THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in China Everbright Bank Company Limited, you should at once hand this circular to the purchaser or the transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

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中国光大银行
CHINA EVERBRIGHT BANK

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)

APPROVAL OF COMPREHENSIVE CREDIT LINE FOR THE RELATED LEGAL PERSON EVERBRIGHT SECURITIES
APPROVAL OF CREDIT LINE FOR THE RELATED LEGAL PERSON EVERBRIGHT LIMITED
ELECTION OF MEMBERS OF THE TENTH SESSION OF THE BOARD OF DIRECTORS
AND
NOTICE OF THE 2025 THIRD EXTRAORDINARY GENERAL MEETING

The letter from the Board is set out on pages 3 to 8 of this circular.

The EGM 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 Friday, 14 November 2025 at 3:00 p.m.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the relevant proxy form in accordance with the instructions printed thereon. For holders of H Shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited in person or by post not less than 24 hours before the time appointed for holding the EGM (i.e. not later than 3:00 p.m. on Thursday, 13 November 2025) or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or at any adjourned meeting should you so wish, but in such event the proxy form shall be deemed to be revoked.

30 October 2025

All times set out in this circular refer to Hong Kong local time.

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In this circular, unless the context otherwise requires, the following expressions have the following meanings:

"Company"	China Everbright Bank Company Limited (中國光大銀行股份有限公司), a joint stock company incorporated in the PRC with limited liability and the H Shares and A Shares of which are listed on the Stock Exchange (stock code: 6818) and the Shanghai Stock Exchange (stock code: 601818), respectively
"A Share(s)"	ordinary share(s) with par value of RMB1.00 each in the share capital of the Company, which is (are) listed on the Shanghai Stock Exchange and traded in RMB
"H Share(s)"	overseas listed foreign share(s) with par value of RMB1.00 each in the share capital of the Company, which is (are) listed on the Stock Exchange and traded in HKD
"Articles of Association"	the Articles of Association of China Everbright Bank Company Limited
"EGM"	the 2025 third extraordinary general meeting of the Company to be held at the conference room of 3rd Floor, Tower A, China Everbright Center, No. 25 Taipingqiao Avenue, Xicheng District, Beijing, the PRC on Friday, 14 November 2025 at 3:00 p.m.
"Board" or "Board of Directors"	the board of directors of the Company
"Director(s)"	director(s) of the Company
"PRC"	the People's Republic of China
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"NFRA"	the National Financial Regulatory Administration
"CSRC"	the China Securities Regulatory Commission
"RMB"	Renminbi, the lawful currency of the PRC
"HKD"	Hong Kong dollars, the lawful currency of Hong Kong
"Share(s)"	ordinary share(s) of par value RMB1.00 each in the share capital of the Company (including A Shares and/or H Shares)

"Shareholder(s)"	holder(s) of Share(s) of the Company
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Hong Kong Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"%"	per cent

中国光大银行
CHINA EVERBRIGHT BANK

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)

Chairman of the Board, Non-executive Director:
Mr. WU Lijun

Vice Chairman of the Board, Non-executive Director:
Mr. CUI Yong

Executive Directors:
Mr. HAO Cheng
Ms. QI Ye
Mr. YANG Bingbing

Non-executive Directors:
Mr. QU Liang
Mr. ZHU Wenhui
Mr. YAO Wei
Mr. ZHANG Mingwen
Mr. LI Wei

Independent Non-executive Directors:
Mr. SHAO Ruiqing
Mr. HONG Yongmiao
Mr. LI Yinquan
Mr. LIU Shiping
Mr. HUANG Zhiling
Mr. HUANG Zhenzhong

Registered Office:
China Everbright Center
No. 25 and 25A Taipingqiao Avenue
Xicheng District
Beijing 100033, the PRC

Principal Place of Business in Hong Kong:
23/F
Everbright Centre
108 Gloucester Road
Wan Chai
Hong Kong

30 October 2025

To the Shareholders

Dear Sir or Madam,

APPROVAL OF COMPREHENSIVE CREDIT LINE FOR THE RELATED LEGAL PERSON EVERBRIGHT SECURITIES
APPROVAL OF CREDIT LINE FOR THE RELATED LEGAL PERSON EVERBRIGHT LIMITED
ELECTION OF MEMBERS OF THE TENTH SESSION OF THE BOARD OF DIRECTORS
AND
NOTICE OF THE 2025 THIRD EXTRAORDINARY GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with information regarding the following matters, which will be submitted to the EGM for consideration and approval.

2. APPROVAL OF COMPREHENSIVE CREDIT LINE FOR THE RELATED LEGAL PERSON EVERBRIGHT SECURITIES

The Company proposed to approve the comprehensive credit line of RMB11.5 billion for Everbright Securities Company Limited ("**Everbright Securities**"), with a term of 12 months and under credit method.

As Everbright Securities is a legal person controlled by China Everbright Group Ltd. ("**Everbright Group**"), the controlling Shareholder of the Company, according to relevant requirements of the Administrative Measures for Information Disclosure of Listed Companies, the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange, the Guidelines of the Shanghai Stock Exchange for Self-regulation of Listed Companies No. 5 – Transactions and Related Party Transactions and the Administrative Measures for Related Party Transactions of China Everbright Bank Company Limited, Everbright Securities is a related party of the Company.

This transaction has been considered and approved at the 33rd meeting of the ninth session of the Board of the Company. The Company's related party transactions with Everbright Group and its subsidiaries in the past 12 months and the proposed related party transactions amounted to more than RMB30.00 million, accounting for more than 5% of the absolute value of the Company's latest audited net assets. This transaction is subject to the approval of the general meeting, and the related parties with interests in the related party transaction will abstain from voting on the resolution at the general meeting.

Everbright Securities was established in April 1996 with registered address in Shanghai, registered capital of RMB4.611 billion and Everbright Group as its controlling shareholder. Its main business segments include wealth management, corporate financing, institutional clients, investment and trading, asset management and equity investment, etc. As of the end of June 2025, Everbright Securities had total assets of RMB295.117 billion, total liabilities of RMB225.127 billion and net assets of RMB69.99 billion.

The pricing of the related party transaction is based on market principles and the relevant conditions are not more favorable than other similar businesses of the Company. The related party transaction between the Company and Everbright Securities is conducted on normal commercial terms. The Company will enter into specific agreements with Everbright Securities on normal commercial terms for its customers. The related party transaction is normal business of the Company, as a listed commercial bank, and has no material impact on the Company's normal operating activities and financial position.

3. APPROVAL OF CREDIT LINE FOR THE RELATED LEGAL PERSON EVERBRIGHT LIMITED

The Company proposed to approve a non-committed revolving loan of US$260 million (or its equivalent in HKD/RMB, approximately RMB1.868 billion) for China Everbright Limited ("**Everbright Limited**"), with a term of 360 days and under credit method.

As Everbright Limited is a legal person controlled by Everbright Group, the controlling Shareholder of the Company, according to relevant requirements of the Administrative Measures for Information Disclosure of Listed Companies, the Rules Governing the Listing of Stocks on the Shanghai Stock Exchange, the Guidelines of the Shanghai Stock Exchange for Self-regulation of Listed Companies No. 5 – Transactions and Related Party Transactions and the Administrative Measures for Related Party Transactions of China Everbright Bank Company Limited, Everbright Limited is a related party of the Company.

This transaction has been considered and approved at the 33rd meeting of the ninth session of the Board of the Company. The Company's related party transactions with Everbright Group and its subsidiaries in the past 12 months and the proposed related party transactions amounted to more than RMB30.00 million, accounting for more than 5% of the absolute value of the Company's latest audited net assets. This transaction is subject to the approval of the general meeting, and the related parties with interests in the related party transaction will abstain from voting on the resolution at the general meeting.

Everbright Limited was established in September 1997 in Hong Kong, with Everbright Group as its de facto controller. It primarily engages in cross-border asset management and private equity investment business. As of the end of June 2025, Everbright Limited had total assets of HKD76.885 billion, total liabilities of HKD43.141 billion and net assets of HKD33.744 billion.

The pricing of the related party transaction is based on market principles and the relevant conditions are not more favorable than other similar businesses of the Company. The related party transaction between the Company and Everbright Limited is conducted on normal commercial terms. The Company will enter into specific agreements with Everbright Limited on normal commercial terms for its customers. The related party transaction is normal business of the Company, as a listed commercial bank, and has no material impact on the Company's normal operating activities and financial position.

4. ELECTION OF MEMBERS OF THE TENTH SESSION OF THE BOARD OF DIRECTORS

Reference is made to the announcement of the Company dated 26 September 2025 in relation to the proposed election of members of the tenth session of the Board of Directors.

The term of the ninth session of the Board of Directors of the Company has expired. The Company was informed that, among the members of the ninth session of the Board of Directors, Mr. Qu Liang, Mr. Zhu Wenhui, Mr. Shao Ruiqing, Mr. Hong Yongmiao and Mr. Huang Zhiling will retire and will not stand for re-election as Directors of the tenth session of the Board of Directors. To the best of the Directors' knowledge and belief after having made all reasonable enquiries, there are no disagreements between Mr. Qu Liang, Mr. Zhu Wenhui, Mr. Shao Ruiqing, Mr. Hong Yongmiao and Mr. Huang Zhiling, the Directors to be retired, and the Board of Directors, and there are no matters relating to their resignations that need to be brought to the attention of the Shareholders.

The Board of Directors has proposed the following appointments to constitute the tenth session of the Board of Directors:

(i) Mr. Wu Lijun, Mr. Cui Yong, Ms. Zhao Jingjing, Mr. Yao Wei, Mr. Zhang Mingwen and Mr. Li Wei as Non-executive Directors;

(ii) Mr. Hao Cheng, Ms. Qi Ye and Mr. Yang Bingbing as Executive Directors; and

(iii) Mr. Li Yinquan, Mr. Liu Shiping, Mr. Huang Zhenzhong, Ms. Li Yingqi, Mr. Hu Xiang and Mr. Liu Qiao as Independent Non-executive Directors.

Please refer to Appendix in this circular for biographies and other information of candidates for Directors of the tenth session of the Board of Directors.

5. THE EGM

The EGM 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 Friday, 14 November 2025 at 3:00 p.m.

6. CLOSURE OF REGISTER OF MEMBERS FOR THE EGM

In order to determine the holders of H Shares who will be entitled to attend the EGM, the register of members of H Shares of the Company will be closed from Tuesday, 11 November 2025 to Friday, 14 November 2025 (both days inclusive), during which period no transfer of H Shares will be registered. Holders of H Shares whose names appear on the register of members of the Company maintained in Hong Kong on Friday, 14 November 2025 are entitled to attend the EGM.

In order to qualify to attend the EGM, holders of H Shares of the Company must deposit the transfer documents accompanied by relevant share certificates to the Company's H Share registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Monday, 10 November 2025.

A reply slip and a proxy form for use at the EGM are available on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Company (www.cebbank.com). Shareholders who intend to attend the EGM in person or by proxy shall complete and return the reply slip in accordance with the instructions printed thereon on or before Monday, 10 November 2025. Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the proxy form in accordance with the instructions printed thereon not less than 24 hours before the time designated for holding the EGM (i.e. not later than 3:00 p.m. on Thursday, 13 November 2025) or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude you from attending the EGM and voting in person if you so wish.

7. PROCEDURES FOR VOTING AT THE EGM

According to Rule 13.39(4) of the Hong Kong Listing Rules, the vote of shareholders at the EGM will be taken by poll.

To the best knowledge of the Company, China Everbright Group Ltd., China Everbright Holdings Company Limited, China Everbright Limited, Meiguang Enyu (Shanghai) Properties Company Limited, Everbright Financial Holding Asset Management Co., Ltd. and China Everbright Investment and Assets Management Co., Ltd. are deemed to be materially interested in the resolutions numbered 1 and 2 and are required to abstain from voting thereon. Save as disclosed above, no other Shareholders are deemed to be materially interested in any resolution at the EGM and are required to abstain from voting on any resolution.

Please be reminded that, pursuant to relevant requirements of the Articles of Association, your voting rights at the EGM will be restricted if you pledge 50% or more of your voting Shares in the Company.

8. RECOMMENDATIONS

The Directors consider that the resolutions as stated in the notice of EGM are in the best interests of the Company and its Shareholders. Accordingly, the Directors recommend the Shareholders to vote in favour of such resolutions to be proposed at the EGM.

The Board of Directors of
China Everbright Bank Company Limited

As at the date of this circular, the Executive Directors of the Company are Mr. Hao Cheng, Ms. Qi Ye and Mr. Yang Bingbing; the Non-executive Directors are Mr. Wu Lijun, Mr. Cui Yong, Mr. Qu Liang, Mr. Zhu Wenhui, Mr. Yao Wei, Mr. Zhang Mingwen and Mr. Li Wei; and the Independent Non-executive Directors are Mr. Shao Ruiqing, Mr. Hong Yongmiao, Mr. Li Yinquan, Mr. Liu Shiping, Mr. Huang Zhiling and Mr. Huang Zhenzhong.

CANDIDATES FOR EXECUTIVE DIRECTORS AND NON-EXECUTIVE DIRECTORS

Mr. Wu Lijun, aged 61, has served as Vice Chairman of the Board of Directors of the Company since March 2020, and Chairman of the Board of Directors of the Company since January 2024. He currently serves as Secretary of the Party Committee and Chairman of the Board of Directors of Everbright Group. He served as Deputy Director (Deputy Bureau Director Level) of State Material Reserve Regulatory Center of Ministry of Domestic Trade, Chief of Information Center, Deputy Director (Presiding) of Training Center, Director of Personnel Education Department and Director of Party Organization Department of CSRC. He also served as Member of the Party Committee and Assistant Chairman of CSRC, Chairman of the Board of Directors and Secretary of the Party Committee (Deputy Minister Level) of Shenzhen Stock Exchange, and Deputy Secretary of the Party Committee, Vice Chairman of the Board of Directors and General Manager of Everbright Group. He holds a doctoral degree in economics and is a senior economist.

Mr. Cui Yong, aged 55, has served as Vice Chairman of the Board of Directors of the Company since April 2024. He currently serves as Deputy Secretary of the Party Committee, Vice Chairman of the Board of Directors and General Manager of Everbright Group. He previously worked in the Ministry of Communications, and successively served as Deputy Division Chief and Division Chief of Transport and Urban Construction Division of Corporate Banking Department, Deputy General Manager of Corporate Banking Department I of Industrial and Commercial Bank of China (ICBC), Deputy Secretary of the Party Committee and Vice President of ICBC Qingdao Branch, Secretary of the Party Committee and President of ICBC Xiamen Branch, Member of the Party Committee and Vice President of ICBC Beijing Branch, General Manager of Corporate Finance Department of ICBC; Member of the Party Committee and Executive Vice President of Agricultural Bank of China; Member of the Party Committee, Executive Director and Executive Vice President of China Construction Bank. He holds a bachelor's degree in engineering and is a senior economist.

Ms. Zhao Jingjing, aged 43, currently serves as Member of the Party Committee and Vice President of China CITIC Financial Asset Management Co., Ltd. She served as Deputy Director of the Office (Party Committee Office) of the China Banking Regulatory Commission Guangdong Bureau (during which, as Member of the 17th Batch of Doctoral Service Group by the Organization Department of the CPC Central Committee and the Central Committee of the Communist Youth League of China, she temporarily served as Assistant to the President of Guangxi Beibu Gulf Bank); Deputy Division Chief of the Policy and Regulation Division of the China Banking and Insurance Regulatory Commission Guangdong Bureau; and Deputy Director of the Office (Party Committee Office) and concurrently Deputy General Manager of the Operation and Planning Department, General Manager of the Strategy and Development Department and concurrently Deputy Director of the Office (Party Committee Office) of China Huarong Asset Management Co., Ltd. (later renamed as China CITIC Financial Asset Management Co., Ltd.). She holds a doctoral degree in management.

Mr. Yao Wei, aged 50, has served as Non-executive Director of the Company since February 2021. He currently serves as Standing Member of the Party Committee and Chief Accountant of Overseas Chinese Town Holdings Company. He successively served as Head of Fixed Assets Team of Assets Division, and Head of Internal Control Team of Accounting Division of Finance Department of Daya Bay Nuclear Power Operations and Management Co., Ltd.; Division Chief of General Finance Division of Finance Department of China Guangdong Nuclear Power Group Corporation; Chief Accountant of CGN Wind Energy Co., Ltd.;

Non-executive Director and Chief Accountant of CGN Meiya Power Holdings Co., Ltd. (later renamed as CGN New Energy Holdings Co., Ltd.); Deputy General Manager (Presiding), General Manager of Finance Department, General Manager of Finance and Asset Management Department of China General Nuclear Power Group Corporation (CGN). He concurrently served as Chief Accountant of CGN Solar Energy Development Co., Ltd., Chairman of CGNPC International Limited and Director of Konka Group Co., Ltd. He holds a bachelor's degree in economics and is a certified public accountant.

Mr. Zhang Mingwen, aged 47, has served as Non-executive Director of the Company since October 2024. He currently serves as Secretary of the Party Committee and Chairman of COSCO Shipping Development Co., Ltd., and concurrently serves as Chairman and General Manager of COSCO Shipping (Shanghai) Investment Management Co., Ltd. and Non-Executive Director of China Merchants Securities Co., Ltd. He successively served as Assistant General Manager of the Planning and Finance Department and Assistant General Manager of the Financial Capital Department of China Shipping (Group) Company; Member of the Party Committee, Deputy Chief Accountant and Chief Accountant of China Shipping Container Lines Co., Ltd.; Member of the Party Committee, Chief Accountant and General Manager of COSCO Shipping Development Co., Ltd.; Member of the Party Committee and Chief Accountant of COSCO Shipping Holdings Co., Ltd. He concurrently served as CFO of Orient Overseas (International) Limited, and Director, CFO and Executive Committee Member of Orient Overseas Container Line Limited. He holds a bachelor's degree in economics and a master's degree in business administration, and is a Chartered Financial Analyst (CFA) and a senior accountant.

Mr. Li Wei, aged 54, has served as Non-executive Director of the Company since August 2021. He currently serves as Secretary of the Party Committee and Chairman of China Re Asset Management Co., Ltd. and Investment Director of China Reinsurance (Group) Corporation. He successively served as Member of the Party Committee of Huatai Property & Casualty Insurance Co., Ltd.; Business Director of Sun Life Everbright Life Insurance Co., Ltd.; Member of the Party Committee and Deputy General Manager of Sun Life Everbright Asset Management Co., Ltd.; Member of the Party Committee and Deputy General Manager of China Continent Property & Casualty Insurance Co., Ltd., and Secretary of the Party Committee and General Manager of its Beijing Branch; General Manager of the Strategic Customer Department of China Reinsurance (Group) Corporation; Member of the Party Committee, Vice Chairman and General Manager of China Reinsurance Asset Management Co., Ltd.; Non-executive Director of CSSC (Hong Kong) Shipping Company Limited; and Chairman of China Re Asset Management (Hong Kong) Company Limited. He holds a master's degree in business administration.

Mr. Hao Cheng, aged 54, has served as Secretary of the Party Committee of the Company since June 2024, and Executive Director and President of the Company since August 2024. He currently serves as Member of the Party Committee and Executive Director of Everbright Group. He successively served as Member of the Party Committee and Vice President of China Development Bank (CDB) Tianjin Branch, Deputy Director-General of Personnel Bureau and Organization Department of the Party Committee of CDB, Secretary of the Party Committee and President of CDB Jilin Branch, and Member of the Party Committee and Executive Vice President of Bank of Communications. He holds a doctoral degree in management and is a senior engineer.

Ms. Qi Ye, aged 55, has served as Member of the Party Committee of the Company since May 2020, Executive Vice President of the Company since July 2020, and Executive Director of the Company since June 2024. She currently serves as Chairwoman of Working Committee of Labor Union Committee of the Company, and concurrently serves as Director of China UnionPay Co., Ltd. and Sun Life Everbright Life Insurance Co., Ltd. She joined the Company in 1992 and successively served as a staff of Credit Department, cadre of Hainan Representative Office, Assistant to the President and Vice President of Haikou Sub-branch, Deputy General Manager of Personal Banking Department (later renamed as Retail Banking Department), Risk Director of Retail Banking Department (Deputy General Manager level of H.O. department), Accredited Risk Director to Retail Banking Department (Deputy General Manager level of H.O. department) and Accredited Risk Director to Micro-finance Department (General Manager level of H.O. department) from Risk Management Department, Deputy General Manager (General Manager level of H.O. department) and General Manager of Retail Banking Department, and Chief Business Supervisor of the Company. She holds an MBA degree and is an economist.

Mr. Yang Bingbing, aged 54, has served as Member of the Party Committee of the Company since May 2020, Executive Vice President of the Company since July 2020, and Executive Director of the Company since June 2024. He joined the Company in 2005, and successively served as Assistant General Manager and Deputy General Manager of Risk Management Department, Deputy General Manager (Presiding) and General Manager of Information Technology Department, General Manager of Electronic Banking Department, General Manager of Digital Banking Department, and Chief Business Supervisor and Risk Director of the Company. He served as Deputy Principal Staff Member, Principal Staff Member of Unified Credit Management Division of Risk Management Department of Bank of China (during which he served as Deputy Director (Presiding) of Credit Management Division of Risk Management Department of Bank of China (Hong Kong) Limited), Senior Risk Manager (in charge of risk management planning) of Risk Management Department of Bank of China. He holds an MBA degree and is a senior economist.

The Board of Directors proposes to elect Mr. Wu Lijun, Mr. Cui Yong, Ms. Zhao Jingjing, Mr. Yao Wei, Mr. Zhang Mingwen and Mr. Li Wei as Non-executive Directors and Mr. Hao Cheng, Ms. Qi Ye and Mr. Yang Bingbing as Executive Directors for a term of three years. The terms of office of Mr. Wu Lijun, Mr. Cui Yong, Mr. Yao Wei, Mr. Zhang Mingwen, Mr. Li Wei, Mr. Hao Cheng, Ms. Qi Ye and Mr. Yang Bingbing shall take effect from the date of consideration and approval by the EGM; and the appointment of Ms. Zhao Jingjing shall be subject to the consideration and approval by the EGM and the approval by the NFRA, and her term of office shall take effect from the date of approval by the NFRA.

The candidates for Executive Directors, namely Ms. Qi Ye and Mr. Yang Bingbing, will receive emolument from the Company with reference to the standard of senior management including salary, bonus, social security plan, housing provident fund plan and other benefits; after the end of each year, their remuneration based on the standard of senior management shall be approved by the Board of Directors. The Company will make disclosure after the relevant emoluments are determined. For details of the emoluments, please refer to the annual report to be published by the Company in due course. The remaining candidates for Directors will not receive any remuneration from the Company.

Save as disclosed in the above biographies, none of the aforementioned candidates for Executive Directors and Non-executive Directors have held other directorships in any other listed companies in the last three years, nor have any relationship with any other Directors, supervisors or senior management or substantial or

controlling Shareholders of the Company, nor do they have any interests in the Shares of the Company within the meaning of Part XV of the SFO. In addition, save as disclosed in this circular, there is no other information in relation to the aforementioned candidates for Executive Directors and Non-executive Directors that needs to be brought to the attention of the Shareholders or otherwise disclosable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules.

CANDIDATES FOR INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Li Yinquan, aged 70, has served as Independent Non-executive Director of the Company since June 2020. He currently serves as Director of China Merchants Capital Investment Co., Ltd. He concurrently serves as Independent Non-executive Director of Genertec Universal Medical Group Co., Ltd., Million Cities Holdings Limited, Hong Kong Shanghai Alliance Holdings Limited, Mainland Headwear Holdings Limited and China Resources Beverage (Holdings) Company Limited. He served as Assistant General Manager of International Banking Department, Head of Preparatory Group of New York Branch, Deputy Director-General of Personnel & Education Department, Deputy General Manager of Hong Kong Branch of Agricultural Bank of China; General Manager of Finance Department, CFO (Chief Accountant), Vice President of China Merchants Group Limited, General Manager (CEO) and Chairman of China Merchants Capital Investment Co., Ltd. He concurrently served as Executive Director of China Merchants Holdings (International) Company Limited (later renamed as China Merchants Port Holdings Company Limited), Non-executive Director of China Merchants Bank, Executive Director of China Merchants China Direct Investments Limited, and Independent Non-executive Director of LIZHI INC., Kimou Environmental Holding Limited and China Agri-Products Exchange Limited. He holds a master's degree in economics and a master's degree in finance development and is a senior economist.

Mr. Liu Shiping, aged 63, has served as Independent Non-executive Director of the Company since January 2022. He currently serves as Chairman of Global Business Intelligence Consulting Co., Ltd., and concurrently serves as Project Leader and Chief Scientist of the National Key R&D Program titled "Resilient Urban Intelligent Planning and Simulation Key Technologies and Applications"; Chief Scientist of the Low-carbon Smart City Committee of the Chinese Society of Technology Economics; Chief Scientist of the Sustainability Research Institute of Peking University; Professor of University of Chinese Academy of Sciences; Vice Chairman of the Executive Committee of XBRL China; and Independent Non-executive Director of Aixin Life Insurance Co., Ltd., etc. He successively served as Researcher of the Institute of Economics of Iowa State University in the United States of America; Senior Business Analyst of Providian Financial Corporation; Business Intelligence Chief Advisor of Global Services Department and Global Team Head of the "Data Mining for Financial Applications" project of IBM (International Business Machines Corporation); Member of the Information Technology Committee and Member of the Independent Non-executive Director Committee of China Association for Public Companies; Independent Non-executive Director of Industrial Bank and Zhejiang Tailong Commercial Bank. He is an academician of World Academy of Productivity Sciences, and holds a master's degree in economics, a master's degree in statistics and a doctoral degree in economics.

Mr. Huang Zhenzhong, aged 60, has served as Independent Non-executive Director of the Company since April 2025. He currently serves as Professor and Doctoral Tutor of the Law School of Beijing Normal University, and concurrently Independent Non-executive Director of Wuhan Dameng Database Co., Ltd., Bank of China Insurance Company Limited and Henan Wuxing New Material Science and Technology Inc.

He has served as Deputy Director and Senior Economist of the Asset Operation and Management Department of China Petrochemical Corporation, Partner Lawyer of Beijing DeHeng Law Offices, Partner Lawyer of Beijing Jingshi Law Firm, and Deputy Dean of the Law School of Beijing Normal University. He concurrently served as Independent Non-executive Director of Agricultural Bank of China, UTour Group Co., Ltd. and CECEP Solar Energy Co., Ltd. He holds a doctoral degree in law.

Ms. Li Yingqi, aged 49, currently serves as Professor and Doctoral Tutor of Shanghai National Accounting Institute. She has been appointed as Consulting Expert of the Internal Control Standards Committee by the Ministry of Finance, and is a fellow member (non-practicing) of the Chinese Institute of Certified Public Accountants. She concurrently serves as Independent Non-executive Director of Shanghai Dazhong Public Utilities (Group) Co., Ltd., and Shanghai Shyndec Pharmaceutical Co., Ltd. She served as Professor of Shanghai Lixin University of Commerce, Independent Non-executive Director of Eastern Air Logistics Co., Limited and China Post Technology Co., Ltd. She holds a doctoral degree in management, and is Recipient of the State Council Special Allowance.

Mr. Hu Xiang, aged 49, currently serves as Chairman and General Manager of Shanghai Dajun Asset Management Center (Limited Partnership). He served as Deputy Director (Presiding) of Overseas Investment Department of National Council for Social Security Fund, Deputy General Manager of Penghua Fund Management Co., Ltd., and Independent Non-executive Director of Postal Savings Bank of China and New China Fund Management Co., Ltd., etc. He holds a master's degree in economics.

Mr. Liu Qiao, aged 55, currently serves as Dean, Professor and Doctoral Tutor of Finance and Economics of Guanghua School of Management of Peking University. He concurrently serves as Independent Non-executive Director[1] of China Merchants Bank and Midea Group Co., Ltd. He served as Assistant Professor of the School of Economics and Finance and Associate Professor (tenured) of the School of Economics and Business Administration of the University of Hong Kong; Consultant of the Asia-Pacific Financial and Strategic Consulting Center of McKinsey & Company; and Independent Non-executive Director of China Securities Co., Ltd. and Beijing Capital Co., Ltd. (later renamed as Beijing Capital Eco-Environment Protection Group Co., Ltd.). He holds a doctoral degree in economics.

The Board proposes to appoint Mr. Li Yinquan, Mr. Liu Shiping, Mr. Huang Zhenzhong, Ms. Li Yingqi, Mr. Hu Xiang and Mr. Liu Qiao as the Independent Non-executive Directors for a term of three years. The appointments of Mr. Li Yinquan, Mr. Liu Shiping and Mr. Huang Zhenzhong shall take effect from the date of consideration and approval by the EGM. The appointments of Ms. Li Yingqi, Mr. Hu Xiang and Mr. Liu Qiao are subject to the consideration and approval by the EGM and the approval of the NFRA, and their terms of office shall take effect from the date of approval by the NFRA. Before the qualifications of Ms. Li Yingqi, Mr. Hu Xiang and Mr. Liu Qiao are approved by the NFRA, Mr. Shao Ruiqing, Mr. Hong Yongmiao and Mr. Huang Zhiling will continue to perform their duties.

[1] Mr. Liu Qiao has resigned as Independent Non-executive Director of China Merchants Bank. As the qualification for the new Independent Non-executive Director is subject to the approval from the regulatory authorities, he is currently still performing his duties.

According to the duties of the Independent Non-executive Director of the Company, the remuneration standards for each of the aforementioned candidates for Independent Non-executive Directors are as follows: the basic remuneration is RMB300,000/person/year (before tax), and the allowance for the chairman of special committees of the Board is RMB40,000/position/year (before tax), the allowance for serving as a member of a special committee of the Board is RMB30,000/position/year (before tax). An Independent Non-executive Director serving as chairman or member of more than one committee can receive allowance on a cumulative basis. After the end of each year, the specific remuneration distribution plan for Directors will be submitted to the Shareholders' general meeting for approval after consideration by the Board. The Company will make disclosure after the relevant emoluments are determined. For details, please refer to the annual report to be published by the Company in due course.

According to the Policy on Diversity of Members of the Board of the Company, after considering a number of factors including age, culture, education background, professional experience, skills, knowledge and service tenure in a comprehensive manner, the Nomination Committee under the Board has made a preliminary review on qualifications and conditions of the aforementioned candidates for Independent Non-executive Directors, and has provided suggestions to the Board. Pursuant to the laws, regulations and the Articles of Association, upon approval by the Board, the aforementioned candidates for Independent Non-executive Directors have been nominated as candidates for the positions of Independent Non-executive Director of the tenth session of the Board of the Company. They have extensive professional skills or experience in the areas of corporate governance, finance, accounting, management and technology respectively. To appoint them as Independent Non-executive Directors of the Company will maintain the Board diversity of the Company, and will contribute extensive expertise and experience to the Board, which will allow the Board to better promote the implementation of the Company's strategic development plan.

Save as disclosed in the above biographical details, the above-mentioned candidates of Independent Non-executive Directors have not held directorships in any other listed companies in the last three years, nor has any relationship with any other Directors, supervisors or senior management or substantial or controlling Shareholders of the Company, nor does he have any interests in the Shares of the Company within the meaning of Part XV of the SFO.

The above-mentioned candidates of Independent Non-executive Directors have confirmed (i) their independence as regards to each of the factors set out in Rule 3.13 of the Hong Kong Listing Rules; (ii) they have no past or present financial or other interests in the business of the Company or its subsidiaries nor any connection with any core connected persons (as defined under the Hong Kong Listing Rules) of the Company; and (iii) there are no other factors that may affect their independence at the time of the appointment. The Nomination Committee of the Board and the Board are of the view that the above-mentioned candidates of Independent Non-executive Directors have met the independence requirements set out in Rule 3.13 of the Hong Kong Listing Rules.

Save as disclosed in this circular, there is no other information in relation to the aforementioned candidates for Independent Non-executive Directors that needs to be brought to the attention of the Shareholders or otherwise disclosable pursuant to any of the requirements set out in Rules 13.51(2)(h) to 13.51(2)(v) of the Hong Kong Listing Rules.

中国光大银行
CHINA EVERBRIGHT BANK

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 2025 THIRD EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 third extraordinary general meeting (the "**EGM**") 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 Friday, 14 November 2025 at 3:00 p.m. to consider and, if thought fit, to pass the following resolutions:

ORDINARY RESOLUTIONS

1. The resolution on the approval of comprehensive credit line for the related legal person Everbright Securities Company Limited

2. The resolution on the approval of credit line for the related legal person China Everbright Limited

3. The resolution on the election of the Non-executive Directors of the tenth session of the Board of Directors of China Everbright Bank Company Limited

   3.1 Election of Mr. Wu Lijun as a Non-executive Director

   3.2 Election of Mr. Cui Yong as a Non-executive Director

   3.3 Election of Ms. Zhao Jingjing as a Non-executive Director

   3.4 Election of Mr. Yao Wei as a Non-executive Director

   3.5 Election of Mr. Zhang Mingwen as a Non-executive Director

   3.6 Election of Mr. Li Wei as a Non-executive Director

4. The resolution on the election of the Executive Directors of the tenth session of the Board of Directors of China Everbright Bank Company Limited

   4.1 Election of Mr. Hao Cheng as an Executive Director

   4.2 Election of Ms. Qi Ye as an Executive Director

   4.3 Election of Mr. Yang Bingbing as an Executive Director

5. The resolution on the election of the Independent Non-executive Directors of the tenth session of the Board of Directors of China Everbright Bank Company Limited

   5.1 Election of Mr. Li Yinquan as an Independent Non-executive Director

   5.2 Election of Mr. Liu Shiping as an Independent Non-executive Director

   5.3 Election of Mr. Huang Zhenzhong as an Independent Non-executive Director

   5.4 Election of Ms. Li Yingqi as an Independent Non-executive Director

   5.5 Election of Mr. Hu Xiang as an Independent Non-executive Director

   5.6 Election of Mr. Liu Qiao as an Independent Non-executive Director

The Board of Directors of
China Everbright Bank Company Limited

Beijing, the PRC
30 October 2025

As at the date of this notice, the Executive Directors of the Company are Mr. Hao Cheng, Ms. Qi Ye and Mr. Yang Bingbing; the Non-executive Directors are Mr. Wu Lijun, Mr. Cui Yong, Mr. Qu Liang, Mr. Zhu Wenhui, Mr. Yao Wei, Mr. Zhang Mingwen and Mr. Li Wei; and the Independent Non-executive Directors are Mr. Shao Ruiqing, Mr. Hong Yongmiao, Mr. Li Yinquan, Mr. Liu Shiping, Mr. Huang Zhiling and Mr. Huang Zhenzhong.

Notes:

(1) For further details on each of the resolutions, please refer to the circular of the Company dated 30 October 2025.

(2) **Closure of register of members and eligibility for attending the EGM**

Holders of H shares of the Company ("**H Shares**") are advised that the register of members will be closed from Tuesday, 11 November 2025 to Friday, 14 November 2025 (both days inclusive). Holders of H Shares whose names appear on the register of members of the Company maintained in Hong Kong on Friday, 14 November 2025 are entitled to attend and vote at the EGM.

Holders of H Shares who wish to attend the EGM 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 Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Monday, 10 November 2025.

(3) Proxy

Shareholders entitled to attend and vote at the EGM 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 for holding the EGM (i.e. not later than 3:00 p.m. on Thursday, 13 November 2025) 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 EGM if he/she so wishes, but in such event the instrument appointing a proxy shall be deemed to be revoked.

(4) Reply slip

Shareholders who intend to attend the EGM 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 Monday, 10 November 2025. 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 9066). 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).

(5) The above resolutions will be voted by way of poll. Resolutions numbered 3, 4 and 5 are cumulative voting resolutions. For specific voting method, please refer to the proxy form for the EGM.

(6) Other issues

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

Registration for admission to the EGM will take place from 9:00 a.m. to 11:30 a.m. and 1:30 p.m. to 5:00 p.m. on Monday, 10 November 2025 at the Company's Board of Directors' Office. Shareholders (in person or by proxy) attending the EGM who have not registered for admission to the EGM during the aforementioned periods in this paragraph shall register for admission at the venue of the EGM on the date of the EGM and produce their identification documents.

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