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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 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)

**GENERAL AUTHORIZATION TO ISSUE CAPITAL BONDS
GENERAL AUTHORIZATION TO ISSUE FINANCIAL BONDS
THE TOTAL ANNUAL BUDGET FOR EXTERNAL DONATIONS AND THE
PLAN ON AUTHORIZATION OF THE GENERAL MEETING
TO THE BOARD OF DIRECTORS
ELECTION OF MR. LIU CHENG AS AN EXECUTIVE DIRECTOR OF
CHINA CITIC BANK CORPORATION LIMITED FOR THE SIXTH SESSION
OF THE BOARD OF DIRECTORS
ELECTION OF MR. LIU TSZ BUN BENNETT AS AN INDEPENDENT NON-
EXECUTIVE DIRECTOR OF CHINA CITIC BANK CORPORATION LIMITED
FOR THE SIXTH SESSION OF THE BOARD OF DIRECTORS
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2022
AND
SUPPLEMENTAL NOTICE OF THE FIRST
EXTRAORDINARY GENERAL MEETING OF 2022**

The 2022 First EGM is to be held at 9:30 a.m. on Thursday, 20 January 2022 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, PRC. The notice of the 2022 First EGM and the supplemental notice of the 2022 First EGM 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 Thursday, 2 December 2021 and Tuesday, 4 January 2022, respectively.

Shareholders who intend to attend the meeting in person or by proxy should complete the reply slip dispatched on Friday, 3 December 2021 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 Friday, 31 December 2021.

If you intend to appoint a proxy to attend the 2022 First EGM, please complete the attached proxy form and the supplemental proxy form 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 2 December 2021 and 4 January 2022 and dispatched on 3 December 2021 and 5 January 2022, respectively, according to the instructions printed thereon and return the same at least 24 hours before the time fixed for holding the 2022 First EGM (i.e. not later than 9:30 a.m. on Wednesday, 19 January 2022). Completion and return of the proxy form(s) will not preclude you from attending in person and voting in the 2022 First EGM if you so wish.

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

5 January 2022

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DEFINITIONS

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

“2022 First EGM”	the first extraordinary general meeting of 2022 of the Bank to be held at 9:30 a.m. on Thursday, 20 January 2022 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghua 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 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” or “China CITIC 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
“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”	30 December 2021, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“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

DEFINITIONS

“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong
“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)



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)

Chairman, Non-executive Director:

Mr. Zhu Hexin

Vice Chairman, Executive Director, President:

Mr. Fang Heying

Executive Directors:

Mr. Guo Danghuai

Non-executive Directors:

Mr. Cao Guoqiang

Ms. Huang Fang

Mr. Wang Yankang

Independent non-executive Directors:

Mr. He Cao

Ms. Chen Lihua

Mr. Qian Jun

Registered Office:

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

Principal Place of Business in Hong Kong:

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

5 January 2022

Dear Sir or Madam,

**GENERAL AUTHORIZATION TO ISSUE CAPITAL BONDS
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NON-EXECUTIVE DIRECTOR OF CHINA CITIC BANK CORPORATION
LIMITED FOR THE SIXTH SESSION OF THE BOARD OF DIRECTORS
NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2022
AND
SUPPLEMENTAL NOTICE OF THE FIRST
EXTRAORDINARY GENERAL MEETING OF 2022**

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 2022 First EGM as described below.

At the 2022 First EGM, the following special resolutions will be proposed regarding: (i) Proposal regarding the general authorization to issue capital bonds. (ii) Proposal regarding the general authorization to issue financial bonds.

At the 2022 First EGM, the following ordinary resolutions will be proposed regarding: (i) Proposal regarding the total annual budget for external donations and the plan on authorization of the general meeting to the Board of Directors of China CITIC Bank. (ii) Proposal regarding the election of Mr. Liu Cheng as an executive Director of China CITIC Bank Corporation Limited for the sixth session of the Board of Directors. (iii) Proposal regarding the election of Mr. Liu Tsz Bun Bennett as an independent non-executive Director of China CITIC Bank Corporation Limited for the sixth session of the Board of Directors.

PROPOSAL REGARDING THE GENERAL AUTHORIZATION TO ISSUE CAPITAL BONDS

In order to support the business development, consolidate the capital foundation, meet the capital regulatory requirements, enhance the ability to withstand risks and support the development of the real economy, and safeguard the long-term interests of Shareholders, the Bank has formulated the plan of issuance of capital bonds to issue bonds of proper type at appropriate time according to the strategic deployment of the Bank. Details regarding the general authorization of the Bank and its consolidated subsidiaries to issue capital bonds are as follows:

I. The issue plan of undated capital bonds

The Bank and its consolidated subsidiaries intend to issue undated capital bonds in accordance with the following plan:

1. Issuer: The issuers include the Bank and its consolidated subsidiaries.
2. Scale of the issuance: The aggregate balance of the undated capital bonds issued and the tier-two capital bonds issued is proposed to be no more than 5% of the risk-weighted assets balance of the Bank, and the specific balance of the issuance of each of the two types of bonds shall be determined by the senior management of the Bank within the scope of the aforesaid aggregate balance as the case may be. The risk-weighted assets balance of the Bank shall be verified pursuant to the risk-weighted assets balance converted into RMB in consolidation at the end of the previous year.
3. Interest rate of the bond: Determined based on market interest rate.
4. Bond type: Qualified additional tier-one capital instruments. The core clauses including write-down and redemption will be set in accordance with the regulatory requirements.

LETTER FROM THE BOARD

5. Validity period of resolution: For 36 months commencing from the approval date of the proposal regarding this general authorization to issue capital bonds by the general meeting.
6. The Bank will complete the bond issuance after the general meeting deliberates and passes this proposal regarding the general authorization to issue capital bonds and regulatory authorities grant effective approval.

II. The issue plan of tier-two capital bonds

The Bank and its consolidated subsidiaries intend to issue tier-two capital bonds in accordance with the following plan:

1. Issuer: The issuers include the Bank and its consolidated subsidiaries.
2. Scale of the issuance: The aggregate balance of tier-two capital bonds issued and undated capital bonds issued is proposed to be no more than 5% of the risk-weighted assets balance of the Bank, and the specific balance of the issuance of each of the two types of bonds shall be determined by the senior management of the Bank within the scope of the aforesaid aggregate balance as the case may be. The risk-weighted assets balance of the Bank shall be verified pursuant to the risk-weighted assets balance converted into RMB in consolidation at the end of the previous year.
3. Interest rate of the bond: Determined based on market interest rate.
4. Bond type: Qualified tier-two capital instruments. The core clauses including subordinate, write-down, redemption will be set in accordance with the regulatory requirements.
5. Validity period of resolution: For 36 months commencing from the approval date of the proposal regarding this general authorization to issue capital bonds by the general meeting.
6. The Bank will complete the bond issuance after the general meeting deliberates and passes this proposal regarding the general authorization to issue capital bonds and regulatory authorities grant effective approval.

III. Authorization

1. The general meeting is requested to authorize the Board who shall transfer the authorization to the senior management to handle affairs relating to the aforesaid issuance of capital bonds, including but not limited to: reporting to relevant regulatory authorities for approval; communicating and determining the type of bond to be issued, specific issue batch and scale, issue time, targets of issue, issue method, issue place, terms and conditions for issuance, bond term, issue rate, bond price, bond currency and use of funds; applying for bond listing and circulation; arranging principal and interest payment for bond; exercising the redemption right; signing relevant legal documents; adjusting issue plan in line with relevant regulatory requirements, deciding on and handling other affairs related to the aforesaid issuance of capital bonds as stated in this proposal where necessary.

LETTER FROM THE BOARD

2. The term of authorization to the Board of Directors granted by the general meeting and the authority to the senior management delegated by the Board of Directors shall be valid for 36 months from the date of approval by the general meeting.

PROPOSAL REGARDING THE GENERAL AUTHORIZATION TO ISSUE FINANCIAL BONDS

With a view to increasing financing efficiency and reducing financing cost, the Bank formulated the plan of issuance of financial bonds to issue bonds of proper type at appropriate time according to the demand for fund and market conditions. Details regarding the general authorization to issue financial bonds by the Bank and its affiliates are as follows:

I. The issue plan of financial bonds

The Bank and its affiliates intend to issue financial bonds in accordance with the following plan:

1. Issuer: The issuers include the China CITIC Bank Corporation Limited itself, its overseas branches, consolidated subsidiaries and affiliates.
2. Scale of the issuance: The aggregate balance of bonds issued is proposed to be no more than 5% of the liability balance of the Bank, which shall be verified pursuant to the liability balance converted into RMB in consolidation at the end of the previous year.
3. Interest rate of the bond: Determined based on market interest rate.
4. Bond type: The bonds other than those with a purpose of capital replenishment.
5. Varieties of issuance: Domestic bonds shall include ordinary financial bonds, special financial bonds for loans to small and micro enterprises, green bonds, “entrepreneurship and innovation” bonds, “agriculture, farmers and rural areas” bonds and other bonds other than those with a purpose of capital replenishment; overseas bonds shall include senior bonds, green financial bonds and other bonds other than those with a purpose of capital replenishment.
6. Validity period of resolution: For 36 months commencing from the approval date of the proposal regarding this general authorization to issue financial bonds by the general meeting.
7. The Bank will complete the bond issuance after the general meeting deliberates and passes this proposal regarding the general authorization to issue financial bonds and regulatory authorities grant effective approval.

II. Authorization

1. The general meeting is requested to authorize the Board who shall transfer the authorization to the senior management to handle affairs relating to the aforesaid issuance of financial bonds, including but not limited to: reporting to relevant regulatory authorities for approval; communicating and determining type of bond to be issued, specific issue batch and scale, issue time, targets of issue, issue method, issue place, terms and conditions for issuance, bond term,

LETTER FROM THE BOARD

issue rate, bond price, bond currency and use of funds; applying for bond listing and circulation; arranging principal and interest payment for bond; exercising the redemption right; signing relevant legal documents; adjusting issue plan in line with relevant regulatory requirements, deciding on and handling other affairs related to the aforesaid issuance of financial bonds as stated in this proposal where necessary.

2. The term of authorization to the Board of Directors granted by the general meeting and the authority to the senior management delegated by the Board of Directors shall be valid for 36 months from the date of approval by the general meeting.

PROPOSAL REGARDING THE TOTAL ANNUAL BUDGET FOR EXTERNAL DONATIONS AND THE PLAN ON AUTHORIZATION OF THE GENERAL MEETING TO THE BOARD OF DIRECTORS OF CHINA CITIC BANK

In order to further strengthen the Bank's management of the authorization of external donations, the Bank formulated the total annual budget for external donations and the plan on authorization of the general meeting to the Board of Directors by reference to the practices of peers and based on the reality of the Bank. The particulars are set out below:

I. The total annual budget for external donations

The total annual budget for external donations of the Bank is proposed to be no more than the sum of RMB25 million and 0.03% of the Bank's net profit for the previous year (if the total exceeds RMB40 million, RMB40 million shall be applied).

II. The plan on authorization of the general meeting to the Board of Directors regarding external donations

1. The general meeting is requested to authorize the Board, and approve the Board's re-authorization to the President for examination and approval of external donations that, under normal circumstances, do not exceed RMB8 million (inclusive) for a single donation and within the annual budget of external donations adopted at the general meeting of the Bank.
2. In order to ensure the timeliness of emergency donations, the general meeting is hereby requested to authorize the Board to examine and approve any single donation exceeding RMB8 million (exclusive) in the case of a significant emergency event, or any donation when the accumulative amount exceeds the total annual budget for external donations adopted by the general meeting of the Bank within the year.

PROPOSAL REGARDING THE ELECTION OF MR. LIU CHENG AS AN EXECUTIVE DIRECTOR OF CHINA CITIC BANK CORPORATION LIMITED FOR THE SIXTH SESSION OF THE BOARD OF DIRECTORS

At the 2022 First EGM, proposal regarding the election of Mr. Liu Cheng ("Mr. Liu") as an executive Director of the sixth session of the Board of Directors will be submitted for approval as an ordinary resolution. The particulars of Mr. Liu are set out as follows:

LETTER FROM THE BOARD

Mr. Liu Cheng, male, Chinese nationality, born in 1967, is a research fellow with a doctor degree in economics. He currently serves as the Deputy Secretary of the Party Committee of the Bank and a director of Asian Financial Cooperation Association (AFCA). Mr. Liu was a teacher at the Central College of Finance and Economics (now Central University of Finance and Economics) and used to hold positions at the National Development and Reform Commission and the General Office of the State Council. He was the chairman of the board of supervisors of the Bank from April 2018 to November 2021. Mr. Liu has rich experience in development, reform and finance. He graduated from the Finance Department of the Central College of Finance and Economics, and the School of Finance at Renmin University of China and obtained a bachelor's degree, a master's degree and a doctoral degree in economics.

Biographical details of Mr. Liu are set out in the announcement of the Bank dated 22 November 2021. As at the Latest Practicable Date, there are no changes in the biographical details of Mr. Liu or other information relating to his appointment.

The Board has approved the nomination of Mr. Liu as an executive Director of the Bank. Pursuant to provisions of the relevant PRC laws, regulations and the Articles of Association, Mr. Liu will take office after the election of the 2022 First EGM and regulatory authorities' approval of his qualification as an executive Director and the term of office shall expire at the end of the term of office of the sixth session of the Board of the Bank. Subject to the provisions of laws, regulations and the Articles of Association, Mr. Liu can be re-appointed after the expiry of his initial term of office. During the term of office of Mr. Liu as an executive Director of the Bank, he will not receive any Director's allowance from the Bank according to the Director Allowance Policy for the sixth session of the board of directors deliberated and approved by the Annual General Meeting of 2020 of the Bank, but will receive remuneration according to his position and relevant regulations, including salary, bonus, subsidy, employee welfare and insurance contributions, housing provident fund and annuity. Mr. Liu will enter into service contract with the Bank after the approval of his appointment.

Save as disclosed above, Mr. Liu has 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 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 SFO as at the Latest Practicable Date.

Save as disclosed above, Mr. Liu has confirmed that there is no other matter in respect of his appointment that is disclosable 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 REGARDING THE ELECTION OF MR. LIU TSZ BUN BENNETT AS AN INDEPENDENT NON-EXECUTIVE DIRECTOR OF CHINA CITIC BANK CORPORATION LIMITED FOR THE SIXTH SESSION OF THE BOARD OF DIRECTORS

At the 2022 First EGM, proposal regarding the election of Mr. Liu Tsz Bun Bennett (“**Mr. Liu**”) as an independent non-executive Director of the sixth session of the Board of Directors will be submitted for approval as an ordinary resolution. The particulars of Mr. Liu are set out as follows:

LETTER FROM THE BOARD

Mr. Liu Tsz Bun Bennett, male, a Chinese (Hong Kong) national, born in 1962, is now a Hong Kong member of the Tianjin Municipal Committee of the Chinese People's Political Consultative Conference, an honorary consultant of the Hong Kong Business Accountants Association, an independent director of Shenzhen WeBank Co., Ltd and chairman of the audit committee of its board of directors. Mr. Liu used to be the chairman of KPMG China, a senior advisor of KPMG Hong Kong, and used to be appointed as an accounting consulting expert of the Ministry of Finance of China. Mr. Liu has rich practical experience in mergers, acquisitions, restructuring and listing projects in the capital markets of the mainland and Hong Kong. Mr. Liu graduated from the London School of Economics and Political Science with a bachelor's degree in economics, and has the chartered accountant qualification in England and Wales as well as the Hong Kong Institute of Certified Public Accountants senior fellowship.

Biographical details of Mr. Liu are set out in the announcement of the Bank dated 10 December 2021. As at the Latest Practicable Date, there are no changes in the biographical details of Mr. Liu or other information relating to his appointment.

The Board has agreed to nominate Mr. Liu as an independent non-executive Director of the Bank. In accordance with the relevant laws and regulations of China and the Articles of Association, Mr. Liu will take office after the election of the 2022 First EGM and the approval of his qualification as an independent non-executive Director by the regulatory authority, and his term of office will expire on the expiration of the term of office of the sixth session of the Board of the Bank. Independent non-executive Directors shall serve in the Bank for no more than six years accumulatively and may be re-elected upon expiration of their term of office provided that they meet the provisions of laws, regulations and the Articles of Association. During his tenure as an independent non-executive Director of the Bank, Mr. Liu will receive remuneration including basic remuneration, linked floating remuneration and allowance, in accordance with the Director Allowance Policy of the sixth session of the Board deliberated and approved by the Bank's 2020 annual general meeting. The basic remuneration is a fixed amount of RMB240,000 per person per year before tax paid monthly. The linked floating remuneration is RMB100,000 per person per year before tax linked to the annual performance evaluation results. Those rated as "competent" and "basically competent" are paid at 100% and 60% respectively; for those rated as "incompetent", floating remuneration shall not be paid. The floating remuneration shall be paid after the annual meeting of the board of supervisors examines and approves the performance evaluation results of the previous year according to the corporate governance rules in late March of each year. In addition, the Bank will pay certain allowances according to the position in special committees of the Board. Among them, for those who serve as the chairman and members of the Risk Management Committee and the Audit and Related Party Transactions Control Committee of the Board, the allowance standard of independent non-executive Directors is RMB30,000 and RMB20,000 per person per year respectively. For those who serve as chairman and members of other special committees of the Board, the allowance standard is RMB20,000 and RMB10,000 per person per year respectively. Those who serve multiple positions on several special committees of the Board shall be paid cumulatively. The above-mentioned allowances are paid monthly.

Save as disclosed above, Mr. Liu 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 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 SFO as at the Latest Practicable Date.

LETTER FROM THE BOARD

Save as disclosed above, Mr. Liu confirmed that no other matters related to his appointment should be disclosed in accordance with Article 13.51 (2) (h) to (v) of the Hong Kong Listing Rules, nor should any other matters be notified to the Shareholders of the Bank.

2022 FIRST EGM

The notice and the supplemental notice of the 2022 First EGM to be held on Thursday, 20 January 2022 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, PRC are set out on pages 12 to 18 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).

In order to determine the Shareholders who are entitled to attend the 2022 First EGM, the Bank's register of H Shareholders will be closed from Tuesday, 21 December 2021 to Thursday, 20 January 2022 (both days inclusive). H Shareholders whose names appear on the Bank's register of members on Thursday, 20 January 2022 are entitled to attend the 2022 First EGM. H Shareholders of the Bank who intend to attend and vote at the 2022 First EGM 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 Monday, 20 December 2021.

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 Friday, 31 December 2021.

The proxy form and the supplemental proxy form for the 2022 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 2022 First EGM, please complete such proxy form(s) according to the instructions printed thereon and return the same at least 24 hours before the time fixed for the 2022 First EGM (i.e. not later than 9:30 a.m. on Wednesday, 19 January 2022) or any of its resumed meetings (as the case may be). Completion and return of the proxy form(s) shall not preclude you from attending and voting in person in the 2022 First EGM if you so wish.

PROCEDURES FOR VOTING AT THE 2022 FIRST EGM

According to Rule 13.39(4) of the Hong Kong Listing Rules, the vote of Shareholders at the 2022 First EGM will be taken by poll.

LETTER FROM THE BOARD

RECOMMENDATION

The Directors believe that the resolutions 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 2022 First EGM as set out in the notice and the supplemental notice of the 2022 First EGM.

By order of the Board
China CITIC Bank Corporation Limited
ZHU Hexin
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 2022

NOTICE IS HEREBY GIVEN that the First Extraordinary General Meeting of 2022 (the “**2022 First EGM**”) of China CITIC Bank Corporation Limited (the “**Bank**”) will be held at 9:30 a.m., on Thursday, 20 January 2022 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 ORDINARY RESOLUTIONS

1. Proposal regarding the election of Mr. Liu Cheng as an executive director of the Bank for the sixth session of the Board of Directors

By Order of the Board
China CITIC Bank Corporation Limited
Zhu Hexin
Chairman

Beijing, the PRC
3 December 2021

As at the date of this notice, the non-executive directors of the Bank are Mr. Zhu Hexin (Chairman), Mr. Cao Guoqiang, Ms. Huang Fang and Mr. Wang Yankang; the executive directors are Mr. Fang Heying (Vice Chairman, President) and Mr. Guo Danghuai; 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 2022

Notes:

1. CLOSURE OF REGISTER OF MEMBERS; ELIGIBILITY FOR ATTENDING THE 2022 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, 21 December 2021 to Thursday, 20 January 2022 (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, 20 January 2022 are entitled to attend and vote at the 2022 First EGM. Holders of H shares of the Bank who intend to attend the 2022 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, 20 December 2021, 4:30 p.m.

2. APPOINTMENT OF PROXY

Any shareholder entitled to attend and vote at the 2022 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 2022 First EGM (i.e. not later than 9:30 a.m. on Wednesday, 19 January 2022). Completion and return of the proxy form shall not preclude shareholders from attending and voting in person at the 2022 First EGM.

3. REPLY SLIP

H share shareholders who intend to attend in person or by proxy the 2022 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 Friday, 31 December 2021.

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 2022 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 2022 First EGM must be taken by poll.

NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2022

6. OTHER BUSINESS

In accordance with the current arrangements for the prevention and control of the COVID-19 epidemic, if the shareholders need to attend the meeting on site, please pay special attention to the following matters in addition to bringing relevant certificates and relevant materials for participation:

- (1) Please contact the office of the bank's board of directors before 14 January 2022 to truthfully report, if any, fever or respiratory symptoms, personal recent itinerary and other information.
- (2) Please conduct effective personal protections on the round trip and on the site of the meeting. When arriving at the venue, please follow the arrangement and guidance of the staff and cooperate with the implementation of epidemic prevention requirements such as participation registration and body temperature testing. Those with normal body temperature can enter the venue. Please wear a mask all the way.

Shareholders attending the 2022 First EGM in person or by proxy shall bear their own transportation and accommodation expenses. Shareholders or their proxies attending the 2022 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.

**SUPPLEMENTAL NOTICE OF THE FIRST
EXTRAORDINARY GENERAL MEETING OF 2022**



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)

**SUPPLEMENTAL NOTICE OF THE FIRST
EXTRAORDINARY GENERAL MEETING OF 2022**

Reference is made to the notice of the First Extraordinary General Meeting of 2022 (the “**First EGM Notice**”) of China CITIC Bank Corporation Limited (the “**Bank**”) dated 3 December 2021, in which the time and venue of the First Extraordinary General Meeting of 2022 (the “**2022 First EGM**”) of the Bank, and the proposal to be submitted at the meeting for shareholders’ consideration are set out.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the 2022 First EGM of the Bank will be held as originally scheduled at 9:30 a.m., on Thursday, 20 January 2022 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 resolutions, including the proposal listed in the First EGM Notice:

BY SPECIAL RESOLUTIONS

1. Proposal regarding the general authorization to issue capital bonds
2. Proposal regarding the general authorization to issue financial bonds

BY ORDINARY RESOLUTIONS

3. Proposal regarding the total annual budget for external donations and the plan on authorization of the general meeting to the board of directors of China CITIC Bank
4. Proposal regarding the election of Mr. Liu Cheng as an executive director of China CITIC Bank Corporation Limited for the sixth session of the board of directors

**SUPPLEMENTAL NOTICE OF THE FIRST
EXTRAORDINARY GENERAL MEETING OF 2022**

5. Proposal regarding the election of Mr. Liu Tsz Bun Bennett as an independent non-executive director of China CITIC Bank Corporation Limited for the sixth session of the board of directors

By Order of the Board
China CITIC Bank Corporation Limited
Zhu Hexin
Chairman

Beijing, the PRC
5 January 2022

As at the date of this notice, the non-executive directors of the Bank are Mr. Zhu Hexin (Chairman), Mr. Cao Guoqiang, Ms. Huang Fang and Mr. Wang Yankang; the executive directors are Mr. Fang Heying (Vice Chairman, President) and Mr. Guo Danghuai; and the independent non-executive directors are Mr. He Cao, Ms. Chen Lihua and Mr. Qian Jun.

SUPPLEMENTAL NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2022

Notes:

1. CLOSURE OF REGISTER OF MEMBERS; ELIGIBILITY FOR ATTENDING THE 2022 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, 21 December 2021 to Thursday, 20 January 2022 (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, 20 January 2022 are entitled to attend and vote at the 2022 First EGM. Holders of H shares of the Bank who intend to attend the 2022 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, 20 December 2021, 4:30 p.m.

2. APPOINTMENT OF PROXY

The supplemental proxy form (the **"Supplemental Proxy Form"**) concerning the proposal set forth in this notice has been dispatched on 5 January 2022. The proxy form dispatched on 3 December 2021 (the **"First Proxy Form"**) that has been returned to the H share registrar of the Bank will remain valid and effective to the fullest extent applicable if correctly completed. The Supplemental Proxy Form will not affect the validity of any proxy form duly completed and delivered by you in respect of the resolution set out in the First EGM Notice. If you have validly appointed a proxy to attend and act for you at the 2022 First EGM but do not duly complete and deliver the Supplemental Proxy Form, your proxy will be entitled to vote at the discretion on the special resolution 1 and the special resolution 2, and the ordinary resolution 3 and the ordinary resolution 5 set out in this notice. If you do not duly complete and deliver the First Proxy Form but have duly completed and delivered the Supplemental Proxy Form and validly appointed a proxy to attend and act for you at the 2022 First EGM, your proxy will be entitled to vote at the discretion on the resolution set out in the First EGM Notice.

Any shareholder entitled to attend and vote at the 2022 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 2022 First EGM (i.e. not later than 9:30 a.m. on Wednesday, 19 January 2022). Completion and return of the proxy form shall not preclude shareholders from attending and voting in person at the 2022 First EGM.

3. REPLY SLIP

H share shareholders who intend to attend in person or by proxy the 2022 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 Friday, 31 December 2021.

SUPPLEMENTAL NOTICE OF THE FIRST EXTRAORDINARY GENERAL MEETING OF 2022

4. CONTACT INFORMATION OF THE BANK

Address: CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, the PRC
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Contact persons: Wang Yanfei, Li Yuchao
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6. OTHER BUSINESS

In accordance with the current arrangements for the prevention and control of the COVID-19 epidemic, if the shareholders need to attend the meeting on site, please pay special attention to the following matters in addition to bringing relevant certificates and relevant materials for participation:

- (1) Please contact the office of the Bank's board of directors before January 14, 2022 to truthfully report, if any, fever or respiratory symptoms, personal recent itinerary and other information.
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7. DATES AND TIMES

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

8. LATEST PRACTICABLE DATE

The latest practicable date of printing this supplemental notice for ascertaining certain information contained herein is 30 December 2021.