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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)

**ANNOUNCEMENT  
ON**

**THE APPROVALS CONCERNING THE QUALIFICATION OF DIRECTORS**

Reference is made to the announcement dated 17 March 2016 of China CITIC Bank Corporation Limited (the “**Bank**”) in relation to, among other things, the appointments of Mr. Wan Liming (“**Mr. Wan**”) as a non-executive director of the fourth session of the Board of Directors of the Bank, Mr. He Cao (“**Mr. He**”) as an independent non-executive director of the fourth session of the Board of Directors of the Bank and Ms. Chen Lihua (“**Ms. Chen**”) as an independent non-executive director of the fourth session of the Board of Directors of the Bank (collectively as the “**Newly Appointed Directors**”) at the first extraordinary general meeting of 2016.

China Banking Regulatory Commission has approved the qualifications of the Newly Appointed Directors to act as the directors of the Bank on 24 June 2016 (the “**Approval Date**”). The board of directors of the Bank (the “**Board**”) hereby announces that, on the Approval Date, Mr. Wan has officially assumed office as a non-executive director of the Bank, Mr. He has officially assumed office as the independent non-executive director of the Bank and Ms. Chen has officially assumed office as an independent non-executive director of the Bank. Due to the expiration of his term of office, Mr. Li Zheping resigned from his duties at the Bank from the Approval Date. Due to his work energy and personal time arrangement, Mr. Yuan Ming resigned from his duties at the Bank from the Approval Date. Upon the resignation of Mr. Yuan Ming, the numbers of members of the Audit and Related Party Transactions Control Committee and the Nomination and Remuneration Committee of the Board will not meet the relevant requirements of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (“**Hong Kong Listing Rules**”) and the rules of procedures of the committees. The Bank will fill the vacancy as soon as practicable and make such appointment no later than three months from the Approval Date.

Mr. Li Zheping and Mr. Yuan Ming had each confirmed that each of them had no disagreement with the Board and there is no other matter that needs to be brought to the attention of the shareholders of the Bank in relation to their resignations.

The Board would like to welcome Mr. Wan, Mr. He and Ms. Chen for joining the Board and sincerely appreciates the contributions made by Mr. Li Zheping and Mr. Yuan Ming to the Bank during their tenure at the Bank.

## **BIOGRAPHICAL DETAILS OF THE NEWLY APPOINTED DIRECTORS**

The particulars of Mr. Wan are set out below:

### **Mr. Wan Liming, Chinese Nationality**

Mr. Wan Liming, born in May 1966, has been the director general of the Finance Management and Oversight Division (the Audit Division) of the State Tobacco Monopoly Administration since November 2011. From December 2009 to November 2011, Mr. Wan served as the deputy director general of the Finance Management and Oversight Division (the Audit Division) of the State Tobacco Monopoly Administration. From February 2007 to December 2009, Mr. Wan served as the chief accountant of the Yunnan Provincial Tobacco Monopoly Administration (Company). From August 1996 to February 2007, Mr. Wan served successively as the deputy director of the Finance Department, the director of the Finance Department, the director of the Finance Management and Audit Department, the vice chief accountant and the director of the Finance Management Department in the Yunnan Provincial Tobacco Monopoly Administration (Company). From May 1996 to August 1996, Mr. Wan served as a cadre in the Yunnan Provincial Tobacco Travel Company. From July 1988 to May 1996, Mr. Wan served as the lecturer and the vice director of the teaching and researching section in the Yunnan Institute of Finance and Trade. Mr. Wan has been practicing economic works for 28 years and he has rich experience in finance management. Mr. Wan graduated from the Capital Construction and Economic Management Major of the Industrial Economics Department in Renmin University of China and obtained a bachelor's degree.

The term of office of Mr. Wan as a non-executive director of the Bank commenced from the Approval Date to the expiry date of the term of office of the fourth session of the Board and Mr. Wan can be re-appointed after the expiry of his initial term of office. Mr. Wan will not receive director's allowance from the Bank during his term as a non-executive director of the Bank. Mr. Wan will enter into a service contract with the Bank as soon as practicable after the approval of his appointment.

Mr. Wan has confirmed that, save as disclosed above, (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 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 within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong as at the date of this announcement.

In addition, Mr. Wan has confirmed that there is no other information in respect of his appointment that is discloseable 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.

The particulars of Mr. He are set out below:

### **Mr. He Cao, Chinese Nationality**

Mr. He Cao, born in September 1955, senior economist, is the former chairman of China Jinmao Group (formerly named Franshion Properties (China) Limited, Stock Code: HK.00817) and the former chairman of Jinmao Investments & Jinmao (China) Investments Holdings Limited (Stock Code: HK.06139). Mr. He joined Sinochem Group in 1979 and had held a number of senior positions in finance management, business management and investment enterprises of Sinochem Group before he was appointed as the assistant president in 2002. Since 2013, he has been entitled to the benefits for vice-president of Sinochem Group. Since 2002, Mr. He has been the president, vice chairman and chairman of the board of directors of China Jin Mao (Group) Company Limited. During his term of office, he successfully operated the business of Shanghai Jin Mao Tower. Mr. He headed the investment, acquisition and development of luxurious five-star hotels and properties in a host of first-tier cities and premium resorts, making Jin Mao Group a prestigious high-end commercial real estate developer and operator in China. Mr. He served as the chairman, executive director and CEO of Franshion Properties (China) Limited in January 2009. Due to the endeavour and leadership of Mr. He, Franshion Properties (China) Limited and Jin Mao Group completed a strategic restructuring during 2009 to 2010 and completed the spin-off of the properties in Jin Mao Tower and eight high-end hotels of Franshion Properties in 2014, so that they were successfully and separately listed on Hong Kong Stock Exchange by trust structure under the name of Jinmao Investments and Jinmao Holdings. Mr. He currently serves as the co-chairman of Alliance of China Hotels Owners under China Tourist Hotel Association and the vice-president of Real Estate Chamber of Commerce of National Federation of Industry and Commerce. In addition, Mr. He was appointed as the executive chairman of Shanghai Enterprises Association, the deputy director of the Housing Policy and Market Regulation and Study Professional Committee of the Chinese Society for Urban Studies, and a member of the Green Building and Energy Saving Professional Committee of the Chinese Society for Urban Studies. Mr. He was a delegate of the 12th and 13th session of the People's Congress of Shanghai Municipality. He was awarded as the Model Worker of Shanghai in 2007 and awarded as the Economic Figures of 20 Years' Development and Opening-up of Pudong District of Shanghai in 2012. Mr. He graduated from Jilin Finance and Trade College in 1979 with a technical secondary school education degree and graduated from Economics Department of Renmin University of China in 1986 with a college degree. He completed his postgraduate studies majoring in politics and economy at Jilin University in 1987. Mr. He obtained an executive master's degree in Business Administration from China Europe International Business School (CEIBS) in 2004.

The term of office of Mr. He as an independent non-executive director of the Bank commenced from the Approval Date to the expiry date of the term of office of the fourth session of the Board and Mr. He can be re-appointed after the expiry of his initial term of office. He shall serve no more than 6 consecutive years in the Bank. Mr. He will receive RMB300,000 (before tax) per annum as director's

allowance from the Bank during his term as an independent non-executive director of the Bank. Mr. He will enter into a service contract with the Bank as soon as practicable after the approval of his appointment.

Mr. He has confirmed that, save as disclosed above, (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 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 within the meaning of Part XV of the Securities and Futures Ordinance of Hong Kong as at the date of this announcement.

In addition, Mr. He has confirmed that there is no other information in respect of his appointment that is discloseable 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.

The particulars of Ms. Chen are set out below:

**Ms. Chen Lihua, Chinese Nationality**

Dr. Chen Lihua, born in September 1962, is the director, professor, and doctoral tutor of the Department of Management Science and Information System at the Guanghua School of Management, Peking University. She currently serves as the director of Peking University's Research Center for circulation economy and management; director of Peking University Luen Thai Center for Supply Chain System R&D; vice-president of Development Strategy Research Institute of the National Hi-Tech Industrial Development Zone of Peking University; deputy director of Research Center for Entrepreneurship and Venture Capital in the 21st century of Peking University; vice-chairman of China Society of Logistics; deputy director of the Specialized Committee of China Information Economics Society; member of the experts committees of China National Tourism Administration; expert of National High-tech Zone of Ministry of Science and Technology. Ms. Chen served as the general manager of Beijing Junshi Century Information Technology Co., Ltd. from 1999 to 2001. Beijing Junshi Century Information Technology Co., Ltd. mainly engaged in bank equipment development, production and marketing. Ms. Chen served as an independent non-executive director at Asia Tiger Group from 2005 to 2006, a company listed in Singapore. Ms. Chen obtained a bachelor's degree in Science from Jilin University of Technology in 1983, a master's degree in Science from Jilin University of Technology in 1988, a Ph.D. in Management Science from City University of Hong Kong in 1998 and was engaged in postdoctoral research in the Mathematics and Systems Science of Chinese Academy Science from 1999 to 2000.

Ms. Chen mainly focuses on the research and teaching work in the sphere of management science, supply chain finance, logistics finance, supply chain & logistics management, logistics park management, circulation economics & management, service operation management, high-tech zone & industry management, scientific innovation & management, venture capital and entrepreneurial management. In the research fields above, Ms. Chen has been keeping up cooperation and communication with a wide range of international agencies, including Stanford University, George

Mason University, Roma University, Hong Kong universities, etc. As a director or a key member, Ms. Chen has participated in many international collaborative projects and key projects supported by National Science Foundation or provinces and ministries. She has published lots of papers including Supply chain coordination based on the trade credit and option contract under capital constraint in international famous journals such as European Journal of Operational Research, Proceeding of Workshop on Internet and Network Economics, etc. Ms. Chen's primary research reports include Research on the Finance Model of Yao Medicine Industry Supply Chain and Research on the Finance Model of Agricultural Industry Supply Chain.

The term of office of Ms. Chen as an independent non-executive director of the Bank commenced from the Approval Date to the expiry date of the term of office of the fourth session of the Board and Ms. Chen can be re-appointed after the expiry of her initial term of office. She shall serve no more than 6 consecutive years in the Bank. Ms. Chen will receive RMB300,000 (before tax) per annum as director's allowance from the Bank during her term as an independent non-executive director of the Bank. Ms. Chen will enter into a service contract with the Bank as soon as practicable after the approval of her appointment.

Ms. Chen 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. Chen has confirmed that there is no other information in respect of her appointment that is discloseable 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.

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

Beijing, the PRC  
30 June 2016

*As at the date of this announcement, the executive directors of the Bank are Ms. Li Qingping and Mr. Sun Deshun; the non-executive directors are Mr. Chang Zhenming, Mr. Zhu Xiaohuang, Mr. Zhang Xiaowei and Mr. Wan Liming; and the independent non-executive directors are Ms. Wu Xiaoqing, Mr. Wong Luen Cheung Andrew, Mr. He Cao and Ms. Chen Lihua.*