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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)**

#### **NOTICE OF THE ANNUAL GENERAL MEETING OF 2022**

Notice is hereby given that the Annual General Meeting of 2022 (the “**2022 AGM**”) of the China CITIC Bank Corporation Limited (the “**Bank**”) will be held at 9:30 a.m. on Wednesday, 21 June 2023 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 2022
2. Proposal regarding the Financial Report of China CITIC Bank Corporation Limited for the year 2022
3. Proposal regarding the Profit Distribution Plan of China CITIC Bank Corporation Limited for the year 2022
4. Proposal regarding the Financial Budget Plan of China CITIC Bank Corporation Limited for the year 2023
5. Proposal regarding the Special Report of Related Party Transactions of China CITIC Bank Corporation Limited for the year 2022
- 6.00 Proposal regarding the Increase of and Additional Application for the Caps of Continuing Related Party Transactions

- 6.01 Increase of the Cap of Credit Extension Related Party Transaction with CITIC Group and its Associations in 2023
- 6.02 Application for the Cap of Deposit Business Related Party Transaction with CITIC Group and its Associations in 2023
7. Proposal regarding the Report of the Board of Directors of China CITIC Bank Corporation Limited for the year 2022
8. Proposal regarding the Report of the Board of Supervisors of China CITIC Bank Corporation Limited for the year 2022
9. Proposal regarding the Election of Ms. Song Fangxiu as an Independent Non-executive Director of China CITIC Bank Corporation Limited for the Sixth Session of the Board of Directors
10. Proposal regarding the Engagement of Accounting Firms and Their Fees for the year 2023

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

11. Proposal regarding the Report of the Use of Proceeds from the Previous Issuance of China CITIC Bank Corporation Limited
12. Proposal regarding the Extension of the Effective Period of the Resolutions in relation to the Rights Issue

In addition, subject to regulatory requirements, the shareholders at the 2022 AGM will listen to the 2022 Work Report of Independent Directors of China CITIC Bank Corporation Limited, the 2022 Report of the Board of Supervisors of China CITIC Bank Corporation Limited on the Board of Directors and its Members' Annual Performance Assessment, the 2022 Report of the Board of Supervisors of China CITIC Bank Corporation Limited and its Member's Annual Performance Assessment, the 2022 Report of the Board of Supervisors of China CITIC Bank Corporation Limited on the Annual Performance Assessment of Senior Management and its Members, the Report of Board of Supervisors of China CITIC Bank Corporation Limited on the 2022 Liquidity Risk Management Supervision of the Board of Directors and the Senior Management and the 2022 Report on Equity Management of Principal Shareholders of China CITIC Bank Corporation Limited.

The circular for the 2022 AGM is expected to be dispatched to the shareholders by the Bank on or before Thursday, 1 June 2023.

By Order of the Board  
**China CITIC Bank Corporation Limited**  
**Fang Heying**  
*Vice Chairman*

Beijing, the PRC  
5 May 2023

*As at the date of this notice, the executive directors of the Bank are Mr. Fang Heying (Vice Chairman, performing the duties of Chairman), Mr. Liu Cheng (performing the duties of President) and Mr. Guo Danghuai; the non-executive directors are Mr. Cao Guoqiang, Ms. Huang Fang and Mr. Wang Yankang; and the independent non-executive directors are Mr. He Cao, Ms. Chen Lihua, Mr. Qian Jun and Mr. Liu Tsz Bun Bennett.*

*Notes:*

**1. CLOSURE OF REGISTER OF MEMBERS; ELIGIBILITY FOR ATTENDING THE 2022 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 Monday, 22 May 2023 to Wednesday, 21 June 2023 (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 Wednesday, 21 June 2023 are entitled to attend and vote at the 2022 AGM. Holders of H shares of the Bank who intend to attend the 2022 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 Friday, 19 May 2023, 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 RMB3.29 (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 RMB16.100 billion for the year 2022. 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 2022 AGM (inclusive of the date of the 2022 AGM).

If the Bank's proposal for final dividend distribution is approved by the shareholders at the forthcoming 2022 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 Monday, 3 July

2023. It is expected that the Bank will pay the 2022 final dividends to its shareholders on Thursday, 20 July 2023. 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 2022 FINAL DIVIDEND DISTRIBUTION**

Holders of H shares should note that the register of members of the Bank will be closed from Wednesday, 28 June 2023 to Monday, 3 July 2023 (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 Monday, 3 July 2023 are entitled to 2022 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 2022 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, 27 June 2023.

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

Any shareholder entitled to attend and vote at the 2022 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 2022 AGM (i.e. not later than 9:30 a.m. on Tuesday, 20 June 2023). Completion and return of the proxy form shall not preclude shareholders from attending and voting in person at the 2022 AGM.

### **5. REPLY SLIP**

H shareholders who intend to attend the 2022 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, 1 June 2023.

### **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 2022 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 2022 AGM must be taken by poll.

**8. OTHER BUSINESS**

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