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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)

**APPOINTMENT OF MS. LI RONG AS A SHAREHOLDER REPRESENTATIVE
SUPERVISOR FOR THE FIFTH SESSION OF THE BOARD OF SUPERVISORS
AND**

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2021

The 2021 First EGM is to be held at 9:30 a.m. on Thursday, 14 January 2021 at Conference Room 804, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, PRC. The notice of the 2021 First EGM is enclosed in this circular on page 6 to page 7.

Shareholders who intend to attend the meeting in person or by proxy should complete the dispatched reply slip 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 Thursday, 24 December 2020.

If you intend to appoint a proxy to attend the 2021 First EGM, please complete the attached proxy form(s) according to the instructions printed thereon and return the same at least 24 hours before the time fixed for holding the 2021 First EGM (i.e. not later than 9:30 a.m. on Wednesday, 13 January 2021). Completion and return of the proxy form(s) will not preclude you from attending in person and voting in the 2021 First EGM if you so wish.

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

27 November 2020

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DEFINITIONS

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

“2021 First EGM”	the first extraordinary general meeting of 2021 of the Bank to be held at 9:30 a.m. on Thursday, 14 January 2021 at Conference Room 804, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, PRC
“A Shares”	ordinary share(s) of the Bank, with a nominal value of RMB1.00 each, which are listed on the Shanghai Stock Exchange 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 Shanghai Stock Exchange (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
“Board of Supervisors”	the Board of Supervisors of the Bank
“Director(s)”	director(s) of the Bank
“H Share(s)”	ordinary share(s) of the Bank, with a normal 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
“Latest Practicable Date”	23 November 2020, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein

DEFINITIONS

“PRC” or “China”	the People’s Republic of China, excluding, for the purpose of this circular, Hong Kong, the Macau and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong
“Shareholder(s)”	the holders of the Bank’s Share(s)
“Share(s)”	the ordinary share(s) of RMB1.00 each in the share capital of the Bank



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:

Ms. Li Qingping (*Chairperson*)
Mr. Fang Heying (*President*)
Mr. Guo Danghuai

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. Wan Liming

Principal Place of Business in Hong Kong:

Level 54, Hopewell Centre,
183 Queen's Road East, Hong Kong

Independent non-executive Directors:

Mr. He Cao
Ms. Chen Lihua
Mr. Qian Jun
Mr. Yan Lap Kei Issac

27 November 2020

Dear Sir or Madam,

**APPOINTMENT OF MS. LI RONG AS A SHAREHOLDER REPRESENTATIVE
SUPERVISOR FOR THE FIFTH SESSION OF THE BOARD OF SUPERVISORS
AND
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2021**

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 resolution to be proposed at the 2021 First EGM as described below.

LETTER FROM THE BOARD

At the 2021 First EGM, the following ordinary resolution will be proposed regarding: (i) Proposal regarding the appointment of Ms. Li Rong as a Shareholder Representative Supervisor for the Fifth Session of the Board of Supervisors.

PROPOSAL REGARDING THE APPOINTMENT OF MS. LI RONG AS A SHAREHOLDER REPRESENTATIVE SUPERVISOR FOR THE FIFTH SESSION OF THE BOARD OF SUPERVISORS

At the 2021 First EGM, Proposal regarding the appointment of Ms. Li Rong (“**Ms. Li**”) as a Shareholder Representative Supervisor for the Fifth Session of the Board of Supervisors will be submitted for approval by way of ordinary resolution. The biographical details of Ms. Li are set out as follows:

Ms. Li Rong, born in April 1968, has served as the general manager of the Compliance Department of the Bank since January 2018. Ms. Li served as the general manager of the Interbank Business Department of the Bank from May 2013 to January 2018. From March 2006 to May 2013, she worked at the Chongqing Branch of the Bank, serving successively as the general manager of Retail Banking Department, assistant president and vice president of the Chongqing Branch. From October 1995 to March 2006, she worked at the Chongqing Branch of China Merchants Bank Co., Ltd. (招商銀行股份有限公司), serving successively as the deputy director of General Office, general manager of Personal Banking Department, general manager of Business Department, general manager of Retail Banking Department, etc. Ms. Li graduated from Chongqing University with a master degree of business administration.

The Board of Supervisors has approved the nomination of Ms. Li as a Shareholder representative supervisor of the Bank for a term of office till the expiry of the term of office of the fifth session of the Board of Supervisors of the Bank, and she can be re-appointed after the expiry of her initial term of office. According to the relevant PRC laws and regulations, the appointment of Ms. Li will be effective from the date of the general meeting’s approval. Ms. Li will not receive any supervisor allowance during her term of office as a Shareholder representative supervisor of the Bank. Ms. Li will enter into a service contract with the Bank after the approval of her appointment.

Ms. Li 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 director, supervisor, senior management or substantial or controlling Shareholder of the Bank or any of its subsidiaries; and (3) she 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 SFO as at the Latest Practicable Date. In addition, Ms. Li has confirmed that, save as disclosed above, there is no other information in respect of her appointment that is disclosable pursuant to Rules 13.51(2)(h) to (v) of Hong Kong Listing Rules; and there is no other matter that needs to be brought to the attention of the Shareholders.

2021 FIRST EGM

The notice of the 2021 First EGM to be held on Thursday, 14 January 2021 at Conference Room 804, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, PRC is set out on pages 6 to 7 in this circular, and is published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.citicbank.com).

LETTER FROM THE BOARD

In order to determine the Shareholders who are entitled to attend the 2021 First EGM, the Bank's register of H Shareholders will be closed from Tuesday, 15 December 2020 to Thursday, 14 January 2021 (both days inclusive). H Shareholders whose names appear on the Bank's register of members on Thursday, 14 January 2021 are entitled to attend the meeting. In order to qualify to attend and vote at the 2021 First EGM, H Shareholders of the Bank 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 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Monday, 14 December 2020.

Shareholders who intend to attend the meeting in person or by proxy should complete and return the attached reply slip 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 Thursday, 24 December 2020.

The proxy form for the 2021 First EGM has been published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.citicbank.com), respectively. If you intend to appoint a proxy to attend the 2021 First EGM, please complete such proxy form according to the instructions printed thereon and return the same at least 24 hours before the time fixed for the 2021 First EGM (i.e. not later than 9:30 a.m. on Wednesday, 13 January 2021) or any of its resumed meetings (as the case may be). Completion and return of the proxy form shall not preclude you from attending and voting in person in the 2021 First EGM if you so wish.

PROCEDURES FOR VOTING AT THE 2021 FIRST EGM

According to Rule 13.39(4) of the Hong Kong Listing Rules, the vote of Shareholders at the 2021 First EGM will be taken by poll.

RECOMMENDATION

The Directors believe that the resolution mentioned above is in the interests of the Bank and the Shareholders as a whole. Accordingly, the Directors recommend that the Shareholders vote in favour of the resolution to be proposed at the 2021 First EGM as set out in the Notice of the First Extraordinary General Meeting of 2021.

By order of the Board of
China CITIC Bank Corporation Limited
LI Qingping
Chairperson

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2021

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this notice, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this notice.



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 2021

NOTICE IS HEREBY GIVEN that the First Extraordinary General Meeting of 2021 (the “**2021 First EGM**”) of China CITIC Bank Corporation Limited (the “**Bank**”) will be held at 9:30 a.m., on Thursday, 14 January 2021 at Conference Room 804, 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 ORDINARY RESOLUTION

1. Proposal regarding the appointment of Ms. Li Rong as a Shareholder Representative Supervisor for the Fifth Session of the Board of Supervisors

By Order of the Board of Directors
China CITIC Bank Corporation Limited
Li Qingping
Chairperson

Beijing, the PRC
27 November 2020

As at the date of this notice, the executive directors of the Bank are Ms. Li Qingping (Chairperson), Mr. Fang Heying (President) and Mr. Guo Danghui; the non-executive directors are Mr. Cao Guoqiang, Ms. Huang Fang and Mr. Wan Liming; and the independent non-executive directors are Mr. He Cao, Ms. Chen Lihua, Mr. Qian Jun and Mr. Yan Lap Kei Isaac.

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2021

Notes:

1. CLOSURE OF REGISTER OF MEMBERS; ELIGIBILITY FOR ATTENDING THE 2021 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 Tuesday, 15 December 2020 to Thursday, 14 January 2021 (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 Thursday, 14 January 2021 are entitled to attend and vote at the 2021 First EGM. Holders of H shares of the Bank who intend to attend the 2021 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 Monday, 14 December 2020, 4:30 p.m.

2. APPOINTMENT OF PROXY

Any shareholder entitled to attend and vote at the 2021 First EGM is entitled to appoint one or more proxies to attend and vote at the meeting instead 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, H share shareholders shall lodge the proxy form, together with the power of attorney or other authority (if any), by hand or post, 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, not less than 24 hours before the time appointed for holding the 2021 First EGM (i.e. not later than 9:30 a.m. on Wednesday, 13 January 2021). Completion and return of the proxy form shall not preclude shareholders from attending and voting in person at the 2021 First EGM.

3. REPLY SLIP

H share shareholders who intend to attend in person or by proxy the 2021 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 Thursday, 24 December 2020.

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: Wang Yanfei, Li Yuchao
Tel: (86 10) 6663 8188
Fax: (86 10) 6555 9255

5. PROCEDURE OF VOTING AT THE 2021 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 2021 First EGM must be taken by poll.

6. OTHER BUSINESS

Shareholders attending the 2021 First EGM in person or by proxy shall bear their own transportation and accommodation expenses. Shareholders or their proxies attending the 2021 First EGM shall provide their identity documents.

7. DATES AND TIMES

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