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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)

**NOTICE OF THE ANNUAL GENERAL MEETING OF 2021**

Notice is hereby given that the Annual General Meeting of 2021 (the “**2021 AGM**”) of the China CITIC Bank Corporation Limited (the “**Bank**”) will be held at 9:30 a.m. on Thursday, 23 June 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:

**BY ORDINARY RESOLUTIONS**  
**NON-ACCUMULATIVE VOTING RESOLUTIONS**

1. Proposal regarding the Annual Report of China CITIC Bank Corporation Limited for the year 2021
2. Proposal regarding the Financial Report of China CITIC Bank Corporation Limited for the year 2021
3. Proposal regarding the Profit Distribution Plan of China CITIC Bank Corporation Limited for the year 2021
4. Proposal regarding the Financial Budget Plan of China CITIC Bank Corporation Limited for the year 2022
5. Proposal regarding the Special Report of Related Party Transactions of China CITIC Bank Corporation Limited for the year 2021
6. Proposal regarding the Report of the Board of Directors of China CITIC Bank Corporation Limited for the year 2021

7. Proposal regarding the Report of the Board of Supervisors of China CITIC Bank Corporation Limited for the year 2021
8. Proposal regarding the Engagement of Accounting Firms and Their Fees for the year 2022
9. Proposal regarding the Mid-term Capital Management Plan of China CITIC Bank Corporation Limited for the years 2022-2024

**BY SPECIAL RESOLUTIONS**  
**NON-ACCUMULATIVE VOTING RESOLUTIONS**

10. Proposal regarding the Shareholders' Return Plan of China CITIC Bank Corporation Limited for the years 2021-2023
11. Proposal regarding the satisfaction of the conditions for the issuance of the Rights Issue of China CITIC Bank Corporation Limited
- 12.00 Proposal regarding the Rights Issue Plan of China CITIC Bank Corporation Limited
- 12.01 Type and nominal value of the Rights Shares
- 12.02 Method of issuance
- 12.03 Basis of the Rights Issue and number of the Rights Shares to be issued
- 12.04 Pricing principle and Subscription Price
- 12.05 Target subscribers for the Rights Issue
- 12.06 Arrangement for accumulated undistributed profits prior to the Rights Issue
- 12.07 Time of issuance
- 12.08 Underwriting method
- 12.09 Amount and use of proceeds
- 12.10 Effective period of the resolutions
- 12.11 Listing of Rights Shares
13. Proposal regarding the public issuance of securities by way of the Rights Issue of China CITIC Bank Corporation Limited

14. Proposal regarding the feasibility analysis report on the use of proceeds from the Rights Issue of China CITIC Bank Corporation Limited
15. Proposal regarding the Report of the Use of Proceeds from the Previous Issuance of China CITIC Bank Corporation Limited
16. Proposal regarding the risk warning of the dilution of immediate return under the Rights Issue of China CITIC Bank Corporation Limited to existing shareholders, remedial measures to be taken in this respect and the undertakings by the relevant stakeholders
17. Proposal regarding the proposed authorization to the Board of Directors and its authorised person(s) to deal with relevant matters in relation to the Rights Issue
18. Proposal regarding the change of the registered capital of China CITIC Bank Corporation Limited and the amendments to the relevant articles of the Articles of Association

In addition, subject to regulatory requirements, the shareholders at the 2021 AGM will listen to the 2021 Work Report of Independent Directors of China CITIC Bank Corporation Limited, 2021 Report of the Board of Supervisors of China CITIC Bank Corporation Limited on the Board of Directors and its Members' Annual Performance Assessment, 2021 Report of the Board of Supervisors of China CITIC Bank Corporation Limited and its Member's Annual Performance Assessment, 2021 Report of the Board of Supervisors of China CITIC Bank Corporation Limited on the Annual Performance Assessment of Senior Management and its Members, Report of Board of Supervisors of China CITIC Bank Corporation Limited on the 2021 Liquidity Risk Management Supervision of the Board of Directors and Senior Management and Report on Equity Management of Substantial Shareholders of China CITIC Bank Corporation Limited.

The circular for the 2021 AGM is expected to be dispatched to the shareholders by the Bank on or before Monday, 6 June 2022.

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

Beijing, PRC  
6 May 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), Mr. Liu Cheng and Mr. Guo Danghuai; and the independent non-executive directors are Mr. He Cao, Ms. Chen Lihua and Mr. Qian Jun.*

*Notes:*

**1. CLOSURE OF REGISTER OF MEMBERS; ELIGIBILITY FOR ATTENDING THE 2021 AGM**

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, 24 May 2022 to Thursday, 23 June 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, 23 June 2022 are entitled to attend and vote at the 2021 AGM. Holders of H shares of the Bank who intend to attend the 2021 AGM 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, 23 May 2022, 4:30 p.m.

**2. ARRANGEMENT ON FINAL DIVIDEND DISTRIBUTION**

The board of directors of the Bank has recommended the distribution of a final cash dividend for ordinary shares of RMB3.02 (pre-tax) per 10 shares to shareholders with the total share capital of A shares and H shares as the base, giving a total cash dividend of RMB14.778 billion for the year 2021. If the total share capital of the Bank changes before the equity registration date of this dividend payment, it is planned to keep the distribution ratio per share unchanged and adjust the total dividend accordingly. The proposed dividends payable shall be denominated and declared in Renminbi and paid to A shareholders in Renminbi and to H shareholders in Hong Kong dollar. The dividends to be paid in Hong Kong dollar shall have their amounts calculated in accordance with the average benchmark exchange rate of Renminbi to Hong Kong dollar as released by the People's Bank of China one week prior to the convening of the 2021 AGM (inclusive of the date of the 2021 AGM).

If the Bank's proposal for final dividend distribution is approved by the shareholders at the forthcoming 2021 AGM, the Bank will engage Bank of China (Hong Kong) Trustees Ltd. as the receiving agent in Hong Kong for payment of the H share dividend. The final dividend will be distributed by the receiving agent to the H shareholders of the Bank as shown on the Bank's register of members on Tuesday, 5 July 2022. It is expected that the Bank will pay the 2021 final dividends to its shareholders on Thursday, 28 July 2022. If there is any change to the expected dividend distribution date, the Bank will publish an announcement regarding such changes.

**3. CLOSURE OF REGISTER OF MEMBERS; ELIGIBILITY FOR 2021 FINAL DIVIDEND DISTRIBUTION**

Holders of H shares should note that the register of members of the Bank will be closed from Wednesday, 29 June 2022 to Tuesday, 5 July 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 Tuesday, 5 July 2022 are entitled to 2021 final dividend distribution. Holders of H shares of the Bank who wish to receive the final dividend (subject to approval by the shareholders at the forthcoming 2021 AGM) but have not registered their share transfer documents shall lodge their transfer documents, together with relevant share certificates, with 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 4:30 p.m. on Tuesday, 28 June 2022.

#### **4. APPOINTMENT OF PROXY**

Any shareholder entitled to attend and vote at the 2021 AGM is entitled to appoint one or more proxies to attend and vote at the meeting on behalf 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 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 AGM (i.e. not later than 9:30 a.m. on Wednesday, 22 June 2022). Completion and return of the proxy form shall not preclude shareholders from attending and voting in person at the 2021 AGM.

#### **5. REPLY SLIP**

H shareholders who intend to attend the 2021 AGM in person or by proxy 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, 2 June 2022.

#### **6. CONTACT INFORMATION OF THE BANK**

Address: CITIC Plaza, Building No. 1, 10 Guanghai Road, Chaoyang District, Beijing  
Postal Code: 100020  
Contact persons: DENG Zhihan, ZHAO Yuan  
Tel: (8610) 6663 8188  
Fax: (8610) 6555 9255

#### **7. PROCEDURE OF VOTING AT THE 2021 AGM**

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 AGM must be taken by poll.

#### **8. 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 Bank with the contact information as provided in note of this notice before 17 June 2022 to truthfully report, if any, fever or respiratory symptoms, personal recent itinerary and other information and provide documents such as COVID-19 test report, itinerary card and health card according to the development of the COVID-19 pandemic and the requirements of CITIC Plaza.

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

## **9. DATES AND TIMES**

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