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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)

**ANNUAL REPORT OF CHINA CITIC BANK CORPORATION LIMITED FOR THE
YEAR 2025**
**FINANCIAL REPORT OF CHINA CITIC BANK CORPORATION LIMITED FOR
THE YEAR 2025**
**PROFIT DISTRIBUTION PLAN OF CHINA CITIC BANK CORPORATION LIMITED
FOR THE YEAR 2025**
AND
NOTICE OF THE SECOND EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026

The 2026 Second ESM is to be held at 9:30 a.m. on Wednesday, 13 May 2026 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, PRC. The notice of the 2026 Second ESM is enclosed in this circular and 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) on Tuesday, 21 April 2026.

Shareholders who intend to attend the meeting in person or by proxy should complete the reply slips dispatched on Wednesday, 22 April 2026 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 Tuesday, 12 May 2026.

If you intend to appoint a proxy to attend the 2026 Second ESM, please complete the attached 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 21 April 2026 and dispatched on 22 April 2026, according to the instructions printed thereon and return the same at least 24 hours before the time fixed for holding the 2026 Second ESM (i.e. not later than 9:30 a.m. on Tuesday, 12 May 2026). Completion and return of the proxy forms will not preclude you from attending in person and voting in the 2026 Second ESM if you so wish.

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

TABLE OF CONTENTS

	<i>Page</i>
DEFINITIONS	1
LETTER FROM THE BOARD	3
Introduction	3
Annual Report of China CITIC Bank Corporation Limited for the Year 2025	4
Financial Report of China CITIC Bank Corporation Limited for the Year 2025	4
Profit Distribution Plan of China CITIC Bank Corporation Limited for the Year 2025 . . .	4
2026 Second ESM	6
Procedures for Voting at the 2026 Second ESM	7
Recommendation	7
NOTICE OF THE SECOND EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026	8

DEFINITIONS

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

“2026 Second ESM”	the Second Extraordinary Shareholders’ Meeting of 2026 of the Bank to be held at 9:30 a.m. on Wednesday, 13 May 2026 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanhua Road, Chaoyang District, Beijing, PRC
“A Shareholder(s)”	holder(s) of A Shares
“A Share(s)”	ordinary share(s) of the Bank, with a nominal value of RMB1.00 each, which are listed on the SSE and traded in RMB
“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 SSE (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
“CSRC”	China Securities Regulatory Commission
“Director(s)”	director(s) of the Bank
“HKD”	Hong Kong dollars, the lawful currency of Hong Kong
“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
“H Shareholder(s)”	holder(s) of H Shares
“H Share(s)”	ordinary share(s) of the Bank, with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in HKD
“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
“RMB”	Renminbi, the lawful currency of the PRC

DEFINITIONS

“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)
“SSE”	the Shanghai Stock Exchange

LETTER FROM THE BOARD



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:

Mr. Fang Heying (*Chairman*)
Mr. Hu Gang

Non-executive Directors:

Mr. Wei Qiang
Mr. Wang Yankang
Mr. Fu Yamin

Independent Non-executive Directors:

Mr. Liu Tsz Bun Bennett
Mr. Zhou Bowen
Mr. Wang Huacheng
Ms. Song Fangxiu

Registered Office:

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

Principal Place of Business in Hong Kong:

80/F, International Commerce Centre,
1 Austin Road West, Kowloon,
Hong Kong

22 April 2026

Dear Sir or Madam,

**ANNUAL REPORT OF CHINA CITIC BANK CORPORATION LIMITED FOR THE
YEAR 2025**
**FINANCIAL REPORT OF CHINA CITIC BANK CORPORATION LIMITED FOR
THE YEAR 2025**
**PROFIT DISTRIBUTION PLAN OF CHINA CITIC BANK CORPORATION LIMITED
FOR THE YEAR 2025**
AND
NOTICE OF THE SECOND EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026

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 2026 Second ESM as described below.

LETTER FROM THE BOARD

At the 2026 Second ESM, the following ordinary resolutions will be proposed: (i) Proposal regarding the Annual Report of China CITIC Bank Corporation Limited for the Year 2025; (ii) Proposal regarding the Financial Report of China CITIC Bank Corporation Limited for the Year 2025; and (iii) Proposal regarding the Profit Distribution Plan of China CITIC Bank Corporation Limited for the Year 2025.

ANNUAL REPORT OF CHINA CITIC BANK CORPORATION LIMITED FOR THE YEAR 2025

An ordinary resolution will be proposed at the 2026 Second ESM to approve the annual report of the Bank for the year 2025. Please refer to the 2025 Annual Report of the Bank published on 21 April 2026.

FINANCIAL REPORT OF CHINA CITIC BANK CORPORATION LIMITED FOR THE YEAR 2025

An ordinary resolution will be proposed at the 2026 Second ESM to approve the financial report of the Bank for the year 2025. Please refer to the Bank's audited financial statements contained in the 2025 Annual Report published on 21 April 2026.

PROFIT DISTRIBUTION PLAN OF CHINA CITIC BANK CORPORATION LIMITED FOR THE YEAR 2025

An ordinary resolution will be proposed at the 2026 Second ESM to approve the profit distribution plan of the Bank for the year 2025. The profit distribution plan of the Bank for the year 2025 is as follows:

According to the *Company Law of the People's Republic of China*, the *Administrative Measures for the Provision of Reserves of Financial Enterprises* and the Articles of Association of the Bank, the profit distribution plan for the year 2025 is detailed as follows:

1. 10% of the net profit of the Bank in the year 2025, which is RMB6.470 billion, shall be appropriated to statutory surplus reserve.
2. General risk reserve of RMB8.005 billion shall be appropriated.
3. No discretionary reserve shall be appropriated.
4. After taking into consideration factors such as financial situation and capital position, the Bank plans to pay cash dividends to all ordinary shareholders based on the total issued Shares as registered on the Bank's register on the register date. The cash dividends for A Shareholders and H Shareholders on the register will be RMB1.93 per 10 shares (tax inclusive, the same below). Calculated according to the total A Shares and H Shares on register as at 31 December 2025, which recorded 55.645 billion shares, the final cash dividends of 2025 for ordinary Shares will be RMB10.740 billion, which, together with the interim cash dividends of RMB10.461 billion (RMB1.88 cash dividend per 10 shares) already paid, will result in a total cash dividend for the year of RMB21.201 billion (RMB3.81 cash dividend per 10 shares). This represents 31.75% of the consolidated net profit attributable to the Bank's ordinary shareholders and 30.02% of the net profit attributable to shareholders of the Bank for the year.

LETTER FROM THE BOARD

The cash dividends shall be denominated and declared in RMB, and shall be paid to A Shareholders in RMB and to H Shareholders in RMB or its equivalent in HKD. The actual dividends amount to be paid in HKD will be calculated based on the average benchmark exchange rate for RMB to HKD announced by the People's Bank of China one week before the date of the shareholders' meeting (the date of the shareholders' meeting inclusive). The Bank will not implement any plan for increasing its share capital converted from the capital reserve this year. After the profit distribution, retained undistributed profit of the Bank shall be carried forward to the next financial year and mainly to be used to replenish the Bank's capital so as to maintain reasonable capital adequacy ratio. The Bank recorded a 9.39% return on weighted average equity attributable to its ordinary shareholders in 2025 and it is expected to maintain a certain level of return and contribution in 2026. The profit distribution plan complies with the profit distribution policy specified in the Articles of Association of the Bank and the *Shareholder Return Plan of China CITIC Bank Corporation Limited for the Years 2024-2026*.

This proposal, after being considered and approved by the Board meeting convened on 20 March 2026, is now submitted to the shareholders' meeting for consideration and authorization for the Board, which in turn authorizes the executive Directors and agrees the executive Directors to authorize their authorized representatives to deal with all matters in connection with the payment of dividends of ordinary Shares for the year 2025.

For overseas residents that are individual shareholders of listed companies, the *Notice of the State Administration of Taxation on Issues Concerning Individual Income Tax Collection and Management after the Repeal of SAT Document [1993] No. 045* (SAT Letter [2011] No. 348) provides that, dividends received by such overseas residents for their holding of shares issued by domestic nonforeign-invested enterprises in Hong Kong shall be subject to the payment of individual income tax under the "interest, dividend and bonus income" item, and that such individual income tax shall be withheld and paid by the withholding agents according to relevant laws at a tax rate of 10%. Where overseas residents that are individual holders of shares issued by domestic non-foreign invested enterprises in Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax treaties signed between their countries of residence and China or the tax arrangements made between the Chinese mainland and the Hong Kong (Macau) SAR, and the tax rate for dividends under the relevant tax treaties and tax arrangements is 10% in general. For the purpose of simplifying tax administration, domestic non-foreign-invested enterprises issuing shares in Hong Kong may, upon payment of dividends, generally withhold individual income tax at the rate of 10%, without the need to file an application. If the tax rate for dividends is not equal to 10%, the following provisions shall apply: (1) for residents of countries that have signed lower than 10% tax rate treaties, the withholding agents may file on their behalf applications for the relevant agreed preferential tax treatments, under which circumstances the over-withheld tax amounts will be refunded upon approval by the competent tax authorities; (2) for residents of countries that have signed higher than 10% but lower than 20% tax rate treaties, the withholding agents shall withhold individual income tax at the agreed tax rate effective at the time of dividend payment, without the need to file an application; and (3) for residents of countries without tax treaties or under other situations, the withholding agents shall withhold individual income tax at 20% upon payment of dividends.

For non-resident enterprises that are shareholders of listed companies, the *Notice of the State Administration of Taxation on the Issues Concerning Withholding Enterprise Income Tax on Dividends Paid by Chinese Resident Enterprises to H Shareholders that are Nonresident Overseas Enterprises* (SAT Letter [2008] No.

LETTER FROM THE BOARD

897) provides that, a PRC resident enterprise, when paying dividends for 2008 and subsequent years to H shareholders that are non-resident overseas enterprises, shall withhold and pay the enterprise income tax at a uniform rate of 10%.

Tax matters in relation to the Shanghai-Hong Kong Stock Connect shall be handled according to the provisions of the *Notice on Relevant Taxation Policies in Connection with the Pilot Shanghai-Hong Kong Stock Connect Mechanism* (Finance and Taxation [2014] No. 81) issued by the Ministry of Finance, the State Administration of Taxation and the CSRC.

2026 SECOND ESM

The notice of the 2026 Second ESM to be held on Wednesday, 13 May 2026 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghai Road, Chaoyang District, Beijing, PRC is set out on pages 8 to 10 of 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 2026 Second ESM, the Bank's register of H Shareholders will be closed from Friday, 8 May 2026 to Wednesday, 13 May 2026 (both days inclusive). H Shareholders whose names appear on the Bank's register of members on Wednesday, 13 May 2026 are entitled to attend the 2026 Second ESM. H Shareholders of the Bank who intend to attend and vote at the 2026 Second ESM 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 Thursday, 7 May 2026.

LETTER FROM THE BOARD

Shareholders who intend to attend the meetings in person or by proxy should complete and return the attached reply slips 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 Tuesday, 12 May 2026.

The proxy form for the 2026 Second ESM 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). If you intend to appoint a proxy to attend the 2026 Second ESM, 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 2026 Second ESM (i.e. not later than 9:30 a.m. on Tuesday, 12 May 2026) or any of its adjourned meetings (as the case may be). Completion and return of the proxy form shall not preclude you from attending and voting in person at the 2026 Second ESM if you so wish.

PROCEDURES FOR VOTING AT THE 2026 SECOND ESM

According to Rule 13.39(4) of the Hong Kong Listing Rules, the vote of Shareholders at the 2026 Second ESM will be taken by poll.

RECOMMENDATION

The Directors believe that the proposals 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 2026 Second ESM as set out in the notice of the 2026 Second ESM.

By Order of the Board
China CITIC Bank Corporation Limited
FANG Heying
Chairman

NOTICE OF THE SECOND EXTRAORDINARY SHAREHOLDERS' MEETING OF
2026



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 SECOND EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026

Notice is hereby given that the Second Extraordinary Shareholders' Meeting of 2026 (the "2026 Second ESM") of China CITIC Bank Corporation Limited (the "Bank") will be held at 9:30 a.m. on Wednesday, 13 May 2026 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanhua 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 PROPOSAL

1. Proposal regarding the Annual Report of China CITIC Bank Corporation Limited for the Year 2025
2. Proposal regarding the Financial Report of China CITIC Bank Corporation Limited for the Year 2025
3. Proposal regarding the Profit Distribution Plan of China CITIC Bank Corporation Limited for the Year 2025

By Order of the Board of Directors
China CITIC Bank Corporation Limited
FANG Heying
Chairman

Beijing, the PRC
22 April 2026

As at the date of this notice, the executive directors of the Bank are Mr. Fang Heying (Chairman) and Mr. Hu Gang; the non-executive directors are Mr. Wei Qiang, Mr. Wang Yankang and Mr. Fu Yamin; and the independent non-executive directors are Mr. Liu Tsz Bun Bennett, Mr. Zhou Bowen, Mr. Wang Huacheng and Ms. Song Fangxiu.

NOTICE OF THE SECOND EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026

Notes:

1. CLOSURE OF REGISTER OF MEMBERS; ELIGIBILITY FOR ATTENDING THE 2026 SECOND ESM

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 Friday, 8 May 2026 to Wednesday, 13 May 2026 (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, 13 May 2026 are entitled to attend and vote at the 2026 Second ESM. Holders of H shares of the Bank who intend to attend the 2026 Second ESM 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 4:30 p.m. on Thursday, 7 May 2026.

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 RMB1.93 (pre-tax) per 10 shares to shareholders with the total share capital of A shares and H shares as the base, giving a total final cash dividend of RMB10.740 billion for the year 2025. If the total share capital of the Bank changes before the equity registration date of this dividend payment, it is planned to keep the total dividend unchanged and adjust the distribution ratio per share accordingly. These dividends shall be denominated and declared in RMB, and shall be paid to A Shareholders in RMB and to H Shareholders in RMB or its equivalent in HKD. The actual dividends amount to be paid in HKD will be calculated based on the average benchmark exchange rate for RMB to HKD announced by the People's Bank of China one week before the date of the 2026 Second ESM (the date of the 2026 Second ESM inclusive).

If the Bank's proposal for final dividend distribution is approved by the shareholders at the forthcoming 2026 Second ESM, the final dividend for the year of 2025 will be distributed by the receiving agent in Hong Kong for payment of the H share dividend designated by the Bank to the H shareholders of the Bank as shown on the Bank's register of members on Tuesday, 26 May 2026. It is expected that the Bank will pay the 2025 final dividends to its shareholders on Monday, 6 July 2026. 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 2025 FINAL DIVIDEND DISTRIBUTION

Holders of H shares should note that the register of members of the Bank will be closed from Wednesday, 20 May 2026 to Tuesday, 26 May 2026 (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, 26 May 2026 are entitled to 2025 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 2026 Second ESM) 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, 19 May 2026.

4. APPOINTMENT OF PROXY

Any shareholder entitled to attend and vote at the 2026 Second ESM 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.

NOTICE OF THE SECOND EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026

In order to be valid, holders of H shares shall lodge the proxy form, together with the power of attorney or other authorization document (if any), by hand or post, with 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 fixed for holding the 2026 Second ESM or its adjourned meetings (as the case may be) (i.e. not later than 9:30 a.m. on Tuesday, 12 May 2026). Completion and return of the proxy form shall not preclude shareholders from attending and voting in person at the 2026 Second ESM.

5. REPLY SLIP

Holders of H shares who intend to attend in person or by proxy at the 2026 Second ESM 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 Tuesday, 12 May 2026.

6. CONTACT INFORMATION OF THE BANK

Address: CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, the PRC
Postal Code: 100020
Contact persons: Deng Zhihan, Zhao Yuan
Tel: (8610) 6663 8188
Fax: (8610) 6555 9255

7. PROCEDURE OF VOTING AT THE 2026 SECOND ESM

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 2026 Second ESM must be taken by poll.

8. OTHER BUSINESS

Shareholders attending the 2026 Second ESM in person or by proxy shall bear their own transportation and accommodation expenses. Shareholders or their proxies attending the 2026 Second ESM shall provide their identity documents.

9. DATES AND TIME

References to dates and time on this notice are to Hong Kong dates and time.