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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)

**POLL RESULTS OF THE FIRST EXTRAORDINARY GENERAL MEETING  
OF 2014 HELD ON 27 JANUARY 2014  
INCREASE OF 2013 ANNUAL WRITE-OFF AMOUNT OF  
NON-PERFORMING ASSETS  
APPOINTMENT OF EXTERNAL SUPERVISOR**

The board of directors (the “**Board**”) of China CITIC Bank Corporation Limited (the “**Bank**”) is pleased to announce that the first extraordinary general meeting of 2014 (the “**EGM**”) was held at 9:30 a.m. on Monday, 27 January 2014 at the Conference Room, 16/F, Block C, Fuhua Mansion, No. 8 Chaoyangmen Beidajie, Dongcheng District, Beijing, the People’s Republic of China (the “**PRC**”). As the chairman and the first vice chairman of the Board were unable to attend the EGM in person due to other businesses, Dr. Zhu Xiaohuang, executive director, elected by more than half of the directors of the Bank, chaired the EGM. Among all 12 incumbent directors of the Bank, Dr. Zhu Xiaohuang attended the EGM in person and the rest of the directors were unable to attend the EGM due to other businesses; among all 6 incumbent supervisors of the Bank, 3 supervisors, Mr. Ou Yang Qian, Mr. Luo Xiaoyuan and Mr. Li Gang, attended the EGM in person and the rest of the supervisors were unable to attend the EGM due to other businesses; Mr Li Xin, secretary of the Board attended the EGM; members of the senior management of the Bank, such as Mr. Zhu Jialin, were present at the EGM. The EGM was convened in compliance with the relevant requirements of the Company Law of the PRC and the articles of association of the Bank.

Reference is made to the circular dated 13 December 2013 (the “**Circular**”) issued by the Bank in connection with the EGM. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The total number of issued Shares as at the date of the EGM was 46,787,327,034 Shares, which was the total number of Shares entitling the shareholders to attend and vote for or against the resolutions proposed at the EGM. There were no Shares of the Bank entitling the Shareholders to attend and vote

only against the resolutions at the EGM. No Shareholder was required to abstain from voting on the resolutions proposed at the EGM or stated intention to vote against or to abstain from voting on the resolutions proposed at the EGM in the Circular.

11 Shareholders and duly authorized proxies, holding 37,979,832,057 Shares of the Bank and representing approximately 81.175469% of the total number of issued Shares of the Bank were present at the EGM, including 9 H Share Shareholders and duly authorized proxies, holding 9,040,903,663 H Shares of the Bank and representing approximately 19.323403% of the total number of issued Shares of the Bank, and 2 A Share Shareholders and duly authorized proxies, holding 28,938,928,394 A Shares of the Bank and representing approximately 61.852066% of the total number of issued Shares of the Bank. The resolutions at the EGM were voted by poll. Computershare Hong Kong Investor Services Limited (the Bank's H share registrar), King & Wood Mallesons (the Bank's PRC legal adviser), Shareholders' representatives and the Board of Supervisors of the Bank collectively acted as the scrutineers for votes counting at the EGM.

### **POLL RESULTS OF THE EGM**

The Board is pleased to announce that the resolutions have been duly passed at the EGM and the details of poll results are as follows:

No.	Ordinary Resolutions	Number of Votes (%)			Total Number of Votes
		For	Against	Abstain	
1.	To consider and approve the increase of 2013 annual write-off amount of non-performing assets.	37,979,801,445 (99.999919%)	30,612 (0.000081 %)	0 (0.000000%)	37,979,832,057
The resolution was duly passed as an ordinary resolution.					
2.	To consider and approve the appointment of Ms. Wang Xiuhong as the external Supervisor of the third session of the Board of Supervisors.	37,974,595,385 (99.986212%)	4,762,672 (0.012540 %)	474,000 (0.001248%)	37,979,832,057
The resolution was duly passed as an ordinary resolution.					

### **APPOINTMENT OF EXTERNAL SUPERVISOR**

The Board is pleased to announce that the resolution in relation to the appointment of Ms. Wang Xiuhong as an external supervisor for the third session of the Board of Supervisors of the Bank was approved by the Shareholders at the EGM.

Particulars of Ms. Wang Xiuhong are set out below:

Ms. Wang Xiuhong, born in October 1946, holds Chinese nationality. Ms. Wang has been the president of China Women Judges Society since December 2003 and vice president of China Judges Society since December 2008, respectively. Ms. Wang has been an independent director of Bank of Jilin since September 2011. Ms. Wang served as member of the judicial committee of the Supreme People's Court of PRC (vice ministerial level) from October 2004 to December 2010; head of the administrative tribunal and member of the judicial committee of the Supreme People's Court of PRC from May 2003 to September 2004; deputy director of Political Department of the Supreme People's Court of PRC from February 1997 to April 2003; the executive vice president, the deputy secretary of the party committee of the High People's court of Jilin province and vice president of China Women Judges Association from February 1994 to January 1997. Prior to that, Ms. Wang had successively served at Siping District Timber Company in Jilin, Intermediate People's court of Siping District, Liaoyuan Intermediate People's court and Jilin Intermediate People's court. Ms. Wang rendered long-term services in the judicial system and well experienced on legal matters. Ms. Wang graduated from Beijing Political Science and Law School (currently known as China University of Political Science and Law).

The term of office of Ms. Wang will start from the date of approval of Shareholders at the EGM to the expiry date of the term of office of the third session of the Board of Supervisors and Ms. Wang may be re-appointed after expiry of her initial term of office. Ms. Wang will enter into a service contract with the Bank. Ms. Wang will receive remuneration of RMB300,000 (pre-tax) per year from the Bank during her term as an external Supervisor of the Bank.

Ms. Wang has confirmed that, save as disclosed above, (1) she 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) she is not connected with any Directors, Supervisors, senior management or substantial or controlling Shareholders of the Bank or any of its subsidiaries; and (3) she does not have any interest in any Shares of the Bank within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong as at the date of this announcement.

In addition, Ms. Wang has confirmed that there is no other information in respect of her appointment that is required to disclose 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.

## **LAWYER'S CERTIFICATION**

King & Wood Mallesons, the Bank's PRC legal adviser, issued a legal opinion which certified and stated the following: "The convening, holding, qualification of the attendees and convenor and voting procedures of the EGM conform to provisions of relevant laws and regulations including the

Company Law of the People's Republic of China and Rules of Procedures of Shareholder's General Meeting of Listed Companies as well as provisions of the articles of association of the Bank. The resolutions passed at the EGM are lawful and valid".

By order of the Board of  
**China CITIC Bank Corporation Limited**  
**Chang Zhenming**  
*Chairman*

Beijing, the PRC  
27 January 2014

*As at the date of this announcement, the executive director of the Bank is Dr. Zhu Xiaohuang; the non-executive directors are Mr. Chang Zhenming, Dr. Chen Xiaoxian, Mr. Dou Jianzhong, Mr. Guo Ketong, Mr. Zhang Xiaowei and Mr. Gonzalo José Toraño Vallina; and the independent non-executive directors are Mr. Li Zheping, Dr. Xing Tiancai, Ms. Liu Shulan, Ms. Wu Xiaoqing and Mr. Wong Luen Cheung Andrew.*