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**CITIC Limited**  
**中國中信股份有限公司**

*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 00267)**

**ANNOUNCEMENT**

**CONTINUING CONNECTED TRANSACTIONS UNDER THE  
2022 FINANCIAL ASSISTANCE FRAMEWORK AGREEMENT**

On 20 November 2019, the Company entered into the 2019 Financial Assistance Framework Agreement with CITIC Group with a term from 1 January 2020 to 31 December 2022.

The 2019 Financial Assistance Framework Agreement will expire on 31 December 2022. On 17 November 2022, the Company entered into the 2022 Financial Assistance Framework Agreement with CITIC Group with a term from 1 January 2023 to 30 June 2023, which sets out, among other things, the basis upon which members of the Group would continue to provide financial assistance to CITIC Group and/or its associates. Separate agreements in respect of the transactions contemplated under the 2022 Financial Assistance Framework Agreement will be entered into between members of the Group and CITIC Group and/or its associates. Such agreements will follow the guidelines and terms and conditions set out in the 2022 Financial Assistance Framework Agreement in all material aspects.

As at the date of this announcement, CITIC Group is the controlling shareholder of the Company, and is therefore a connected person of the Company under Chapter 14A of the Listing Rules. Thus, the transactions entered into between members of the Group with CITIC Group and/or its associates under the 2022 Financial Assistance Framework Agreement will constitute continuing connected transactions of the Company under the Listing Rules.

As the highest applicable percentage ratio in respect of the cap of transactions

contemplated under the 2022 Financial Assistance Framework Agreement is more than 0.1% and less than 5%, the 2022 Financial Assistance Framework Agreement is subject to the reporting and announcement requirements but is exempt from the circular (including independent financial advice) and shareholders' approval requirements under the Listing Rules.

On 20 November 2019, the Company entered into the 2019 Financial Assistance Framework Agreement with CITIC Group with a term from 1 January 2020 to 31 December 2022. Please refer to the announcement of Company dated 20 November 2019 for details of the 2019 Financial Assistance Framework Agreement.

The 2019 Financial Assistance Framework Agreement will expire on 31 December 2022. Considering the business development needs of the Group and CITIC Group, on 17 November 2022, the Company entered into the 2022 Financial Assistance Framework Agreement with CITIC Group with a term from 1 January 2023 to 30 June 2023, which sets out, among other things, the basis upon which members of the Group would continue to provide financial assistance to CITIC Group and/or its associates. Separate agreements in respect of the transactions contemplated under the 2022 Financial Assistance Framework Agreement will be entered into between members of the Group and CITIC Group and/or its associates. Such agreements will follow the guidelines and terms and conditions set out in the 2022 Financial Assistance Framework Agreement in all material aspects.

## **1. CONTINUING CONNECTED TRANSACTIONS**

### **2022 Financial Assistance Framework Agreement**

**Date:** 17 November 2022  
**Parties:** the Company and CITIC Group  
**Term:** commencing on 1 January 2023 and ending on 30 June 2023 (both days inclusive).

### **Principal Terms**

The Group may provide financial assistance (including in the form of entrusted loans and financing guarantee) to CITIC Group and/or its associates in the ordinary and usual course of business, and the Group, mainly CITIC Finance, may provide commercial loans to CITIC Group and/or its associates in the ordinary and usual course of its business in accordance with the following principles:

- (i) the Group will, from time to time, review and adjust relevant interest rates by reference to the benchmark loan rate published by the People's Bank of China and the interest rates charged by major and independent commercial banks in adjacent areas in the normal course of business for similar types of loan and financing services; and
- (ii) the Group will obtain the rates and terms offered by not less than three major and independent commercial banks for comparison against the Group's pre-determined assessment criteria. If the interest rate charged by the Group is (i) not lower than the loan benchmark interest rate set by the People's Bank of China; or (ii) not lower than the interest rates offered by the above mentioned commercial banks, the Group will provide the abovesaid loans to

CITIC Group and/or its associates.

## Historical Figures and Cap

The table below sets out a summary of the historical transaction amounts for the financial assistance provided by the Group to CITIC Group and/or its associates for the two years ended 31 December 2020 and 2021 and the period from 1 January 2022 to 30 September 2022 and the cap for the period from 1 January 2023 to 30 June 2023.

	Cap and actual amount for the maximum daily balance (RMB) during the			Cap for the maximum daily balance (RMB) for the
	Year ended 31 December 2020	Year ended 31 December 2021	Period from 1 January 2022 to 30 September 2022	Period from 1 January 2023 to 30 June 2023
Actual Amount	1,636,050,000	6,862,905,844	7,818,852,252 <sup>(Note)</sup>	-
Relevant Cap	10,000,000,000	11,000,000,000	12,000,000,000	9,000,000,000

Note: Unaudited, and it is expected that the actual amount for the year ending 31 December 2022 will not exceed the annual cap thereof.

## Basis of the Cap

The cap is determined based on the following factors, including (i) historical transaction amounts between the Group and CITIC Group and/or its associates; and (ii) the expected financing demands of CITIC Group and/or its associates.

## Reasons for and Benefits of the Transactions Contemplated under the 2022 Financial Assistance Framework Agreement

The provision of the aforesaid financial assistance to CITIC Group and/or its associates can help members of the Group utilize their cash resources on a more efficient basis and extend their sources of revenue. The provision of commercial loans to CITIC Group and/or its associates is and will continue to be part of the business of CITIC Finance and contribute to the revenue of CITIC Finance. The Company will review the financial assistance towards the end of the term of the 2022 Financial Assistance Framework Agreement and comply with all applicable requirements under the Listing Rules.

The Directors (including independent non-executive Directors) are of the view that the 2022 Financial Assistance Framework Agreement is in the ordinary and usual course of business of the Group and on normal commercial terms, and the terms are fair and reasonable and in the interests of the Shareholders as a whole.

## 2. LISTING RULES IMPLICATIONS

As at the date of this announcement, CITIC Group is the controlling shareholder of the Company, and is therefore a connected person of the Company under Chapter 14A of the Listing Rules. Thus, the transactions entered into between members of the Group with CITIC Group and/or its associates under the 2022 Financial Assistance Framework Agreement will constitute continuing connected transactions of the Company under the Listing Rules.

As the highest applicable percentage ratio in respect of the cap of transactions contemplated under the 2022 Financial Assistance Framework Agreement is more than 0.1% and less than 5%,

the 2022 Financial Assistance Framework Agreement is subject to the reporting and announcement requirements but is exempt from the circular (including independent financial advice) and shareholders' approval requirements under the Listing Rules.

Mr. Zhu Hexin, Mr. Xi Guohua, Mr. Song Kangle, Mr. Peng Yanxiang, Ms. Yu Yang and Mr. Zhang Lin all have offices in CITIC Group, and in order to avoid the perception of a conflict of interest, each of them had abstained from voting on the Board resolutions to approve the 2022 Financial Assistance Framework Agreement. Save as disclosed above, none of the other Directors has a material interest in the abovementioned agreement and the transactions contemplated thereunder or holds any position in CITIC Group and/or its associates which is required to abstain from voting on the relevant Board resolutions.

### **3. GENERAL INFORMATION**

#### **The Company**

CITIC Limited (SEHK: 00267) is one of China's largest conglomerates and a constituent of the Hang Seng Index. Tracing our roots to the beginning of China's opening and reform, CITIC has grown in step with the country's rise and modernisation. We have built a remarkable portfolio of businesses in comprehensive financial services, advanced intelligent manufacturing, advanced materials, new consumption and new-type urbanisation. Our platform is unique in its diversity and scale, allowing CITIC to capture emerging opportunities in China and around the world. Guiding us as we grow is our fundamental commitment to create long-term value for all of the Shareholders.

#### **CITIC Group**

CITIC Group is a Chinese state-owned enterprise under the Ministry of Finance. Its main asset is a 58.13% interest in CITIC Limited. Since its establishment in 1979, CITIC Group has been a pioneer of China's economic reform. It makes investments in areas with long-term potential as well as those aligned with national priorities.

#### **CITIC Finance**

CITIC Finance was incorporated in 2012 as a non-bank financial institution with the approval of the China Banking and Insurance Regulatory Commission. CITIC Finance is a subsidiary of the Company, and its principal businesses include accepting deposits, providing loans and loan agency services, internal transfer and settlement and corresponding planning, finance services and financing consulting for member companies and other businesses.

### **4. DEFINITIONS**

In this announcement, unless the context otherwise requires, the following terms shall have the meanings set forth opposite them:

<b>“2019 Financial Assistance Framework Agreement”</b>	the framework agreement dated 20 November 2019, entered into between CITIC Limited and CITIC Group in relation to the provision of financial assistance by the Group to CITIC Group and/or its associates
<b>“2022 Financial Assistance Framework Agreement”</b>	the framework agreement dated 17 November 2022, entered into between CITIC Limited and CITIC Group in relation to the provision of financial assistance by the Group to CITIC Group and/or its associates for the period from 1 January 2023 to 30 June 2023 of the Company (both days inclusive)

<b>“Board”</b>	the board of the Company
<b>“CITIC Finance”</b>	CITIC Finance Company Limited, a subsidiary of the Company and a non-bank financial institution established with the approval of and under the supervision of the China Banking and Insurance Regulatory Commission
<b>“CITIC Group”</b>	CITIC Group Corporation, a state-owned enterprise under the Ministry of Finance of the People’s Republic of China established in 1979 and the controlling shareholder of CITIC Limited
<b>“Company” or “CITIC Limited”</b>	CITIC Limited, a company incorporated in Hong Kong with limited liability with its shares listed on the Main Board of the Stock Exchange (Stock Code: 00267)
<b>“Director(s)”</b>	the director(s) of the Company
<b>“Group”</b>	the Company and its subsidiaries
<b>“Hong Kong”</b>	Hong Kong Special Administration Region of the People’s Republic of China
<b>“Listing Rules”</b>	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
<b>“RMB”</b>	Renminbi, the lawful currency of the People’s Republic of China
<b>“Shareholders”</b>	the shareholders of the Company
<b>“Stock Exchange”</b>	The Stock Exchange of Hong Kong Limited
<b>“%”</b>	percentage

*In addition, the terms “associate”, “connected person”, “connected transaction”, “continuing connected transaction”, “controlling shareholder”, “percentage ratios”, and “subsidiary” shall have the meanings ascribed to them under the Listing Rules.*

By Order of the Board  
**CITIC Limited**  
**Zhu Hexin**  
*Chairman*

Hong Kong, 17 November 2022

*As at the date of this announcement, the executive directors of CITIC Limited are Mr. Zhu Hexin (Chairman) and Mr. Xi Guohua; the non-executive directors of CITIC Limited are Mr. Song Kangle, Mr. Peng Yanxiang, Ms. Yu Yang, Mr. Zhang Lin, Mr. Yang Xiaoping and Mr. Tang Jiang; and the independent non-executive directors of CITIC Limited are Mr. Francis Siu Wai Keung, Dr. Xu Jinwu, Mr. Anthony Francis Neoh, Mr. Gregory Lynn Curl and Mr. Toshikazu Tagawa.*