

Key Points of Measures of China CITIC Bank for Handling of Employee Misconducts

Article 1 In order to enhance the internal management, strictly implement various rules and regulations, enforce disciplinary measures for violations, maintain the order of business management and the reputation of China CITIC Bank, prevent risks, and safeguard the lawful and compliant operation and asset security of China CITIC Bank Corporation Limited (hereinafter referred to as the "Bank"), these Measures are hereby formulated in accordance with relevant laws and regulations of the state and regulatory authorities, as well as the relevant rules and regulations stipulated by CITIC Group Corporation, CITIC Limited and the Bank.

Article 4 The term "Employee" as mentioned herein, refers to any individuals who have concluded the labor contract with the Bank in accordance with the "Labor Contract Law of the People's Republic of China", any

individuals of controlled (participated) companies under the Bank's management authority, and other persons hired by the Bank or under the agreement concluded with labor dispatch agencies to engage in auxiliary financial services at the Bank.

Article 6 The handling of responsible persons for violations as stipulated herein shall adhere to the following principles:

(I) the Party supervising the performance of officials and collective decision-making. The Bank shall adhere to the Party leadership in handling the responsible persons for violations, strictly following the procedures for the approval within its personnel management authority. Upholding the decision-making based on the collective discussion, the Bank shall not allow any individual or a small number of people to make decisions on and approve the disciplinary measures without permission. Correct centralism must be implemented to ensure the effective performance of decisions, approvals and other resolutions.

(II) equality and accountability for violations. For any violation committed by any employee of the Bank, these

Measures must be rigorously and fairly enforced, and no employee is allowed to be exempt from the constraints of rules and regulations. The Bank implements a system of lifelong accountability for major violations in the management of non-performing assets and other significant irregularities.

(III) seeking truth from facts and appropriate punishment. In handling the responsible persons for violations, the Bank shall, based on the laws, administrative regulations, rules and normative documents, as well as the Bank's rules and regulations, accurately recognize the nature of the violations, impose the penalties commensurate with the severity of the violations, and ensure that the punishment is proportional to the circumstances of the violations. Where any relevant provisions on immunity is applicable due to due diligence, the responsible person may be exempt from disciplinary action.

(IV) combining punishment with education and balancing leniency and severity. In handling the responsible persons for violations, the Bank shall place the emphasis on correcting mistakes while making suggestions

simultaneously, insist on a combination of punishment and education, strengthen the summary of cases and cautionary education, and continuously improve the rules and regulations, so as to promptly address the operational and management vulnerabilities and establish a long-term accountability mechanism.

(V) hierarchical organization and handling by classification The Bank shall, in accordance with its authority on personnel management, organize accountability work separately at the Head Office and branches (subsidiaries). For any violations by any personnel at the secondary branches, the Disciplinary Inspection Department of the primary branches shall submit the handling suggestions, and such matters as the issuance and implementation of handling decisions may be delegated to the secondary branches. After application made by the primary branches, some secondary branches may handle the responsible persons upon the approval by the Disciplinary Inspection Department of Head Office. Where necessary, the Head Office may directly handle the personnel with authority over personnel management at branches (subsidiaries). The

responsible persons for violations should be classified and handled based on the level of the violation, in accordance with the basic rules of accountability management, the measures for responsibility identification of problems found in the internal and external inspections, and other relevant provisions of the Bank.

Article 38 Any employee, who is subject to criminal penalty, shall be imposed on disciplinary actions in accordance with these Measures based on the effective judgments, rulings and decisions made by judicial authorities, as well as the facts and circumstances determined therein. Where any of the following circumstances occurs, the employee shall be dismissed:

(I) He/She is sentenced to control, detention or fix-term imprisonment or a heavier penalty (including suspended sentences) for intentional crimes;

(II) He/She is sentenced to fix-term imprisonment for negligent crimes with a term exceeding three years;

(III) He/She is solely or concurrently sentenced to deprivation of political rights for committing a crime.

Generally, dismissal shall be imposed on any employee

who is sentenced to control, detention, or imprisonment for a term of three years or less for negligent crimes. In cases where it is more appropriate to impose removal from office in special circumstances, dismissal may not be imposed, but such decision shall be submitted to the Discipline Inspection Department of the Head Office for approval.

Removal from office shall be imposed on any employee who is solely fined for committing a crime or who is not prosecuted or exempted from criminal penalty by the People's Procuratorate or People's Court in accordance with the law due to minor criminal circumstances. However, dismissal shall be imposed on those who have caused adverse effects.

Article 40 Any employee whose misconduct is suspected to constitute a criminal offense shall be referred to the disciplinary inspection and supervision authorities or judicial authorities in accordance with the law. If the relevant facts have been clarified by the Bank before the reference, dismissal may be imposed in accordance with these Measures.

Any employee, who is suspected of non-duty related crimes, shall be transferred to public security and other

judicial authorities for criminal liability according to law. Any employee, who is suspected of duty-related crimes, shall be transferred to the discipline inspection and supervision organs for criminal liability according to law upon approval by the Discipline Inspection and Supervision Group of CITIC Group Corporation for the Central Commission for Discipline Inspection of the CPC and the National Supervisory Commission after report by the Discipline Inspection Commission of the Head Office. In general, any employee, who is suspected of duty-related crimes, shall be subject to appropriate actions based on the facts of disciplinary violations and illegal acts transferred by the discipline inspection and supervision organs after the disciplinary review and supervisory investigation are concluded.

Article 82 In case of any of the following acts, a warning, demerit, or serious demerit shall be given to the responsible persons for relatively minor cases; demotion or removal from office shall be imposed on the responsible persons for more serious cases; dismissal shall be imposed on the responsible persons for severe cases:

(I) Graft or bribery;

(II) Exploiting his/her position, authority or influence in work to seek personal gains for himself/herself or others;

(III) Conniving at or acquiescing in exploiting his/her position, authority or influence in work by individuals with special connections to seek personal gains.

If the responsible person refuses to rectify the illegal appointment, concurrent employment, or engagement in business activities of the individuals with special connections as required, and does not accept the job adjustments, he/she shall be removed from office.