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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 2018**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of 2018 (the “**2018 AGM**”) of the China CITIC Bank Corporation Limited (the “**Bank**”) will be held at 9:30 a.m., on Friday, 24 May 2019 at Conference Room, B1 Floor, No. 9 Chaoyangmen Beidajie, Dongcheng District, Beijing, the People's Republic of China (the “**PRC**”) to consider and, if thought fit, to approve the following resolutions:

**By ordinary resolutions:**

1. Proposal regarding the Annual Report of China CITIC Bank for the year 2018
2. Proposal regarding the Financial Report of China CITIC Bank for the year 2018
3. Proposal regarding the Profit Distribution Plan of China CITIC Bank for the year 2018
4. Proposal regarding the Financial Budget Plan of China CITIC Bank for the year 2019
5. Proposal regarding the Engagement of Accounting Firms and Their Fees for the year 2019
6. Proposal regarding the Special Report of Related Party Transactions of China CITIC Bank for the year 2018
7. Proposal regarding the Report of the Board of Directors of China CITIC Bank for the year 2018
8. Proposal regarding the Report of the Board of Supervisors of China CITIC Bank for the year 2018

**By special resolution:**

9. Proposal regarding the Issuance of Undated Capital Bonds

In addition, subject to regulatory requirements, the shareholders at the 2018 AGM will listen to the 2018 Work Report of Independent Directors of China CITIC Bank, 2018 Report of the Board of Supervisors on the Board of Directors and its Members' Annual Performance Assessment, 2018 Report of the Board of Supervisors on the Annual Performance Assessment of Senior Management and its Members and 2018 Report of the Board of Supervisors on its own Annual Performance Assessment.

The circular for the 2018 AGM is expected to be dispatched to the shareholders by the Bank on or before Thursday, 2 May 2019.

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

Beijing, PRC  
9 April 2019

*As at the date of this notice, the executive directors of the Bank are Ms. Li Qingping (Chairperson) and Mr. Fang Heying (President); 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.*

*Notes:*

**1. CLOSURE OF REGISTER OF MEMBERS; ELIGIBILITY FOR ATTENDING THE 2018 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 Wednesday, 24 April 2019 to Friday, 24 May 2019 (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 Friday, 24 May 2019 are entitled to attend and vote at the 2018 AGM. Holders of H shares of the Bank who intend to attend the 2018 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 Tuesday, 23 April 2019, 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 of RMB2.30 (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 RMB11.255 billion for the year 2018. 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 a week prior to the convening of the 2018 AGM (inclusive of the date of the 2018 AGM).

If the Bank's proposal for final dividend distribution is approved by the shareholders at the forthcoming 2018 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, 4 June 2019. It is expected that the Bank will pay the 2018 final dividends to its shareholders on Monday, 22 July 2019. 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 2018 FINAL DIVIDEND DISTRIBUTION**

Holders of H shares should note that the register of members of the Bank will be closed from Thursday, 30 May 2019 to Tuesday, 4 June 2019 (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, 4 June 2019 are entitled to 2018 final dividend distribution. Holders of H shares of the Bank who wish to receive the final dividend distribution (subject to approval by the shareholders at the forthcoming 2018 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 Wednesday, 29 May 2019.

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

Any shareholder entitled to attend and vote at the 2018 AGM 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 2018 AGM (i.e. not later than 9:30 a.m. on Thursday, 23 May 2019). Completion and return of the proxy form shall not preclude shareholders from attending and voting in person at the 2018 AGM.

### **5. REPLY SLIP**

H share shareholders who intend to attend in person or by proxy the 2018 AGM 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, 3 May 2019.

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

Address: Office of the Board of Directors, CITIC Bank, No. 9 Chaoyangmen Beidajie,  
Dongcheng District, Beijing, the PRC  
Postal Code: 100010  
Contact persons: LUO Xiaobo, SHI Chuanyu  
Tel: (86 10) 8523 0010  
Fax: (86 10) 8523 0079

### **7. PROCEDURE OF VOTING AT THE 2018 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 2018 AGM must be taken by poll.

### **8. OTHER BUSINESS**

Shareholders attending the 2018 AGM in person or by proxy shall bear their own transportation and accommodation expenses. Shareholders or their proxies attending the 2018 AGM shall provide their identity documents.

### **9. DATES AND TIMES**

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