



# 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)

### PROXY FORM

**For the First Extraordinary General Meeting of 2015 of China CITIC Bank Corporation Limited (the "Bank")  
on Wednesday, 28 January 2015 and Any Adjournment Thereof**

I/We (Note 1) \_\_\_\_\_

of (Note 2) \_\_\_\_\_

being the registered holder(s) of (Note 3) \_\_\_\_\_

H shares of RMB1.00 each in the share capital of the Bank, hereby appoint the Chairman of the meeting (Notes 4 and 5) or \_\_\_\_\_

\_\_\_\_\_ of \_\_\_\_\_

and/or \_\_\_\_\_ of \_\_\_\_\_

to act as my/our proxy to attend and vote for me/us and on my/our behalf at the first extraordinary general meeting of 2015 of the Bank to be held at CITIC Bank, No. 9 Chaoyangmen Beidajie, Dongcheng District, Beijing, the People's Republic of China at 9:30 a.m. on Wednesday, 28 January 2015 and at any adjournment thereof and to exercise all rights conferred on proxies under laws, regulations and the articles of association of the Bank.

I/We wish my/our proxy to vote as indicated below in respect of the ordinary resolutions to be proposed at the meeting.

No.	Ordinary Resolutions	For (Note 6)	Against (Note 6)	Abstain (Note 6)
1.	To consider and approve the resolution on application for the cap of non-credit extension connected transactions with connected person for the years 2015-2017			
1.1	CITIC Group Corporation and China CITIC Bank Corporation Limited Asset Transfer Framework Agreement and its annual caps			
1.2	CITIC Group Corporation and China CITIC Bank Corporation Limited Wealth Management and Investment Services Framework Agreement and its annual caps			
2.	To consider and approve the resolution on application for the cap of credit extension related party transactions with CITIC Group as a related party for the years 2015-2017			

Signature (Note 7) \_\_\_\_\_ Dated \_\_\_\_\_

#### Notes:

- Please insert full name(s) in **BLOCK CAPITALS**.
- Please insert full address(es) in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all shares of the Bank registered in your name(s).
- If you are a shareholder who is entitled to attend and vote at the meeting, you are entitled to appoint one or more proxies to attend instead of you and to vote on your behalf. A proxy need not be a shareholder of the Bank, but must attend the meeting in person in order to represent you.
- If a proxy other than the Chairman of the meeting is preferred, cross out the words "the Chairman of the meeting" and insert the full name and address of the proxy (or proxies) desired in the space provided. If no name is inserted, the Chairman of the meeting will act as your proxy. Any changes made to this proxy form must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTION, TICK THE APPROPRIATE BOX MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING, TICK THE APPROPRIATE BOX MARKED "ABSTAIN".** If you return this proxy form without indicating as to how your proxy is to vote on any particular matter, the person appointed as your proxy will exercise his/her discretion as to whether he/she votes and, if so, how and, unless instructed otherwise, he/she may also vote or abstain from voting as he/she thinks fit on any other business (including amendments to resolutions) which may properly come before the meeting.
- This proxy form must be signed and dated by the shareholder or his/her attorney duly authorized in writing. If the shareholder is a company, it should execute this proxy form under its common seal or by the signature(s) of its legal representative(s) or its directors or (a) person(s) authorized to sign on its behalf. In case of joint holders, only the person whose name stands first on the register of members may attend and vote at the first extraordinary general meeting of 2015, either in person or by proxy.
- To be valid, this proxy form, together with the power of attorney or other authority, if any, under which it is signed, or a notary certified copy of such power of attorney or authority, must be completed and deposited at 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 at least 24 hours before the meeting or any adjournment thereof.
- Completion and delivery of this proxy form will not preclude you from attending and voting at the meeting in person if you so wish.
- Shareholders or their proxies attending the meeting shall produce their identity documents.