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)

2025 WORK REPORT OF THE BOARD OF DIRECTORS
AUDITED ACCOUNTS REPORT FOR THE YEAR 2025
PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025
APPOINTMENT OF ACCOUNTING FIRMS FOR THE YEAR 2026
REMUNERATION OF THE DIRECTORS FOR THE YEAR 2025
REMUNERATION OF THE SUPERVISORS FOR THE YEAR 2025
DONATIONS FOR SUPPORTING DESIGNATED ASSISTANCE
ISSUANCE PLAN OF CAPITAL BONDS AND RELATED AUTHORIZATION SCHEME
AND
NOTICE OF THE 2025 ANNUAL GENERAL MEETING

The letter from the Board is set out on pages 3 to 14 of this circular.

The AGM 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 Monday, 29 June 2026 at 3:00 p.m.

If you intend to appoint a proxy to attend the AGM, 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 shall 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 AGM (i.e. not later than 3:00 p.m. on Sunday, 28 June 2026) or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the AGM or at any adjourned meeting should you so wish, but in such event the proxy form shall be deemed to be revoked.

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

8 June 2026

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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
"AGM"	the 2025 annual 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 Monday, 29 June 2026 at 3:00 p.m.
"Board" or "Board of Directors"	the board of directors of the Company
"Director(s)"	director(s) of the Company
"Board of Supervisors"	the board of supervisors of the Company
"Supervisor(s)"	supervisor(s) of the Company
"Company Law"	the Company Law of the People's Republic of China
"Securities Law"	the Securities Law of the People's Republic of China
"PRC"	the People's Republic of China
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"MOF"	the Ministry of Finance of the PRC
"NFRA"	the National Financial Regulatory Administration
"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:
Ms. ZHAO Jingjing
Mr. YAO Wei
Mr. ZHANG Mingwen
Mr. LI Wei

Independent Non-executive Directors:
Mr. LI Yinquan
Mr. LIU Shiping
Mr. HUANG Zhenzhong
Mr. LIU Qiao
Mr. HU Xiang
Ms. LI Yingqi

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

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

8 June 2026

To the Shareholders

Dear Sir or Madam,

2025 WORK REPORT OF THE BOARD OF DIRECTORS
AUDITED ACCOUNTS REPORT FOR THE YEAR 2025
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AND
NOTICE OF THE 2025 ANNUAL 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 AGM for consideration and approval.

2. 2025 WORK REPORT OF THE BOARD OF DIRECTORS

The full text of the 2025 Work Report of the Board of Directors is set out in the Appendix to this circular.

3. AUDITED ACCOUNTS REPORT FOR THE YEAR 2025

In 2025, the Company continued to follow the guidance of Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era, fully implemented the decisions and arrangements of the Party Central Committee, adhered to the general principle of pursuing progress while ensuring stability, and fully, accurately and comprehensively implemented the new development philosophy, better balanced development and security, further deepened reform across the board, accelerated the development of distinctive business operations, and actively prevented and mitigated risks in key areas. The Company steadfastly promoted high-quality development, strengthened our core functions and enhanced our core competitiveness in serving economic and social development as well as people's livelihoods, thereby laying a solid foundation for a strong start to the 15th Five-Year Plan. All business operations across the Bank have developed steadily, with asset size achieving stable growth, liability costs continuing to improve, asset quality remaining generally under control, and overall operating performance in line with expectations.

I. Assets and Liabilities

Unit: RMB'00 million

Item	As at the end of 2025	As at the end of 2024	Increase	Growth rate
Assets	71,653.19	69,590.21	2,062.98	2.96%
Including: Loans	39,802.18	39,339.02	463.16	1.18%
Liabilities	65,578.77	63,687.90	1,890.87	2.97%
Including: General deposits	41,024.58	40,356.87	667.71	1.65%
Owners' equity	6,074.42	5,902.31	172.11	2.92%

As at the end of 2025, the total assets of the Bank were RMB7,165.319 billion, representing an increase of RMB206.298 billion or 2.96% over the end of the previous year. Among them, the total principal of loans was RMB3,980.218 billion, representing an increase of RMB46.316 billion or 1.18% over the end of the previous year.

As at the end of 2025, the total liabilities of the Bank were RMB6,557.877 billion, representing an increase of RMB189.087 billion or 2.97% over the end of the previous year. Among them, the balance of deposits was RMB4,102.458 billion, representing an increase of

RMB66.771 billion or 1.65% over the end of the previous year. The total shareholders' equity of the Bank was RMB607.442 billion, representing an increase of RMB17.211 billion or 2.92% over the end of the previous year.

II. Financial Balance

Unit: RMB'00 million

Item	2025	2024	Increase	Growth rate
Operating income	1,263.11	1,354.15	-91.04	-6.72%
Including: Net interest income	921.01	966.66	-45.65	-4.72%
Net fee and commission income	202.52	190.71	11.81	6.19%
Other income	139.58	196.78	-57.20	-29.07%
Operating expenses	761.43	836.00	-74.57	-8.92%
Including: Operating fees	368.00	403.65	-35.65	-8.83%
Impairment loss on assets	364.31	405.65	-41.34	-10.19%
Operating profit	501.68	518.15	-16.47	-3.18%
Net profit	391.41	419.11	-27.70	-6.61%

In 2025, the operating income of the Bank was RMB126.311 billion, representing a decrease of RMB9.104 billion or 6.72% as compared to the previous year. Among them, the net interest income was RMB92.101 billion, representing a decrease of RMB4.565 billion or 4.72% as compared to the previous year. The net fee and commission income was RMB20.252 billion, representing an increase of RMB1.181 billion or 6.19% as compared to the previous year. The other income was RMB13.958 billion, representing a decrease of RMB5.720 billion or 29.07% as compared to the previous year.

In 2025, the operating expenses of the Bank were RMB76.143 billion, representing a decrease of RMB7.457 billion or 8.92% as compared to the previous year. Among them, the operating fees were RMB36.800 billion, representing a decrease of RMB3.565 billion or 8.83% as compared to the previous year. The cost-income ratio was 29.13%, representing a decrease of 0.68 percentage point as compared to the previous year. The impairment loss on assets was RMB36.431 billion, representing a decrease of RMB4.134 billion or 10.19% as compared to the previous year.

In 2025, the operating profit of the Bank was RMB50.168 billion, representing a decrease of RMB1.647 billion or 3.18% as compared to the previous year. The net profit was RMB39.141 billion, representing a decrease of RMB2.770 billion or 6.61% as compared to the previous year. The average return on total assets was 0.55%, representing a decrease of 0.06 percentage point as compared to the previous year. The average return on net assets was 7.00%, representing a decrease of 0.93 percentage point as compared to the previous year.

III. Asset Quality

Unit: RMB'00 million

Item	As at the end of 2025	As at the end of 2024	Change
Non-performing loans	507.42	492.52	14.90
Non-performing loan ratio	1.27%	1.25%	0.02%
Balance of loan impairment provision	883.60	889.41	-5.81
Provision-to-loan ratio	2.22%	2.26%	-0.04%
Provision coverage ratio	174.14%	180.59%	-6.45%

As at the end of 2025, the balance of non-performing loans of the Bank was RMB50.742 billion, representing an increase of RMB1.490 billion as compared to the end of the previous year. The non-performing loan ratio was 1.27%, representing an increase of 0.02 percentage point as compared to the end of the previous year. The balance of loan impairment provision was RMB88.360 billion, representing a decrease of RMB581 million as compared to the end of the previous year. The provision-to-loan ratio was 2.22%, representing a decrease of 0.04 percentage point as compared to the end of the previous year. The provision coverage ratio was 174.14%, representing a decrease of 6.45 percentage points as compared to the end of the previous year.

IV. Capital Adequacy

Unit: RMB

Item	As at the end of 2025	As at the end of 2024	Change
Net assets per share	8.46	8.17	0.29
Core tier-1 capital adequacy ratio	9.69%	9.82%	-0.13%
Tier-1 capital adequacy ratio	11.75%	11.98%	-0.23%
Capital adequacy ratio	13.71%	14.13%	-0.42%

As at the end of 2025, the net assets per share of the Bank were RMB8.46, representing an increase of RMB0.29 as compared to the end of the previous year. The core tier-1 capital adequacy ratio, as measured according to the Rules on Capital Management of Commercial Banks, was 9.69%, representing a decrease of 0.13 percentage point as compared to the end of the previous year; the tier-1 capital adequacy ratio was 11.75%, representing a decrease of 0.23 percentage point as compared to the end of the previous year; the capital adequacy ratio was 13.71%, representing a decrease of 0.42 percentage point as compared to the end of the previous year, indicating that the capital adequacy ratio indicators remained in compliance with the regulatory requirements.

4. PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025

According to the audited financial statements, in 2025, the net profit attributable to Shareholders of the Company in the consolidated statements of the Company was RMB38.826 billion. After deducting the dividends on preference shares of RMB2.611 billion and the interest on non-fixed term capital bonds of RMB1.840 billion, the net profit attributable to ordinary Shareholders of the Company in the consolidated statements was RMB34.375 billion. In 2025, the net profit in the parent company's statements was RMB34.926 billion. After deducting the distributed dividends and interest of RMB10.655 billion (including interim dividends of RMB6.204 billion), the net profit available for distribution was RMB24.271 billion, and undistributed profit at the end of the period in the parent company's statements was RMB225.604 billion.

Taking into full account the interests of all Shareholders, sustainable development of the Company's business and the requirements of regulators on capital adequacy ratios, and pursuant to the provisions of the Company Law, the Securities Law and the relevant requirements of the Articles of Association, the Company hereby formulates the profit distribution plan for the year 2025 as follows:

I. As at the end of 2025, the Company's accumulated provision of statutory surplus reserve amounted to RMB29.543 billion, which has reached 50% of its registered capital. In accordance with the relevant provisions of the Company Law, no further provision is required for this profit distribution.

II. According to the relevant provisions of the Management Measures for Provision of Reserves by Financial Institutions promulgated by the MOF, the Company shall make a general reserve provision of RMB970 million calculated based on the difference of 1.5% of the closing balance of the Company's assets exposed to risks and losses.

III. The Company proposes to distribute a final cash dividend for the year 2025 of RMB0.70 (tax inclusive) per 10 Shares to all Shareholders of ordinary Shares. Based on the total ordinary share capital of 59.086 billion Shares of the Company, the total final cash dividends will amount to RMB4.136 billion (tax inclusive). Together with the distributed interim cash dividend, the total dividends for the year 2025 will be RMB1.75 (tax inclusive) per 10 shares, and the total cash dividends for the year 2025 will be RMB10.340 billion (tax inclusive), accounting for 26.63% of the net profit attributable to the Company's Shareholders in the consolidated statements, and accounting for 30.08% of the net profit attributable to ordinary Shareholders of the Company in the consolidated statements. Should there be any changes to the total issued share capital of the Company's ordinary shares prior to the record date for this dividend payment, the total amount of the distribution will remain unchanged, and the distribution rate per share will be adjusted accordingly; this will be disclosed in the relevant announcement. The cash dividends will be denominated and declared in RMB, and paid to Shareholders in either RMB or HKD. The actual amount paid in HKD shall be calculated based on the average benchmark exchange rate of RMB against HKD announced by the People's Bank of China one week prior to the AGM (inclusive of the date of the AGM).

The retained undistributed profit will be used to replenish the capital to meet the regulatory requirements on capital adequacy ratios. In 2025, the Company did not implement capitalization of capital surplus.

5. APPOINTMENT OF ACCOUNTING FIRMS FOR THE YEAR 2026

In 2025, the Company engaged KPMG Huazhen LLP and KPMG (collectively, "**KPMG**") to serve as the external auditors of the Company to carry out work from two aspects of financial statement audit and internal control audit. In accordance with the relevant requirements of the Measures on Appraising the Services Provided by Accounting Firms Engaged by China Everbright Bank, the Company has conducted evaluation on the audit work performed by KPMG in 2025 in five aspects of practicing qualification, staff arrangement, work quality, audit communication and value-added service, and concluded that the overall satisfaction level for its service was relatively high.

In accordance with the relevant requirements of the Administrative Measures for the Selection and Engagement of Accounting Firms by State-owned Financial Enterprises issued by the MOF, in principle, a financial enterprise shall not engage the same accounting firm for more than 5 consecutive years. At the expiration of the five-year period, based on the quality of the previous audits conducted by the accounting firm, the shareholders' evaluation, and the opinions of the financial regulatory authorities, and after fulfilling relevant decision-making procedures, the financial enterprise may appropriately extend the term of the engagement, but for a period of no more than 8 consecutive years, and no bidding will be required within the above-mentioned period.

The Company has engaged KPMG as its external auditors since 2024. The continued engagement of KPMG in 2026, if any, is in line with the policy requirements and no bidding is required. Based on the result of the Company's appraisal of the audit work performed by KPMG in 2025 and the consideration of the continuity of external audit work, the Company proposed to re-appoint KPMG Huazhen LLP as the domestic auditor of the Company and re-appoint KPMG as the overseas auditor of the Company, to carry out the audit work for the year 2026 of the Company. The Company's annual audit fees are determined after taking into account the work requirements for professional services, its complexity, the hours required, and the expertise and experience of the staff at all levels involved in the engagement, and assuming that there would be no significant changes to the scope of the audit in 2026. The audit fee of 2026 is RMB8.37 million (inclusive of reimbursement and value-added tax), among which the audit fee of financial statements is RMB7.67 million, and the audit fee of internal control is RMB0.70 million.

6. REMUNERATION OF THE DIRECTORS FOR THE YEAR 2025

In accordance with the relevant requirements of the Articles of Association and based on the performance of duties, the proposed remuneration of the Directors for the year 2025 is set out below:

Unit: RMB'0,000

Name	Position	Remuneration for 2025 (before tax)
Wu Lijun	Chairman, Non-executive Director	–
Cui Yong	Vice Chairman, Non-executive Director	–
Hao Cheng	Executive Director	–
Qi Ye	Executive Director	–
Yang Bingbing	Executive Director	–
Yao Wei	Non-executive Director	–
Zhang Mingwen	Non-executive Director	–
Li Wei	Non-executive Director	–
Li Yinquan	Independent Non-executive Director	43.00
Liu Shiping	Independent Non-executive Director	43.00
Huang Zhenzhong	Independent Non-executive Director	29.27
Resigned Directors:		
Qu Liang	Non-executive Director	–
Zhu Wenhui	Non-executive Director	–
Shao Ruiqing	Independent Non-executive Director	43.00
Hong Yongmiao	Independent Non-executive Director	43.00
Huang Zhiling	Independent Non-executive Director	–

Notes:

1. The chairman, vice chairman and non-executive Directors do not receive remuneration from the Company. The remuneration of executive Directors is determined with reference to the remuneration standards of senior management. The remuneration of senior management is subject to the approval by the Board. The independent non-executive Directors receive remuneration from the Company (Huang Zhiling, the independent non-executive Director, does not receive remuneration from the Company).

2. In accordance with the resolution on the remuneration standards for independent non-executive Directors considered and approved at the Company's first extraordinary general meeting of 2020, the remuneration of independent non-executive Directors has included a basic remuneration of RMB300 thousand/person/year (before tax), plus an allowance of RMB40 thousand/position/year (before tax) for chairmen of the special committees of the Board and an allowance of RMB30 thousand/position/year (before tax) for members of the special committees of the Board. A Director acting as chairman or member of more than one committee can receive remuneration on a cumulative basis.

3. As at the end of 2025, each of Shao Ruiqing, Hong Yongmiao, Li Yinquan and Liu Shiping, the independent non-executive Directors, served as the chairman of a special committee and the member of 3 special committees of the Company, respectively. Huang Zhenzhong, an independent non-executive Director, served as the member of four special committees of the Company.

4. For details of the appointments of the above-mentioned individuals in 2025, please refer to the Company's 2025 Annual Report.

7. REMUNERATION OF THE SUPERVISORS FOR THE YEAR 2025

In accordance with regulatory requirements and industry practice, and based on the performance of duties, the proposed remuneration of the Supervisors for the year 2025 is set out below:

Unit: RMB'0,000

Name	Position on the former Board of Supervisors	Remuneration for 2025 (before tax)
Wu Junhao	Shareholder Supervisor	–
Qiao Zhimin	External Supervisor	34.00
Chen Qing	External Supervisor	–
Shang Wencheng	Employee Supervisor	–
Yang Wenhua	Employee Supervisor	–
Lu Jian	Employee Supervisor	–

Notes:

1. Shareholder Supervisors do not receive remuneration from the Company. Employee Supervisors receive post salary in the capacity as employees, but do not receive any remuneration in their respective capacity as an Employee Supervisor; External Supervisors receive remuneration from the Company (Chen Qing, the External Supervisor, does not receive any remuneration from the Company).

2. In accordance with the resolution on the remuneration standards for external supervisors, which was passed at the Company's first extraordinary general meeting of 2020, the remuneration standards of external Supervisors have included a basic remuneration of RMB270 thousand/person/year (before tax), plus an allowance of RMB40 thousand/position/year (before tax) for chairmen of the special committees of the Board of Supervisors and an allowance of RMB30 thousand/position/year (before tax) for members of the special committees of the Board of Supervisors; and a Supervisor acting as chairman or member of more than one committee can receive remunerations on a cumulative basis.

3. As of 16 December 2025, Mr. Qiao Zhimin, the external Supervisor, served as the chairman of 1 special committee and the member of 1 special committee.

4. With effect from 16 December 2025, the Company no longer has a Board of Supervisors. Please refer to the Company's 2025 Annual Report for details of the appointments of the above-mentioned individuals for 2025.

8. DONATIONS FOR SUPPORTING DESIGNATED ASSISTANCE

In order to implement the relevant directives and requirements of the Central Committee of the Communist Party of China and the State Council regarding the promotion of comprehensive rural revitalisation, and in line with the Company's 2026 external donation plan, the Company will continue to participate in targeted assistance initiatives in the designated counties (Xinhua County, Xintian County and Guzhang County in Hunan Province), with a total donation of RMB13 million.

9. ISSUANCE PLAN OF CAPITAL BONDS AND RELATED AUTHORIZATION SCHEME

In order to promote the Company's high-quality development, strengthen its capital base and reduce the cost of capital, in accordance with the Rules on Capital Management of Commercial Banks and other relevant regulations, the Company intends to issue capital bonds (including non-fixed term capital bonds and/or Tier 2 capital bonds) in a timely manner in accordance with its actual operational needs and subject to the approval of the shareholders' general meeting and the relevant regulatory authorities. The details are as follows:

I. Issuance Plan of Capital Bonds

1. Type of instruments: non-fixed term capital bonds with write-down provisions and/or Tier 2 capital bonds with write-down provisions, which shall satisfy the requirements under the Administrative Measures for the Capital of Commercial Banks and other relevant regulations, and which may be used to supplement other Tier 1 capital and/or Tier 2 capital of commercial banks.

2. Issuance size: the total issuance size of the aforementioned capital bonds shall not exceed the equivalent of RMB120 billion.

3. The undated capital bonds with write-down provisions shall satisfy the following requirements:

   (1) Redemption option: the Company shall be entitled to redeem the undated capital bonds in whole or in part with the approval of the regulatory authorities 5 years after the date of issuance;

   (2) Means of loss absorption: upon the occurrence of the triggering events specified in the issuing document(s), losses will be absorbed in full or in part by means of write-down;

   (3) Term: consistent with the duration of the ongoing operation of the Company;

   (4) Coupon interest rate: shall be determined with reference to the market interest rate;

   (5) Use of proceeds: subject to applicable laws and regulatory approvals, the proceeds shall be used to supplement the Company's other Tier 1 capital;

   (6) Issue market: may be issued in the domestic or overseas markets.

4. The tier 2 capital bonds with write-down provisions shall satisfy the following requirements:

   (1) Redemption option: the Company shall be entitled to redeem the tier 2 capital bonds in whole or in part with the approval of the regulatory authorities 5 or 10 years after the date of issuance;

   (2) Means of loss absorption: upon the occurrence of the triggering events specified in the issuing document(s), losses will be absorbed in full or in part by means of write-down;

   (3) Term: no less than 5 years. The issuance may adopt a "5+5", "10+5" or other combinational structures based on market conditions;

(4) Coupon interest rate: shall be determined with reference to the market interest rate;

(5) Use of proceeds: subject to applicable laws and regulatory approvals, the proceeds shall be used to supplement the Company's Tier 2 capital;

(6) Issuance market: the issuance may be conducted domestically or overseas.

5. Validity period of the resolution: the resolution shall be valid from the date of approval by the Shareholders' general meeting until 24 months after the approval granted by the NFRA.

The specific issuance plan will be further optimized and adjusted in accordance with regulatory requirements.

II. Matters Relating to Authorization Scheme

(I) Authorizations in connection with the issuance of capital bonds

It will be proposed at the Shareholders' general meeting to authorize the Board, which may delegate the authorization to the President, to exercise the full power to determine, under the framework and principles as considered and approved at the Shareholders' general meeting, and in accordance with the regulations and approval requirements issued by the relevant regulatory authorities, to fully handle all matters in relation to the issuance of capital bonds. The specific content and scope of the authorizations include but are not limited to the following:

1. to determine bond type, issuance tranche, scale, timing, coupon rate, subscribers and detailed terms; engage intermediaries, complete bond registration and custody, apply for bond listing and trading, conduct relevant negotiations and sign legal documents;

2. to report to relevant regulatory authorities for filing the issuance of bonds, and making appropriate adjustments to the issuance plan, reporting materials, filing documents, bond names, design of terms and other bond-related matters in accordance with the regulations and approval requirements promulgated by relevant regulatory authorities;

3. other specific matters relating to the issuance of the capital bonds.

The term of the authorization shall commence on date of approval by the general meeting and expire 24 months after the approval by the NFRA.

(II) Authorizations in connection with the matters during the term of capital bonds

It will be proposed at the Shareholders' general meeting to authorize the Board, which may delegate the authorization to the President, under the framework and principles as considered and approved at the Shareholders' general meeting and in accordance with the regulations and approval requirements issued by the relevant regulatory authorities as well as the issuance documents and terms, to exercise the full authority to handle related matters during the term of each tranche of capital bonds. The specific contents and scope of the authorizations shall include but not limited to, interest payment, redemption, buy-back, write-down and other specific matters relevant to the duration of the capital bonds.

10. THE AGM

The AGM 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 Monday, 29 June 2026 at 3:00 p.m.

11. CLOSURE OF REGISTER OF MEMBERS FOR THE AGM

In order to determine the holders of H Shares who will be entitled to attend the AGM, the register of members of H Shares of the Company will be closed from Wednesday, 24 June 2026 to Monday, 29 June 2026 (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 Monday, 29 June 2026 are entitled to attend the AGM.

In order to qualify to attend the AGM, 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 Tuesday, 23 June 2026.

A reply slip and a proxy form for use at the AGM 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 AGM in person or by proxy shall complete and return the reply slip in accordance with the instructions printed thereon on or before Monday, 22 June 2026. Shareholders who intend to appoint a proxy to attend the AGM 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 AGM (i.e. not later than 3:00 p.m. on Sunday, 28 June 2026) or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude you from attending the AGM and voting in person if you so wish.

12. CLOSURE OF REGISTER OF MEMBERS FOR DISTRIBUTION OF 2025 FINAL DIVIDEND

In order to determine the holders of H Shares entitled to receive the final dividend for the year ended 31 December 2025, the register of members of the Company will be closed from Monday, 6 July 2026 to Thursday, 9 July 2026 (both days inclusive), during which period no transfer of Shares will be registered.

In order to qualify to receive the final dividend, holders of H Shares of the Company who have not had their transfer documents registered 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 Friday, 3 July 2026. Holders of H Shares whose names appear on the register of members of the Company on Thursday, 9 July 2026 are entitled to receive the final dividend for the year 2025.

13. PROCEDURES FOR VOTING AT THE AGM

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

To the best knowledge of the Company, no Shareholders are deemed to be materially interested in any resolution at the AGM 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 AGM will be restricted if you pledge 50% or more of your voting Shares in the Company.

14. RECOMMENDATIONS

The Directors consider that the resolutions as stated in the notice of AGM 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 AGM.

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, Ms. Zhao Jingjing, Mr. Yao Wei, Mr. Zhang Mingwen and Mr. Li Wei; and the Independent Non-executive Directors are Mr. Li Yinquan, Mr. Liu Shiping, Mr. Huang Zhenzhong, Mr. Liu Qiao, Mr. Hu Xiang and Ms. Li Yingqi.

CHINA EVERBRIGHT BANK COMPANY LIMITED
2025 WORK REPORT OF THE BOARD OF DIRECTORS

In 2025, guided by Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era, the Board of the Company thoroughly implemented the spirit of the Fourth Plenary Session of the 20th CPC Central Committee, the Central Economic Work Conference and the National Financial Work Conference. Adhering to the general principle of pursuing progress while maintaining stability, the Board continued to refine corporate governance mechanisms and fully exercised its roles in strategic guidance, operational decision-making, risk prevention and control, and oversight of duties, thereby driving the Company's high-quality development. As at the end of 2025, the Company's total assets exceeded RMB7 trillion, and total liabilities amounted to RMB6.56 trillion. Operating revenue reached RMB126.311 billion, and net profit attributable to the Company's shareholders amounted to RMB38.826 billion. Overall, key operating indicators remained fundamentally stable, and the foundation for high-quality development was further consolidated. The Board of Directors' report on its principal work in 2025 is set out below:

I. SERVING THE REAL ECONOMY AND NATIONAL STRATEGIES, AND ACTIVELY FULFILLING THE SOCIAL RESPONSIBILITIES OF A CENTRAL STATE-OWNED FINANCIAL ENTERPRISE

In 2025, the Board of Directors remained steadfast in upholding the political and people-oriented nature of financial work, focused on its core responsibilities and main business, provided solid support to the real economy and national strategies, effectively protected the legitimate rights and interests of financial consumers, and actively fulfilled the responsibilities of a central state-owned financial enterprise.

(I) Providing solid support to the real economy and promoting high-quality development

The Board attached great importance to the Company's service to the real economy and guided the management to conscientiously implement the "Five Priorities" in finance. The Bank improved the ecosystem for technology-driven financial services, established "Sci-Tech Finance Centers" in 16 branches, and promoted the innovation and upgrading of featured products. The Bank built a long-term mechanism for green finance development, optimized green identification management, and released the Green Finance White Paper. The Bank strengthened online inclusive financial service capabilities, scaled up support for micro and small enterprises in sectors including sci-tech innovation, green and low-carbon development, foreign trade and consumption, and supported comprehensive rural revitalization. The Bank leveraged the synergistic advantages of pension finance to enrich the supply of pension financial products. Personal pension account AUM, the number of third-generation social security card customers and pension custody scale achieved steady growth, while loans to the pension industry recorded rapid growth. The Bank fully deployed advanced technologies including big data, cloud computing and artificial intelligence to accelerate the full-process online, mobile, intelligent and ecological transformation of key businesses, focusing on the development of payment and fee payment scenarios as well as financing scenarios.

(II) Actively supporting national strategies and enhancing financial service capabilities

The Board urged management to fully implement national strategies, provide targeted support for major initiatives, key sectors and areas requiring improvement. The Bank further deepened and expanded cooperation in key national regions such as the Beijing-Tianjin-Hebei region, the Yangtze River Delta, the Yangtze River Economic Belt, the Guangdong-Hong Kong-Macao Greater Bay Area and the targeted assistance program for Xinjiang, and seized the opportunity presented by the establishment of the Hainan Free Trade Port to expand our free trade business market. The Bank developed consumer finance to help boost consumption, implemented interest subsidy policies for personal consumer credit, built the "Yuehui Everbright (約惠光大)" brand system, and supported the "trade-in" schemes for consumer goods. The Bank implemented and refined re-lending policies covering technological innovation and technical upgrades, service consumption and elderly care, as well as share buybacks and increases in shareholdings. The Bank issued seven of the nation's first batch of technology innovation bonds. The Bank supported the financing coordination mechanism for the real estate sector and small and micro enterprises, increased credit support, and promoted the inclusion of all eligible projects in the "whitelist" scheme, thereby continuously enhancing the capacity and standard of financial services.

(III) Enhancing ESG management standards and actively fulfilling social responsibility

The Board continued to promote the integration of ESG management into the Bank's development strategy, operational management, customer service and product innovation, thereby deepening the Bank's understanding of and commitment to ESG principles and raising the standard of ESG management. The Board and its special committees reviewed the annual social responsibility report and considered the key priorities for ESG work for the year, further strengthening the integration of ESG principles with the Bank's overall business development and elevating ESG management standards. They also heard management's report on the progress of work relating to carbon peaking, carbon neutrality and green finance, explored opportunities to expand the scope of green lending, and refined institutional mechanisms. The Board reviewed and approved a proposal to provide donations in support of designated poverty alleviation initiatives, continuing to ensure an effective transition from poverty alleviation to rural revitalization. Inclusive agriculture-related loans grew by 24.40%.

(IV) Enhancing the quality and efficiency of work to effectively protect the legitimate rights and interests of financial consumers

The Board adhered to a people-centered development philosophy, and integrated consumer rights and interests protection into corporate governance, corporate culture building and business development strategies. It urged the management to continuously strengthen overall planning for consumer protection work, improve consumer rights protection efforts, standardize the management of product and service marketing and promotion, and further deepen the governance of "capital chains" targeting fraud and gambling activities. The Board and its special committees regularly reviewed work progress on consumer rights protection, analysis of consumer complaints and rectification outcomes, as well as proposals concerning inclusive credit business. They listened to reports submitted by the management on inclusive

finance development and inclusive credit plans for micro and small enterprises, and supervised the implementation of rectification measures for consumer complaints. Directors conducted field visits to branches to inspect and guide consumer protection work, so as to effectively improve work quality and efficiency and safeguard the legitimate rights and interests of financial consumers. The Bank optimized its organizational structure by establishing a complaint management office under the consumer rights protection department, further enhancing the professionalism and systematic management of consumer protection work.

II. UPHOLDING STRATEGIC LEADERSHIP, CULTIVATING DISTINCTIVE BUSINESS CHARACTERISTICS, AND PROMOTING HIGH-QUALITY DEVELOPMENT

The Board remained committed to playing a leading strategic role, guided the management to continuously refine the 14th Five-Year Plan development strategy and the formulation of the 15th Five-Year Plan. It has established and put into practice a correct perspective on governance and performance, strived to achieve differentiated and distinctive development, drove digital transformation, and continuously promoted high-quality development.

(I) Promoting strategic optimization and formulation to continuously guide high-quality development

The Board has guided the management in implementing the Central Committee's decisions and deployments regarding financial work, continuously optimized the measures under the 14th Five-Year Plan development strategy. It has required the management to focus on core businesses, improve governance, and pursue differentiated development, striving to achieve distinctive and specialized operations. The Board has urged key branches to play a leading role, continuously enhance core competitiveness, and advance high-quality development. The Board strengthened the supervision and implementation of the development strategy by hearing reports from management on the execution of the annual strategy and benchmarking against industry peers, guiding management in analyzing key issues and formulating appropriate measures. It reviewed proposals including the annual business plan, financial budget and the reform plan for village and township banks, guiding management in setting scientifically sound business objectives. At the same time, directors actively participated in the formulation of the Company's 15th Five-Year strategic plan, offering constructive suggestions and recommendations.

(II) Upholding integrity and innovation to foster distinctive business features and core competitiveness

Under the guidance of the Board, the management developed the "Sunshine Sci-Tech (陽光科創)" technology finance business, focused on key tracks and in-depth integrated scenario-based services, and built a full-cycle product system covering equity investment, loans, bonds, trusteeship and private financial services. It vigorously expanded the "Sunshine Wealth (陽光財富)" business, issued themed wealth management products covering pension, inclusive finance, green and sci-tech sectors, and launched the innovative "7+" fixed income plus wealth management product system. It maintained the leading industrial edge of the "Cloud Payment (雲繳費)" service, improved the inclusive and convenient service ecosystem featuring

"Lifestyle + Finance", strived to build digital financial scenario platforms, and rolled out featured products including "Xinyuetong (薪悦通)". The Bank optimized the eco-friendly comprehensive financial services under the "Sunshine Transaction Banking (陽光交銀)", established the integrated service system of "Sunshine Trading+ (陽光交易+)", and boosted the integrated development of supply chain finance, international business, cash management and other businesses. It pushed forward the development of "Sunshine Investment Banking (陽光投行)" business to strengthen comprehensive financing service capacity. It also vigorously developed the "Sunshine Financial Markets (陽光金市)" business, followed the development guideline of "steady asset allocation, active trading activities, expanded client agency business and rigorous risk control", consolidated and improved its core investment business and energized market trading momentum. Through developing featured businesses and building differentiated competitive strengths, the Company recorded corporate comprehensive financing amount (FPA) of RMB5.52 trillion, retail assets under management (AUM) of RMB3.15 trillion and interbank financial gross merchandise volume (GMV) of RMB3.50 trillion.

(III) Promoting digital transformation and enhancing comprehensive service capabilities

The Board attached great importance to digital transformation, and regularly reviewed reports on digital transformation progress, financial technology development and data asset management. It guided the management to strengthen the driving role of digital initiatives in business development and elevate the comprehensive customer service capacity. The Bank focused on empowering scenario ecosystems with digital technologies, and established a digital scenario operation mechanism featuring value stratification, model classification and head-office-branch coordination, so as to improve the conversion efficiency of scenario-based customer traffic. The Bank fostered a new paradigm of digital management, transformed traditional productivity by virtue of data elements and digital technologies, and made systematic arrangements for innovative application of artificial intelligence. The Bank built a matrix of intelligent assistants based on large language models, and actively conducted research on the application of large model technologies in core business areas to boost operational and management efficiency. The Board supported the management in continuously strengthening the application of digital tools and building a professional talent team. In 2025, the Bank's technology investment reached RMB6.449 billion, accounting for about 5% of its operating revenue. As at the end of 2025, technology staff accounted for 8.86% of the Bank's total employees.

III. STRENGTHENING COMPREHENSIVE RISK MANAGEMENT, OPTIMIZING INTERNAL CONTROL AND COMPLIANCE, AND ELEVATING CAPITAL MANAGEMENT CAPABILITY

The Board coordinated development and security, urged the management to strengthen comprehensive risk management, adopted targeted measures against various types of risks, effectively forestalled and defused financial risks, strictly held the risk bottom line, reinforced internal control and compliance management, and upgraded capital management level as well as the capability for high-quality development.

(I) Bolstering comprehensive risk management and firmly safeguarding the risk bottom line

The Board and Risk Management Committee examined and approved documents including the implementation report on risk appetite, proposals on risk appetite formulation, updates to key expected credit loss models and core parameters, as well as revised policies on business continuity management, information technology risk management and operational risk management, and received work reports on risk management and business continuity. The Board guided the management to prioritize risk prevention and steadily resolve risks in key fields and major matters. It kept a close watch on key high-risk projects in the real estate sector and accelerated the implementation of risk resolution measures. The risk "breakwater" working mechanism was improved, risk management strategies were timely adjusted, and risk control over retail credit assets was intensified. Taking localized business operations as the starting point, the Bank advanced the prevention and resolution of credit card risks. Cash collection efforts were scaled up, achieving a double decline in both the scale and proportion of assets with potential risks. In 2025, the Bank's overall asset quality remained stable, with a non-performing loan ratio of 1.27% and a provision coverage ratio of 174.14%.

(II) Strengthening internal control and compliance management to consolidate the foundation for high-quality development

The Board oversaw the management to improve the operating mechanism of the Company's internal control system, clarify the division of duties within the internal control organizational system, and establish a sound internal control management framework. The Board and the Risk Management Committee reviewed and approved the proposal to revise the Anti-Money Laundering Risk Management Policy, and regularly obtained reports on internal control, compliance and case prevention management, anti-money laundering progress as well as audit results concerning anti-money laundering work. The Board urged the management to reinforce internal control and compliance management, formulate the Basic Rules for Compliance Management, standardize business practices in a sustained manner, conduct self-assessments on money laundering risks, and improve relevant risk monitoring and early warning mechanisms. It steadily advanced audit rectification work, refined rectification tasks, optimized dynamic follow-up mechanisms, and improved the quality and efficiency of rectification implementation.

(III) Elevating capital management level to further consolidate the foundation for business operation and development

The Board attached great importance to aligning medium- and long-term capital planning with business conditions, risk evolution trends and long-term development strategies. It urged the management to boost endogenous capital accumulation, optimize the benign interaction mechanism between capital replenishment and business expansion, and further consolidate the capital base. The Board and its special committees considered and approved documents including the capital adequacy ratio management plan and Pillar 3 information disclosure report, etc. They guided the management to continuously improve capital management capability, formulated targeted capital adequacy ratio management objectives and conducted regular monitoring of relevant indicators. The Company issued perpetual capital bonds worth

RMB40 billion. As at the end of 2025, the Company recorded a capital adequacy ratio of 13.71%, a Tier 1 capital adequacy ratio of 11.75% and a common equity Tier 1 capital adequacy ratio of 9.69%, all satisfying relevant regulatory requirements.

IV. CONTINUOUSLY OPTIMIZING THE GOVERNANCE FRAMEWORK, ENHANCING PERFORMANCE EFFICIENCY, AND STRICTLY IMPLEMENTING AUTHORIZATIONS

The Board focused on strengthening the construction of the corporate governance framework of a modern financial enterprise with Chinese characteristics. It continuously optimized the governance framework, implemented reform to the Board of Supervisors, enhanced the overall performance capabilities of Directors, strictly enforced resolutions and authorizations of the Shareholders' general meeting, and continuously improved the effectiveness of corporate governance. The Company was recognized by the China Association for Public Companies as a "Best Practice Case for Boards of Directors of Listed Companies in 2025".

(I) Continuously optimizing the governance framework and diligently implementing Board of Supervisors reforms

The Company has diligently implemented regulatory requirements, systematically advanced the reform of the Board of Supervisors, strengthened the duties of the Board's Audit Committee, and continuously improved the governance framework characterized by clear delineation of roles, defined responsibilities, coordinated operations and mutual checks and balances. In line with the practical requirements of the reform, the Board has driven the completion of revisions to corporate governance regulations, including the Articles of Association, the Rules of Procedure of the Shareholders' General Meeting, the Rules of Procedure of the Board of Directors, and the Information Disclosure Management System. It has comprehensively reviewed the key responsibilities of the Board and Directors, supported the Audit Committee in assuming the functions of the former Board of Supervisors, and continuously enhanced the overall standardization and effectiveness of corporate governance. The Company placed great emphasis on fostering diversity among Board members, continuously optimizing the composition of the Board and its special committees, appointing additional independent non-executive Directors, further enriching the professional backgrounds of Board members, and strengthening the foundation for sound decision-making.

(II) Improving overall performance efficiency of Directors and giving full play to the "think tank" role

In 2025, the Company smoothly advanced the re-election of the tenth session of the Board and adjusted the member composition of special committees under the Board in an orderly manner. All Directors fulfilled their duties faithfully and diligently, contributing wisdom and strength to the Company's development by virtue of their professional strengths and rich practical experience. In accordance with laws, the Board convened 4 Shareholders' general meetings, reviewed 23 proposals and received 6 reports; held 12 Board meetings, reviewed 103 proposals and received 49 reports; and organized 43 meetings of special committees under the Board, reviewed 83 proposals and received 53 reports. After the conclusion of on-site Board meeting agendas, dedicated time was reserved on many occasions for attending Directors, especially

independent non-executive Directors, to conduct in-depth discussions on strategic planning and business development. One symposium was also held between the Chairman and independent non-executive Directors. Via the above meetings, Directors put forward numerous constructive opinions and suggestions to the Board covering strategic implementation, business transformation, coordinated development, risk prevention and control, fraud prevention management and consumer rights protection, which strongly guaranteed scientific decision-making and efficient operation of the Board, and effectively promoted the sound and sustained development of all businesses across the Bank. Between meetings, non-executive Directors kept abreast of the progress of work at branches by reviewing relevant documents and conducting research at branches. Such work included studying the spirit of the Fourth Plenary Session of the 20th CPC Central Committee, facilitating high-quality development during the 15th Five-Year Plan period via financial services, implementing the "Five Priorities" in Financial Services, developing featured businesses, technology finance, retail credit business and advancing consumer rights protection. In addition, in compliance with applicable laws and regulations, relevant requirements of the CSRC and Hong Kong Stock Exchange as well as prevailing market practices of listed companies, the Board reviewed and approved the renewal scheme for Directors' liability insurance, so as to fully guarantee Directors' duty performance and further elevate corporate governance level.

(III) Strict implementation of resolutions and authorizations, and innovative approaches to dividend distribution

In accordance with the resolutions of the Shareholders' general meeting, the Board organized and implemented, and completed on schedule, tasks such as dividend distribution, the approval of qualifications for newly appointed Directors, and donations to support designated poverty alleviation initiatives. The Company actively responded to regulatory policies by promoting the implementation of RMB dividends for H-shares, offering H-share Shareholders the option to receive dividends in RMB. Moreover, the Board exercised its decision-making powers strictly in accordance with the authority set out in the Authorization Plan of the Shareholders' General Meeting to the Board, and prudently carried out the delegation of authority to management. As at the end of 2025, all the matters proposed have been approved strictly in accordance with regulations; the overall implementation of authorizations was satisfactory, and there were no instances of exceeding the scope of authorizations.

V. ENHANCING THE QUALITY OF INFORMATION DISCLOSURE, STRENGTHENING MARKET VALUE MANAGEMENT, AND REINFORCING THE MANAGEMENT OF SHAREHOLDERS AND SUBSIDIARIES

The Board strictly adhered to laws, regulations and regulatory requirements, and continued to carry out information disclosure, investor communication, market capitalization management, and the management of Shareholders' equity and subsidiaries.

(I) Conducting information disclosure in compliance with regulations and enhancing the quality of work

The Board adhered to the principles of truthfulness, accuracy, completeness, conciseness, clarity and accessibility. It fulfilled its statutory disclosure obligations in accordance with the laws and regulations, continuously enhances the proactivity of its disclosure practices, optimized and enriched the content of periodic reports, and consistently improved the quality of information disclosure. The Board coordinated domestic and overseas regulatory requirements, issuing a total of 91 A-share announcements and 122 H-share announcements in 2025.

(II) Continuously carrying out investor communication and strengthening market value management

The Board guided the management to further strengthen market value management, highlight the Company's featured businesses, and raise investors' recognition of its long-term development logic. The Company completed the overall planning of market value management and formulated plans to boost corporate valuation. It held earnings releases and investor briefings, and urged the management to lead teams to conduct external roadshows to visit key investment institutions and introduce the Company's business conditions and investment value. It also hosted open days themed Fintech and Technology Finance in light of market hot topics, and joined hands with securities firms to carry out grassroots research activities. The Company received dedicated research visits from domestic and overseas investment bank analysts and institutional investors, and participated in both online and offline strategy conferences hosted by securities firms. It boosted communication with all Shareholders, especially minority Shareholders and investors, through exchanges at Shareholders' general meetings, answering investor consultation calls and emails at home and abroad, as well as via the "SSE E-interaction" platform.

(III) Enhancing Shareholder equity management and securing share increases from major Shareholders

The Board continued to strengthen communication with Shareholders, and improve the Shareholder equity management capabilities. It maintained daily communication with major Shareholders, closely monitored and analyzed shareholding changes of Shareholders holding 1% or more of the Company's Shares, reviewed and filed the application of major Shareholders for pledging Shares of the Company. The Board completed corporate governance review procedures and regulatory filings for the nomination of Director candidates by major Shareholders, and obtained official approvals for their directorship qualifications. It conducted regular assessments of major shareholders and submitted relevant assessment reports to the NFRA. The Board also coordinated with major Shareholders to ensure timely and compliant disclosure of their share increase activities. In 2025, the Company received share increases from its controlling shareholder, China Everbright Group Ltd., and its major Shareholder, China CITIC Financial Asset Management Co., Ltd.

(IV) Continuously optimizing subsidiary management and innovatively advancing the reform of village and township banks

The Board resolutely implemented national arrangements to accelerate the reform and risk resolution of small and medium-sized banks, and promote the "scale reduction and quality improvement" of rural small and medium-sized financial institutions. In accordance with the working principles of "regulatory guidance, law-based compliance, coordinated advancement and categorized disposal", the Board reviewed and approved proposals concerning the reform and restructuring of village and township banks, promoted the completion of all decision-making and corporate governance procedures for their reform and restructuring, and coordinated the reform and restructuring of three village and township banks, namely Shaoshan Everbright Rural Bank Co., Ltd., Jiangsu Huai'an Everbright Rural Bank Co., Ltd. and Jiangxi Ruijin Everbright Rural Bank Co., Ltd. All three rural banks established by the Company have obtained regulatory approval for dissolution. Newly established branches undertaking local businesses of the former village and township banks have officially commenced operation, marking the successful completion of the Company's core work of "transforming village and township banks into branches".

VI. EXISTING ISSUES AND CHALLENGES

Whilst fully acknowledging the achievements, the Board is acutely aware that, when compared with leading peers, the Company still faces certain gaps and shortcomings in terms of comprehensive financial service capabilities and core market competitiveness: Firstly, our customer base is weak and structurally suboptimal; there is insufficient loyalty among our core customer base, and our capabilities in customer acquisition and retention are relatively weak, with an inadequate pool of high-quality customers and insufficient market coverage. Secondly, the competitiveness of our product portfolio and featured businesses is insufficient; the Company lacks the capacity to provide differentiated and distinctive services, and has not established a core competitive advantage. Thirdly, revenue growth momentum is insufficient, profitability is weak, and efforts to control the cost of liabilities have been ineffective, whilst the optimization of deposit costs remains inadequate. Fourthly, capital adequacy levels are tight, and the scale of capital and replenishment mechanisms struggle to keep pace with business development needs. Fifthly, pressure to manage credit risks in key areas such as credit cards and retail loans is mounting, and the situation regarding risk prevention and asset quality control is severe. Sixthly, the effectiveness of internal synergy and empowerment is insufficient; back-office and middle-office support for front-office operations is inadequate, and the head office's strategic guidance, resource allocation and professional empowerment for branches are insufficient, resulting in low efficiency in vertical coordination and front-to-back-office collaboration. The Board shall address these issues and challenges head-on, better fulfilling its role in empowering the organization through strategic planning, decision-making, risk prevention and robust supervision, whilst guiding the management in comprehensively carrying out operational management.

2026 marks the opening year of the 15th Five-Year Plan and is a pivotal year for addressing the current economic landscape and consolidating the foundations for growth. The Board will adhere to Xi Jinping Thought on Socialism with Chinese Characteristics for a New Era as its guiding principle, fully implement the decisions and deployments of the Party Central Committee, continue to focus on core business, improve governance and pursue differentiated development, adhere to the general

principle of seeking progress whilst maintaining stability, focus on strategic objectives, and closely align with the main priorities of risk prevention, strengthening supervision and the promotion of high-quality development. The Board will establish and practice a correct view of performance, avoid "involutionary" competition, and prioritize the three strategic tasks of serving the real economy, national strategies and social welfare. The Board will resolutely follow the path of financial development with Chinese characteristics and continuously advance high-quality development.

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 ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 annual general meeting (the "**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 Monday, 29 June 2026 at 3:00 p.m. to consider and, if thought fit, to pass the following resolutions:

ORDINARY RESOLUTIONS

1. The 2025 work report of the Board of Directors of China Everbright Bank Company Limited

2. Audited accounts report of China Everbright Bank Company Limited for the year 2025

3. Profit distribution plan of China Everbright Bank Company Limited for the year 2025

4. The resolution on the appointment of accounting firms for the year 2026

5. The resolution on the remuneration of the Directors of China Everbright Bank Company Limited for the year 2025

6. The resolution on the remuneration of the Supervisors of China Everbright Bank Company Limited for the year 2025

7. The resolution on donations for supporting designated assistance of China Everbright Bank Company Limited

SPECIAL RESOLUTION

8. The resolution on the issuance plan of capital bonds and related authorization scheme of China Everbright Bank Company Limited

The Board of Directors of
China Everbright Bank Company Limited

Beijing, the PRC
8 June 2026

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, Ms. Zhao Jingjing, Mr. Yao Wei, Mr. Zhang Mingwen and Mr. Li Wei; and the Independent Non-executive Directors are Mr. Li Yinquan, Mr. Liu Shiping, Mr. Huang Zhenzhong, Mr. Liu Qiao, Mr. Hu Xiang and Ms. Li Yingqi.

Notes:

(1) For further details on each of the resolutions, please refer to the circular of the Company dated 8 June 2026.

(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 Wednesday, 24 June 2026 to Monday, 29 June 2026 (both days inclusive). Holders of H Shares whose names appear on the register of members of the Company maintained in Hong Kong on Monday, 29 June 2026 are entitled to attend and vote at 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 Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Tuesday, 23 June 2026.

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

The Board of Directors of the Company has recommended a dividend of RMB0.70 (tax inclusive) per 10 Shares for the year ended 31 December 2025. Based on the total ordinary share capital of 59.086 billion Shares of the Company, the total final cash dividends amounted to RMB4.136 billion(tax inclusive). Together with the distributed interim cash dividend, the total dividends for the year 2025 will be RMB1.75 (tax inclusive) per 10 Shares, and the total cash dividends for the year 2025 will be RMB10.340 billion (tax inclusive), accounting for 26.63% of the net profit attributable to the Company's Shareholders in the consolidated statements, and accounting for 30.08% of the net profit attributable to ordinary Shareholders of the Company in the consolidated statements. If such dividend is declared by the Shareholders passing the ordinary resolution No. 3, it will be distributed to Shareholders whose names appear on the register of members of the Company on Thursday, 9 July 2026. The register of members of H Shares will be closed from Monday, 6 July 2026 to Thursday, 9 July 2026 (both days inclusive). In order to be entitled to the dividend, holders of H Shares of the Company 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 Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on Friday, 3 July 2026.

(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 for holding the AGM (i.e. not later than 3:00 p.m. on Sunday, 28 June 2026) 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 Monday, 22 June 2026. 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).

(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 Monday, 22 June 2026 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.