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If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in **China CITIC Bank Corporation Limited** (中信銀行股份有限公司), you should at once hand this circular to the purchaser or transferee or to the bank or licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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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 limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 998)

**ELECTION OF AN EXECUTIVE DIRECTOR
FOR THE SEVENTH SESSION OF THE BOARD OF DIRECTORS
OF CHINA CITIC BANK CORPORATION LIMITED
ELECTION OF A NON-EXECUTIVE DIRECTOR
FOR THE SEVENTH SESSION OF THE BOARD OF DIRECTORS
OF CHINA CITIC BANK CORPORATION LIMITED
EXTENSION OF THE AUTHORIZATION PERIOD TO THE BOARD OF
DIRECTORS AND ITS AUTHORIZED PERSON(S) TO DEAL WITH
RELEVANT MATTERS IN RELATION TO THE RIGHTS ISSUE
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025
AND
NOTICE OF THE FIRST H SHAREHOLDERS CLASS MEETING OF 2025**

The 2025 First EGM and the 2025 First H Shareholders Class Meeting are to be held at 9:30 a.m. on Tuesday, 25 March 2025 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, PRC. The notice of the 2025 First EGM and the notice of the 2025 First H Shareholders Class Meeting are enclosed in this circular and have been published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.citicbank.com) on Friday, 21 February 2025.

Shareholders who intend to attend the meetings in person or by proxy should complete the reply slips dispatched on Monday, 24 February 2025 in accordance with the instructions printed thereon and return the same to the office of the H Share registrar of the Bank in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before Monday, 24 March 2025.

If you intend to appoint a proxy to attend the 2025 First EGM and the 2025 First H Shareholders Class Meeting, please complete the attached proxy forms being published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.citicbank.com) on 21 February 2025 and dispatched on 24 February 2025, according to the instructions printed thereon and return the same at least 24 hours before the time fixed for holding the 2025 First EGM and the 2025 First H Shareholders Class Meeting (i.e. not later than 9:30 a.m. on Monday, 24 March 2025). Completion and return of the proxy forms will not preclude you from attending in person and voting in the 2025 First EGM and the 2025 First H Shareholders Class Meeting if you so wish.

References to dates and time in this circular are to Hong Kong dates and time.

24 February 2025

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DEFINITIONS

Unless the context otherwise requires, the following expressions in this circular shall have the following meanings:

“2025 First EGM”	the First Extraordinary General Meeting of 2025 of the Bank to be held at 9:30 a.m. on Tuesday, 25 March 2025 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghai Road, Chaoyang District, Beijing, PRC
“2025 First H Shareholders Class Meeting”	the First H Shareholders Class Meeting of 2025 of the Bank to be held at 9:30 a.m. on Tuesday, 25 March 2025 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghai Road, Chaoyang District, Beijing, PRC
“A Share(s)”	ordinary share(s) of the Bank, with a nominal value of RMB1.00 each, which are listed on the SSE and traded in RMB
“Articles of Association”	the Articles of Association of China CITIC Bank Corporation Limited (as amended from time to time)
“Bank”	China CITIC Bank Corporation Limited (中信銀行股份有限公司), a joint stock limited company incorporated in the PRC, the H Shares and A Shares of which are listed on the Hong Kong Stock Exchange (stock code: 998) and the SSE (stock code: 601998), respectively, and unless the text requires otherwise, including all its subsidiaries
“Board” or “Board of Directors”	the board of directors of the Bank
“CSRC”	China Securities Regulatory Commission
“Director(s)”	director(s) of the Bank
“H Share(s)”	ordinary share(s) of the Bank, with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
“H Shareholder(s)”	holder(s) of H Shares
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited

DEFINITIONS

“PRC” or “China”	the People’s Republic of China, excluding, for the purpose of this circular, Hong Kong, the Macau Special Administrative Region and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“Share(s)”	the ordinary share(s) of RMB1.00 each in the share capital of the Bank
“Shareholder(s)”	the holders of the Bank’s Share(s)
“SSE”	the Shanghai Stock Exchange

LETTER FROM THE BOARD



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 limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 998)

Executive Directors:

Mr. Fang Heying (*Chairman*)
Mr. Hu Gang

Registered Office:

6-30/F and 32-42/F, Building No. 1,
10 Guanghua Road, Chaoyang District,
Beijing, PRC, 100020

Non-executive Directors:

Mr. Cao Guoqiang
Ms. Huang Fang
Mr. Wang Yankang

Principal Place of Business in Hong Kong:

80/F, International Commerce Centre,
1 Austin Road West, Kowloon,
Hong Kong

Independent Non-executive Directors:

Mr. Liu Tsz Bun Bennett
Mr. Zhou Bowen
Mr. Wang Huacheng
Ms. Song Fangxiu

24 February 2025

Dear Sir or Madam,

**ELECTION OF AN EXECUTIVE DIRECTOR
FOR THE SEVENTH SESSION OF THE BOARD OF DIRECTORS
OF CHINA CITIC BANK CORPORATION LIMITED
ELECTION OF A NON-EXECUTIVE DIRECTOR
FOR THE SEVENTH SESSION OF THE BOARD OF DIRECTORS
OF CHINA CITIC BANK CORPORATION LIMITED
EXTENSION OF THE AUTHORIZATION PERIOD TO THE BOARD OF
DIRECTORS AND ITS AUTHORIZED PERSON(S) TO DEAL WITH
RELEVANT MATTERS IN RELATION TO THE RIGHTS ISSUE
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025
AND
NOTICE OF THE FIRST H SHAREHOLDERS CLASS MEETING OF 2025**

LETTER FROM THE BOARD

INTRODUCTION

The purpose of this circular is to provide you with the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolutions to be proposed at the 2025 First EGM and the 2025 First H Shareholders Class Meeting as described below.

At the 2025 First EGM, the following ordinary resolutions will be proposed: Proposal on the Election of an Executive Director for the Seventh Session of the Board of Directors of China CITIC Bank Corporation Limited; Proposal on the Election of a Non-executive Director for the Seventh Session of the Board of Directors of China CITIC Bank Corporation Limited; and the following special resolution will be proposed: Proposal to the General Meeting regarding the Extension of the Authorization Period to the Board of Directors and Its Authorized Person(s) to Deal with Relevant Matters in relation to the Rights Issue.

At the 2025 First H Shareholders Class Meeting, the following special resolution will be proposed: Proposal to the General Meeting regarding the Extension of the Authorization Period to the Board of Directors and Its Authorized Person(s) to Deal with Relevant Matters in relation to the Rights Issue.

PROPOSAL ON THE ELECTION OF AN EXECUTIVE DIRECTOR FOR THE SEVENTH SESSION OF THE BOARD OF DIRECTORS OF CHINA CITIC BANK CORPORATION LIMITED

Pursuant to applicable laws and regulations such as the *Company Law of the People's Republic of China* and relevant provisions of the Articles of Association, the Board has nominated Mr. Lu Wei as an executive Director candidate of the 7th session of the Board of the Bank.

The particulars of Mr. Lu Wei are set out below:

Mr. Lu Wei, born in October 1971, serves as deputy secretary of the Party Committee of the Bank since February 2025. From October 2022 to February 2025, Mr. Lu Wei successively served as secretary of the Party Committee, general manager, vice chairman and chairman of CITIC Trust Co., Ltd. From January 2017 to October 2022, he successively served as Board secretary, Board secretary (business director level), business director, a member of Party Committee and vice president of the Bank, and he concurrently held the positions of deputy head of the preparatory team for the establishment of Hong Kong Branch, general manager of the Asset and Liability Department of Head Office, deputy head of preparatory team for the establishment of the JSC Altyn Bank and a director of JSC Altyn Bank, and secretary of the Party Committee and president of Shenzhen Branch of the Bank. From January 1997 to January 2017, he worked at the Business Department (currently Beijing Branch) and the Head Office, and successively served as a member of the Party Committee, assistant general manager, and deputy general manager of the Business Department of the Head Office, deputy general manager (presiding) and general manager of the Budget and Finance Department (currently Finance and Accounting Department) of the Head Office as well as general manager of Asset and Liability Department of the Head Office, etc. From July 1994 to January 1997, he worked in Beijing Youth Industrial Group Corporation. Mr. Lu Wei has 25 years of experience in the Chinese banking industry and he is a certified public accountant of the PRC, Hong Kong SAR and Australia. He holds a master's degree in accounting from Deakin University (DKU) in Australia. As at the date of this circular, he holds 145,000 shares of CITIC Limited (HK. 00267) and his wife holds 3,500 shares of CITIC Securities Company Limited (HK. 06030).

LETTER FROM THE BOARD

The Board has agreed to nominate Mr. Lu Wei as an executive Director of the Bank. According to relevant laws and regulations of the People's Republic of China as well as provisions of Articles of Association, Mr. Lu Wei's term of office as a Director of the Bank will commence from the date of his qualification being approved by the regulatory authorities after his election at the 2025 First EGM and expire upon the expiration of the term of office of the 7th session of the Board of the Bank. Pursuant to the provisions of applicable laws and regulations and the Articles of Association, Mr. Lu Wei can be re-elected and re-appointed upon the expiration of his term. Mr. Lu Wei will enter into a service contract with the Bank after the proposed appointment takes effect.

During his term of an executive Director of the Bank, in accordance with the remuneration policy for Directors of the 7th session of the Board as approved at the Bank's Annual General Meeting of 2023, Mr. Lu Wei will not receive any Director's allowance from the Bank, but will receive remuneration corresponding to his positions in the Bank in accordance with relevant regulations.

Save as disclosed above, Mr. Lu Wei has confirmed that (i) he does not hold any position in the Bank or any of its subsidiaries, and has not been directors or supervisors in any other listed companies in the past three years; (ii) he is not connected with any other Directors, supervisors, senior management, or substantial or controlling Shareholders of the Bank or any of its subsidiaries; and (iii) he does not have any interest in any Shares of the Bank or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong as at the date of this circular.

Save as disclosed above, Mr. Lu Wei has confirmed that there is no other matter related to his appointment required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Hong Kong Listing Rules, nor is there any matter that needs to be brought to the attention of the Shareholders of the Bank.

PROPOSAL ON THE ELECTION OF A NON-EXECUTIVE DIRECTOR FOR THE SEVENTH SESSION OF THE BOARD OF DIRECTORS OF CHINA CITIC BANK CORPORATION LIMITED

In accordance with the relevant provisions of the *Company Law of the People's Republic of China* and other applicable laws, regulations, and the Articles of Association of the Bank, Summit Idea Limited, as a Shareholder holding more than 3% of the voting Shares of the Bank, has nominated Mr. Fu Yamin as a candidate for non-executive Director of the Bank's seventh session of the Board of Directors. The particulars of Mr. Fu Yamin are set out below:

Mr. Fu Yamin, born in 1979, is a Chinese national. Since November 2023, Mr. Fu has been serving as director and deputy general manager of Quzhou Industrial Development Group Co., Ltd.; since May 2024, he has been serving as director and deputy general manager of Quzhou Industrial Holding Group Co., Ltd.; and since July 2024, he has been serving as chairman of the board of directors of Quzhou Xin'an Development Co., Ltd. He previously served as head of the Investment and Financing Department and assistant general manager of Quzhou Industrial Development Group Co., Ltd., and legal representative, executive director, and general manager of Zhejiang Xin'an International Trade Group Co., Ltd. Prior to that, Mr. Fu held positions at Hengxin Securities Co., Ltd., Shanghai Xinyong Industrial Co., Ltd., Shanghai Jinyong Investment Management Co., Ltd., Quzhou Sub-branch of China Zheshang Bank, Quzhou Sub-branch of Shanghai Pudong Development Bank, Quzhou Branch of Bank of Wenzhou, Shanghai Incubator

LETTER FROM THE BOARD

in Haier Group Hai Chuanghui Fund, Hangzhou-Jinhua-Quzhou company of Zhongliang Real Estate, and Quzhou Transportation Investment Group Co., Ltd. Mr. Fu graduated from Jilin University with a master's degree in business administration.

The Board has agreed to nominate Mr. Fu Yamin as the Bank's non-executive Director. In accordance with relevant laws and regulations of the People's Republic of China and the Articles of Association of the Bank, after the election has been approved by the 2025 First EGM, Mr. Fu Yamin will formally assume office as a Director of the Bank from the date of approval of his qualification by the regulatory authorities. His term will expire upon the expiration of the term of the seventh session of the Board of Directors of the Bank. In accordance with the laws, regulations, and the Articles of Association of the Bank, Mr. Fu Yamin may be re-elected upon the expiration of his term. Upon his appointment has been taken effect, Mr. Fu Yamin will enter into a service contract with the Bank. Before Mr. Fu Yamin officially assumes office, Director Huang Fang will continue to perform her duties.

During his term of office as a non-executive Director of the Bank, Mr. Fu Yamin will not receive any Director's allowances from the Bank, in accordance with the remuneration policy for Directors of the seventh session of the Board of Directors as approved by the Bank's Annual General Meeting of 2023.

Save as disclosed above, Mr. Fu Yamin confirmed that (1) he does not hold any position with the Bank or any of its subsidiaries and has not been a director or supervisor in any other listed companies in the past three years; (2) he is not connected with any Directors, supervisors, senior management, or substantial Shareholders or controlling Shareholders of the Bank or any of its subsidiaries; and (3) he does not have any interest in any Shares of the Bank or any of its associated corporations within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong as at the date of this circular.

Additionally, Mr. Fu Yamin confirmed that there is no other matter in respect of his appointment that is required to be disclosed pursuant to Rules 13.51(2)(h) to (v) of the Hong Kong Listing Rules, and there is no other matter that needs to be brought to the attention of the Shareholders of the Bank.

PROPOSAL TO THE GENERAL MEETING REGARDING THE EXTENSION OF THE AUTHORIZATION PERIOD TO THE BOARD OF DIRECTORS AND ITS AUTHORIZED PERSON(S) TO DEAL WITH RELEVANT MATTERS IN RELATION TO THE RIGHTS ISSUE

In accordance with the *Proposal to the General Meeting regarding the Extension of the Authorization Period to the Board of Directors and Its Authorized Person(s) to Deal with Relevant Matters in relation to the Rights Issue*, which was reviewed and approved at 2024 First Extraordinary General Meeting, 2024 First A Shareholders Class Meeting and 2024 First H Shareholders Class Meeting of the Bank, the authorization period to the Board of Directors and its authorized person(s) to deal with relevant matters in relation to the issuance of right shares to existing Shareholders (the “**Rights Issue**”), as granted at the general meeting and shareholders class meetings, expires on 11 April 2025.

As the Rights Issue is subject to the review and approval by the SSE and subject to the approval by the CSRC for registration, the implementation of the Rights Issue is expected to take longer time. To ensure the successful implementation of the Rights Issue, it is proposed to the general meeting and shareholders class meetings to approve the extension of the authorization period to the Board of Directors and its authorized person(s) to deal with relevant matters in relation to the Rights Issue for 12 months from the date of

LETTER FROM THE BOARD

expiration until 11 April 2026. Except for the extension of the authorization period to the Board of Directors and its authorized person(s) to deal with relevant matters in relation to the Rights Issue, all other authorized matters related to the Rights Issue, as reviewed and approved by the general meeting and shareholders class meetings of the Bank, shall remain unchanged.

The foregoing proposal was reviewed and approved by the Board meeting convened on 20 February 2025. It is now submitted for consideration and approval by special resolution at the 2025 First EGM and 2025 First H Shareholders Class Meeting.

2025 FIRST EGM AND 2025 FIRST H SHAREHOLDERS CLASS MEETING

The notices of the 2025 First EGM and the 2025 First H Shareholders Class Meeting to be held on Tuesday, 25 March 2025 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, PRC are set out on pages 9 to 15 of this circular, and are published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.citicbank.com).

In order to determine the Shareholders who are entitled to attend the 2025 First EGM and the 2025 First H Shareholders Class Meeting, the Bank's register of H Shareholders will be closed from Thursday, 20 March 2025 to Tuesday, 25 March 2025 (both days inclusive). H Shareholders whose names appear on the Bank's register of members on Tuesday, 25 March 2025 are entitled to attend the 2025 First EGM and the 2025 First H Shareholders Class Meeting. H Shareholders of the Bank who intend to attend and vote at the 2025 First EGM and the 2025 First H Shareholders Class Meeting but whose transfers have not been registered shall lodge the transfer documents together with the relevant share certificates at the office of the H Share registrar of the Bank in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Wednesday, 19 March 2025.

Shareholders who intend to attend the meetings in person or by proxy should complete and return the attached reply slips in accordance with the instructions printed thereon to the H Share registrar of the Bank in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before Monday, 24 March 2025.

The proxy forms for the 2025 First EGM and the 2025 First H Shareholders Class Meeting have been published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.citicbank.com). If you intend to appoint a proxy to attend the 2025 First EGM and the 2025 First H Shareholders Class Meeting, please complete such proxy forms according to the instructions printed thereon and return the same at least 24 hours before the time fixed for the 2025 First EGM and the 2025 First H Shareholders Class Meeting (i.e. not later than 9:30 a.m. on Monday, 24 March 2025) or any of its adjourned meetings (as the case may be). Completion and return of the proxy forms shall not preclude you from attending and voting in person at the 2025 First EGM and the 2025 First H Shareholders Class Meeting if you so wish.

LETTER FROM THE BOARD

PROCEDURES FOR VOTING AT THE 2025 FIRST EGM AND THE 2025 FIRST H SHAREHOLDERS CLASS MEETING

According to Rule 13.39(4) of the Hong Kong Listing Rules, the vote of Shareholders at the 2025 First EGM and the 2025 First H Shareholders Class Meeting will be taken by poll.

RECOMMENDATION

The Directors believe that the proposals mentioned above are in the interests of the Bank and the Shareholders as a whole. Accordingly, the Directors recommend that the Shareholders vote in favour of the resolutions to be proposed at the 2025 First EGM and the 2025 First H Shareholders Class Meeting as set out in the notice of the 2025 First EGM and the notice of the 2025 First H Shareholders Class Meeting.

By Order of the Board
China CITIC Bank Corporation Limited
FANG Heying
Chairman



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 limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 998)

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025

Notice is hereby given that the First Extraordinary General Meeting of 2025 (the “**2025 First EGM**”) of China CITIC Bank Corporation Limited (the “**Bank**”) will be held at 9:30 a.m. on Tuesday, 25 March 2025 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanhua Road, Chaoyang District, Beijing, the People's Republic of China (the “**PRC**”) to consider and, if thought fit, to approve the following resolutions:

BY ORDINARY RESOLUTIONS
ACCUMULATIVE VOTING PROPOSALS

- 1.00 Proposal on the Election of an Executive Director for the Seventh Session of the Board of Directors of China CITIC Bank Corporation Limited
- 1.01 Proposal on the Election of Mr. Lu Wei as an Executive Director for the Seventh Session of the Board of Directors of China CITIC Bank Corporation Limited
- 2.00 Proposal on the Election of a Non-executive Director for the Seventh Session of the Board of Directors of China CITIC Bank Corporation Limited
- 2.01 Proposal on the Election of Mr. Fu Yamin as a Non-executive Director for the Seventh Session of the Board of Directors of China CITIC Bank Corporation Limited

BY SPECIAL RESOLUTION
NON-ACCUMULATIVE VOTING PROPOSAL

- 3. Proposal to the General Meeting regarding the Extension of the Authorization Period to the Board of Directors and Its Authorized Person(s) to Deal with Relevant Matters in relation to the Rights Issue

By Order of the Board of Directors
China CITIC Bank Corporation Limited
FANG Heying
Chairman

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025

Beijing, the PRC

24 February 2025

As at the date of this notice, the executive directors of the Bank are Mr. Fang Heying (Chairman) and Mr. Hu Gang; the non-executive directors are Mr. Cao Guoqiang, Ms. Huang Fang and Mr. Wang Yankang; and the independent non-executive directors are Mr. Liu Tsz Bun Bennett, Mr. Zhou Bowen, Mr. Wang Huacheng and Ms. Song Fangxiu.

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025

Notes:

1. CLOSURE OF REGISTER OF MEMBERS; ELIGIBILITY FOR ATTENDING THE 2025 FIRST EGM

Holders of A shares and H shares are regarded as the same class of shareholders in voting. Holders of H shares should note that the register of members of the Bank will be closed from Thursday, 20 March 2025 to Tuesday, 25 March 2025 (both days inclusive) during which period no H share transfer will be registered. All shareholders appearing on the register of members of the Bank on Tuesday, 25 March 2025 are entitled to attend and vote at the 2025 First EGM. Holders of H shares of the Bank who intend to attend the 2025 First EGM but have not registered their share transfer documents shall lodge their transfer documents, together with relevant share certificates, with the office of the Bank's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Wednesday, 19 March 2025.

2. ACCUMULATIVE VOTING MECHANISM

Certain proposals are subject to accumulative voting mechanism. The general meeting of the Bank will list and present executive directors and non-executive directors under each proposal group separately. Shareholders shall cast their votes for each candidate under every proposal group. Shareholder's declared number of shares indicates the number of election votes. Under each proposal group, the fact that a shareholder present at the upcoming general meeting of proposal owns each voting share means the shareholder possesses the number of votes same as the number of directors or supervisors to be elected under the proposal group.

The number of votes shareholders cast under a proposal group may not exceed the number of votes they actually own under the proposal group. The number of candidates whom shareholders vote for under each proposal group may not exceed the number of directors or supervisors to be elected under the proposal group. Shareholders can cast all votes available under certain proposal group, as they wish, to a single candidate or to different candidates in any combination. After the voting process ends, the votes for each proposal under each proposal group shall be counted on an accumulative basis.

If the votes filled in by shareholders or his/her proxies at the on-site general meeting of shareholders are incorrectly filled in, invalidated, illegible in handwriting, or unvoted, these votes shall be deemed as abstention. If the number of votes cast by shareholders for candidates under a proposal group exceeds the number of votes entitled to shareholders under the proposal group, the votes casted under the proposal group shall constitute invalid votes. If the votes casted by shareholders for candidates under a proposal group are less than the number of votes entitled to shareholder under the proposal group, the casted votes shall be deemed valid but the difference shall be regarded as abstaining from voting.

3. APPOINTMENT OF PROXY

Any shareholder entitled to attend and vote at the 2025 First EGM is entitled to appoint one or more proxies to attend and vote at the meeting on behalf of him/her. A proxy need not be a shareholder of the Bank. The proxy form shall be in writing and signed by the shareholder or of his/her attorney duly authorized in writing or, if the shareholder is a corporate body, either executed under its common seal or signed by its legal representative, director or duly authorized attorney. If the proxy form is signed by the attorney of the shareholder, the power of attorney or other authorization document authorizing the attorney to sign the proxy form must be notarized.

In order to be valid, holders of H shares shall lodge the proxy form, together with the power of attorney or other authorization document (if any), by hand or post, with the Bank's H share registrar in Hong Kong, 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 fixed for holding the 2025 First EGM or its adjourned meetings (as the case may be) (i.e. not later than 9:30 a.m. on Monday, 24 March 2025). Completion and return of the proxy form shall not preclude shareholders from attending and voting in person at the 2025 First EGM.

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2025

4. REPLY SLIP

Holders of H shares who intend to attend in person or by proxy at the 2025 First EGM shall deliver the reply slip to the Bank's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, on or before Monday, 24 March 2025.

5. CONTACT INFORMATION OF THE BANK

Address: CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, the PRC

Postal Code: 100020

Contact persons: Deng Zhihan, Zhao Yuan

Tel: (8610) 6663 8188

Fax: (8610) 6555 9255

6. PROCEDURE OF VOTING AT THE 2025 FIRST EGM

Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at the 2025 First EGM must be taken by poll.

7. OTHER BUSINESS

Shareholders attending the 2025 First EGM in person or by proxy shall bear their own transportation and accommodation expenses. Shareholders or their proxies attending the 2025 First EGM shall provide their identity documents.

8. DATES AND TIME

Reference to dates and time on this notice are to Hong Kong dates and time.



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 limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 998)

NOTICE OF THE FIRST H SHAREHOLDERS CLASS MEETING OF 2025

Notice is hereby given that the First H Shareholders Class Meeting of 2025 (the “**2025 First H Shareholders Class Meeting**”) of the China CITIC Bank Corporation Limited (the “**Bank**”) will be held at 9:30 a.m. on Tuesday, 25 March 2025 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghai Road, Chaoyang District, Beijing, the People's Republic of China (the “**PRC**”) to consider and, if thought fit, to approve the following resolution:

BY SPECIAL RESOLUTION

1. Proposal to the General Meeting regarding the Extension of the Authorization Period to the Board of Directors and Its Authorized Person(s) to Deal with Relevant Matters in relation to the Rights Issue

By Order of the Board of Directors
China CITIC Bank Corporation Limited
FANG Heying
Chairman

Beijing, the PRC
24 February 2025

As at the date of this notice, the executive directors of the Bank are Mr. Fang Heying (Chairman) and Mr. Hu Gang; the non-executive directors are Mr. Cao Guoqiang, Ms. Huang Fang and Mr. Wang Yankang; and the independent non-executive directors are Mr. Liu Tsz Bun Bennett, Mr. Zhou Bowen, Mr. Wang Huacheng and Ms. Song Fangxiu.

NOTICE OF THE FIRST H SHAREHOLDERS CLASS MEETING OF 2025

Notes:

1. CLOSURE OF REGISTER OF MEMBERS; ELIGIBILITY FOR ATTENDING THE 2025 FIRST H SHAREHOLDERS CLASS MEETING

Holders of H shares should note that the register of members of the Bank will be closed from Thursday, 20 March 2025 to Tuesday, 25 March 2025 (both days inclusive) during which period no H share transfer will be registered. All holders of H shares appearing on the register of members of the Bank on Tuesday, 25 March 2025 are entitled to attend and vote at the 2025 First H Shareholders Class Meeting. Holders of H shares of the Bank who intend to attend the 2025 First H Shareholders Class Meeting but have not registered their share transfer documents shall lodge their transfer documents, together with relevant share certificates, with the office of the Bank's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Wednesday, 19 March 2025.

2. APPOINTMENT OF PROXY

Any shareholder entitled to attend and vote at the 2025 First H Shareholders Class Meeting is entitled to appoint one or more proxies to attend and vote at the meeting on behalf of him/her. A proxy need not be a shareholder of the Bank. The proxy form shall be in writing and signed by the shareholder or of his/her attorney duly authorized in writing or, if the shareholder is a corporate body, either executed under its common seal or signed by its legal representative, director or duly authorized attorney. If the proxy form is signed by the attorney of the shareholder, the power of attorney or other authorization document authorizing the attorney to sign the proxy form must be notarized.

In order to be valid, holders of H shares shall lodge the proxy form, together with the power of attorney or other authority (if any), by hand or post, with the Bank's H share registrar in Hong Kong, 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 fixed for holding the 2025 First H Shareholders Class Meeting or its adjourned meetings (as the case may be) (i.e. not later than 9:30 a.m. on Monday, 24 March 2025). Completion and return of the proxy form shall not preclude shareholders from attending and voting in person at the 2025 First H Shareholders Class Meeting.

3. REPLY SLIP

Holders of H shares who intend to attend in person or by proxy at the 2025 First H Shareholders Class Meeting shall deliver the reply slip to the Bank's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, on or before Monday, 24 March 2025.

4. CONTACT INFORMATION OF THE BANK

Address: CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, the PRC
Postal Code: 100020
Contact persons: Deng Zhihan, Zhao Yuan
Tel: (8610) 6663 8188
Fax: (8610) 6555 9255

5. PROCEDURE OF VOTING AT THE 2025 FIRST H SHAREHOLDERS CLASS MEETING

Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at the 2025 First H Shareholders Class Meeting must be taken by poll.

NOTICE OF THE FIRST H SHAREHOLDERS CLASS MEETING OF 2025

6. OTHER BUSINESS

Shareholders attending the 2025 First H Shareholders Class Meeting in person or by proxy shall bear their own transportation and accommodation expenses. Shareholders or their proxies attending the 2025 First H Shareholders Class Meeting shall provide their identity documents.

7. DATES AND TIME

Reference to dates and time on this notice are to Hong Kong dates and time.