 8 Chaoyangmen Beidajie, Dongcheng District, Beijing, The People's Republic of China.
Postcode:	100027
Contact Person:	SONG Huajie, SHI Chuanyu
Contact Telephone:	(86 10) 6555 8000
Contact Fax:	(86 10) 6555 0809

5. Voting by the Shareholders

According to the articles of association of the Bank, a resolution at a Shareholders' general meeting shall be decided on a show of hands, unless a poll is (before or after the show of hands) demanded by:

- (1) the chairman of the meeting;
- (2) at least two Shareholders with voting rights or their proxies; or
- (3) one or several Shareholders (including proxies) holding jointly or separately 10% or more of the Shares carrying the right to vote at the meeting.

In accordance with the Listing Rules, the votes for approving the resolution in respect of the Loan Asset Transfer Framework Agreement and the Wealth Management Service Framework Agreement and their proposed respective annual caps for each of the three years ending 31 December 2008, 2009 and 2010 are required to be taken by way of a poll.

6. Other business

The EGM is expected to require approximately half of a day. Shareholders (in person or by proxy) attending the EGM are responsible for their own transportation and accommodation expenses.

Shareholders or their proxies attending the EGM shall produce their identity documents.

As at the date of this notice, the executive directors of the Bank are Dr. Chen Xiaoxian and Mr. Wu Beiyang; the non-executive directors of the Bank are Mr. Kong Dan, Mr. Chang Zhenming, Mr. Dou Jianzhong, Ms. Chan Hui Dor Lam Doreen, Mr. Ju Weimin, Mr. Zhang Jijing, Mr. Guo Ketong and Mr. José Ignacio Goirigolzarri; and the independent non-executive directors of the Bank are Dr. Bai Chong-En, Dr. John Dexter Langlois, Dr. Ai Hongde, Dr. Xie Rong and Mr. Wang Xiangfei.