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China International Capital Corporation Limited

中國國際金融股份有限公司

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

(Stock Code: 03908)

NOTICE OF 2026 FIRST EXTRAORDINARY SHAREHOLDERS' MEETING

NOTICE IS HEREBY GIVEN that the 2026 First Extraordinary Shareholders' Meeting (the "**2026 First ESM**") of China International Capital Corporation Limited ("**CICC**") will be held at Meeting Rooms 3004 and 3005, 30/F, China Life Finance Centre, No. 23 Zhenzhi Road, Chaoyang District, Beijing, the PRC on Monday, June 8, 2026 at 2:00 p.m. for the following purpose. Unless otherwise defined, terms used in this notice shall have the same meanings as those used in the circular of CICC dated May 18, 2026, which contains details of the following resolutions.

SPECIAL RESOLUTIONS

1. To consider and approve the Proposal regarding the compliance of the Proposed Mergers with the relevant laws and regulations applicable to a material asset restructuring by listed companies

2. To consider and approve the Proposal regarding the Plan on the Proposed Mergers by CICC with Dongxing Securities and Cinda Securities:

   2.01 Parties to the Proposed Mergers;

   2.02 Method of the Proposed Mergers;

   2.03 Class and par value of the CICC Shares to be issued upon Share Exchanges;

   2.04 Share Exchanges targets and Record Date for Dongxing Share Exchange and Record Date for Cinda Share Exchange;

   2.05 Price and ratio of the issue of the Share Exchanges;

   2.06 Number of CICC Shares to be issued under the Share Exchanges;

   2.07 Listing venue of the CICC Shares to be issued under the Share Exchanges;

2.08 Arrangements for Dongxing Share-Exchange Shareholders and Cinda Share-Exchange Shareholders who holds shares with Share Restrictions;

2.09 Protection mechanism for the interests of CICC Dissenting Shareholders;

2.10 Protection mechanism for the interests of Dongxing Dissenting Shareholders and Cinda Dissenting Shareholders;

2.11 Disposal of creditors' rights and debts involved in the Proposed Mergers;

2.12 Transfer of assets;

2.13 Arrangements for employees;

2.14 Arrangements for the Transitional Period;

2.15 Arrangements for profit distribution and accumulated profits;

2.16 Validity period of the resolutions.

3. To consider and approve the Proposal regarding the Report (Draft) on CICC merging and absorbing Dongxing Securities and Cinda Securities and its summary

4. To consider and approve the Proposal regarding the execution of the conditional Merger Agreement

5. To consider and approve the Proposal regarding the Proposed Mergers constituting a material asset restructuring in accordance with the PRC laws and regulations

6. To consider and approve the Proposal regarding the Proposed Mergers not constituting a related party transaction of CICC in accordance with the PRC laws and regulations

7. To consider and approve the Proposal regarding the compliance of the Proposed Mergers with Articles 11, 43 and 44 of the MAR Measures

8. To consider and approve the Proposal regarding the compliance of the Proposed Mergers with the requirements under Article 4 of Guideline No. 9 for the Supervision of Listed Companies – Regulatory Requirements for Planning and Implementing Material Asset Restructuring by Listed Companies

9. To consider and approve the Proposal regarding the Proposed Mergers not constituting a listing by restructuring as stipulated in Article 13 of the MAR Measures

10. To consider and approve the Proposal regarding the completeness and compliance of the statutory procedures and the effectiveness of the legal document submitted in relation to the Proposed Mergers

11. To consider and approve the Proposal regarding the non-existence of the relevant circumstances prohibiting participation in material asset restructuring of listed companies in respect of the relevant entities under the Proposed Mergers

12. To consider and approve the Proposal regarding the approval of the pro-forma financial information in relation to the Proposed Mergers and the related documents

13. To consider and approve the Proposal regarding the confirmation of the Valuation Report

14. To consider and approve the Proposal regarding the independence of the valuer, the reasonableness of the assumptions used in the Valuation Report, the relevance of the methodology and the purpose of the Valuation Report and the fairness of the appraised value

15. To consider and approve the Proposal regarding the dilution of immediate returns, remedial measures and undertakings of relevant parties in connection with the Proposed Mergers

16. To consider and approve the Proposal regarding the shareholders' return plan of CICC for 2026-2028

17. To consider and approve the Proposal regarding the authorization to the CICC Board and its authorized person(s) to deal with matters in connection with the Proposed Mergers

18. To consider and approve the Proposal regarding granting the CICC Board the specific mandate to issue CICC A Shares under the Proposed Mergers

By order of the Board
China International Capital Corporation Limited
Secretary to the Board
Liang Dongqing

Beijing, the PRC
May 18, 2026

As at the date of this notice, the Executive Directors of CICC are Mr. Chen Liang and Mr. Wang Shuguang; the Non-executive Directors of CICC are Ms. Zhang Wei, Mr. Kong Lingyan and Ms. Tian Ting; and the Independent Non-executive Directors of CICC are Mr. Ng Kong Ping Albert, Mr. Lu Zhengfei and Mr. Zhou Yu.

Notes:

1. Pursuant to the Hong Kong Listing Rules, any vote of CICC Shareholders at a shareholders' meeting must be taken by poll. As such, all resolutions set out in the notice of the 2026 First ESM will be voted by poll. Results of the poll voting will be published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and CICC's website (www.cicc.com) after the 2026 First ESM.

2. Any Shareholder is entitled to attend the 2026 First ESM. Any Shareholder entitled to attend and vote at the 2026 First ESM convened by the above notice is entitled to appoint one or more proxies to attend and vote instead of him/her/it. A proxy need not be a CICC Shareholder.

3. In order to be valid, the form of proxy together with the notarized power of attorney or other documents of authorization, if any, must be completed and returned to the H Share registrar of CICC, Computershare Hong Kong Investor Services Limited (for CICC H Shareholders), not less than 24 hours before the time appointed for holding the 2026 First ESM (that is, not later than 2:00 p.m. on Sunday, June 7, 2026 (Beijing time)) or any adjournment thereof. Computershare Hong Kong Investor Services Limited is located at 17M/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong. Completion and return of the form of proxy will not preclude a CICC Shareholder from attending and voting in person at the 2026 First ESM or any adjournment thereof should he/she/it so wish, but in such event the form of proxy shall be deemed to be revoked.

4. The H share register of members of CICC will be closed, for the purpose of determining the entitlement of holders of H Shares to attend the 2026 First ESM, from Wednesday, June 3, 2026 to Monday, June 8, 2026 (both days inclusive), during which period no transfer of H Shares will be registered. In order to attend the 2026 First ESM, all share certificates, together with the instruments of transfers, must be lodged for registration with CICC's H share registrar, Computershare Hong Kong Investor Services Limited (for CICC H Shareholders) at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong, not later than 4:30 p.m. on Tuesday, June 2, 2026. The holders of H Shares whose names appear on the H Share register of members of CICC on Monday, June 8, 2026 are entitled to attend and vote at the 2026 First ESM or any adjournment thereof.

5. Where there are joint holders of any CICC Shares, the one whose name stands first in the register of members shall be entitled to attend and vote at the 2026 First ESM in respect of such CICC Shares.

6. CICC Shareholder or his/her/its proxy shall produce proof of identity when attending the 2026 First ESM:

   (1) Legal representatives of legal person Shareholders who attend the meeting shall produce their own identity cards and effective proof of their capacity as legal representatives. Proxies of legal person Shareholders shall produce their own identity cards and the form of proxy duly signed by the legal representatives or the board of directors or other governing body of the legal person Shareholders according to laws.

   (2) Individual Shareholders who attend the meeting in person shall produce their identity cards or other effective documents or proof of identity. Proxies of individual Shareholders shall produce effective proof of identity and form of proxy.

7. The 2026 First ESM will adopt a combination of both onsite voting and online voting (online voting only applicable to holders of CICC A Shares) in terms of the mechanism for voting at the meeting.

8. The 2026 First ESM is expected to be held for less than half a day. CICC Shareholders who attend the meeting in person or by proxy shall bear their own travelling and accommodation expenses.

9. Computershare Hong Kong Investor Services Limited is located at Shops 1712-1716, 17/F and 17M/F, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong.

10. The board office of CICC is located at 28th Floor, China World Office 2, 1 Jianguomenwai Avenue, Chaoyang District, Beijing, the PRC.

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