

**IN THE HIGH COURT OF
THE HONG KONG SPECIAL ADMINISTRATIVE REGION
COURT OF FIRST INSTANCE
MISCELLANEOUS PROCEEDINGS NO. 1686 OF 2008**

**In the Matter
of
CITIC INTERNATIONAL FINANCIAL HOLDINGS LIMITED
中信國際金融控股有限公司
and
In the Matter of
the COMPANIES ORDINANCE,
Chapter 32 of the Laws of the Hong Kong Special Administrative Region**

NOTICE OF COURT MEETING

NOTICE IS HEREBY GIVEN that, by an Order dated 9 September 2008 made in the above matters, the Court has directed a Meeting to be convened of the holders of the ordinary shares of HK\$1.00 each in the capital of CITIC INTERNATIONAL FINANCIAL HOLDINGS LIMITED 中信國際金融控股有限公司 (the “Company”) other than those of such shares beneficially owned by Gloryshare Investments Limited or Banco Bilbao Vizcaya Argentaria, S.A. for the purpose of considering and, if thought fit, approving (with or without modification) a Scheme of Arrangement proposed to be made between the Company and the aforementioned holders of its ordinary shares of HK\$1.00 each and that the Meeting will be held at K-2 Suite, Pacific Place Conference Centre 5/F, One Pacific Place, 88 Queensway, Hong Kong on Thursday, 16 October 2008, at 10:00 a.m. at which place and time all such holders of the ordinary shares of HK\$1.00 each in the capital of the Company are requested to attend.

A copy of the Scheme of Arrangement and a copy of the Explanatory Statement required to be furnished pursuant to Section 166A of the abovementioned Ordinance are incorporated in the composite document of which this Notice forms part.

The abovementioned holders of the ordinary shares of HK\$1.00 each in the capital of the Company may vote in person at the Meeting or they may appoint not more than two persons, whether a member of the Company or not, as their proxy or proxies to attend and vote in their stead. A pink form of proxy for use at the Meeting is enclosed herewith.

It is requested that forms appointing proxies, together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of such power of attorney or other authority, be lodged at the share registrar of the Company, Computershare Hong Kong Investor Services Limited, at Rooms 1806 – 1807, 18/F, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong not less than 48 hours before the time appointed for the Meeting, but if forms are not so lodged they may be handed to the Chairman of the Meeting at the Meeting.

In the case of joint holders of a share, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the vote(s) of the other joint holder(s) and, for this purpose, seniority will be determined by the order in which the names stand on the Register of Members of the Company in respect of the relevant joint holding.

For the purpose of determining the entitlement to attend and vote at the Meeting, all properly executed instruments of transfer, together with the relevant share certificates, must be lodged by the transferee with the share registrar of the Company not later than 4:00 p.m. on Tuesday, 14 October 2008.

By the same Order, the Court has appointed Tsang Yiu Keung Paul, or failing him, Lo Wing Yat Kelvin or, failing him, Roger Clark Spyer to act as the Chairman of the Meeting and has directed the Chairman to report the result thereof to the Court.

The Scheme of Arrangement will be subject to the subsequent approval of the Court.

Dated 16 September 2008

Jones Day
29th Floor Edinburgh Tower
The Landmark
15 Queen’s Road Central
Hong Kong
Solicitors for
CITIC International Financial Holdings Limited

As at the date of this announcement, the Chairman of the Company is Mr. Kong Dan; the Vice Chairman of the Company is Mr. Chang Zhenming; the executive directors of the Company are Mr. Dou Jianzhong, Mrs. Chan Hui Dor Lam Doreen, Mr. Lo Wing Yat Kelvin, Mr. Roger Clark Spyer and Mr. Zhao Shengbiao; the non-executive directors of the Company are Mr. Jose Barreiro, Mr. Chen Xiaoxian, Mr. Fan Yifei, Mr. Feng Xiaozeng, Mr. Manuel Galatas, Mr. Ju Weimin, Mr. Liu Jifu and Mr. Wang Dongming; and the independent non-executive directors of the Company are Mr. Rafael Gil-Tienda, Mr. Lam Kwong Siu and Mr. Tsang Yiu Keung Paul.