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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)

NOTICE OF THE 2018 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting for 2018 (“AGM”) of China Everbright Bank Company Limited (the “Company”) will be held at the conference room of 3rd Floor, Tower A, China Everbright Center, No. 25 Taipingqiao Avenue, Xicheng District, Beijing, the PRC on Thursday, 30 May 2019 at 9:30 a.m. to consider and, if thought fit, to pass the following resolutions:

ORDINARY RESOLUTIONS

1. The 2018 work report of the Board of Directors of China Everbright Bank Company Limited;
2. The 2018 work report of the Board of Supervisors of China Everbright Bank Company Limited;
3. The budget plan of fixed asset investment of China Everbright Bank Company Limited for the year 2019;
4. Audited accounts report of China Everbright Bank Company Limited for the year 2018;
5. Profit distribution plan of China Everbright Bank Company Limited for the year 2018;
6. The proposal in relation to the remuneration of the Directors of China Everbright Bank Company Limited for the year 2018;
7. The proposal in relation to the remuneration of the Supervisors of China Everbright Bank Company Limited for the year 2018;
8. The proposal in relation to the election of Mr. Hong Yongmiao as the independent non-executive Director of the seventh session of the Board of Directors of China Everbright Bank Company Limited;

9. The proposal in relation to the election of Mr. Shao Ruiqing as the independent non-executive Director of the seventh session of the Board of Directors of China Everbright Bank Company Limited;
10. The proposal in relation to the report of use of proceeds from previous offering of China Everbright Bank Company Limited; and
11. The proposal in relation to the amendments to the plan of authorisation by shareholders' general meeting to the Board of Directors of China Everbright Bank Company Limited.

SPECIAL RESOLUTION

1. The proposal in relation to the issuance of non-fixed term capital bonds by China Everbright Bank Company Limited.

On behalf of the Board
China Everbright Bank Company Limited
LI Xiaopeng
Chairman

Beijing, the PRC
12 April 2019

As at the date of this notice, the Executive Director of the Company is Mr. Ge Haijiao; the Non-executive Directors are Mr. Li Xiaopeng, Mr. Cai Yunge, Mr. Fu Dong, Mr. Shi Yongyan, Mr. Wang Xiaolin, Mr. He Haibin and Mr. Zhao Wei; and the Independent Non-executive Directors are Mr. Qiao Zhimin, Mr. Xie Rong, Ms. Fok Oi Ling Catherine, Mr. Xu Hongcai, Mr. Feng Lun and Mr. Wang Ligu.

Notes:

- (1) For further details on each of the proposed resolutions, please refer to the circular of the Company dispatched to shareholders on Friday, 12 April 2019.
- (2) **Closure of register of members and eligibility for attending the AGM**

Holders of H Shares of the Company (“**H Shares**”) are advised that the register of members will be closed from Tuesday, 30 April 2019 to Thursday, 30 May 2019 (both days inclusive). Holders of H Shares whose names appear on the register of members of the Company maintained in Hong Kong on Thursday, 30 May 2019 are entitled to attend the AGM.

Holders of H Shares who wish to attend the AGM but have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Monday, 29 April 2019.

(3) Proposed distribution of dividend and closure of register of members

The Board of Directors of the Company has recommended a dividend of RMB1.61 (before tax) for every 10 shares for the year ended 31 December 2018 and, if such dividend is declared by the shareholders passing the item 5 of the ordinary resolutions, it will be distributed to those shareholders whose names appear on the register of members of the Company on Monday, 10 June 2019. The register of members of H Shares will be closed from Wednesday, 5 June 2019 to Monday, 10 June 2019 (both days inclusive). In order to be entitled to the dividend, holders of H Shares who have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on Tuesday, 4 June 2019.

(4) Proxy

Shareholders entitled to attend and vote at the AGM may appoint one or more proxies to attend and vote in their stead. A proxy need not be a shareholder of the Company.

The instrument appointing a proxy must be in writing under the hand of a shareholder or his attorney duly authorised in writing. If the shareholder is a corporate body, the proxy form must be either executed under its common seal or under the hand of its director(s) or duly authorised attorney(s). If the proxy form is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other authorisation documents must be notarised.

To be valid, the proxy form together with the power of attorney or other authorisation document (if any) must be lodged at the H Share Registrar of the Company by hand or by post not less than 24 hours before the time fixed (i.e. not later than 9:30 a.m. on Wednesday, 29 May 2019) for holding the AGM or any adjournment thereof (as the case may be) by holders of H Shares. The H Share Registrar of the Company is Computershare Hong Kong Investor Services Limited, whose address is at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong. Completion and return of the proxy form will not preclude a shareholder from attending and voting in person at the AGM if he so wishes, but in such event the instrument appointing a proxy shall be deemed to be revoked.

(5) Reply Slip

Shareholders who intend to attend the AGM in person or by proxy should return the reply slip by hand or by post to the Company's Board of Directors' Office or Computershare Hong Kong Investor Services Limited on or before Friday, 10 May 2019. The Company's Board of Directors' Office is located at Room 1015, Tower A, China Everbright Center, No. 25 Taipingqiao Avenue, Xicheng District, Beijing, the PRC (Tel: (86 10) 6363 6388, Fax: (86 10) 6363 6713). The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (Tel: (852) 2862 8555, Fax: (852) 2865 0990).

(6) The above resolutions will be voted by way of poll.

(7) Other issues

Shareholders (in person or by proxy) attending the AGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the AGM shall produce their identification documents.

Registration for admission to the AGM will take place from 9:00 a.m. to 11:30 a.m. and 1:30 p.m. to 5:00 p.m. on Friday, 24 May 2019 at the Company's Board of Directors' Office. Shareholders (in person or by proxy) attending the AGM who have not registered for admission to the AGM during the aforementioned periods in this paragraph shall register for admission at the venue of the AGM on the date of the AGM and produce their identification documents.

- (8) All times set out in this notice refer to Hong Kong local time.