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中國光大銀行股份有限公司

China Everbright Bank Company Limited

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 6818)

Announcement on the Resolutions Passed at the 22nd Meeting of the Sixth Session of the Board of Directors

The 22nd meeting of the sixth session of the board of directors (the “**Board**”) of China Everbright Bank Company Limited (the “**Bank**”), the written notice of which was issued on 13 June 2014, was held by way of on-site meeting at the head office of the Bank on 27 June 2014. 14 out of 15 eligible directors attended the meeting in person. Mr. Wu Qing, a director, did not attend the meeting due to other business engagements and authorized Mr. Zhao Huan, a director, in writing to attend the meeting and exercise the voting right on his behalf. The convening of the meeting was in compliance with relevant requirements of laws, regulations, rules and the articles of association of China Everbright Bank Company Limited (the “**Articles of Association**”). 8 Supervisors were present at the meeting.

The meeting, chaired by Mr. Tang Shuangning, Chairman of the Board, considered and approved the following resolutions:

I. The Resolution on the Report on Capital Management and Planning of China Everbright Bank Company Limited

The Bank agreed to comprehensively review and revise the relevant capital planning in accordance with the development and changes of the current internal and external operating situations.

Voting results: valid votes: 15 votes; voting in favor: 15 votes; voting against: 0 vote; abstained from voting: 0 vote.

II. The Resolution on the Appointment of Mr. Yao Zhongyou as the Vice President of the Bank

The Bank agreed to appoint Mr. Yao Zhongyou as the Vice President of the Bank. The appointment qualification of Mr. Yao Zhongyou is subject to the approval of the China Banking Regulatory Commission (the “**CBRC**”). Please see Appendix I for the curriculum vitae of Mr. Yao Zhongyou.

Voting results: valid votes: 15 votes; voting in favor: 15 votes; voting against: 0 vote; abstained from voting: 0 vote.

Independent Directors approved the resolution based on their objective and independent judgment in accordance with the relevant provisions of the Company Law and the Articles of Association.

III. The Resolution on the Appointment of Mr. Cai Yunge as the Secretary to the Board of the Bank

Mr. Lu Hong has resigned as the secretary to the Board due to other business engagements. The Bank approved the appointment of Mr. Cai Yunge as the secretary to the Board. As the qualification of Mr. Cai Yunge is pending the approval by the CBRC, Mr. Lu Hong will continue to perform the duties of the secretary to the Board until the approval is obtained. As at the date of this meeting of the Board, Mr. Cai Yunge has not obtained the qualification certificate for secretary to the board of directors from the Shanghai Stock Exchange and has undertaken to attend the relevant training program and obtain the certificate as soon as possible.

Please see Appendix II for the curriculum vitae of Mr. Cai Yunge.

Voting results: valid votes: 15 votes; voting in favor: 15 votes; voting against: 0 vote; abstained from voting: 0 vote.

Independent directors approved the resolution based on their objective and independent judgment in accordance with the relevant provisions of the Company Law and the Articles of Association.

IV. The Resolution on the Appointment of Mr. Cai Yunge as the Company Secretary and Authorised Representative of the Bank

Mr. Lu Hong has resigned as the company secretary and authorised representative of the Bank due to other business engagements. The Bank approved the appointment of Mr. Cai Yunge as the company secretary and authorised representative of the Bank. Mr. Cai Yunge will start to perform the duties of the company secretary and authorised representative on the date when his appointment qualification as the secretary to the Board is approved by the CBRC, prior to which, Mr. Lu Hong will continue to serve as the company secretary and authorised representative of the Bank. The Bank has obtained the approval and waiver from The Stock Exchange of Hong Kong Limited in respect of the qualification of Mr. Cai Yunge as its company secretary.

Voting results: valid votes: 15 votes; voting in favor: 15 votes; voting against: 0 vote; abstained from voting: 0 vote.

The Board would like to express its sincere gratitude to Mr. Lu Hong for his contribution to our Bank during his term of office as the secretary to the Board, company secretary and authorised representative of the Bank.

V. The Resolution on the Amendments to the Rules of Procedures of the General Meeting of China Everbright Bank Company Limited

The Bank agreed to amend its Rules of Procedures of the General Meeting of the Bank in accordance with the Articles of Association (2014 Revised Version) and its actual condition.

Voting results: valid votes: 15 votes; voting in favor: 15 votes; voting against: 0 vote; abstained from voting: 0 vote.

The resolution is subject to the approval of the shareholders at the general meeting of the Bank.

VI. The Resolution on the Amendments to the Rules of Procedures of the Board of Directors of China Everbright Bank Company Limited

The Bank agreed to amend its Rules of Procedures of the Board in accordance with the Articles of Association (2014 Revised Version) and its actual condition.

Voting results: valid votes: 15 votes; voting in favor: 15 votes; voting against: 0 vote; abstained from voting: 0 vote.

The resolution is subject to the approval of the shareholders at the general meeting of the Bank.

On behalf of the Board
China Everbright Bank Company Limited
TANG Shuangning
Chairman

Beijing, the PRC
27 June 2014

As at the date of this announcement, the Executive Directors of the Company are Mr. Zhao Huan and Mr. Wu Qing; the Non-executive Directors are Mr. Tang Shuangning, Mr. Luo Zhefu, Mr. Wu Jian, Ms. Narentuya, Mr. Wu Gang, Ms. Wang Shumin, Mr. Wang Zhongxin and Mr. Wu Gaolian; and the Independent Non-executive Directors are Mr. Zhou Daojiong⁽¹⁾, Mr. Zhang Xinze, Mr. Qiao Zhimin, Mr. Xie Rong and Ms. Fok Oi Ling Catherine.

⁽¹⁾ *Since the resignation of Mr. ZHOU Daojiong would result in the number of independent non-executive directors on the Board falling below the quorum provided by law, Mr. ZHOU Daojiong will continue to perform his duties as the independent non-executive director, the chairman of the Nomination Committee, a member of the Strategy Committee and a member of the Remuneration Committee of the sixth session of the Board until the appointment qualification of Mr. QIU Dong is approved by the CBRC.*

Curriculum Vitae of Mr. Yao Zhongyou

Yao Zhongyou (“Mr. Yao”), male, born in May 1963 in Luannan County, Heibei Province, is a member of Communist Party of People’s Republic of China (the “PRC”) and a senior economist with a master degree. Mr. Yao currently serves as a member of the Communist Party of China (the “CPC”) Committee of China Everbright Bank Company Limited.

Biography:

1980.09–1984.07	Graduated with a Bachelor degree in infrastructure finance and credit from Liaoning Institute of Finance and Economics
1984.07–1993.02	Cadre of Hebei Branch of China Construction Bank
1993.02–1994.05	Acting Deputy Manager of the International Banking Department of Hebei Branch of China Construction Bank
1994.05–1996.05	Deputy Manager of the International Banking Department of Hebei Branch of China Construction Bank
1996.05–1997.08	Acting President of and Deputy Secretary to the Party Panel of Chengde Branch of China Construction Bank
1997.08–1998.10	President of and Secretary to the Party Panel of Chengde Branch of China Construction Bank
1998.10–1999.09	President of and Secretary to the CPC Committee of Chengde Branch of China Construction Bank
1999.09–2001.12	Chief of the CPC Committee Office and Director of the Office of Hebei Branch of China Construction Bank
(from 1998.09–2000.09, Mr. Yao has obtained a master degree in finance from Wuhan University)	
2001.12–2009.11	Vice Chairman and member of the CPC Committee of Hebei Branch of China Construction Bank
2009.11–2010.04	Deputy General Manager of the Equity Management Department of China Everbright (Group) Corporation and Supervisor of Everbright Securities Co., Ltd.

2010.04–2010.06	Deputy General Manager of the Equity Management Department of China Everbright (Group) Corporation, Executive Director of Everbright Financial Holding Asset Management Co., Ltd. and Supervisor of Everbright Securities Co., Ltd.
2010.06–2010.07	Deputy General Manager of the Equity Management Department of China Everbright (Group) Corporation, member of the CPC Committee, Executive Director of Everbright Financial Holding Asset Management Co., Ltd. and Supervisor of Everbright Securities Co., Ltd.
2010.07–2011.07	Member of the CPC Committee, Vice President and Executive Director of Everbright Financial Holding Asset Management Co., Ltd. and Supervisor of Everbright Securities Co., Ltd.
2011.07–2011.08	General Manager of the Financial Management Department of China Everbright (Group) Corporation, Executive Director of Everbright Financial Holding Asset Management Co., Ltd. and Supervisor of Everbright Securities Co., Ltd.
2011.08–2011.09	General Manager of the Financial Management Department of China Everbright (Group) Corporation, member of the Secrecy Committee of the Group, Executive Director of Everbright Financial Holding Asset Management Co., Ltd. and Supervisor of Everbright Securities Co., Ltd.
2011.09–2014.05	General Manager of the Financial Management Department of China Everbright (Group) Corporation, member of the Secrecy Committee of the Group, member of the Disciplinary Committee of the Head Office the Group, Executive Director of Everbright Financial Holding Asset Management Co., Ltd. and Supervisor of Everbright Securities Co.. Ltd.
2014.05–now	Member of the Secrecy Committee of China Everbright (Group) Corporation, member of the Disciplinary Committee of the Head Office of the Group, Chairman of the Budget Review Committee of the Labour Union of the Group, Executive Director of Everbright Financial Holding Asset Management Co., Ltd. and Supervisor of Everbright Securities Co., Ltd.
2014.05–now	Member of the CPC Committee of China Everbright Bank Company Limited

Curriculum Vitae of Mr Cai Yunge

Cai Yunge (“Mr. Cai”), male, born in December 1971 in Hebei Province, Han nationality, is a member of Communism Party of People’s Republic of China (the “PRC”) and an economist with PH.D. Mr. Cai currently serves as a member of the Communist Party of China (the “CPC”) Committee of China Everbright Bank Company Limited (Vice Presidency level).

Biography:

1989.09–1993.07 Graduated with Bachelor degree in industrial economics from School of Economics, Hebei University of China

1993.09–1996.07 Graduated with Master degree in international economics majoring in international finance study from Sichuan University

1996.08–1997.09 Staff member of Funds Planning Department of People’s Bank of China (the “PBOC”)

(from 1996.09–1997.08, Mr. Cai was seconded to Deyang Branch of PBOC)

1997.09–1998.08 Senior staff member of Credit Supervisory Division under Credits Management Department of PBOC

1998.08–2000.09 Senior staff member of the 4th Supervisory Division of the 2nd Bank Supervisory Department of PBOC

2000.09–2001.08 Principle staff member of the 4th Supervisory Division of the 2nd Bank Supervisory Department of PBOC

(from 2000.03–2001.02, Mr. Cai was seconded to the London Headquarter of HSBC Group)

2001.08–2003.09 Principle staff member of the 6th Supervisory Division of the 2nd Bank Supervisory Department of PBOC

(from 2002.09–2008.06, Mr. Cai obtained his PH.D in finance from Financial Research Institute of PBOC)

2003.09–2004.04 Principle staff member of the 6th Supervisory Division of the 2nd Supervisory Department of the China Banking Regulatory Commission (the “CBRC”)

2004.04–2006.04 Deputy division chief of the 7th Supervisory Division of the 2nd Supervisory Department of CBRC

(from 2004.09–2005.09, Mr. Cai obtained his MBA degree from Business School of the University of Warwick in Britain)

2006.04–2007.08	Deputy Division Chief of the Urban Credit Cooperation Supervising and Guiding Division of the 2nd Supervisory Department of CBRC
2007.08–2008.11	Division Chief of the Complaint and Appeal Division of the General Office (Party’s Commission Office) of CBRC
2008.11–2013.04	Member of the CPC Committee and deputy chief of the Development and Reform Commission of Guangdong Province, member of the Financial Reform and Development Leading Group of Guangdong Province
2013.04–now	General Manager of the General Office and Chief of the CPC Committee Office of China Everbright Bank Company Limited
2014.05–now	Member of the CPC Committee of China Everbright Bank Company Limited (Deputy Presidency Level)