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

If you have sold or transferred all your shares in **China CITIC Bank Corporation Limited** (中信銀行股份有限公司), you should at once hand this circular to the purchaser or transferee or to the bank or licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

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中信銀行
CHINA CITIC BANK

中信銀行股份有限公司
China CITIC Bank Corporation Limited

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 998)

**2026 INTERIM PROFIT DISTRIBUTION PLAN OF
CHINA CITIC BANK CORPORATION LIMITED
APPLICATION FOR THE CAPS OF
CONTINUING RELATED PARTY TRANSACTIONS
AND
NOTICE OF THE THIRD EXTRAORDINARY SHAREHOLDERS' MEETING
OF 2026**

**Independent Financial Adviser to the Independent Board Committee and
the Independent Shareholders**



邁時金融
MAXA FINANCIAL

The 2026 Third ESM is to be held at 9:30 a.m. on Thursday, 29 October 2026 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghai Road, Chaoyang District, Beijing, PRC. The notice of the 2026 Third ESM is enclosed in this circular and has been published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.citicbank.com) on 8 October 2026.

Shareholders who intend to attend the meeting(s) in person or by proxy should complete the reply slip(s) published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.citicbank.com) on 8 October 2026 and dispatched on 9 October 2026 in accordance with the instructions printed thereon and return the same to the office of the H Share registrar of the Bank in Hong Kong, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before Tuesday, 27 October 2026.

If you intend to appoint a proxy to attend the 2026 Third ESM, please complete the proxy form being published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.citicbank.com) on 8 October 2026 and dispatched on 9 October 2026, according to the instructions printed thereon and return the same at least 24 hours before the time fixed for holding the 2026 Third ESM (i.e. not later than 9:30 a.m. on Wednesday, 28 October 2026). Completion and return of the proxy form(s) will not preclude you from attending in person and voting in the 2026 Third ESM if you wish so.

References to dates and time in this circular are to Hong Kong dates and time.

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DEFINITIONS

Unless the context otherwise requires, the following expressions in this circular shall have the following meanings:

“2026 Third ESM”	the Third Extraordinary Shareholders’ Meeting of 2026 of the Bank to be held at 9:30 a.m. on Thursday, 29 October 2026 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, PRC
“A Shareholder(s)”	holder(s) of A Shares
“A Share(s)”	ordinary share(s) of the Bank, with a nominal value of RMB1.00 each, which are listed on the Shanghai Stock Exchange and traded in RMB
“associate(s)”	has the meaning ascribed to it under the Hong Kong Listing Rules
“Bank”	China CITIC Bank Corporation Limited (中信銀行股份有限公司), a joint stock limited company incorporated in the PRC and the H Shares and A Shares of which are listed on the Hong Kong Stock Exchange (stock code: 998) and the Shanghai Stock Exchange (stock code: 601998), respectively, and unless the text requires otherwise, including all its subsidiaries
“Board” or “Board of Directors”	the Board of Directors of the Bank
“BOC”	Bank of China Limited
“China CITIC Financial AMC”	China CITIC Financial Asset Management Co., Ltd. (中國中信金融資產管理股份有限公司), formerly known as China Huarong Asset Management Co., Ltd. (中國華融資產管理股份有限公司)
“CITIC Corporation Limited”	CITIC Corporation Limited (中國中信有限公司)
“CITIC Financial Leasing”	CITIC Financial Leasing Co., Ltd. (中信金融租賃有限公司)
“CITIC Group”	CITIC Group Corporation (中國中信集團有限公司)
“CITIC Limited”	CITIC Limited (中國中信股份有限公司), the H shares of which are listed on the Hong Kong Stock Exchange (stock code: 267)
“CITIC Wealth Management”	CITIC Wealth Management Corporation Limited
“connected person(s)”	has the meaning ascribed to it under the Hong Kong Listing Rules
“Director(s)”	director(s) of the Bank

DEFINITIONS

“H Share(s)”	ordinary share(s) of the Bank, with a nominal value of RMB1.00 each, which are listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
“H Shareholder(s)”	holder(s) of H Shares
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Independent Board Committee”	a committee of the Board comprising all the independent non-executive Directors of the Bank
“Independent Financial Adviser” or “Maxa Capital”	Maxa Capital Limited, a licensed corporation to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities under the SFO, and being the independent financial adviser to the Independent Board Committee and Independent Shareholders in respect of the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement and the Investment Business Framework Agreement with CITIC Group and its associates and the transactions contemplated thereunder
“Independent Shareholder(s)”	Shareholders of the Bank excluding CITIC Group and its associates
“Latest Practicable Date”	30 September 2026, being the latest practicable date prior to the printing of this circular for ascertaining certain information contained herein
“PRC” or “China”	the People’s Republic of China, excluding, for the purpose of this circular, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“RMB”	Renminbi, the lawful currency of the PRC
“SFO”	the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong
“Shanghai Listing Rules”	the Listing Rules of Shanghai Stock Exchange
“Shanghai Stock Exchange”	Shanghai Stock Exchange
“Shareholder(s)”	the holder(s) of the Bank’s Share(s)

DEFINITIONS

“Share(s)”	the ordinary share(s) of RMB1.00 each in the share capital of the Bank
“substantial shareholder”	has the meaning ascribed to it under the Hong Kong Listing Rules



中信銀行
CHINA CITIC BANK

中信銀行股份有限公司
China CITIC Bank Corporation Limited

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

(Stock Code: 998)

Executive Directors:

Mr. Fang Heying (*Chairman*)
Mr. Lyu Tianguai (*President*)
Mr. Hu Gang

Non-executive Directors:

Mr. Wei Qiang
Mr. Wang Yankang
Mr. Fu Yamin

Independent non-executive Directors:

Mr. Liu Tsz Bun Bennett
Mr. Zhou Bowen
Mr. Wang Huacheng
Ms. Song Fangxiu

Registered Office:

6-30/F and 32-42/F, Building No. 1,
10 Guanghua Road, Chaoyang District,
Beijing,
PRC,
100020

Principal Place of Business in Hong Kong:

80/F, International Commerce Centre,
1 Austin Road West,
Kowloon, Hong Kong

9 October 2026

Dear Sir or Madam,

**2026 INTERIM PROFIT DISTRIBUTION PLAN OF
CHINA CITIC BANK CORPORATION LIMITED
APPLICATION FOR THE CAPS OF
CONTINUING RELATED PARTY TRANSACTIONS
AND
NOTICE OF THE THIRD EXTRAORDINARY SHAREHOLDERS' MEETING
OF 2026**

1. INTRODUCTION

The purpose of this circular is to provide you with the information reasonably necessary to enable you to make an informed decision on whether to vote for or against the resolutions to be proposed at the 2026 Third ESM as described below.

LETTER FROM THE BOARD

At the 2026 Third ESM, ordinary resolutions will be proposed: Proposal on *the 2026 Interim Profit Distribution Plan of China CITIC Bank Corporation Limited*; Proposal regarding Application for the Caps of Continuing Related Party Transactions.

2. PROPOSAL ON THE 2026 INTERIM PROFIT DISTRIBUTION PLAN OF CHINA CITIC BANK CORPORATION LIMITED

An ordinary resolution will be proposed at the 2026 Third ESM to approve the 2026 Interim Profit Distribution Plan of the Bank. The 2026 Interim Profit Distribution Plan of the Bank is as follows:

According to the Articles of Association, based on the parent company's after-tax profit as shown on the financial statements prepared in accordance with Chinese Accounting Standards, the Bank's net profit attributable to Shareholders of the Bank for the first half of 2026 was RMB37,602 million. After deducting the interest of RMB2,406 million on the undated capital bonds (which was paid on 26 April 2026), the consolidated net profit attributable to Shareholders of ordinary shares of the Bank was RMB35,196 million. As of 30 June 2026, the undistributed profit as at the end of the relevant period in the Bank's parent company statements was RMB358,964 million.

2.1 2026 INTERIM PROFIT DISTRIBUTION PLAN

After taking into consideration the factors such as financial situation and capital position, and with a view to continuously conveying a positive signal to investors, the Bank plans to pay cash interim dividends to all ordinary Shareholders based on the total issued shares as registered on the Bank's register on the record date. The total cash dividends of the first half of 2026 for ordinary shares will be RMB11,295,967,939.59 (tax inclusive), accounting for 30.04% of the consolidated net profit attributable to Shareholders of the Bank and 32.09% of the consolidated net profit attributable to ordinary Shareholders of the Bank for the first half of 2026. The cash dividends for A Shareholders and H Shareholders on the register would be RMB2.03 per 10 shares (tax inclusive), when calculated according to the total A Shares and H Shares on the register as at 30 June 2026, namely 55,645,162,264 shares. If total share capital of the Bank changes before the equity record date of this dividend payment, it is planned to keep the total dividends unchanged and adjust the distribution amount per share accordingly, and disclose that in relevant announcement. These dividends shall be denominated and declared in RMB, and shall be paid to A Shareholders in RMB and to H Shareholders in RMB or the equivalent in HKD. The actual dividends amount to be paid in HKD will be calculated based on the average benchmark exchange rate for RMB to HKD announced by the People's Bank of China one week before the date of the shareholders' meeting at which the 2026 Interim Profit Distribution Plan is considered and approved (the date of the shareholders' meeting inclusive). The Bank is expected to dispatch the currency election form for the 2026 interim dividend to H Shareholders on 12 November 2026, for those who wish to receive the 2026 interim dividend in RMB.

There will be no capitalization of capital reserves in the first half of 2026.

LETTER FROM THE BOARD

Holders of H shares should note that the register of members of the Bank will be closed from Wednesday, 4 November 2026 to Monday, 9 November 2026 (both days inclusive) during which period no H share transfer will be registered. All H Shareholders appearing on the register of members of the Bank on Monday, 9 November 2026 are entitled to the 2026 interim dividend distribution. Holders of H shares of the Bank who wish to receive the proposed 2026 interim dividend (subject to approval by the shareholders at the 2026 Third ESM) but have not registered their share transfer documents shall lodge their transfer documents, together with relevant share certificates, with the Bank's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Tuesday, 3 November 2026.

The 2026 Interim Profit Distribution Plan of the Bank, after being considered and approved by the Board meeting convened on 26 August 2026, is now submitted to the Shareholders' meeting for consideration and authorization for the Board, which in turn authorizes the executive Directors and agrees the executive Directors to authorize their authorized representatives to deal with all matters in connection with the payment of dividends of ordinary shares for the first half of 2026.

The details of the Bank's 2026 Interim Profit Distribution Plan and the independent opinions issued by the Bank's independent Directors are set out in the relevant announcements published by the Bank on 26 August 2026 on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.citicbank.com).

For overseas residents that are individual Shareholders, the *Notice of the State Taxation Administration on Issues Concerning Individual Income Tax Collection and Management after the Repeal of Guo Shui Fa [1993] No. 045* (Guo Shui Han [2011] No. 348) provides that, dividends received by such overseas residents for their personal holding of shares issued by domestic non-foreign-invested enterprises in Hong Kong shall be subject to the payment of individual income tax under the "interest, dividend and bonus income" item, and that such individual income tax shall be withheld and paid by the withholding agents according to relevant laws at a tax rate of 10%. Overseas residents that are individual holders of shares issued by domestic non-foreign invested enterprises listed in Hong Kong are entitled to the relevant preferential tax treatment pursuant to the provisions in the tax agreements signed between the countries in which they are residents and China, or to the tax arrangements between the Chinese mainland and Hong Kong (Macau). The tax rate for dividends under the relevant tax agreements and tax arrangements is 10% in general. For the purpose of simplifying tax administration, domestic non-foreign-invested enterprises issuing shares in Hong Kong may, upon payment of dividends, generally withhold individual income tax at the rate of 10%, without the need to file an application. If the tax rate for dividends is not equal to 10%, the following provisions shall apply: (1) for residents of countries that have signed lower than 10% tax rate agreements, the withholding agents may file on their behalf applications for the relevant agreed preferential tax treatments, under which circumstances the over-withheld tax amounts will be refunded upon approval by the tax authorities; (2) for residents of countries that have signed higher than 10% but lower than 20% tax rate agreements, the withholding agents shall withhold individual income tax at the agreed tax rate effective at the

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time of dividend payment, without the need to file an application; and (3) for residents of countries without tax agreements or under other situations, the withholding agents shall withhold individual income tax at 20% upon payment of dividends.

For non-resident enterprises that are Shareholders, the *Notice of the State Taxation Administration on the Issues Concerning Withholding Enterprise Income Tax on Dividends Paid by Chinese Resident Enterprises to H Shareholders that are Non-resident Overseas Enterprises* (Guo Shui Han [2008] No. 897) provides that, a PRC resident enterprise, when paying dividends for 2008 and subsequent years to H Shareholders that are non-resident overseas enterprises, enterprise income tax at a uniform rate of 10% shall be withheld and paid.

Tax matters in relation to the Shanghai-Hong Kong Stock Connect shall be handled according to the provisions of the *Notice on Relevant Taxation Policies in Connection with the Pilot Shanghai-Hong Kong Stock Connect Mechanism* of the Ministry of Finance, the State Taxation Administration and the China Securities Regulatory Commission (Cai Shui [2014] No. 81).

3. PROPOSAL ON APPLICATION FOR THE CAPS OF CONTINUING RELATED PARTY TRANSACTIONS

At the 2026 Third ESM, Proposal on Application for the Caps of Continuing Related Party Transactions, which includes (1) the caps of credit extension business with CITIC Group and its related parties for the years 2027-2029; (2) the caps of asset transfer with CITIC Group and its related parties for the years 2027-2029; (3) the caps of comprehensive service with CITIC Group and its related parties for the years 2027-2029; (4) the caps of financial consulting and asset management service with CITIC Group and its related parties for the years 2027-2029; (5) the caps of custody and account management service with CITIC Group and its related parties for the years 2027-2029; (6) the caps of other financial service with CITIC Group and its related parties for the years 2027-2029; (7) the caps of deposit business with CITIC Group and its related parties for the years 2027-2029; (8) the caps of financial market business with CITIC Group and its related parties for the years 2027-2029; (9) the caps of investment business with CITIC Group and its related parties for the years 2027-2029; (10) the caps of credit business with BOC for the years 2027-2029; (11) the caps of asset transfer with BOC for the years 2027-2029; (12) the caps of financial consulting and asset management service with BOC for the years 2027-2029; (13) the caps of custody and account management service with BOC for the years 2027-2029; (14) the caps of other financial service with BOC for the years 2027-2029; (15) the caps of deposit business with BOC for the years 2027-2029; (16) the caps of financial market business with BOC for the years 2027-2029; (17) the caps of investment business with BOC for the years 2027-2029; and (18) the caps of financing provided by related parties with BOC for the years 2027-2029 will be submitted for approval by way of ordinary resolutions. Details of such proposals are as follows:

LETTER FROM THE BOARD

3.1 Continuing Connected Transactions with CITIC Group and its Associates

3.1.1 Credit Extension Business Framework Agreement

3.1.1.1 General information of the transaction

The Bank entered into the existing Credit Extension Business Framework Agreement with CITIC Group on 8 November 2023, pursuant to which the Bank conducts credit extension business with CITIC Group and its associates. The Agreement will expire on 31 December 2026 and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

In light of the impending expiration of the existing Credit Extension Business Framework Agreement on 31 December 2026, and in order to meet business development needs, the Bank entered into a new Credit Extension Business Framework Agreement with CITIC Group on 26 August 2026. The Agreement has a term of three years from 1 January 2027 to 31 December 2029, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

3.1.1.2 Principal terms of the Credit Extension Business Framework Agreement

The principal terms of the Credit Extension Business Framework Agreement are set out as follows:

- The Bank will provide credit extension to CITIC Group and its associates, which includes but is not limited to funding provided by the Bank to the CITIC Group and its associates or guarantees provided by the Bank in relation to CITIC Group and its associates' compensation and payment liabilities that may arise in the relevant economic activities, including but not limited to loans (including trade financing), bill acceptance and discount, overdrafts, debt securities investments, special purpose vehicle investments, letters of credit, factoring, guarantee, letters of guarantee, loan commitments, repurchase of securities, lending and other on-balance-sheet and off-balance-sheet businesses, and other businesses where credit risk is substantively borne by the Bank.
- Both parties of the agreement shall carry out business under the agreement.
- The credit transactions provided by the Bank to CITIC Group and its associates are conducted in strict compliance with applicable regulatory requirements and are based on the principles of controllable risk, fair dealing and protecting the interests of the Bank and its shareholders as a whole. In particular: the quality of the related party credit transactions

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remains sound, with the relevant borrowers operating normally and the overall credit risk being manageable; the security and guarantee arrangements for such credit transactions comply with applicable regulatory requirements; and pricing is determined in accordance with market principles, and the credit terms are no more favorable than those offered to comparable independent third parties for similar transactions.

3.1.1.3 Pricing

The credit extension transactions between the Bank and CITIC Group and its associates will be conducted in accordance with market principles. The Bank shall charge interest at fair and reasonable market rates, and the credit conditions shall be no more favorable than those available for similar transactions with comparable independent third parties.

3.1.1.4 Historical amounts and proposed annual caps

	Actual historical amount for the year ended 31 December		Actual historical amount for the six months ended 30 June	Approved annual cap for the year ending 31 December	Proposed annual cap for the year ending 31 December		
	(RMB millions)	(RMB millions)	(RMB millions)	(RMB millions)	2027	2028	2029
	2024	2025	2026	2026			
Credit Line	<u>317,020</u>	<u>376,716</u>	<u>340,348</u>	<u>400,000</u>	<u>600,000</u>	<u>600,000</u>	<u>600,000</u>

3.1.1.5 Basis for setting the annual caps

In arriving at the above caps, the Board has considered the historical figures for similar transactions and has taken into account the following factors:

- There was a relatively large difference between the previous estimated transaction amount and the actual transaction amount, mainly because: (i) due to changes in regulatory policies and industry window guidance, the Bank reduced the credit limits granted to customers in the consumer finance industry to a certain extent; (ii) some connected person customers increased their interbank financing channels and their financing demand from the Bank decreased, and the Bank proactively reduced credit limits in response to changes in customer demand; and (iii) As the cooperation between the Bank and connected persons such as CITIC Corporation Limited continued to expand, the original estimated caps for certain connected persons were insufficient to meet the needs of their daily cooperation, resulting in the actual transaction amounts exceeding the estimated amounts.

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- The principal factors taken into account in determining the above annual caps, and the reasons for the relatively large differences between the current projections and the actual transaction amounts recorded in the previous period, are as follows: (i) having comprehensively considered the historical cooperation between the Bank and CITIC Group and its associates, the scale of existing credit business and the demand for drawdowns under existing credit approvals, the utilisation rate of the proposed annual caps is expected to increase significantly; (ii) the market position, scale of operations and financial condition of CITIC Group and its associates in the relevant industries have changed significantly as compared to previous years; and (iii) room has been reserved for cooperation between the Bank and new connected persons of CITIC Group over the next three years.

3.1.1.6 Requirements of the Hong Kong Listing Rules

According to Chapter 14A of the Hong Kong Listing Rules, the recurring credit extension connected transactions between the Bank and CITIC Group and its associates constitute connected transactions in the form of financial assistance provided by the Bank to CITIC Group and its associates. Since such connected transactions are entered into by the Bank in its ordinary and usual course of business on normal commercial terms, according to Rule 14A.87(1) of the Hong Kong Listing Rules, the connected transactions will be exempted from the announcement, independent Shareholders' approval, annual reporting and annual review requirements as set out in Rules 14A.35, 14A.36, 14A.49 and 14A.71 of the Hong Kong Listing Rules.

3.1.1.7 Requirements of the Shanghai Listing Rules

According to Article 6.3.3 of the Shanghai Listing Rules and other relevant provisions, CITIC Group and its related parties shall constitute related companies of the Bank. According to Article 6.3.7 of the Shanghai Listing Rules and other relevant provisions, the credit extension business and the caps for such related party transactions between the Bank and CITIC Group and its related parties shall be subject to the approval by the Bank's Shareholders' meeting and related Shareholders shall abstain from voting on such meeting.

3.1.2 Asset Transfer Framework Agreement

3.1.2.1 General information of the transaction

The Bank entered into the existing Asset Transfer Framework Agreement with CITIC Group on 8 November 2023, pursuant to which, the Bank and CITIC Group and its associates agreed to conduct asset transfer transactions in their ordinary and usual course of business in accordance with applicable normal market practices and on normal commercial terms. The agreement will expire on

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31 December 2026, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

In light of the impending expiration of the existing Asset Transfer Framework Agreement and in order to satisfy the business development needs, the Bank entered into a new Asset Transfer Framework Agreement with CITIC Group on 26 August 2026. The new Asset Transfer Framework Agreement has a term of three years from 1 January 2027 to 31 December 2029, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

The Bank will sell credit and other related assets to CITIC Group and its associates in order to optimise the Bank's credit structure. In the meantime, the Bank may purchase the same type of assets from CITIC Group and its associates to adjust the Bank's credit structure and optimize asset allocation. As a means of the Bank's asset and liability management, where credit extension grows excessively fast, the Bank will sell on-balance-sheet credit assets through market-oriented channels in order to adjust the asset-liability structure and accelerate the disposal progress of non-performing assets. In conducting factoring businesses, the Bank will purchase assets such as customers' accounts receivable. In conducting forfaiting business, the Bank will have a non-recourse buyout of the creditor's rights held by CITIC Group and its associates, the payment of which shall be confirmed as due by its issuing/confirming bank while the creditor's rights are not due, or transfer the creditor's rights that have been bought out and held by the Bank but are not due to CITIC Group and its associates. The Asset Transfer Framework Agreement between the Bank and CITIC Group contemplates the purchase and sale of credit and other related assets to CITIC Group and its associates. Along with the business development, the Bank expects to purchase credit and other related assets from CITIC Group and its associates in the future, and the total amount of such purchase and sale will be calculated cumulatively when the annual cap is calculated.

3.1.2.2 Principal terms of the Asset Transfer Framework Agreement

The principal terms of the Asset Transfer Framework Agreement are set out as follows:

- The Bank in the ordinary and usual course of business buys from or sells to CITIC Group and its associates movable and immovable properties for own use, credit and other relevant assets, including but not limited to: the purchase and sale of movable and immovable properties for own use; sell/buy corporate and retail credit loan and non-credit loan assets and their (collection) beneficiary rights, receivables and other assets directly or through asset management plan, asset securitization or through factoring, forfaiting or other forms; purchase and sale of interbank assets and claims,

LETTER FROM THE BOARD

receipt and disposal of repossessed assets; commercial acceptance bonding business, bill discounting business without the credit risk of the discounting applicant, purchase and resale of bills under rediscounting business; acquisition of assets for operating lease business; and other asset transfer business.

- Both parties shall carry out business under the agreement.
- The asset transfer transactions under the agreement shall be conducted on normal commercial terms, which shall not be more favorable to the connected person than those offered to a comparable independent third party for same transactions.

3.1.2.3 Pricing

Transactions under the Asset Transfer Framework Agreement are divided into normal asset transfer and securitization asset transfer. The normal asset transfer is a non-hierarchical transfer, with a single or small number of transactions generally. Securitization asset transfer is a selection of a larger number of loans which are packaged to form a pool of assets, and are designed with structured hierarchy. Under the Asset Transfer Framework Agreement, the price payable by the transferee to the transferor shall be determined on the basis of the following principles:

- Normal asset transfer: the transfer of credit assets shall comply with the principle of integrity, i.e. the credit assets to be transferred shall include the entire outstanding principal and interest receivable. In the transfer of credit assets by the transferor to the transferee, the principals under the loan shall be taken as the consideration of the transaction, while transferring at par (i.e. the ratio of transaction price to loan principal is 100%), without discount or premium.
- Securitization asset transfer: the transfer of assets from connected persons to the Bank has been included in the above normal asset transfer. When transferring credit assets from the Bank to connected persons, the Bank adopts the loan principal as the consideration of the transaction and generally transfers at par (i.e. the ratio of transaction price to loan principal is 100%), except for the securitization of non-performing assets. In terms of the issuance rate of the asset-backed securities, the prioritized asset-backed securities (with exclusion of the sections held by the originating institutions) are determined by the approach of single spread (Netherlands Style) or book building through the bidding system of China Central Depository & Clearing Co., Ltd., and the secondary asset-backed securities (with exclusion of the sections held by the originating institutions) are determined through a competitive offering process.

LETTER FROM THE BOARD

- Transfer of non-performing assets: the price shall be determined in accordance with the principles of compliance with the laws and regulations, openness and transparency, competition and selection of the best, authenticity and cleanliness, and by comprehensively considering the factors such as asset conditions, disposal costs, risks and returns, market conditions and professional opinions issued by third-party evaluation institutions, and the transfer shall be conducted in an open way.
- Forfeiting asset transfer: the interest income received within the actual holding period shall be determined according to the fair value of the forfeiting market.
- Bill asset transfer: the transaction interest rate is determined with reference to the prevailing average transaction price published by the Shanghai Commercial Paper Exchange and is adjusted based on market supply and demand conditions.

3.1.2.4 Historical amounts and proposed annual caps

	Actual historical amount for the year ended 31 December (RMB millions)		Actual historical amount for the six months ended 30 June (RMB millions)	Approved annual cap for the year ending 31 December (RMB millions)	Proposed annual cap for the year ending 31 December (RMB millions)		
	2024	2025	2026	2026	2027	2028	2029
Transaction							
Amount	<u>21,104</u>	<u>28,051</u>	<u>18,775</u>	<u>190,000</u>	<u>210,000</u>	<u>240,000</u>	<u>270,000</u>

Note: According to the response issued by the National Financial Regulatory Administration in 2026 regarding relevant questions under the *Measures for the Administration of Connected Transactions of Banking and Insurance Institutions*, bills purchased and sold through rediscounting transactions do not constitute financial market business. For the purpose of maintaining consistency, bills purchased and sold through rediscounting transactions will be included in the management of the Asset Transfer Framework Agreement. The actual transaction amounts for the period from January to June 2026 will continue to be calculated based on the original basis.

3.1.2.5 Basis for setting the annual caps

In arriving at the above caps, the Board has considered the historical figures for similar transactions and has taken into account the following factors:

- There was a relatively large difference between the previous estimates and the actual implementation, mainly because: (i) after the Bank strengthened the management of its credit card instalment business, the demand for transfers of credit card instalment assets was lower than expected. At the

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same time, after taking into account the volume of credit card full-account assets deployed and funding requirements, the Bank has not yet launched any credit card full-account asset securitization programmes; (ii) in recent years, due to the economic downturn and adjustments in the real estate market, demand for retail credit extension has been insufficient, resulting in reduced demand for transfers of individual housing mortgage loans and retail consumer loans, and therefore the Bank has not conducted any securitization of performing retail credit assets; and (iii) in recent years, due to the economic downturn, market spreads have continued to narrow, resulting in the expansion of the forfeiting market being weaker than expected; and (iv) Banks dispose of their non-performing assets through transfers in the open market, where qualified asset management companies (“AMC”), including the five national AMC and local AMC, acquire such assets through a competitive bidding process. As China CITIC Financial AMC, a connected person of the Bank, is one of the five national AMC, the ultimate transfer outcome remains uncertain.

- The principal factors taken into account in determining the above annual caps, and the reasons for the relatively large differences between the current projections and the actual implementation in the previous period, are as follows: (i) the interbank credit asset securitization business is an important method to improve the ability of commercial banks to actively manage assets and liabilities and to provide financing. It can effectively activate existing assets, establish a virtuous cycle between asset allocation and asset circulation, and assist commercial banks to transform and upgrade to asset-light and transactional banking; (ii) regulatory authorities continue to support commercial banks to carry out credit asset securitization business, and the domestic securitization market has been developing steadily in recent years, with an increasingly diversified range of products, continuous improvement of system construction, and the development mode evolving steadily from “policy-driven” to “market-initiated”. Under the dual promotion of regulatory authorities and market demand, the credit asset securitization business of commercial banks has been developing rapidly; (iii) the Bank continues to improve the asset securitization policies, sets up the asset securitization business system, and has built a full-coverage underlying asset matrix, and the foundation for the development of the asset securitization business has been effectively consolidated; (iv) although the Bank has only issued non-performing asset securitization products of a relatively limited scale in recent years, if circumstances arise in the future such as tighter refinancing requirements imposed on banks, increased demand for credit extension or heightened pressure on the Bank’s loan scale and risk-weighted assets, the Bank may issue securitization products backed by individual housing mortgage loans, consumer loans and other assets in order to release regulatory capital and reduce refinancing costs. It is expected that the annual cap for such transactions will be RMB40 billion; (v) in the future, the Bank will

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continue to step up its asset securitization efforts, and to promote securitization projects involving credit card full-account assets, personal consumption loans, housing mortgage loans, non-performing loans, etc., so as to drive the development of asset securitization asset transfer business; (vi) the Bank's secondary-market forfaiting business has experienced rapid growth. During the period from January to June 2026, the amount of domestic letter of credit forfaiting transactions was RMB254.4 billion, representing a growth rate of approximately 15% and the transaction amount for the six months ended 30 June 2026 was RMB12.4 billion, representing an increase of approximately 23%. Against this backdrop, the transaction volume of forfaiting business conducted between the Bank and its connected persons has increased significantly. In addition, domestic letter of credit forfaiting business serves as an important tool for expanding corporate customer relationships. The proposed annual cap also reserves sufficient capacity for future cooperation between the Bank and new connected persons of CITIC Group over the next three years. It is expected that the annual caps for such transactions for the years ending 31 December 2027, 2028 and 2029 will be RMB32.4 billion, RMB44.9 billion and RMB59.1 billion, respectively; (vii) the ultimate transferees of banks' non-performing assets are determined through open and competitive bidding processes, and the Bank needs to make sufficient advance estimates of potential transaction amounts with connected persons, otherwise the Bank's disposal of non-performing assets may be affected. The Bank's non-performing asset transfer volume amounted to RMB45.172 billion, RMB56.658 billion and RMB116.641 billion in 2023, 2024 and 2025, respectively, and the annual cap for such business is expected to be RMB18 billion; (viii) according to the response issued by the National Financial Regulatory Administration in 2026 regarding relevant questions under the Measures for the Administration of Connected Transactions of Banking and Insurance Institutions, bills purchased and sold through rediscounting transactions do not constitute financial market business. For the purpose of maintaining consistency, bills purchased and sold through rediscounting transactions will be included in the annual cap management for asset transfer; (ix) bill business is characterised by short tenors, high transaction frequency, strong liquidity and significant fluctuations in transaction volume, which helps the Bank optimise asset and liability management, enhance customer stickiness and integrated marketing efforts, and implement regulatory requirements in support of the real economy. Affected by internal and external factors, the transaction amounts of the Bank's discounting and rediscounting businesses fluctuated significantly during 2024, 2025 and the first half of 2026. For example, in 2025, the transaction volume of discounting business decreased by 28% year-on-year, while the transaction volume of rediscounting business decreased by 18% year-on-year. In 2026, the transaction volumes of both discounting and rediscounting businesses rebounded significantly as compared with 2025. In order to

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ensure the continuity of the Bank's bill business, sufficient headroom is required under the cap for such connected transactions. Therefore, based on the transaction amounts of the Bank's rediscounting business of RMB2,175.5 billion, RMB1,773.5 billion and RMB959.9 billion in 2024, 2025 and the first half of 2026, respectively, the cap for connected transactions relating to rediscounting business is expected to be approximately RMB100 billion.

The proposed annual caps under the Asset Transfer Framework Agreement for the three years ending 31 December 2029 increase year by year mainly because: (i) the Bank's secondary market forfeiting and similar businesses are expected to grow at an annual rate of approximately 15%; and (ii) the cap amount set this time reserves room for cooperation between the Bank and newly added connected persons of CITIC Group in the coming three years.

3.1.2.6 Requirements of the Hong Kong Listing Rules

As the highest applicable percentage ratio of the annual caps for the transactions under the Asset Transfer Framework Agreement exceeds 5%, the transactions under the Asset Transfer Framework Agreement constitute continuing connected transactions under Chapter 14A of the Hong Kong Listing Rules and are subject to the reporting, announcement, annual review and Independent Shareholders' approval requirements as set out in Chapter 14A of the Hong Kong Listing Rules.

3.1.3 Comprehensive Service Framework Agreement

3.1.3.1 General information of the transaction

The Bank entered into the existing Comprehensive Service Framework Agreement with CITIC Group on 8 November 2023, pursuant to which, the Bank carried out comprehensive services with CITIC Group and its associates in the ordinary and usual course of the Bank's business. The agreement will expire on 31 December 2026, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

In light of the impending expiration of the existing Comprehensive Service Framework Agreement and in order to satisfy business development needs, the Bank entered into a new Comprehensive Service Framework Agreement with CITIC Group on 26 August 2026. The new Comprehensive Service Framework Agreement has a term of three years from 1 January 2027 to 31 December 2029, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

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3.1.3.2 Principal terms of the Comprehensive Service Framework Agreement

The principal terms of the Comprehensive Service Framework Agreement are set out as follows:

- Both parties agree that the services provided in the ordinary course of business pursuant to the agreement include, but are not limited to, insurance services; merchandise service procurement (including conference hosting services); outsourcing services; value-added services (including points redemption services for clients of bank cards); advertising services; technology services; call center services; housing rental and property management; engineering contracting; accommodation and catering services; third-party channel services for credit card issuance; loan collateral appraisal services; training services and other comprehensive services.
- Both parties shall provide the services under the agreement.
- Services provided by the service providers to the recipients under the agreement shall be conducted on normal commercial terms, which shall not be more favorable to the connected person than those offered to a comparable independent third party for same transactions.

3.1.3.3 Pricing

The service fees for the various services contemplated under the Comprehensive Service Framework Agreement shall be determined through fair negotiations between the parties with reference to the market prices for comparable transactions or the rates applicable in transactions with independent third parties.

3.1.3.4 Historical amounts and proposed annual caps

	Actual historical amount for the year ended 31 December (RMB millions)		Actual historical amount for the six months ended 30 June (RMB millions)	Approved annual cap for the year ending 31 December (RMB millions)	Proposed Annual Cap for the Year ending 31 December (RMB millions)		
	2024	2025	2026	2026	2027	2028	2029
Amount of service fee income/ expenditure	4,819	4,512	2,241	7,000	8,000	9,000	9,900

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3.1.3.5 Basis for setting the annual caps

In arriving at the above annual caps, the Board has considered the historical figures for similar transactions and the following factors: along with the continuous development and innovation of the Bank's business, its demand for technology services, outsourcing services, insurance services, joint marketing, procurement of goods, advertising services, value-added services, property leasing, property management and training services continues to increase. For example, in the next three years, the cooperation between the Bank and Guangdong Honglian Nine Five Information Industry Co., Ltd. and Beijing Honglian Nine Five Information Industry Co., Ltd. is expected to further deepen. The volume of customer service operations and remote instalment marketing businesses is expected to grow steadily, thereby continuously expanding its integrated marketing capacity. In addition, the Bank will continue to cooperate with Shenzhen Xinyin Enterprise Service Co., Ltd. with a focus on acquiring high-quality customers, and the transaction amounts are expected to increase year by year.

3.1.3.6 Requirements of the Hong Kong Listing Rules

As the highest applicable percentage ratio of the annual caps for the transactions under the Comprehensive Service Framework Agreement exceeds 0.1% but does not exceed 5%, the transactions under the Comprehensive Service Framework Agreement constitute continuing connected transactions under Chapter 14A of the Hong Kong Listing Rules and are subject to the reporting, announcement and annual review requirements but are exempted from the Independent Shareholders' approval requirement as set out in Chapter 14A of the Hong Kong Listing Rules.

3.1.4 Financial Consulting and Asset Management Service Framework Agreement

3.1.4.1 General information of the transaction

The Bank entered into the existing Financial Consulting and Asset Management Service Framework Agreement with CITIC Group on 8 November 2023, pursuant to which, the Bank and CITIC Group and its associates provide various services relating to financial consulting and asset management. The agreement will expire on 31 December 2026, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

In light of the impending expiration of the existing Financial Consulting and Asset Management Service Framework Agreement and in order to satisfy business development needs, the Bank entered into a new Financial Consulting and Asset Management Service Framework Agreement with CITIC Group on 26 August 2026. The new Financial Consulting and Asset Management Service

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Framework Agreement has a term of three years from 1 January 2027 to 31 December 2029, and is renewable subject to the consent of the parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

In the securitization business of credit assets, CITIC Group and its associates will collect trust management fee and underwriting fee from the Bank for their provision of the securitization transfer and duration services and asset securitization underwriting services to the Bank, and the Bank will collect initiator service fee for the provision of the asset securitization duration services to CITIC Group and its associates. In the non-principal-guaranteed wealth management and agency services, the Bank will obtain service fee income from CITIC Group and its associates in connection with the non-principal-guaranteed wealth management services or agency services provided by the Bank to CITIC Group and its associates, including sales service fee for non-principal-guaranteed wealth management services and agency service fee for investment product consignment sale. The Bank will pay service fee to CITIC Group or its associates in connection with the agency services provided to the Bank by CITIC Group or its associates. In the bonds underwriting business, the Bank will collect service fee for the provision of underwriting services to CITIC Group and its associates. CITIC Group and its associates will collect service fee from the Bank for the provision of underwriting services to the Bank for the issuance of the bonds.

3.1.4.2 Principal terms of the Financial Consulting and Asset Management Service Framework Agreement

The principal terms of the Financial Consulting and Asset Management Service Framework Agreement are set out as follows:

- The services provided by both parties in the ordinary course of business pursuant to the agreement include, but are not limited to, bond underwriting; financing and financial consulting services; financial products agency sales; asset securitization services; entrusted loans; underwriting of investment and financing projects; consulting; investment advisory services; and management of factoring receivables, collection of receivables and guarantee for bad debts; asset management services; other financial consulting services and asset management services.
- Both parties shall provide the services under the agreement.
- Services provided by the service providers to the recipients under the agreement shall be conducted on normal commercial terms, which shall not be more favorable to the connected person than those offered to a comparable independent third party for same transactions.

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3.1.4.3 Pricing

For the purpose of financing or taking the asset off the balance sheet, in the course of ordinary business, the Bank conducts securitization business of credit assets with CITIC Group and/or its associates as well as financial advisory and asset management services with associates. The expenses incurred in the course of the business include but are not limited to: (1) Trust remuneration received by the trust for its service provided during the issuance and duration of the asset-backed securities at the rate of approximately 0.05% to 0.1% (on a lump-sum basis); (2) Underwriting remuneration received by the lead underwriter for its participation in the underwriting of the asset-backed securities at the rate of approximately 0.1% to 0.8% (on a lump-sum basis); and (3) Service remuneration received by the asset service institution for its provision of the relevant services during the issuance and duration, the rate of which varies from 0.1%/year to 3%/year depending on the different needs for such services of different assets.

The service fee standard of commission sale of investment products shall be priced based on market price and industry practice. The level of commission rate varies according to the service requirements of the various commission sales and is usually between 0.01% and 18%.

The fees for other financial consulting and asset management services provided by the Bank are negotiated on an arm's length basis between the parties, depending on the nature of the service provided, and are set out in a specific service agreement to be entered into between the parties. The prices and rates are not more favorable than those charged to comparable independent third parties.

The above-mentioned pricing standard is applicable to both independent third parties and connected persons.

3.1.4.4 Historical amounts and proposed annual caps

	Actual historical amount for the year ended 31 December (RMB millions)		Actual historical amount for the six months ended 30 June (RMB millions)	Approved annual cap for the year ending 31 December (RMB millions)	Proposed Annual Cap for the Year ending 31 December (RMB millions)		
	2024	2025	2026	2026	2027	2028	2029
Amount of service fee income/ expenditure	2,975	3,283	1,927	20,000	9,000	9,500	10,000

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3.1.4.5 Basis for setting the annual caps

In arriving at the above annual caps, the Board has considered the historical figures for similar transactions and has taken into account the following factors:

- There was a relatively large difference between the previous estimates and the actual implementation, mainly because the Bank strengthened the management of its credit card instalment business, resulting in lower-than-expected demand for transfers of credit card instalment assets. In addition, after taking into account the volume of credit card full-account assets deployed and funding requirements, the Bank has not yet launched any credit card full-account asset securitization programmes, resulting in a decrease in service fee income derived from the above asset securitization businesses. Furthermore, in recent years, due to the economic downturn and adjustments in the real estate market, demand for retail credit extension has been insufficient, resulting in reduced demand for transfers of individual housing mortgage loans and retail consumer loans, which in turn led to a decrease in service fee income relating to the securitization of retail credit assets.
- The principal factors taken into account in determining the above annual caps, and the reasons for the relatively large differences between the current projections and the actual implementation in the previous period, are as follows: (i) in accordance with its strategic transformation objectives, the Bank will continue to develop asset-light businesses, including securities underwriting, asset management, financial advisory services and agency sales of financial products, which involve extensive business cooperation with CITIC Group and its associates; (ii) as a mainstream market underwriting institution, the Bank has consistently ranked among the top market participants in debt financing instrument underwriting. At the same time, in light of regulatory trends, the bond market has further consolidated its role as the principal channel for market-based financing. It is expected that the scale of bond issuances by CITIC Group and its associates will increase in the future. At present, a number of associates have bond issuance cooperation plans with the Bank, and the project pipeline remains strong. Accordingly, the scale of corresponding service fees of the Bank is expected to continue to increase; (iii) as the importance of bond financing within the overall social financing system continues to increase, the Bank will strive to establish a “licensed + non-licensed” underwriting service framework and further strengthen its cooperation in this area with leading industry participants such as CITIC Securities Co., Ltd. and China Securities Co., Ltd. Through cooperation among leading institutions, the Bank seeks to build a full-license debt capital markets financing service platform, broaden customers’ financing channels and reduce customers’ financing costs; (iv) financial advisory and asset management services are closely connected with credit asset securitization business. In connection with credit asset securitization transactions, trust management fees for providing securitization transfer and post-issuance services, underwriting fees for providing securitization

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underwriting services, and initiator service fees for providing securitization post-issuance services will be generated. As the issuance scale of credit asset securitization business has remained relatively small in the past two years, the amounts of the above service fees were correspondingly limited. Going forward, as the issuance scale of credit asset securitization business increases, the fees for financial advisory and asset management services are also expected to increase accordingly; (v) as business synergies between the Bank and CITIC Group continue to deepen, the scope of cooperation between the parties is expected to expand further. The volume of agency sales business is expected to increase correspondingly, and the amount of agency sales commission fees is expected to grow accordingly; and (vi) pursuant to the Notice on Matters Relating to the Implementation of the Guiding Opinions of the General Office of the China Banking and Insurance Regulatory Commission on Guiding Financial Asset Management Companies to Focus on Their Core Businesses and Actively Participate in the Reform and Risk Mitigation of Small and Medium-sized Financial Institutions (《關於落實〈中國銀保監會辦公廳關於引導金融資產管理公司聚焦主業積極參與中小金融機構改革化險的指導意見〉有關事項的通知》), the Bank may, following the transfer of non-performing assets, continue to undertake disposal work as entrusted by financial asset management companies, thereby further expanding its financial advisory and asset management business.

3.1.4.6 Requirements of the Hong Kong Listing Rules

As the highest applicable percentage ratio of the annual caps for the transactions under the Financial Consulting and Asset Management Service Framework Agreement exceeds 0.1% but does not exceed 5%, the transactions under the Financial Consulting and Asset Management Service Framework Agreement constitute continuing connected transactions under Chapter 14A of the Hong Kong Listing Rules and are subject to the reporting, announcement and annual review requirements but are exempted from the Independent Shareholders' approval requirement as set out in Chapter 14A of the Hong Kong Listing Rules.

3.1.5 Custody and Account Management Service Framework Agreement

3.1.5.1 General information of the transaction

The Bank entered into the existing Custody and Account Management Services Framework Agreement with CITIC Group on 8 November 2023 pursuant to which, the Bank and CITIC Group and its associates conduct asset custody and account management transactions. The agreement will expire on 31 December 2026, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

In light of the impending expiration of the existing Custody and Account Management Services Framework Agreement and in order to satisfy business development needs, the Bank entered into the new Custody and Account

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Management Services Framework Agreement with CITIC Group on 26 August 2026, which has a term of three years from 1 January 2027 to 31 December 2029, and is renewable subject to the consent of the parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

3.1.5.2 Principal terms of the Custody and Account Management Services Framework Agreement

The principal terms of the Custody and Account Management Services Framework Agreement are set out as follows:

- Both parties agree that the services provided in the ordinary course of business pursuant to the agreement include, but are not limited to, the services provider provides asset custody service and account management service related to its financial assets or funds, the abovementioned assets involved include, but are not limited to, assets managed by fund management companies (including securities investment funds), assets managed by securities companies, assets managed by trust companies, wealth management products of commercial banks, assets managed by insurance companies, private funds, assets managed by futures companies, various types of pension funds such as enterprise annuities and occupational annuities, social security funds, welfare plans, third-party escrow assets, sales proceeds of internet finance platforms, QDII-type assets, QFII-type assets, financial assets and other assets; the services provider provides third-party regulatory service for the financing goods of credit-granting enterprises; the services provider provides third-party custody service to the recipient, including but not limited to depository services for customer transaction settlement funds of securities companies.
- Both parties shall provide the services under the agreement.
- Services provided by the service providers to the recipients under the agreement shall be conducted on normal commercial terms, which shall not be more favorable to the connected person than those offered to a comparable independent third party for same transactions.

3.1.5.3 Pricing

The pricing principles of the Custody and Account Management Services Framework Agreement are as follows:

- The service fees paid by both parties in connection with the agreement are subject to relevant market prices and periodic reviews.

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- For asset custody service and account management service related to services providers' financial assets or funds, 0% to 2% of the assets or funds under management are charged based on the type of assets/accounts under management and subject to the implementation of relevant national and regulatory provisions. Custody fee standards for account management service and special types of asset custody products (such as company pension funds) are based on market competition and are charged at a rate that is no more favorable than those for comparable transactions with independent third parties.
- For services provider to provide third-party regulatory services for financing goods of credit-granting enterprises, the current service fee standards for regulatory service vary according to the type of goods. Among them, the regulatory service fee for automobile goods is charged at a standard of RMB20,000 to RMB50,000 per store per annum, while supervision service fees for bulk commodities, consumer goods and other goods are charged at rates ranging from 0.05% to 0.2% of the Bank's credit exposure amount or the aggregate value of the supervised goods.
- For third-party custody service provided to the recipient, the current standard of service fees charged for third-party custody service is usually based on the total balance base of the management account of the customer's funds at the end of each quarter multiplied by the annual rate between 0‰ and 1‰ (converted into a daily rate).

3.1.5.4 Historical amounts and proposed annual caps

	Actual historical amount for the year ended 31 December (RMB millions)		Actual historical amount for the six months ended 30 June (RMB millions)	Approved annual cap for the year ending 31 December (RMB millions)	Proposed Annual Cap for the Year ending 31 December (RMB millions)		
	2024	2025	2026	2026	2027	2028	2029
Amount of service fee income/ expenditure	1,250	1,328	655	4,000	2,500	3,000	3,000

3.1.5.5 Basis for setting the annual caps

In arriving at the above annual caps, the Board has considered the historical figures for similar transactions and has taken into account the following factors: The proposed caps have been determined with reference to the existing cooperation between the Bank and CITIC Group and its associates in asset custody, third-party supervision, depository and related businesses, as well as the future development trend of such cooperation. In particular: (i) in the course of

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the transformation and development of the banking industry, the growth potential and light-capital advantages of the asset custody business have become increasingly evident. With the development of the asset management market and the continuous improvement of policies relating to the three-pillar pension system, cooperation between the Bank and the aforesaid associates in respect of asset custody business is expected to maintain reasonable growth, and the scale of assets under custody and the related income are expected to increase further; (ii) the Bank expects that the Chinese economy will maintain stable growth and market investment activities will become more active. As goods financing-related business is expected to grow steadily in the future, cooperation between the Bank and the aforesaid associates in respect of third-party supervision business is expected to maintain reasonable growth accordingly; and (iii) in order to further expand the scale of its depository business, enhance customer stickiness and strengthen comprehensive cooperation with management companies within the Group, the Bank has made a reasonable estimation of the future business scale.

3.1.5.6 Requirements of the Hong Kong Listing Rules

As the highest applicable percentage ratio of the annual caps for the transactions under the Custody and Account Management Services Framework Agreement exceeds 0.1% but does not exceed 5%, the transactions under the Custody and Account Management Services Framework Agreement constitute continuing connected transactions under Chapter 14A of the Hong Kong Listing Rules and are subject to the reporting, announcement and annual review requirements but are exempted from the Independent Shareholders' approval requirement as set out in Chapter 14A of the Hong Kong Listing Rules.

3.1.6 Other Financial Service Framework Agreement

3.1.6.1 General information of the transaction

The Bank entered into the existing Other Financial Services Framework Agreement with CITIC Group on 8 November 2023, pursuant to which, the Bank and CITIC Group and its associates conduct other financial services. The agreement will expire on 31 December 2026, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

In light of the impending expiration of the existing Other Financial Services Framework Agreement and in order to satisfy business development needs, the Bank entered into the new Other Financial Services Framework Agreement with CITIC Group on 26 August 2026. The new Other Financial Services Framework Agreement has a term of three years from 1 January 2027 to 31 December 2029, and is renewable subject to the consent of the parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

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3.1.6.2 Principal terms of the Other Financial Services Framework Agreement

The principal terms of the Other Financial Services Framework Agreement are set out as follows:

- The services provided by the parties pursuant to the agreement include, but are not limited to: guarantee and commitment business; electronic banking business; bank card business; domestic and international settlement business; entrusted agency business; safe deposit box business; merchant acquiring business; operating lease business; intermediary and matchmaking services; customer referral services and other financial services.
- Both parties shall provide the services under the agreement.
- Services provided by the service providers to the recipients under the agreement shall be conducted on normal commercial terms, which shall not be more favorable to the connected person than those offered to a comparable independent third party for same transactions.

3.1.6.3 Pricing

The fees for each of the services under the Other Financial Services Framework Agreement are negotiated on an arm's length basis between the parties, and the prices and rates shall be no more favorable than those offered to the comparable independent third parties, or shall be based on the market prices and rates applied by independent counterparties in respect of the same transactions in determining the prices and rates to be applied to a particular type of service.

3.1.6.4 Historical amounts and proposed annual caps

Historical amounts of the Other Financial Services Framework Agreement are set out below:

	Actual historical amount for the year ended 31 December (RMB millions)		Actual historical amount for the six months ended 30 June (RMB millions)	Approved annual cap for the year ending 31 December (RMB millions)	Proposed annual cap for the year ending 31 December (RMB millions)		
	2024	2025	2026	2026	2027	2028	2029
Amount of service fee income/ expenditure	340	256	383	3,200	6,000	6,500	7,000

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Note: Spot foreign exchange settlement and sales and foreign exchange trading businesses conducted on behalf of customers, which were previously managed under Other Financial Services, will be included under Financial Market Business and subject to annual caps. The actual transaction amounts for the period from January to June 2026 will continue to be calculated based on the original basis.

3.1.6.5 Basis for setting the annual caps

In setting the aforesaid annual caps, the Board has considered the historical figures for similar transactions and has taken into account the following factors: (1) The Bank has continued to expand its instalment business cooperation with connected persons. In addition to the existing businesses, new automobile instalment and home-related instalment businesses have been introduced. The business scale is expected to increase progressively over the next three years, and the corresponding commission expenses are expected to increase accordingly; and (2) Since 2024, CITIC Financial Leasing Co., Ltd., a subsidiary of the Bank, has begun exploring the operating lease business. As the business is still in its initial stage, its scale remains relatively limited. Over the next three years, CITIC Financial Leasing Co., Ltd. will regard operating lease products as a key area of business development. It has currently identified more than ten potential connected-person customers, and its operating lease business income is expected to grow steadily.

3.1.6.6 Requirements of the Hong Kong Listing Rules

As the highest applicable percentage ratio of the annual caps for the transactions under the Other Financial Services Framework Agreement exceeds 0.1% but does not exceed 5%, the transactions under the Other Financial Services Framework Agreement constitute continuing connected transactions under Chapter 14A of the Hong Kong Listing Rules and are subject to the reporting, announcement and annual review requirements but are exempted from the Independent Shareholders' approval requirement as set out in Chapter 14A of the Hong Kong Listing Rules.

3.1.7 Deposit Business Framework Agreement

3.1.7.1 General information of the transaction

The Bank entered into the existing Deposit Business Framework Agreement with CITIC Group on 8 November 2023, pursuant to which, the Bank and CITIC Group and its associates carry out various deposit business. The Agreement will expire on 31 December 2026 and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

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In light of the impending expiration of the existing Deposit Business Framework Agreement on 31 December 2026, and in order to meet business development needs, the Bank entered into a new Deposit Business Framework Agreement with CITIC Group on 26 August 2026. The Agreement has a term of three years from 1 January 2027 to 31 December 2029, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

3.1.7.2 Principal terms of the Deposit Business Framework Agreement

The principal terms of the Deposit Business Framework Agreement are set out as follows:

- The Bank shall provide deposit services to CITIC Group and its associates, including but not limited to corporate deposits, i.e. agreement deposit, agreement savings, call deposit, time deposit (including CDs) and structured deposits; interbank deposits, i.e. interbank time deposits, etc.
- Both parties of the agreement shall carry out business under the agreement.
- The interest rates for the deposit business under the Agreement shall be determined by the deposit-taking party with reference to market-based pricing, in accordance with general commercial principles and on terms no more favorable than those for similar transactions with comparable independent third parties.

3.1.7.3 Pricing

The interest rates of the deposit business are determined according to market-based pricing and general commercial principles and based on terms no more favorable than those available for similar transactions with comparable independent third parties.

3.1.7.4 Historical amounts and proposed annual caps

	Actual historical amount		Amount	Approved annual cap for the year	Proposed annual cap		
	for the year ended		for the six months	ending	for the year ending 31 December		
	31 December		ended 30 June	31 December			
	(RMB millions)		(RMB millions)	(RMB millions)	(RMB millions)		
	2024	2025	2026	2026	2027	2028	2029
Interest payment amount	953	570	349	2,000	1,800	1,800	1,800

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3.1.7.5 Basis for setting the annual caps

In arriving at the above annual caps, the Board has considered the historical figures for similar transactions and has taken into account the following factors: (i) the historical deposits of CITIC Group and its associates and the corresponding scale of interest paid by the Bank, as well as their future business development trends; (ii) the market position, scale of operations and financial condition of CITIC Group and its associates in the relevant industries; and (iii) the relatively large number of CITIC Group and its associates and the fact that new related parties may be added from time to time.

3.1.7.6 Requirements of the Hong Kong Listing Rules

According to Chapter 14A of the Hong Kong Listing Rules, the transactions under the Deposit Business Framework Agreement constitute connected transactions in the form of financial assistance received by the Bank from CITIC Group and its associates. Since such connected transactions are entered into by the Bank on normal commercial terms and without the Bank's and its affiliates' assets as collateral, according to Rule 14A.90 of the Hong Kong Listing Rules, the connected transactions will be exempted from the announcement, independent Shareholders' approval, annual reporting and annual review requirements as set out in Rules 14A.35, 14A.36, 14A.49 and 14A.71 of the Hong Kong Listing Rules.

3.1.7.7 Requirements of the Shanghai Listing Rules

According to Article 6.3.3 of the Shanghai Listing Rules and other relevant provisions, CITIC Group and its related parties shall constitute related companies of the Bank. According to Article 6.3.7 of the Shanghai Listing Rules and other relevant provisions, the deposit business and the caps for such related party transactions between the Bank and CITIC Group and its related parties shall be subject to the approval by the Bank's Shareholders' meeting and related Shareholders shall abstain from voting on such meeting.

3.1.8 Financial Market Business Framework Agreement

3.1.8.1 General information of the transaction

The Bank entered into the existing Financial Market Business Framework Agreement with CITIC Group on 8 November 2023, pursuant to which, the Bank and CITIC Group and its associates carry out financial market business. The agreement will expire on 31 December 2026, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

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In light of the impending expiration of the existing Financial Market Business Framework Agreement and in order to satisfy business development needs, the Bank entered into the new Financial Market Business Framework Agreement with CITIC Group on 26 August 2026. The new Financial Market Business Framework Agreement has a term of three years from 1 January 2027 to 31 December 2029, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

Financial market business is a general term for the investment in and transactions of financial instruments carried out by banks in domestic and foreign financial markets, including interbank lending, bond repurchase, bond investment, precious metal leasing, bond lending, foreign exchange and precious metal spot trading, interest rate derivatives, exchange rate derivatives, credit derivatives, precious metal derivatives, etc.

3.1.8.2 Principal terms of the Financial Market Business Framework Agreement

The principal terms of the Financial Market Business Framework Agreement are set out as follows:

- The parties shall conduct financial market business between them pursuant to the agreement in the ordinary course of their financial business, including, but not limited to, foreign exchange and precious metals transactions, precious metals leasing, money market transactions, bond business and financial derivatives transactions. The specific businesses include interbank lending; bond repurchase; bond lending and borrowing; precious metals lending; bill repurchase; foreign exchange (including foreign exchange settlement and sales) spot business; precious metals spot business; derivative business; bond trading; or other capital transactions with the Bank or a subsidiary of the Bank as one party and CITIC Group or a subsidiary or an associate of CITIC Group as the other party.
- Both parties shall provide the services under the agreement.
- The terms applicable to transactions between the parties shall be conducted on normal commercial terms, which shall not be more favorable to the connected person than those offered to a comparable independent third party for same transactions.

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3.1.8.3 Pricing

The (treasury) transactions of financial market business under the Financial Market Business Framework Agreement shall be determined by the parties through arm's-length negotiations and with reference to the market prices of similar transactions, and shall follow the following pricing principles:

- Transactions under the Financial Market Business Framework Agreement will be conducted at prevailing market price and with reference to the fee rates generally applicable to comparable independent third party transactions. Specifically, with respect to the businesses such as foreign exchange, precious metal transactions, leasing of precious metal, money market transactions, bond transactions, the parties will determine the transaction prices to be adopted according to the open market prices; with respect to the agency settlement business of bonds, the parties will determine the fee rates pursuant to the prevailing industry rules; with respect to the business of financial derivatives and notes, the parties will determine the transaction prices pursuant to the market activity of the products involved, the available public quotations in the market and the requirements of banks for the management of various risks. Meanwhile, each department in charge of specific businesses has established a transaction price fairness review mechanism. The mechanism for examining the fairness of transaction price shall follow the principles of “independence, feasibility and reasonableness”, assess the fairness of the transaction price, prevent operational risks and moral risks, and ensure that the transaction price matches the market level. The Bank shall, within the given scope of business authority and in light of actual market conditions, determine the types of products that may be included in the examination as well as the corresponding reasonable examination standards and criteria. The examination standards include benchmark price and deviation degree. To be specific, the benchmark price refers to the fair price of transaction generally accepted by the market within a specific period of time, and the deviation degree refers to the relatively reasonable deviation of the transaction price from the benchmark price that is acceptable to the Bank.
- The prices charged for the foreign exchange derivatives business on behalf of the clients in the derivatives business shall be determined by both parties through negotiations on an arm's length and reciprocal basis, and shall not be more favorable than those offered to comparable independent third parties. Meanwhile, the relevant regulations of the People's Bank of China and the State Administration of Foreign Exchange shall be complied with and the business shall be conducted in accordance with the commercial principle of market-oriented pricing.

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3.1.8.4 Historical amounts and proposed annual caps

Historical amounts and the proposed annual caps of the Financial Market Business Framework Agreement are set out below:

	Actual historical amount for the year ended 31 December (RMB millions)		Actual historical amount for the six months ended 30 June (RMB millions)	Approved annual cap for the year ending 31 December (RMB millions)	Proposed annual cap for the year ending 31 December (RMB millions)		
	2024	2025	2026	2026	2027	2028	2029
Credit line/ Transaction principals/ Gains and losses of transactions	1,925,204	1,889,395	771,475	4,700,000	2,500,000	3,000,000	3,500,000

Note: According to the response issued by the National Financial Regulatory Administration in 2026 regarding relevant questions under the *Measures for the Administration of Connected Transactions of Banking and Insurance Institutions*, bills purchased and sold through rediscounting transactions do not constitute financial market business, while agency spot foreign exchange settlement and sales and foreign exchange trading businesses fall within the scope of financial market business. For the purpose of maintaining consistency, bills purchased and sold through rediscounting transactions will be included in the management of the Asset Transfer Framework Agreement, while agency spot foreign exchange settlement and sales and foreign exchange trading businesses will be included in the management of the Financial Market Business Framework Agreement. The actual transaction amounts for the period from January to June 2026 will continue to be calculated based on the original basis.

3.1.8.5 Basis for setting the annual caps

In arriving at the above annual caps, the Board has considered the historical figures for similar transactions and has taken into account the following factors:

- There was a relatively large difference between the previous estimates and the actual implementation, mainly because: (i) as a result of multiple factors, including global geopolitical tensions, adjustments to the monetary policies of major economies, changes in regulatory policies, the inversion of the China-U.S. interest rate spread and international capital flows, the actual business development was lower than expected; (ii) spot bond trading is a major type of financial market business and an important method for wealth management product investments. Given the significant growth in the product investment business of the Bank's subsidiary CITIC Wealth Management, there are greater opportunities for transactions with

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CITIC Trust Co., Ltd., an important participant in the financial market, when conducting competitive matching transactions in the secondary market, and therefore the actual transaction amount of financial market business between the parties was higher than expected; and (iii) the financial position of China CITIC Financial AMC turned from loss to profit at the end of 2023 and its operating conditions improved, resulting in a corresponding increase in financing demand. Since 2024, market institutions have generally increased their financing support for it, and the Bank has accordingly increased the scale of cooperation on a compliant basis.

- The principal factors taken into account in determining the above annual caps, and the reasons for the relatively large differences between the current projections and the actual implementation in the previous period, are as follows: (i) financial market business involves capital financing, risk management and profit generation, and is one of the core businesses of commercial banks. Adhering to its business development philosophy of transformation towards asset-light operations, the Bank plans to vigorously expand its financial market business. As the Bank's financial market business continues to flourish, the transaction scale with connected persons is expected to increase correspondingly; and (ii) adhering to its customer-centric philosophy and the development philosophy of altruism and win-win cooperation, the Bank will continue to expand its business boundaries and provide various financial market business services to more entities within the Group; and (iii) the actual transaction amount of connected transactions of the financial market business was RMB1.9 trillion in 2025 and, given that the Bank's major financial markets business has grown at approximately 16% over the past two years, its growth rate is projected to remain at around 15% to 20% over the next three years, as well as factors such as newly added connected persons, sufficient buffer has been reserved.

3.1.8.6 Requirements of the Hong Kong Listing Rules

As the highest applicable percentage ratio of the annual caps for the transactions under the Financial Market Business Framework Agreement exceeds 5%, the transactions under the Financial Market Business Framework Agreement constitute continuing connected transactions under Chapter 14A of the Hong Kong Listing Rules and are subject to the reporting, announcement, annual review and Independent Shareholders' approval requirements as set out in Chapter 14A of the Hong Kong Listing Rules.

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3.1.9 Investment Business Framework Agreement

3.1.9.1 General information of the transaction

The Bank entered into the existing Investment Business Framework Agreement with CITIC Group on 8 November 2023, pursuant to which the Bank and CITIC Group and its associates conduct investment business transactions. The agreement will expire on 31 December 2026, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

In light of the impending expiration of the existing Investment Business Framework Agreement and in order to satisfy business development needs, the Bank entered into the new Investment Business Framework Agreement with CITIC Group on 26 August 2026. The new Investment Business Framework Agreement has a term of three years from 1 January 2027 to 31 December 2029, and is renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

3.1.9.2 Principal terms of the Investment Business Framework Agreement

The principal terms of the Investment Business Framework Agreement are set out as follows:

- The investment business conducted by both parties, in the ordinary and usual course of business, includes, but is not limited to, investment in securities, funds (including fund subsidiaries), insurance, trust and other financial institutions or (financial) products issued or established by competent persons (including, but not limited to, broker asset management plan, fund special plan, wealth management products, trust plan, trust beneficiary right, asset-backed securities, asset-backed notes, etc.); entrusted investment; bonds, non-standard creditor's rights, equities and interbank deposits in which the wealth management funds are invested and with connected persons as the financing entities; co-investment with connected persons; investments in unlisted equities; other investment transactions.
- Both parties shall provide the services under the agreement.
- The terms applicable to transactions under the agreement shall be conducted on normal commercial terms, which shall not be more favorable to the connected person than those offered to a comparable independent third party for same transactions.

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3.1.9.3 Pricing

For investments in publicly-offered fund products, the management fee and investment income shall be uniformly allocated by the fund manager according to the fund shares with open and consistent standards for all investors. At present, the management fee rates in the publicly-offered fund market differ depending on the fund types (monetary or bond) and management methods (active management or passive index). The management fee and investment advisory fee rates for publicly-offered funds are usually not more than 0.5%, while the management fee rates for private funds are usually not more than 1%. For investments in asset management plans, the rates shall not exceed the uniform fee cap according to the products' corresponding substantive strategy types. To be specific, the management fee and investment advisory fee rates of fixed-income products are set at not more than 0.5% by reference to the management fee rates of publicly-offered funds; the management fee and investment advisory fee rates of equity products are set at not more than 1.2% by reference to the management fee rates of private funds. For investments in asset-backed securities, bonds and other standardized creditor's rights, in the primary market, the price shall be set by the issuer, and all market participants shall conduct bidding; and in the secondary market, transactions shall be matched and executed according to yield quotations with reference to valuations published by ChinaBond. For investments in non-standard creditor's rights of connected persons, the pricing method shall be market-based pricing and shall be determined by agreement between both parties.

3.1.9.4 Historical amounts and proposed annual caps

	Actual historical amount for the year ended 31 December (RMB millions)		Actual historical amount for the six months ended 30 June (RMB millions)	Approved annual cap for the year ending 31 December (RMB millions)	Proposed annual cap for the year ending 31 December (RMB millions)		
	2024	2025	2026	2026	2027	2028	2029
Investment Amount (balance at any time)	113,928	123,340	301,515	500,000	600,000	700,000	750,000

3.1.9.5 Basis for setting the annual caps

In arriving at the above annual caps, the Board has considered the historical figures for similar transactions and has taken into account the following factors:

- There was a relatively large difference between the previous estimates and the actual implementation, primarily because, under the combined impact of the complex external political and economic environment, heightened

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volatility in the financial markets, declining market yields and relative volatility levels, changes in regulatory policies and adjustments to investment and trading strategies, the level of activity in the investment business decreased, resulting in the actual business development being lower than originally expected; under the guidance of the Group synergy strategy, the Bank has closely strengthened cooperation with enterprises within the Group, deepened its interbank asset business in the financial asset management industry, actively responded to market demand, increased business cooperation with China CITIC Financial AMC and continuously promoted the increase in asset deployment limits; and the Bank has continued to optimize its wealth management product investment strategies and, taking into account market development trends, has further increased the investment business cooperation limits with key enterprises such as CITIC Trust Co., Ltd. since 2026, thereby driving substantial growth in the investment business of both parties.

- The principal factors taken into account in determining the above annual caps, and the reasons for the relatively large differences between the current projections and the actual implementation in the previous period, are as follows: (i) the Bank invests its self-owned funds in funds, asset management plans and other products, which can not only provide higher returns than deposits in terms of profitability, but also facilitate flexible redemption in terms of liquidity. The funds of the Bank's subsidiary CITIC Wealth Management are invested in funds, asset management plans, bonds with connected persons as financing entities, non-standard creditor's rights, equities, interbank deposits, etc., to obtain investment returns; (ii) in order to strengthen cooperation with high-quality enterprises within CITIC Group and fully leverage synergies, the Bank has intensified its business development efforts and expects the volume of investment-related connected transactions to increase; (iii) the product scale of CITIC Wealth Management, a subsidiary of the Bank, has continued to grow and reached RMB2.3 trillion as of the end of 2025. It is expected to maintain an annual growth rate of approximately 15% in the coming years. With the continuous growth in product scale, the amount of wealth management funds invested in connected persons is also expected to increase correspondingly; (iv) as deposit interest rates continue to decline, the substitution effect of time deposits on wealth management products has weakened. As a result, the scale of products issued by wealth management companies has continued to expand, leading to corresponding growth in the scale of wealth management investments and investments in financial products issued by connected persons; (v) with reference to the authorised limits adopted by individual public fund management companies, the cap for connected transactions is determined at approximately 60% of the overall limit of RMB240 billion for connected persons, being RMB144 billion; the approved investment limit of CITIC Wealth Management, a subsidiary of the Bank, for

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connected persons exceeds RMB800 billion, and the cap for connected transactions is estimated based on a utilisation rate of approximately 50%, being RMB400 billion; taking into account the investment business needs of other subsidiaries, the overall annual cap for connected transactions relating to investment business in 2027 is proposed to be set at RMB600 billion; and (vi) the investment business of CITIC Wealth Management, a subsidiary of the Bank, accounts for approximately 70% of the Bank's investment business and, based on an expected annual growth rate of approximately 15% in the scale of wealth management products in the future (having taken into account that the growth rates of the wealth management product portfolio were approximately 17% and 18% in 2024 and 2025, respectively), the scale of wealth management funds invested in connected persons is expected to increase year-on-year. Accordingly, the annual caps for the Bank's investment business increase year by year.

3.1.9.6 Requirements of the Hong Kong Listing Rules

As the highest applicable percentage ratio of the annual caps for the transactions under the Investment Business Framework Agreement exceeds 5%, the transactions under the Investment Business Framework Agreement constitute continuing connected transactions under Chapter 14A of the Hong Kong Listing Rules and are subject to the reporting, announcement, annual review and Independent Shareholders' approval requirements as set out in Chapter 14A of the Hong Kong Listing Rules.

3.2 Continuing Related Party Transactions with BOC where the Bank's related natural persons held positions

3.2.1 Credit Business

3.2.1.1 General information of the transaction

The credit business provided by the Bank to BOC includes, but is not limited to, the provision of funding support by the Bank to BOC or guarantees in respect of compensation or payment obligations that may arise in relevant economic activities, including interbank deposits, interbank lending, bill discounting, bond lending, bond investments, interest rate derivatives, exchange rate derivatives, precious metals derivatives and bond repurchases.

3.2.1.2 Pricing

The credit business between the Bank and BOC shall be conducted in accordance with market principles and on general commercial terms. The Bank shall charge interest at fair and reasonable market rates, and the credit conditions shall not be more favorable than those available for comparable transactions with comparable independent third parties.

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3.2.1.3 Historical amounts and proposed annual caps

	Actual historical amount for the year ended 31 December (RMB millions)	Amount for the six months ended 30 June (RMB millions)	Approved annual cap for the year ending 31 December (RMB millions)	Proposed annual cap for the year ending 31 December (RMB millions)		
	2025	2026	2026	2027	2028	2029
Credit limit	116,314	136,078	150,000	160,000	160,000	160,000

3.2.1.4 Basis for setting the annual caps

In arriving at the above annual caps, the Board has considered the historical figures for similar transactions and has taken into account the following factors:

- There was a relatively large difference between the previous estimated transaction amount and the actual transaction amount, mainly because BOC, as a systemically important domestic bank, has numerous domestic and overseas branches and its business demand has shown a growth trend. The Bank and BOC have maintained cooperation in market-making business, funding business, bill business and investment business. To satisfy business demand, sufficient room needs to be reserved in applying for the caps.
- The principal factors taken into account in determining the above annual caps, and the reasons for the relatively large differences between the current projections and the actual transaction amounts recorded in the previous period, are as follows: in order to meet BOC's intraday liquidity needs, consolidate the good cooperative relationship between the parties, and in light of the large-volume and high-frequency nature of credit business in the financial markets sector, the above annual caps have been set.

3.2.1.5 Requirements of the Hong Kong Listing Rules

As BOC is only a company in which a director of the Bank's controlling shareholder concurrently serves as a director, it is not a connected person of the Bank under Chapter 14A of the Hong Kong Listing Rules, and the daily related party transactions between the Bank and BOC do not constitute connected transactions under the Hong Kong Listing Rules.

3.2.1.6 Requirements of the Shanghai Listing Rules

According to Article 6.3.3 of the Shanghai Listing Rules and other relevant provisions of the Shanghai Stock Exchange, BOC shall constitute related company of the Bank. According to Article 6.3.7 of the Shanghai Listing Rules

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and other relevant provisions, the credit extension business and the caps for such related party transactions between the Bank and BOC shall be subject to the approval by the Bank's Shareholders' meeting and related Shareholders shall abstain from voting on such meeting.

3.2.2 Asset Transfer

3.2.2.1 General information of the transaction

Asset transfer business between the Bank and BOC includes, but is not limited to, forfeiting business and bill business, etc.

3.2.2.2 Pricing

The pricing of the asset transfer business between the Bank and BOC is determined in accordance with the following principles:

- Forfeiting asset transfer: determined with reference to the fair market value prevailing in the forfeiting market based on the interest income earned during the actual holding period.
- Bill asset transfer: the transaction interest rate is adjusted based on the average transaction price for the relevant period published by the Shanghai Commercial Paper Exchange Corporation Ltd. and market supply and demand conditions.

3.2.2.3 Proposed annual caps

	Actual historical amount for the year ended 31 December (RMB millions)	Amount for the six months ended 30 June (RMB millions)	Approved annual cap for the year ending 31 December (RMB millions)	Proposed annual cap for the year ending 31 December (RMB millions)		
	2025	2026	2026	2027	2028	2029
Trading price	33,534	23,831	330,000	200,000	220,000	240,000

Note: The rediscounting purchases and sales of bills, which were previously managed under financial market business, have been included in asset transfer management and corresponding caps have been set for the current period. The actual transaction amount for January to June 2026 was still calculated based on the original statistical basis.

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3.2.2.4 Basis for setting the annual caps

In arriving at the above annual caps, the Board has considered the historical figures for similar transactions and has taken into account the following factors:

- There was a relatively large difference between the previous estimated transaction amount and the actual transaction amount, mainly because the market spread has continued to narrow in recent years as a result of the economic downturn, leading to a weaker-than-expected expansion of the forfaiting business market.
- The principal factors taken into account in determining the above annual caps, and the reasons for the relatively large differences between the current projections and the actual transaction amounts recorded in the previous period, are as follows: (i) the Bank's secondary-market forfaiting business has grown rapidly. As a systemically important bank with market influence, BOC is one of the Bank's principal counterparties for conducting secondary-market forfaiting business. Although the transaction volume of domestic letter of credit forfaiting business between the Bank and BOC in 2025 decreased as compared with 2024, taking into account the overall increase in market business volume, the transaction volume of secondary-market forfaiting purchases and sales between the Bank and BOC is expected to increase significantly over the next three years; and (ii) in accordance with industry regulatory guidance, financial market business does not include rediscounting business. Accordingly, rediscounting business has been brought under the management of asset transfer business in the current period. As BOC is a major participant in the secondary bill market and maintains active rediscounting business, room has been reserved for future cooperation based on market transaction activity and actual needs.

3.2.2.5 Requirements of the Hong Kong Listing Rules

As BOC is only a company in which a director of the Bank's controlling shareholder concurrently serves as a director, it is not a connected person of the Bank under Chapter 14A of the Hong Kong Listing Rules, and the daily related party transactions between the Bank and BOC do not constitute connected transactions under the Hong Kong Listing Rules.

3.2.2.6 Requirements of the Shanghai Listing Rules

According to Article 6.3.3 of the Shanghai Listing Rules and other relevant provisions of the Shanghai Stock Exchange, BOC shall constitute related company of the Bank. According to Article 6.3.7 of the Shanghai Listing Rules and other relevant provisions, the asset transfer business and the caps for such

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related party transactions between the Bank and BOC shall be subject to the approval by the Bank's Shareholders' general meeting and related Shareholders shall abstain from voting on such meeting.

3.2.3 *Financial Consulting and Asset Management Service*

3.2.3.1 *General information of the transaction*

Financial consulting and asset management services between the Bank and BOC include, but are not limited to, bond underwriting, distribution of financial products and underwriting of investment and financing projects.

3.2.3.2 *Pricing*

The fees for the various services shall be determined through arm's length negotiations between the parties on a fair and equitable basis, and shall be no more favorable than the prices and fee rates offered for transactions with comparable independent third parties, or shall be determined with reference to the market prices and fee rates applicable to identical transactions with independent counterparties for the relevant type of service.

3.2.3.3 *Proposed annual caps*

	Actual historical amount for the year ended 31 December (RMB millions)	Amount for the six months ended 30 June (RMB millions)	Approved annual cap for the year ending 31 December (RMB millions)	Proposed annual cap for the year ending 31 December (RMB millions)		
	2025	2026	2026	2027	2028	2029
Service fee						
income/						
expense	128	120	350	500	550	600

3.2.3.4 *Basis for setting the annual caps*

In arriving at the above annual caps, the Board has mainly considered the historical figures for similar transactions and has taken into account the following factors: CITIC Wealth Management Corporation Ltd., a subsidiary of the Bank, has continued to deepen its cooperation with BOC in respect of distribution agency business, further increasing the share of its wealth management products distributed through BOC, resulting in a corresponding increase in service fees.

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3.2.3.5 Requirements of the Hong Kong Listing Rules

As BOC is only a company in which a director of the Bank's controlling shareholder concurrently serves as a director, it is not a connected person of the Bank under Chapter 14A of the Hong Kong Listing Rules, and the daily related party transactions between the Bank and BOC do not constitute connected transactions under the Hong Kong Listing Rules.

3.2.3.6 Requirements of the Shanghai Listing Rules

According to Article 6.3.3 of the Shanghai Listing Rules and other relevant provisions of the Shanghai Stock Exchange, BOC shall constitute related company of the Bank. According to Article 6.3.7 of the Shanghai Listing Rules and other relevant provisions, the financial consulting and asset management service and the caps for such related party transactions between the Bank and BOC shall be subject to the approval by the Bank's Shareholders' meeting and related Shareholders shall abstain from voting on such meeting.

3.2.4 Custody and Account Management Service

3.2.4.1 General information of the transaction

Custody and account management service between the Bank and BOC include, but are not limited to, custody and account management service relating to financial assets or product funds.

3.2.4.2 Pricing

The custody and account management service between the Bank and BOC is, subject to applicable national and regulatory requirements, charged at 0% to 2% of the assets or funds under management depending on the type of entrusted assets or accounts. Fees for account management services and special types of asset custody products such as the custody of corporate pension funds are charged by reference to market competition and on a basis no more favorable than those granted to a comparable independent third party.

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3.2.4.3 Proposed annual caps

	Actual historical amount for the year ended 31 December (RMB millions) 2025	Amount for the six months ended 30 June (RMB millions) 2026	Approved annual cap for the year ending 31 December (RMB millions) 2026	Proposed annual cap for the year ending 31 December (RMB millions)		
				2027	2028	2029
Service fee income/ expense	11	10	100	100	100	100

3.2.4.4 Basis for setting the annual caps

In arriving at the above annual caps, the Board has mainly considered the historical figures for similar transactions and has taken into account the following factors: with the development of the asset management market and the continuous improvement of policies relating to the three pillars of the pension system, the Bank's cooperation with the above related party in asset custody business, particularly pension custody and account management business, will maintain reasonable growth, and the scale of assets under custody and the related income are expected to increase accordingly.

3.2.4.5 Requirements of the Hong Kong Listing Rules

As BOC is only a company in which a director of the Bank's controlling shareholder concurrently serves as a director, it is not a connected person of the Bank under Chapter 14A of the Hong Kong Listing Rules, and the daily related party transactions between the Bank and BOC do not constitute connected transactions under the Hong Kong Listing Rules.

3.2.4.6 Requirements of the Shanghai Listing Rules

According to Article 6.3.3 of the Shanghai Listing Rules and other relevant provisions of the Shanghai Stock Exchange, BOC shall constitute related company of the Bank. According to Article 6.3.7 of the Shanghai Listing Rules and other relevant provisions, the custody and account management service and the caps for such related party transactions between the Bank and BOC shall be subject to the approval by the Bank's Shareholders' meeting and related Shareholders shall abstain from voting on such meeting.

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3.2.5 Other Financial Service

3.2.5.1 General information of the transaction

Other financial services between the Bank and BOC include, but are not limited to, cash allocation and collection, account services and other services.

3.2.5.2 Pricing

The fees for the various services shall be determined through arm's length negotiations between the parties on a fair and equitable basis, and shall be no more favorable than the prices and fee rates offered for transactions with comparable independent third parties, or shall be determined with reference to the market prices and fee rates applicable to identical transactions with independent counterparties for the relevant type of service.

3.2.5.3 Proposed annual caps

	Actual historical amount for the year ended 31 December (RMB millions) 2025	Amount for the six months ended 30 June (RMB millions) 2026	Approved annual cap for the year ending 31 December (RMB millions) 2026	Proposed annual cap for the year ending 31 December (RMB millions)		
				2027	2028	2029
Service fee income/expense	5	4	150	100	150	200

Note: The agency foreign exchange settlement and sale business and foreign exchange trading business, which were previously managed under other financial services, have been included in financial market business management and corresponding caps have been set for the current period. The actual transaction amount for January to June 2026 was still calculated based on the original statistical approach.

3.2.5.4 Basis for setting the annual caps

In arriving at the above annual caps, the Board has made its projections primarily based on historical business scale and future business development trends.

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3.2.5.5 Requirements of the Hong Kong Listing Rules

As BOC is only a company in which a director of the Bank's controlling shareholder concurrently serves as a director, it is not a connected person of the Bank under Chapter 14A of the Hong Kong Listing Rules, and the daily related party transactions between the Bank and BOC do not constitute connected transactions under the Hong Kong Listing Rules.

3.2.5.6 Requirements of the Shanghai Listing Rules

According to Article 6.3.3 of the Shanghai Listing Rules and other relevant provisions of the Shanghai Stock Exchange, BOC shall constitute related company of the Bank. According to Article 6.3.7 of the Shanghai Listing Rules and other relevant provisions, the other financial service and the caps for such related party transactions between the Bank and BOC shall be subject to the approval by the Bank's Shareholders' meeting and related Shareholders shall abstain from voting on such meeting.

3.2.6 Deposit Business

3.2.6.1 General information of the transaction

The Bank provides deposit services to BOC, including, but not limited to, interbank deposits placed with the Bank.

3.2.6.2 Pricing

The interest rates for the deposit business shall be determined with reference to market-based pricing, in accordance with general commercial principles and on terms no more favorable than those for similar transactions with comparable independent third parties.

3.2.6.3 Proposed annual caps

	Actual historical amount for the year ended 31 December (RMB millions)	Amount for the six months ended 30 June (RMB millions)	Approved annual cap for the year ending 31 December (RMB millions)	Proposed annual cap for the year ending 31 December (RMB millions)		
	2025	2026	2026	2027	2028	2029
Interest paid	22	187	500	500	500	500

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3.2.6.4 Basis for setting the annual caps

In arriving at the above annual caps, the Board has made its projections primarily based on the historical figures for similar transactions, the market interest rate levels, the development trends of the Bank's liability business, BOC's historical deposit scale with the Bank and the corresponding scale of interest paid.

3.2.6.5 Requirements of the Hong Kong Listing Rules

As BOC is only a company in which a director of the Bank's controlling shareholder concurrently serves as a director, it is not a connected person of the Bank under Chapter 14A of the Hong Kong Listing Rules, and the daily related party transactions between the Bank and BOC do not constitute connected transactions under the Hong Kong Listing Rules.

3.2.6.6 Requirements of the Shanghai Listing Rules

According to Article 6.3.3 of the Shanghai Listing Rules and other relevant provisions of the Shanghai Stock Exchange, BOC shall constitute related company of the Bank. According to Article 6.3.7 of the Shanghai Listing Rules and other relevant provisions, the deposit business and the caps for such related party transactions between the Bank and BOC shall be subject to the approval by the Bank's Shareholders' meeting and related Shareholders shall abstain from voting on such meeting.

3.2.7 Financial Market Business

3.2.7.1 General information of the transaction

The financial market business between the Bank and BOC includes, but is not limited to, foreign exchange and precious metals transactions, precious metals leasing, money market transactions, bond business and financial derivatives transactions, specifically including interbank lending business, bond repurchase business, bond lending business, precious metals lending business, bill repurchase business, spot foreign exchange transactions (including settlement and sale), spot precious metals transactions, derivatives business, bond transactions, and other funding transactions in which the Bank or its subsidiary is one party and BOC is the other party.

3.2.7.2 Pricing

The above transactions are determined through arm's length negotiations between the parties with reference to prevailing market prices of comparable transactions, and are subject to the following pricing principles: prevailing market prices will be adopted and reference will be made to rates generally applicable to transactions with comparable independent third parties. Specifically, for

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businesses such as foreign exchange and precious metals transactions, precious metals leasing, money market transactions and bond transactions, the parties will determine the prices adopted for their transactions based on publicly available market prices; for bond agency settlement business, the parties will determine the fee rates in accordance with generally accepted industry rules; for financial derivatives and bill businesses, the parties will determine transaction prices based on factors including the market activity of the products traded, available public market quotations and the Bank's requirements for managing various risks. In addition, the competent departments for each specific business have established a transaction price fairness review mechanism. The transaction price fairness review mechanism follows the principles of independence, feasibility and reasonableness, and evaluates the fairness of transaction prices to prevent operational risks and moral risks and to ensure that transaction prices are consistent with market levels. Within the established business authorization scope and in light of actual market conditions, the product categories that may be included in the review and the corresponding reasonable review standards and criteria will be determined. The review standards include benchmark prices and deviation levels, among which benchmark prices refer to transaction fair prices generally accepted by the market during a specific period, and deviation levels refer to the relatively reasonable values by which the Bank may accept deviations of transaction prices from benchmark prices.

3.2.7.3 Proposed annual caps

	Actual historical amount for the year ended 31 December (RMB millions)	Amount for the six months ended 30 June (RMB millions)	Approved annual cap for the year ending 31 December (RMB millions)	Proposed annual cap for the year ending 31 December (RMB millions)		
	2025	2026	2026	2027	2028	2029
Credit limit/ Transaction principal/ Transaction profits and losses	1,829,192	1,332,438	7,550,000	2,200,000	2,800,000	3,200,000

Note: The rediscounting transactions involving the purchase and sale of bills, which were previously managed under financial market business, have been included in asset transfer management and corresponding caps have been set for the current period. The agency foreign exchange settlement and sale business and foreign exchange trading business, which were previously managed under other financial services, have been included in financial market business management and corresponding caps have also been set for the current period. The actual transaction amounts for January to June 2026 were still calculated based on the original statistical approaches.

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3.2.7.4 Basis for setting the annual caps

In arriving at the above annual caps, the Board has considered the historical figures for similar transactions and has taken into account the following factors:

- There was a relatively large difference between the previous estimated transaction amount and the actual transaction amount, mainly because, in recent years, as a result of external factors such as continued volatility in market interest rates and intensified competition within the banking industry, BOC has adopted a relatively prudent asset allocation strategy, and consequently the scale of financial market business conducted between the parties did not reach the expected level.
- The principal factors taken into account in determining the above annual caps, and the reasons for the relatively large differences between the current projections and the actual transaction amounts recorded in the previous period, are as follows: the caps for the financial market business between the Bank and BOC are determined based on market risk limits, liquidity control and large exposure management as the underlying basis, taking into account factors such as the Bank's capital adequacy level, the risk control capacity for trading activities and historical business volume.

3.2.7.5 Requirements of the Hong Kong Listing Rules

As BOC is only a company in which a director of the Bank's controlling shareholder concurrently serves as a director, it is not a connected person of the Bank under Chapter 14A of the Hong Kong Listing Rules, and the daily related party transactions between the Bank and BOC do not constitute connected transactions under the Hong Kong Listing Rules.

3.2.7.6 Requirements of the Shanghai Listing Rules

According to Article 6.3.3 of the Shanghai Listing Rules and other relevant provisions of the Shanghai Stock Exchange, BOC shall constitute related company of the Bank. According to Article 6.3.7 of the Shanghai Listing Rules and other relevant provisions, the financial market business and the caps for such related party transactions between the Bank and BOC shall be subject to the approval by the Bank's Shareholders' meeting and related Shareholders shall abstain from voting on such meeting.

3.2.8 Investment Business

3.2.8.1 General information of the transaction

The investment business between the Bank and BOC includes, but is not limited to, investments in securities and financial products issued by BOC, etc.

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3.2.8.2 Pricing

Each investment transaction will be determined through arm's length negotiations with reference to market prices for similar transactions and will be subject to the following pricing principles: for investments in standardized debt products such as asset-backed securities and bonds, in the primary market, the issuer determines the pricing and market purchasers bid and conclude transactions; in the secondary market, ChinaBond valuations are used and market purchasers quote yields for matching transactions. For investments in non-standard debt of related parties, pricing is market-oriented and determined by agreement between the parties.

3.2.8.3 Proposed annual caps

	Actual historical amount for the year ended 31 December (RMB millions) 2025	Amount for the six months ended 30 June (RMB millions) 2026	Approved annual cap for the year ending 31 December (RMB millions) 2026	Proposed annual cap for the year ending 31 December (RMB millions)		
				2027	2028	2029
Investment limit (Balance at any point of time)	73,943	64,479	210,000	200,000	200,000	200,000

3.2.8.4 Basis for setting the annual caps

In arriving at the above annual caps, the Board has considered the historical figures for similar transactions and has taken into account the following factors:

- There was a relatively large difference between the previous estimated transaction amount and the actual transaction amount, mainly because the level of investment business activity declined as a result of the combined effects of heightened volatility in the financial markets, investment and trading strategy adjustment and other factors, resulting in actual business activities falling short of expectations.
- The principal factors taken into account in determining the above annual caps, and the reasons for the relatively large differences between the current projections and the actual transaction amounts recorded in the previous period, are as follows: (i) since its establishment, CITIC Wealth Management Corporation Ltd., a subsidiary of the Bank, has achieved steady growth in the scale of wealth management products issued or managed by it. Time deposits constitute a core allocation asset for cash management products. Taking into account BOC's asset size, creditworthiness and market quotations, its products have become a high-quality investment option for wealth management products, and the

LETTER FROM THE BOARD

investment business has shown a growth trend; and (ii) with respect to investments in financial bonds, against the backdrop of an accommodative monetary policy, the low-interest-rate market environment is expected to persist, and banking financial institutions are expected to further strengthen their willingness to issue bonds in the primary market. Accordingly, a relatively higher annual cap has been provided.

3.2.8.5 Requirements of the Hong Kong Listing Rules

As BOC is only a company in which a director of the Bank's controlling shareholder concurrently serves as a director, it is not a connected person of the Bank under Chapter 14A of the Hong Kong Listing Rules, and the daily related party transactions between the Bank and BOC do not constitute connected transactions under the Hong Kong Listing Rules.

3.2.8.6 Requirements of the Shanghai Listing Rules

According to Article 6.3.3 of the Shanghai Listing Rules and other relevant provisions of the Shanghai Stock Exchange, BOC shall constitute related company of the Bank. According to Article 6.3.7 of the Shanghai Listing Rules and other relevant provisions, the investment business and the caps for such related party transactions between the Bank and BOC shall be subject to the approval by the Bank's Shareholders' meeting and related Shareholders shall abstain from voting on such meeting.

3.2.9 Financing Provided by Related Parties

3.2.9.1 General information of the transaction

The Bank receives financing provided by BOC, including but not limited to fixed asset loans and working capital loans provided by BOC to special purpose vehicles established by CITIC Financial Leasing, a subsidiary of the Bank.

3.2.9.2 Pricing

The pricing of each financing business transaction will be comparable to market prices and peer prices, without material deviation from prices for similar transactions with comparable independent third parties in the market.

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3.2.9.3 Proposed annual caps

	Amount for the six months ended 30 June (RMB millions) 2026	Approved annual cap for the year ending 31 December (RMB millions) 2026	Proposed annual cap for the year ending 31 December (RMB millions)		
			2027	2028	2029
Financing amount	0	–	5,000	5,000	5,000

3.2.9.4 Basis for setting the annual caps

In arriving at the above annual caps, the Board has considered the following factors: the scale of aircraft and vessel leasing assets of CITIC Financial Leasing Co., Ltd., a subsidiary of the Bank, has been expanding steadily. The SPV companies established by CITIC Financial Leasing Co., Ltd. have applied to BOC for long-term fixed asset loans for aircraft and vessels. As of the end of June 2026, the outstanding balance of fixed asset loans with BOC amounted to US\$104 million, and cooperation with BOC in respect of aircraft- and vessel-related financing is expected to continue to expand in the future.

3.2.9.5 Requirements of the Hong Kong Listing Rules

As BOC is only a company in which a director of the Bank's controlling shareholder concurrently serves as a director, it is not a connected person of the Bank under Chapter 14A of the Hong Kong Listing Rules, and the daily related party transactions between the Bank and BOC do not constitute connected transactions under the Hong Kong Listing Rules.

3.2.9.6 Requirements of the Shanghai Listing Rules

According to Article 6.3.3 of the Shanghai Listing Rules and other relevant provisions, BOC shall constitute related company of the Bank. According to Article 6.3.7 of the Shanghai Listing Rules and other relevant provisions, the financing provided by related parties business and the caps for such related party transactions between the Bank and BOC shall be subject to the approval by the Bank's Shareholders' meeting and related Shareholders shall abstain from voting on such meeting.

3.2.10 Abstention from Voting by Related Shareholders

China CITIC Financial Holdings Co., Ltd. and its related parties, Central Huijin Asset Management Co., Ltd. and other related Shareholders (if applicable) will abstain from voting on the relevant proposals regarding the continuing related party transactions between the Bank and BOC.

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3.3 Information of Parties to the Transactions

The Bank

Relying on the comprehensive resources of CITIC Group in terms of “Finance + Real Economy”, the Bank, with the vision to become a bank with “Four Features”, i.e., a responsible, unique, valuable and caring provider of the best comprehensive financial services, and one of the world’s first-class banks, upholds honesty and trustworthiness and pursues benefits through righteous means, steadiness and prudence, integrity and innovation, and legal compliance. Being customer-centric, the Bank worked to create a distinctive and differentiated model for financial services. For government and institutional customers, corporate customers and interbank market customers, the Bank offers integrated financial solutions in corporate banking business, investment banking business, international business, transaction banking business, custody business, financial market business, etc. For individual customers, the Bank provides diversified financial products and services related to wealth management, personal credit, credit cards, private banking, pension finance and going abroad finance, etc. As such, the Bank satisfies the needs of government and institutional, corporate, interbank market and individual customers for comprehensive financial services on all fronts.

CITIC Group and its associates

CITIC Group is a Chinese state-owned enterprise under the Ministry of Finance. Since its incorporation, CITIC Group has been a pilot unit for national economic reform and an important window for China’s opening up to the world. With fruitful explorations and innovation in many areas, CITIC Group has built itself a robust image and reputation both domestically and abroad. At present, CITIC Group has developed into a large state-owned multinational conglomerate with both financial and non-financial businesses. Its financial business covers a full range of services including banking, securities, trust, insurance, fund and asset management; and its non-financial business includes real estate, engineering contracting, energy and resources, infrastructure construction, machinery manufacturing and information industry, demonstrating strong competitive advantages and great momentum of growth.

Associates of the CITIC Group mainly include:

CITIC Limited, an indirect subsidiary of CITIC Group, is engaged in comprehensive financial services, advanced intelligent manufacturing, advanced materials, new consumption and new-type urbanization.

CITIC Corporation Limited, an indirect subsidiary of CITIC Group, its business scope covers:

1. Investment in and management of the financial sector, including investment in and management of domestic and overseas financial enterprises and related industries such as banking, securities, insurance, trust, asset management, futures, leases, funds and credit cards;

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2. Investment in and management of the non-financial sector, including (1) energy, transportation and other infrastructure; (2) mining, forestry and other resource development and the raw materials industry; (3) machine manufacturing; (4) real estate development; (5) the information industry: information infrastructure, basic telecommunications and value-added telecom services; (6) commercial and trade services and other industries; environmental protection; pharmaceuticals, biological engineering and new materials; aviation, transportation, warehousing, hotels and tourism; domestic and international trade, import and export, commerce; education, publication, media, culture and sports; consulting services; 3. Grant of shareholder loans to its domestic and overseas subsidiaries; capital operation; asset management; domestic and overseas project design, construction, contracting and sub-contracting, and labor export; and other business items approved by competent authorities.

CITIC Financial Holding Co., Ltd., an indirect subsidiary of CITIC Group, its business scope covers: General projects: management of enterprise headquarters. Licensed projects: financial holding company business.

CITIC Trust Co., Ltd., an indirect subsidiary of CITIC Group. Its business scope includes: fund trust; chattel trust; real estate trust; marketable securities trust; other property or property right trust; as promoters of investment fund or fund management company to be engaged in investment fund business; restructuring, mergers and acquisitions and project financing of enterprise assets; financial management, financial advisory and other services for companies; entrusted to operate the securities underwriting business approved by the relevant departments of the State Council; handling intermediation, consulting, credit investigation and other business; custody service and safe deposit box service business; utilization of inherent property by way of deposits at banks and other financial institutions, call loans to banks and other financial institutions, loans, leasing and investments; providing guarantees for others with inherent property; engaged in interbank lending; and other business required by the laws and regulations or approved by China Banking and Insurance Regulatory Commission.

BOC

Bank of China Limited, established on 31 October 1983, is a large state-controlled commercial bank with global and diversified operations. It is principally engaged in commercial banking and conducts investment banking, insurance and other businesses through its subsidiaries.

3.4 Reasons and Benefits for the Continuing Connected Transactions

CITIC Group is an international conglomerate enterprise group. It has different financial subsidiaries engaged in banking, securities, trust, insurance, fund, asset management and futures, and industrial companies engaged in machinery manufacturing, resources and energy, engineering contracting, infrastructure, information industry, etc. With the diversified industries it engages, CITIC Group enjoys comprehensive advantage and strength. Through cooperation with CITIC Group and its associates, the Bank is conducive to giving full play to the synergies of the group's integrated platform, reducing the Bank's operating costs, increasing the Bank's comprehensive income, and creating high return on investment for

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Shareholders. The Board believes that cooperation with CITIC Group and its associates could optimize the allocation of resources, effectively control the operating costs, and enhance the Bank's comprehensive service capabilities to customers.

The related party transactions between the Bank and BOC are conducted in the ordinary and usual course of the Bank's business and on normal commercial terms, with terms no more favorable than those offered for similar transactions with comparable independent third parties. The above related party transactions are conducive to further strengthening the business cooperation between the parties and promoting their mutual development.

3.5 Internal Control Measures for the Implementation of Continuing Connected Transactions

The Bank has established a series of internal control mechanisms to ensure that the pricing mechanisms and transaction terms of the above transactions are fair and reasonable and no more favourable than those offered by independent third parties, and to ensure that they are in the interests of the Bank and its shareholders as a whole. Such measures mainly include the following:

- (1) The Bank has established the Related Party Transactions Control Committee of the Board (comprising three members, including the Chairman, all of whom are independent non-executive Directors). For connected transactions that require approval by the Board and/or the shareholders' meeting, the Committee will first review the transactions and provide recommendations to the Board. The Bank also regularly arranges for its internal audit department to conduct annual reviews of connected transactions and issue reports to examine the completeness and effectiveness of the internal control measures relating to connected transactions. In addition, the Audit Committee of the Board effectively supervises the performance by the Board (including the Related Party Transactions Control Committee established thereunder) and senior management of their duties and procedures in relation to connected transactions.
- (2) The Bank has formulated internal policies and procedures relating to the management of connected transactions, which set out relevant internal control measures to ensure that connected transactions are conducted with transparent and fair pricing, on fair and reasonable terms, and in all respects in the interests of the Bank and its shareholders as a whole.
- (3) The Bank's external auditor conducts an annual year-end audit and, in accordance with the requirements of the Hong Kong Listing Rules, expresses its opinion on matters such as the pricing mechanisms and annual caps of the continuing connected transactions conducted during the Bank's financial year, and issues a relevant letter to the Board. In addition, pursuant to the Hong Kong Listing Rules, the Bank's independent non-executive Directors will also conduct an annual review of the continuing connected transactions undertaken during the Bank's financial year and provide confirmation in the Bank's annual report regarding, among other things, the terms of such continuing connected transactions.

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4. 2026 THIRD ESM

The notice of the 2026 Third ESM to be held on Thursday, 29 October 2026 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghai Road, Chaoyang District, Beijing, PRC is set out on pages 88 to 91 in this circular, and is published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.citicbank.com).

As at the Latest Practicable Date, CITIC Group is the de facto controller of the Bank, holding 36,610,129,412 Shares, amounting to 65.79% of the total issued ordinary share capital of the Bank via its subsidiaries. Since CITIC Group and its associates have material interests in relation to the Proposal on Application for the Caps of Continuing Related Party Transactions: (1) the caps of credit extension business with CITIC Group and its related parties for the years 2027-2029; (2) the caps of asset transfer with CITIC Group and its related parties for the years 2027-2029; (3) the caps of comprehensive service with CITIC Group and its related parties for the years 2027-2029; (4) the caps of financial consulting and asset management service with CITIC Group and its related parties for the years 2027-2029; (5) the caps of custody and account management service with CITIC Group and its related parties for the years 2027-2029; (6) the caps of other financial service with CITIC Group and its related parties for the years 2027-2029; (7) the caps of deposit business with CITIC Group and its related parties for the years 2027-2029; (8) the caps of financial market business with CITIC Group and its related parties for the years 2027-2029; (9) the caps of investment business with CITIC Group and its related parties for the years 2027-2029, they will abstain from voting on the proposed ordinary resolutions at the 2026 Third ESM.

In order to determine the Shareholders who are entitled to attend the 2026 Third ESM, the Bank's register of H Shareholders will be closed from Monday, 26 October 2026 to Thursday, 29 October 2026 (both days inclusive), during which period no transfer of H Shares will be registered. Holders of H Shares whose names appear on the Bank's register of members on Thursday, 29 October 2026 are entitled to attend the meeting. In order to qualify to attend and vote at the 2026 Third ESM, holders of H Shares of the Bank whose transfers have not been registered shall lodge the transfer documents together with the relevant share certificates at the office of the H Share registrar of the Bank in Hong Kong, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, 23 October 2026.

Shareholders who intend to attend the meeting in person or by proxy should complete and return the reply slip dispatched on Friday, 9 October 2026 in accordance with the instructions printed thereon to the H Share registrar of the Bank in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong on or before Tuesday, 27 October 2026.

The proxy form for the 2026 Third ESM has been published on the HKEXnews website of the Hong Kong Stock Exchange (www.hkexnews.hk) and the website of the Bank (www.citicbank.com). If you intend to appoint a proxy to attend the 2026 Third ESM, please complete such proxy form according to the instructions printed thereon and return the same at least 24 hours before the time fixed for

LETTER FROM THE BOARD

holding the 2026 Third ESM or any of its adjourned meetings (as the case may be) (i.e. not later than 9:30 a.m. on Wednesday, 28 October 2026). Completion and return of the proxy form shall not preclude you from attending in person and voting at the 2026 Third ESM if you wish so.

5. PROCEDURES FOR VOTING AT THE 2026 THIRD ESM

According to Rule 13.39(4) of the Hong Kong Listing Rules, the votes of Shareholders at the 2026 Third ESM will be taken by poll.

6. RECOMMENDATION

The Board (including the independent non-executive Directors) considers that the above-mentioned continuing connected transactions or related party transactions and their proposed annual caps have been conducted in the ordinary and usual course of business of the Bank and on normal commercial terms. Therefore, the Board is of the view that these continuing connected transactions or related party transactions are fair and reasonable and in the interests of the Bank and the Shareholders as a whole.

As Chairman Mr. Fang Heying and Director Mr. Wei Qiang, being Directors and/or senior management members of CITIC Group and its associates, have material interests in the continuing connected transactions between the Bank and CITIC Group, they have abstained from voting on the Board resolutions dated 26 August 2026 approving the proposed continuing connected transactions between the Bank and CITIC Group. Save as disclosed above, none of the Directors has any material interests in the above-mentioned continuing connected transactions and has abstained from voting on the Board resolutions approving the above-mentioned agreements and the proposed continuing connected transactions thereunder.

The Independent Board Committee comprising Mr. Liu Tsz Bun Bennett, Mr. Zhou Bowen, Mr. Wang Huacheng and Ms. Song Fangxiu (all being independent non-executive Directors) has been established to advise the Independent Shareholders in respect of the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement and the Investment Business Framework Agreement with CITIC Group and its associates, the transactions contemplated thereunder and the proposed annual caps for each of the three years ending 31 December 2027, 31 December 2028 and 31 December 2029.

Maxa Capital has been appointed as the independent financial adviser to advise the Independent Board Committee and the Independent Shareholders in this regard. Your attention is drawn to the letter of advice from the Independent Board Committee set out on pages 58 to 59 of this circular. The Independent Board Committee, having taken into account the advice from Maxa Capital, the text of which is set out on pages 60 to 81 of this circular, considers that the terms of the transactions contemplated under the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement and the Investment Business Framework Agreement with CITIC Group and its associates are on normal commercial terms and fair and reasonable and in the interests of the Bank and its Shareholders as a whole, and that the proposed annual caps are fair and reasonable. Therefore, as stated in its letter, the Independent Board Committee recommends the Independent Shareholders to vote in favour of the resolutions to approve the Asset Transfer Framework Agreement, the Financial

LETTER FROM THE BOARD

Market Business Framework Agreement and the Investment Business Framework Agreement with CITIC Group and its associates, the transactions contemplated thereunder and the proposed annual caps for each of the three years ending 31 December 2027, 31 December 2028 and 31 December 2029. The Directors (including the independent non-executive Directors who have considered the advice of Maxa Capital) believe that the above proposals are in the best interests of the Bank and its Shareholders as a whole.

Accordingly, the Directors recommend that the Shareholders vote in favour of the resolutions to be proposed at the 2026 Third ESM as set out in the Notice of the Third Extraordinary Shareholders' Meeting of 2026.

By order of the Board of
China CITIC Bank Corporation Limited
Fang Heying
Chairman



中信銀行股份有限公司
China CITIC Bank Corporation Limited

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 998)

9 October 2026

To the Independent Shareholders

Dear Sir or Madam,

**THE CONTINUING CONNECTED TRANSACTIONS UNDER THE ASSET
TRANSFER FRAMEWORK AGREEMENT AND THE CORRESPONDING
ANNUAL CAPS THE CONTINUING CONNECTED TRANSACTIONS UNDER
THE FINANCIAL MARKET BUSINESS FRAMEWORK AGREEMENT AND
THE CORRESPONDING ANNUAL CAPS AND THE CONTINUING
CONNECTED TRANSACTIONS UNDER THE INVESTMENT BUSINESS
FRAMEWORK AGREEMENT AND THE CORRESPONDING ANNUAL CAPS**

We refer to the circular dated 9 October 2026 of the Bank (the “**Circular**”) of which this letter forms a part. Terms defined in the Circular shall have the same meanings herein unless the context otherwise requires.

On 26 August 2026, the Board announced that the Bank entered into a new Asset Transfer Framework Agreement, a new Financial Market Business Framework Agreement and a new Investment Business Framework Agreement with CITIC Group governing the terms and conditions of any transactions thereunder between the Bank and CITIC Group and its associates. The Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement and the Investment Business Framework Agreement will have a term of three years expiring on 31 December 2029. The above-mentioned three transactions constitute continuing connected transactions of the Bank under the Hong Kong Listing Rules.

We have been appointed as the Independent Board Committee to make a recommendation to the Independent Shareholders as to whether, in our opinion, (1) the continuing connected transactions under the Asset Transfer Framework Agreement and its corresponding annual caps; (2) the continuing connected transactions under the Financial Market Business Framework Agreement and its corresponding annual caps; and (3) the continuing connected transactions under the Investment Business Framework Agreement and its corresponding annual caps are on normal commercial terms, fair and reasonable and in the interests of the Bank and its Shareholders as a whole.

Maxa Capital has been appointed as the independent financial adviser to the Independent Board Committee and the Independent Shareholders on the fairness and reasonableness of (1) the continuing connected transactions under the Asset Transfer Framework Agreement and its corresponding annual caps; (2) the continuing connected transactions under the Financial Market Business Framework Agreement and its corresponding annual caps; and (3) the continuing connected transactions under the Investment Business Framework Agreement and its corresponding annual caps. The letter from Maxa Capital containing recommendations and the principal factors that they have taken into account in arriving at their recommendations are set out in Appendix II of the Circular.

Having taken into account the information set out in the Letter from the Board and the principal factors, reasons and recommendations set out in the Letter from the Independent Financial Adviser, we consider that the continuing connected transactions are conducted in the ordinary and usual course of business and on normal commercial terms, and their corresponding annual caps are fair and reasonable and in the interests of the Bank and its Shareholders as a whole.

Accordingly, we recommend that the Independent Shareholders vote in favour of the ordinary resolutions set out in the Notice of the 2026 Third ESM on pages 88 to 91 of the Circular to approve (1) the continuing connected transactions under the Asset Transfer Framework Agreement and its corresponding annual caps; (2) the continuing connected transactions under the Financial Market Business Framework Agreement and its corresponding annual caps; and (3) the continuing connected transactions under the Investment Business Framework Agreement and its corresponding annual caps.

Yours faithfully,

Liu Tsz Bun Bennett
Independent
non-executive Director

Zhou Bowen
Independent
non-executive Director

Wang Huacheng
Independent
non-executive Director

Song Fangxiu
Independent
non-executive Director

APPENDIX II LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

The following is the full text of the letter from Maxa Capital, the Independent Financial Adviser to the Independent Board Committee and the Independent Shareholders, setting out its advice in respect of the transactions contemplated under the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement, Investment Business Framework Agreement and their respective proposed annual caps, which has been prepared for the purpose of inclusion in this circular.



Unit 2602, 26/F, Golden Centre
188 Des Voeux Road Central
Sheung Wan
Hong Kong

9 October 2026

To the Independent Board Committee and the Independent Shareholders

Dear Sirs and Mesdames,

CONTINUING CONNECTED TRANSACTIONS

INTRODUCTION

We refer to our appointment as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in respect of the transactions contemplated under the asset transfer framework agreement (the “**Asset Transfer Framework Agreement**”), the financial market business framework agreement (the “**Financial Market Business Framework Agreement**”), investment business framework agreement (the “**Investment Business Framework Agreement**”) and their respective proposed annual caps, details of which are set out in the letter from the Board (the “**Letter from the Board**”) contained in the circular of the Bank dated 9 October 2026 (the “**Circular**”), of which this letter forms part. Capitalized terms used in this letter shall have the same meanings as those defined in the Circular unless the context requires otherwise.

Since the relevant existing framework agreements will expire on 31 December 2026, on 26 August 2026, the Bank entered into the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement and the Investment Business Framework Agreement with CITIC Group, all with a term of three years from 1 January 2027 to 31 December 2029 and renewable subject to agreement between both parties and compliance with the Shanghai Listing Rules and the Hong Kong Listing Rules.

As CITIC Group is a de facto controller of the Bank, CITIC Group and its associates constitute connected persons of the Bank under Chapter 14A of the Hong Kong Listing Rules. As the highest applicable percentage ratios in respect of the annual caps for the transactions under the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement and the Investment Business Framework Agreement exceed 5%, the transactions contemplated under such agreements constitute continuing connected transactions under Chapter 14A of the Hong Kong Listing Rules and are subject to the reporting, announcement, annual review and Independent Shareholders’ approval requirements under Chapter 14A of the Hong Kong Listing Rules.

APPENDIX II LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

The Independent Board Committee comprising all independent non-executive Directors has been formed to advise and provide recommendations to the Independent Shareholders in respect of the transactions contemplated under the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement, Investment Business Framework Agreement and their respective proposed annual caps. We, Maxa Capital, have been appointed as the Independent Financial Adviser to advise the Independent Board Committee and the Independent Shareholders in this regard.

OUR INDEPENDENCE

As at the Latest Practicable Date, we did not have any relationship with or interest in the Bank, its subsidiaries and any other parties that could reasonably be regarded as relevant to our independence in accordance with Rule 13.84 of the Hong Kong Listing Rules and accordingly, were qualified to give independent advice to the Independent Board Committee and the Independent Shareholders in respect of the transactions contemplated under the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement, the Investment Business Framework Agreement and their respective proposed annual caps. Save for this appointment as the Independent Financial Adviser, there was no other engagement between the Bank and us in the past two years. Apart from normal advisory fee payable to us in connection with this appointment, no arrangement exists whereby we will receive any fees or benefits from the Bank, CITIC Group or their respective substantial shareholders or associates.

BASIS OF OUR OPINION

In formulating our opinion and recommendation, we have reviewed, among other things: (i) the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement, Investment Business Framework Agreement and the relevant existing framework agreements; (ii) the sample documents under the relevant existing framework agreements; (iii) the annual reports of the Bank for the two years ended 31 December 2024 (the “**2024 AR**”) and 31 December 2025 (the “**2025 AR**”); (iv) the interim report of the Bank for the six months ended 30 June 2026 (the “**2026 IR**”); (v) the basis of calculation of the proposed annual caps; and (vi) the Bank’s internal control procedures in relation to connected transactions. We consider that we have reviewed sufficient and relevant information and documents and have taken reasonable steps as required under Rule 13.80 of the Hong Kong Listing Rules to reach an informed view and to provide a reasonable basis for our recommendation. We have relied on the statements, information, opinions and representations contained or referred to in the Circular and the information and representations as provided to us by the Directors and the management of the Bank (the “**Management**”). We have assumed that (i) all statements, information and representations provided by the Directors and the Management; and (ii) the information referred to in the Circular, for which they are solely responsible, were true and accurate at the time when they were provided and continued to be so as at the Latest Practicable Date and the Shareholders will be notified of any material changes to such information and representations before the ESM. We have also assumed that all statements of belief, opinion, intention and expectations made by the Directors in the Circular were reasonably made after due enquiry and careful consideration. We have no reason to suspect that any material facts or information have been withheld or to doubt the truth, accuracy and completeness of the information and facts contained in the Circular, or the reasonableness of the representations and opinions expressed by the Bank, its advisers, the Management and/or the Directors. We have not, however, conducted any independent verification of the information included in the Circular and

provided to us by the Directors and the Management nor have we conducted any form of in-depth investigation into the business and affairs or the future prospects of the Bank, CITIC Group and each of their respective subsidiaries or associates.

PRINCIPAL FACTORS AND REASONS CONSIDERED

In arriving at our opinion in respect of the transactions contemplated under the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement, Investment Business Framework Agreement and their respective proposed annual caps, we have taken into consideration the following principal factors and reasons:

1. Background of and reasons for the transactions

1.1 Information on the Bank

With reference to the Letter from the Board, relying on the comprehensive resources of CITIC Group in terms of “Finance + Real Economy”, the Bank, with the vision to become a bank with “Four Features”, i.e., a responsible, unique, valuable and caring provider of the best comprehensive financial services, and one of the world’s first-class banks, upholds honesty and trustworthiness and pursues benefits through righteous means, steadiness and prudence, integrity and innovation, and legal compliance. Being customer-centric, the Bank worked to create a distinctive and differentiated model for financial services. For government and institutional customers, corporate customers and interbank market customers, the Bank offers integrated financial solutions in corporate banking business, investment banking business, international business, transaction banking business, custody business, financial market business, etc. For individual customers, the Bank provides diversified financial products and services related to wealth management, personal credit, credit cards, private banking, pension finance and going abroad finance, etc. As such, the Bank satisfies the needs of government and institutional, corporate, inter-bank market and individual customers for comprehensive financial services on all fronts.

Set out below is the summarized financial information of the Bank for the three years ended 31 December 2023, 2024 and 2025 (“**FY 2023**”, “**FY 2024**” and “**FY 2025**”, respectively) and the six months ended 30 June 2025 (“**1H2025**”) and 30 June 2026 (“**1H 2026**”), as extracted from the 2024 AR, 2025 AR and 2026 IR:

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	For the year ended 31 December			For the six months ended 30 June	
	2023	2024	2025	2025	2026
	<i>RMB</i>	<i>RMB</i>	<i>RMB</i>	<i>RMB</i>	<i>RMB</i>
	<i>million</i>	<i>million</i>	<i>million</i>	<i>million</i>	<i>million</i>
	(audited)	(audited)	(audited)	(unaudited)	(unaudited)
Operating income	205,570	213,223	212,636	105,833	110,409
Net profit attributable to the equity holders of the Bank	67,016	68,576	70,618	36,478	37,602

	As at 31 December			As at 30 June	
	2023	2024	2025	2025	2026
	<i>RMB</i>	<i>RMB</i>	<i>RMB</i>	<i>RMB</i>	<i>RMB</i>
	<i>million</i>	<i>million</i>	<i>million</i>	<i>million</i>	<i>million</i>
	(audited)	(audited)	(audited)	(unaudited)	(unaudited)
Total assets	9,052,484	9,532,722	10,131,028	10,383,839	
Total liabilities	8,317,809	8,725,357	9,283,398	9,493,041	
Total equity	734,675	807,365	847,630	890,798	

As shown in the table above, the Bank realized operating income of approximately RMB213.2 billion in FY2024, representing an increase of 3.72% as compared to that for FY2023. The Bank's operating income for FY2025 amounted to approximately RMB212.6 billion, representing a decrease of 0.28% as compared to that for FY2024, and it is mainly attributable to the decrease of approximately 1.51% in the net interest income for FY2025 as compared to that for FY2024. The Bank's operating income for 1H2026 amounted to approximately RMB110.4 billion, representing an increase of 4.32% as compared to that for 1H2025, and it is mainly attributable to the increase of approximately 2.74% in the net interest income for 1H2026.

The Bank has a steady increment in the net profit attributable to the equity holders of Bank. The Bank recorded net profit attributable to the equity holders of approximately RMB68.6 billion in FY2024, representing an increase of approximately 2.33% as compared to that for FY2023. The Bank's net profit is attributable to the equity holders of approximately RMB70.6 billion in FY2025, representing an increase of 2.98% as compared to that for FY2024. For 1H2026, the Bank recorded net profit attributable to the equity holders of approximately RMB37.6 billion, representing an increase of approximately 3.08% as compared to that for 1H2025.

The Bank's total equity has been increasing stably during FY2024 and FY2025. The Bank's total equity as at 31 December 2024 increased by approximately 9.89% as compared to that as 31 December 2023. The Bank's total equity as 31 December 2025 increased by approximately

4.99% as compared to that as at 31 December 2024. As at 30 June 2026, the Bank's total equity amounted to approximately RMB890.8 billion, representing an increase of 5.09% from approximately RMB847.6 billion as at 31 December 2025.

1.2 Information on CITIC Group

CITIC Group is a Chinese state-owned enterprise under the Ministry of Finance. Since its inception, CITIC Group has been a pilot unit for national economic reform and an important window for China's opening up to the outside world. With fruitful explorations and innovation in many areas, CITIC Group has built itself a robust image and reputation both domestically and abroad. At present, CITIC Group has developed into a large state-owned multinational conglomerate with both financial and non-financial businesses. Its financial business covers a full range of services including banking, securities, trust, insurance, fund and asset management; and its non-financial business includes real estate, engineering contracting, energy and resources, infrastructure construction, machinery manufacturing and information technology, with clear overall strength and great momentum of growth.

1.3 Reasons for and benefits of the transactions

With reference to the Letter from the Board, CITIC Group is an international conglomerate. It has different financial subsidiaries engaged in banking, securities, trust, insurance, fund, asset management and futures, and industrial companies engaged in machinery manufacturing, resources and energy, engineering contracting, infrastructure, information industry, etc. With the diversified industries it engages, CITIC Group enjoys comprehensive advantage and strength.

As advised by the Management, the Bank has been conducting the transactions with CITIC Group for years. Through cooperation with CITIC Group and its associates, the Bank is able to give full play to the synergies of the CITIC Group's integrated platform, reducing the Bank's operating costs, increasing the Bank's comprehensive income, and creating high return on investment for Shareholders. The Board believes that cooperation with CITIC Group and its associates could optimize the allocation of resources, effectively control the operating costs, and enhance the Bank's comprehensive service capabilities to customers.

2. Principal terms

2.1 The Asset Transfer Framework Agreement

The Bank will sell credit and other related assets to CITIC Group and its associates in order to optimize the Bank's credit structure. In the meantime, the Bank may purchase the same type of assets from CITIC Group and its associates to adjust the Bank's credit structure and optimize asset allocation. As a means of the Bank's asset and liability management, where credit extension grows excessively fast, the Bank will sell on-balance-sheet credit assets through market-oriented channels in order to adjust the asset-liability structure and accelerate the disposal progress of non-performing assets. In conducting factoring businesses, the Bank will purchase assets such as customers' accounts receivable. In conducting forfaiting business, the

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Bank will have a non-recourse buyout of the creditor's rights held by CITIC Group and its associates, the payment of which shall be confirmed as due by its issuing/confirming bank while the creditor's rights are not due, or transfer the creditor's rights that have been bought out and held by the Bank but are not due to CITIC Group and its associates. The Asset Transfer Framework Agreement between the Bank and CITIC Group contemplates the purchase and sale of credit and other related assets to CITIC Group and its associates. Along with the business development, the Bank expects to purchase credit and other related assets from CITIC Group and its associates in the future, and the total amount of such purchase and sale will be calculated cumulatively when the annual cap is calculated.

Set out below are the principal terms of the Asset Transfer Framework Agreement.

- Parties** : CITIC Group; and
The Bank
- Date** : 26 August 2026
- Term** : Three years from 1 January 2027 to 31 December 2029
- Transaction Principles** :
- The Bank in the ordinary and usual course of business buys from or sells to CITIC Group and its associates movable and immovable properties for own use, credit and other relevant assets, including but not limited to: the purchase and sale of movable and immovable properties for own use; sell/buy corporate and retail credit loan and non-credit loan assets and their (collection) beneficiary rights, receivables and other assets directly or through asset management plan, asset securitization or through factoring, forfaiting or other forms; purchase and sale of interbank assets and claims, receipt and disposal of repossessed assets; commercial acceptance bonding business, bill discounting business without the credit risk of the discounting applicant, purchase and resale of bills under rediscounting business; acquisition of assets for operating lease business; and other asset transfer business.
 - Both parties shall carry out business under the agreement.
 - The asset transfer transactions under the agreement shall be conducted on normal commercial terms, which shall not be more favorable to the connected person than those offered to a comparable independent third party for same transactions.

Pricing Principles : Transactions under the Asset Transfer Framework Agreement are divided into normal asset transfer and securitization asset transfer. The normal asset transfer is a non-hierarchical transfer, with a single or small number of transactions generally. Securitization asset transfer is a selection of a larger number of loans which are packaged to form a pool of assets, and are designed with structured hierarchy. Under the Asset Transfer Framework Agreement, the price payable by the transferee to the transferor shall be determined on the basis of the following principles:

- Normal asset transfer: the transfer of credit assets shall comply with the principle of integrity, i.e. the credit assets to be transferred shall include the entire outstanding principal and interest receivable. In the transfer of credit assets by the transferor to the transferee, the principals under the loan shall be taken as the consideration of the transaction, while transferring at par (i.e. the ratio of transaction price to loan principal is 100%), without discount or premium.
- Securitization asset transfer: the transfer of assets from connected persons to the Bank has been included in the above normal asset transfer. When transferring credit assets from the Bank to connected persons, the Bank adopts the loan principal as the consideration of the transaction are generally transfer at par (i.e. the ratio of transaction price to loan principal is 100%), except for the securitization of non-performing assets. In terms of the issuance rate of the asset-backed securities, the prioritized asset-backed securities (with exclusion of the sections held by the originating institutions) are determined by the approach of single spread (Netherlands Style) or book building through the bidding system of China Central Depository & Clearing Co., Ltd., and the secondary asset-backed securities (with exclusion of the sections held by the originating institutions) are determined through a competitive offering process.
- Transfer of non-performing assets: the price shall be determined in accordance with the principles of compliance with the laws and regulations, openness and transparency, competition and selection of the best, authenticity and cleanliness, and by comprehensively considering the factors such as asset conditions, disposal

costs, risks and returns, market conditions and professional opinions issued by third-party evaluation institutions, and the transfer shall be conducted in an open way.

- Forfaiting asset transfer: the interest income received within the actual holding period shall be determined according to the fair value of the forfaiting market.
- Bill asset transfer: the transaction interest rate is determined with reference to the prevailing average transaction price published by the Shanghai Commercial Paper Exchange and is adjusted based on market supply and demand conditions.

In assessing the fairness and reasonableness of the terms in the Asset Transfer Framework Agreement, we have obtained and reviewed both the existing and renewed asset transfer framework agreements, and we noted that the save for the term and the proposed annual caps, all other terms and conditions of the renewed agreement are similar to those of the existing agreement, which was approved by the independent Shareholders at the second extraordinary general meeting of the Bank held on 28 December 2023.

Regarding the pricing principles, as part of our due diligence work, we have reviewed 11 sets of sample documents in relation to different types of asset transactions incurred during the period from 1 January 2024 up to the Latest Practicable Date (the “**Review Period**”). Given that (i) the sample documents represent all types of asset transfer transactions frequently incurred during the Review Period and were selected on a random basis; and (ii) the sample documents have covered different time periods throughout the Review Period, we consider such sample documents are fair and representative. In respect of the normal asset transfers, we noted the interest rates offered to CITIC Group under the normal asset transactions are no less favorable than those offered to independent third parties. In respect of the securitization asset transfers, we noted that the pricing is based on loan principal while the loan is transferred at par (100% of the principal amount), whereas the issuance rates are respectively determined by book building via the bidding system and through a competitive offering process. In respect of the non-performing asset transfers, we have noted that the pricing is determined with reference to the tender and bidding price. In respect of the forfaiting transactions, the interest rates offered to CITIC Group and its subsidiaries are no less favorable than those offered to independent third parties. In respect of the bill asset transfers, we have reviewed the official response to the Measures for the Administration of Connected Transactions of Banking and Insurance Institutions (銀行保險機構關聯交易管理辦法) issued by the National Financial Regulatory Administration (former China Banking and Insurance Regulatory Commission) in 2026, and noted that bill rediscounting is classified as an asset transfer transaction in such document. In addition, we have independently researched the prevailing average transaction prices published by the Shanghai Commercial Paper Exchange and noted that the bill rediscounting interest rates shown in the sample documents are no less favorable than the bill interest rates provided by the Shanghai Commercial Paper Exchange.

Based on our work done as mentioned above, we consider the terms of the Asset Transfer Framework Agreement are fair and reasonable.

2.2 *The Financial Market Business Framework Agreement*

Financial market business is a general term for the investment in and transactions of financial instruments carried out by banks in domestic and foreign financial markets, including interbank lending, bond repurchase, bond investment, precious metal leasing, bond lending, foreign exchange and precious metal spot trading, interest rate derivatives, exchange rate derivatives, credit derivatives, precious metal derivatives, etc.

Set out below are the principal terms of the Financial Market Business Framework Agreement.

Parties	:	CITIC Group; and The Bank
Date	:	26 August 2026
Term	:	Three years from 1 January 2027 to 31 December 2029
Transaction Principles	:	• The parties shall conduct financial market business between them pursuant to the agreement in the ordinary course of their financial business, including, but not limited to, foreign exchange and precious metals transactions, precious metals leasing, money market transactions, bond business and financial derivatives transactions. The specific businesses include interbank lending; bond repurchase; bond lending and borrowing; precious metals lending; bill repurchase; foreign exchange (including foreign exchange settlement and sale) spot business; precious metals spot business; derivative business; bond trading; or other capital transactions with the Bank or a subsidiary of the Bank as one party and CITIC Group or a subsidiary or an associate of CITIC Group as the other party. • Both parties shall provide the services under the agreement. • The terms applicable to transactions between the parties shall be conducted on normal commercial terms, which shall not be more favorable to the connected person than those offered to a comparable independent third party for same transactions.

Pricing Principles : The (treasury) transactions of financial market business under the Financial Market Business Framework Agreement shall be determined by the parties through arms-length negotiations and with reference to the market prices of similar transactions, and shall follow the following pricing principles:

- Transactions under the Financial Market Business Framework Agreement will be conducted at prevailing market price and with reference to the fee rates generally applicable to comparable independent third party transactions. Specifically, with respect to the businesses such as foreign exchange, precious metal transactions, leasing of precious metal, money market transactions, bond transactions, the parties will determine the transaction prices to be adopted according to the open market prices; with respect to the agency settlement business of bonds, the parties will determine the fee rates pursuant to the prevailing industry rules; with respect to the business of financial derivatives and notes, the parties will determine the transaction prices pursuant to the market activity of the products involved, the available public quotations in the market and the requirements of banks for the management of various risks. Meanwhile, each department in charge of specific businesses has established a transaction price fairness review mechanism. The mechanism for examining the fairness of transaction price shall follow the principles of “independence, feasibility and reasonableness”, assess the fairness of the transaction price, prevent operational risks and moral risks, and ensure that the transaction price matches the market level. The Bank shall, within the given scope of business authority and in light of actual market conditions, determine the types of products that may be included in the examination as well as the corresponding reasonable examination standards and criteria. The examination standards include benchmark price and deviation degree. To be specific, the benchmark price refers to the fair price of transaction generally accepted by the market within a specific period of time, and the deviation degree refers to the relatively reasonable deviation of the transaction price from the benchmark price that is acceptable to the Bank.
- The prices charged for the foreign exchange derivatives business on behalf of the clients in the derivatives business shall be determined by both parties through negotiations on

an arm's length and reciprocal basis, and shall not be more favorable than those offered to comparable independent third parties. Meanwhile, the relevant regulations of the People's Bank of China and the State Administration of Foreign Exchange shall be complied with and the business shall be conducted in accordance with the commercial principle of market-oriented pricing.

In assessing the fairness and reasonableness of the terms of the Financial Market Business Framework Agreement, we have obtained and reviewed both the existing and renewed financial market business framework agreements, and we noted that save for the term and the proposed annual caps, all other terms and conditions of the renewed agreement are similar to those of the existing agreement, which was approved by the Independent Shareholders at the second extraordinary general meeting of the Bank held on 28 December 2023.

Regarding the pricing principles, as part of our due diligence work, we have obtained and reviewed 21 sets of sample documents for different types of financial market business transactions conducted during the Review Period, namely interbank lending and borrowing, bond financing transactions, and financial derivatives and notes, and compared them with the transaction documents of a similar nature entered into between the Bank and independent third parties during the Review Period. Given that (i) the sample documents represent all types of financial market business transactions frequently incurred during the Review Period and were selected on a random basis; and (ii) the sample documents have covered different time periods throughout the Review Period, we consider such sample documents are fair and representative. Based on our review of the aforementioned transaction documents, we noted that (i) in respect of the interbank lending and borrowing transactions, the interest rates offered to CITIC Group were no less favorable than those offered to independent third parties; (ii) in respect of the bond financing transactions, the coupon rates of the bonds were determined with reference to the prevailing market rates or were on terms no less favorable than those of similar transactions entered into between the Bank and independent third parties; and (iii) in respect of the financial derivatives and notes transactions, the interest rates were determined with reference to the prevailing interbank market rates and were no less favorable to the Bank than those applicable to similar transactions entered into between the Bank and independent third parties.

Based on our work done as mentioned above, we consider the terms of the Financial Market Business Framework Agreement are fair and reasonable.

2.3 The Investment Business Framework Agreement

Set out below are the principal terms of the Investment Business Framework Agreement.

Parties : CITIC Group; and

The Bank

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- Date** : 26 August 2026
- Term** : Three years from 1 January 2027 to 31 December 2029
- Transaction Principles** :
- The investment business conducted by both parties, in the ordinary and usual course of business, includes, but is not limited to, investment in securities, funds (including fund subsidiaries), insurance, trust and other financial institutions or (financial) products issued or established by competent persons (including, but not limited to, broker asset management plan, fund special plan, wealth management products, trust plan, trust beneficiary right, asset-backed securities, asset-backed notes, etc.); entrusted investment; bonds, non-standard creditor's rights, equities and interbank deposits in which the wealth management funds are invested and with connected persons as the financing entities; co-investment with connected persons; investments in unlisted equities; other investment transactions.
 - Both parties shall provide the services under the agreement.
 - The terms applicable to transactions under the agreement shall be conducted on normal commercial terms, which shall not be more favorable to the connected person than those offered to a comparable independent third party for same transactions.
- Pricing Principles** : For investments in publicly-offered fund products, the management fee and investment income shall be uniformly allocated by the fund manager according to the fund shares with open and consistent standards for all investors. At present, the management fee rates in the publicly-offered fund market differ depending on the fund types (monetary or bond) and management methods (active management or passive index). The management fee and investment advisory fee rates for publicly-offered funds are usually not more than 0.5%, while the management fee rates for private funds are usually not more than 1%. For investments in asset management plans, the rates shall not exceed the uniform fee cap according to the products' corresponding substantive strategy types. To be specific, the management fee and investment advisory fee rates of fixed-income products are set at not more than 0.5% by reference to the management fee rates of publicly-offered funds; the management fee and investment advisory fee rates of equity products are set at not more than 1.2% by reference

to the management fee rates of private funds. For investments in asset-backed securities, bonds and other standardized creditor's rights, in the primary market, the price shall be set by the issuer, and all market participants shall conduct bidding; and in the secondary market, transactions shall be matched and executed according to yield quotations with reference to valuations published by China Bond. For investments in non-standard creditor's rights of connected persons, the pricing method shall be market-based pricing and shall be determined by agreement between both parties.

In assessing the fairness and reasonableness of the terms of the Investment Business Framework Agreement, we have obtained and reviewed both the existing and renewed investment business framework agreements, and we noted that save for the term and the proposed annual caps, all other terms and condition of the renewed agreement are similar to those of the existing agreement, which was approved by the Independent Shareholders at the second extraordinary general meeting of the Bank held on 28 December 2023.

Regarding the pricing principles, as part of our due diligence work, we have obtained and reviewed 7 sets of sample documents for different types of investment business transactions, namely investments in asset management plans and investments in asset-backed securities, bonds and other standardized creditor's rights, entered into between the Bank and CITIC Group during the Review Period, and compared them with the transaction documents of a similar nature entered into between the Bank and independent third parties during the Review Period. Given that (i) the sample documents represent all types of investment business transactions frequently incurred during the Review Period and were selected on a random basis; and (ii) the sample documents have covered different time periods throughout the Review Period, we consider such sample documents are fair and representative. Based on our review of the aforementioned transaction documents, we noted that (i) for transactions involving investments in asset management plans, the management fee and investment advisory fee rates were the same among all investors in the same fund products (including CITIC Group, the Bank and independent third parties); and (ii) for investments in asset-backed securities, bonds and other standardized creditor's rights through bidding, the yields quoted by CITIC Group were no less favorable to the Bank than those quoted by independent third parties.

Based on our work done as mentioned above, we consider the terms of the Investment Business Framework Agreement are fair and reasonable.

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3. The Proposed Annual Caps

3.1 Historical Transaction Amounts, Existing and Proposed Annual Caps

Set out below are (i) the existing annual caps and historical transaction amounts for FY2024, FY2025 and the six months ended 30 June 2026; and (ii) the proposed annual caps for each of the three years ending 31 December 2027, 2028 and 2029:

3.1.1 The Asset Transfer Transactions

RMB million (except for utilization rates)	Existing annual caps for the years ended/ending 31 December			Proposed annual caps for the years ending 31 December		
	2024	2025	2026	2027	2028	2029
Annual Caps	160,000	180,000	190,000	210,000	240,000	270,000
Historical Amounts	21,104	28,051	18,775 ^{Note 1}	–	–	–
Utilization Rates	13.19%	15.58%	9.9% ^{Note 2}	–	–	–

Notes:

1. The historical transaction amounts for 2026 are unaudited actual transaction amounts for the six months ended 30 June 2026.
2. The utilization rates for the six months ended 30 June 2026 were calculated by dividing the relevant historical transaction amounts for such six-month period by the respective existing annual caps for the year ending 31 December 2026.
3. According to the response issued by the National Financial Regulatory Administration in 2026 regarding relevant questions under the Measures for the Administration of Connected Transactions of Banking and Insurance Institutions, bills purchased and sold through rediscounting transactions do not constitute financial market business. For the purpose of maintaining consistency, bills purchased and sold through rediscounting transactions will be included in the management of the Asset Transfer Framework Agreement. The actual transaction amounts for the six months ended 30 June 2026 were calculated based on the original basis.

3.1.2 The Financial Market Business Transactions

RMB million (except for utilization rates)	Existing annual caps for the years ended/ending 31 December			Proposed annual caps for the years ending 31 December		
	2024	2025	2026	2027	2028	2029
Annual Caps	3,500,000	4,100,000	4,700,000	2,500,000	3,000,000	3,500,000
Historical Amounts	1,925,204	1,889,395	771,475 ^{Note 1}	–	–	–
Utilization Rates	55.01%	46.08%	16.41% ^{Note 2}	–	–	–

Notes:

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1. The historical transaction amounts for 2026 are unaudited actual transaction amounts for the six months ended 30 June 2026.
2. The utilization rates for the six months ended 30 June 2026 were calculated by dividing the relevant historical transaction amounts for such six-month period by the respective existing annual caps for the year ending 31 December 2026.
3. According to the response issued by the National Financial Regulatory Administration in 2026 regarding relevant questions under the Measures for the Administration of Connected Transactions of Banking and Insurance Institutions, bills purchased and sold through rediscounting transactions do not constitute financial market business, while agency spot foreign exchange settlement and sales and foreign exchange trading businesses fall within the scope of financial market business. For the purpose of maintaining consistency, bills purchased and sold through rediscounting transactions will be included in the management of the Asset Transfer Framework Agreement, while agency spot foreign exchange settlement and sales and foreign exchange trading businesses will be included in the management of the Financial Market Business Framework Agreement. The actual transaction amounts for the six months ended 30 June 2026 were calculated based on the original basis.

3.1.3 The Investment Business Transactions

<i>RMB million</i> (except for utilization rates)	Existing Annual Caps for the years			Proposed Annual Caps for the years		
	ended/ending 31 December			ending 31 December		
	2024	2025	2026	2027	2028	2029
Annual Caps	380,000	440,000	500,000	600,000	700,000	750,000
Historical Amounts						
(maximum balance at						
any time)	113,928	123,340	301,515 ^{Note 1}	–	–	–
Utilization Rates	29.98%	28.03%	60.30% ^{Note 2}	–	–	–

Notes:

1. The historical transaction amounts for 2026 are unaudited actual transaction amounts for the six months ended 30 June 2026.
2. The utilization rates for the six months ended 30 June 2026 were calculated by dividing the relevant historical transaction amounts for such six-month period by the respective existing annual caps for the year ending 31 December 2026.

3.2 Basis of determination of the proposed annual caps and our assessment

3.2.1 Asset Transfer Framework Agreement

In determining the proposed caps, the Board has reviewed historical figures in respect of comparable transactions and taken into account the factors set out in the subsection entitled “1.2.1 Asset Transfer Framework Agreement” concerning the basis for establishing the annual caps as stated in the Letter from the Board.

We noted that the utilization rates of the historical annual caps of the transaction were low for the year of 2024 and 2025. As advised by the Management, the low utilization rates were mainly due to lower-than-expected demand for credit asset transfers and securitization, weaker-than-expected growth in the forfaiting market amid narrowing market spreads, and the inherent uncertainty in the competitive bidding process for the disposal of non-performing assets.

It is understood that the proposed annual caps represent the maximum amounts of transactions the Bank could enter into with CITIC Group under the framework agreement upon approval by Independent Shareholders, being a right rather than an obligation of the Bank to conduct transactions with CITIC Group at that amount. In assessing the fairness and reasonableness of the proposed annual caps of the asset transfer business, we have obtained the spreadsheet showing the calculation of the proposed annual caps for the three years ending 31 December 2029. Based on our review on the spreadsheet, we noted that the proposed annual caps primarily comprise of expected transaction amounts of (i) bill-related business, including the transfer of bills and bill rediscounting; (ii) asset securitization; (iii) forfaiting business; and (iv) the transfer of credit and non-performing assets.

(i) Bill-related business: bill transfer and bill rediscounting

We have reviewed the relevant industry regulatory guidance issued in 2026 by the National Financial Regulatory Administration (former China Banking and Insurance Regulatory Commission), and we noted that bill rediscounting is not classified as financial market business and is therefore treated as an asset transfer transaction under the Asset Transfer Framework Agreement. As mentioned in the Letter from the Board, bill-related business, including the transfer of bills and bill rediscounting, is characterised by short tenors, high transaction frequency, strong liquidity and significant fluctuations in transaction volume, which helps the Bank optimise asset and liability management, enhance customer stickiness and integrated marketing efforts, and implement regulatory requirements in support of the real economy. The transaction amounts of such bill-related businesses are subject to fluctuations depending on customers' financing needs, transaction strategies, interest rate movements and prevailing market conditions. Affected by internal and external factors, the total transaction amounts of the Bank's discounting and rediscounting businesses fluctuated significantly during 2024, 2025 and the first half of 2026. We have obtained and reviewed the historical transaction amount of the relevant services and noted from our calculation that the transaction amount of discounting business decreased by 28% year-on-year in 2025, while the transaction amount of rediscounting business decreased by 18% year-on-year in 2025. In 2026, the transaction amount of both discounting and rediscounting businesses rebounded significantly as compared with that in 2025. In order to ensure the continuity of the Bank's bill business, sufficient buffer is required under the cap for such connected transactions. Therefore, based on the transaction amounts of the Bank's rediscounting business of RMB2,175.5 billion, RMB1,773.5 billion and RMB959.9 billion in 2024, 2025 and the first half of

2026, respectively, the proposed annual cap for connected transactions relating to rediscounting business was set at approximately RMB100 billion. We noted that the proposed annual caps for the transfer of bills and bill rediscounting represent approximately 1% and less than 6%, respectively, of the total transaction amounts of the relevant businesses conducted by the Bank with CITIC Group and independent third parties in 2025. Given the relatively high scale of the underlying businesses and their variable transaction amounts, we consider that the proposed annual caps provide reasonable buffer to accommodate potential business demand and transaction amounts for such type of transactions with CITIC Group.

(ii) Asset securitization

With reference to the Letter from the Board, the regulatory environment remains supportive of the development of the domestic securitization market, which has continued to expand in terms of product types and market participation, while the regulatory framework and market infrastructure have been further developed. Against such backdrop, the Bank has continued to enhance its internal asset securitization framework, establish the relevant business systems and broaden the range of underlying assets eligible for securitization, thereby providing a solid foundation for the further development of such business. As advised by the Management, we understood that the Bank's asset securitization business reached a historical peak of approximately RMB50 billion in 2019, primarily attributable to residential mortgage-backed securitization. Although the Bank's asset securitization activities in recent years have primarily focused on non-performing asset securitization and the transaction amount has remained relatively limited, the historical transaction amount indicates the Bank's potential future demand and hence the proposed caps of approximately RMB40 billion set with reference to and lower than such historical transaction amount are fair and reasonable.

(iii) Forfaiting business

In respect of the forfaiting business, based on the information provided by the Management, we noted that the Bank's secondary-market forfaiting business has experienced rapid growth. We have obtained and reviewed the historical transaction information for such business and noted from our calculation that for the six months ended 30 June 2026, the amount of domestic letter of credit forfaiting transactions was RMB254.4 billion, representing a period-on-period growth rate of approximately 15%, while the transaction amount of Bank's forfaiting business for the six months ended 30 June 2026 was RMB12.4 billion, representing a period-on-period increase of approximately 23%. We understood from the Management that domestic letter of credit forfaiting serves as an important tool for the Bank to expand its corporate customer base and provide trade finance solutions to corporate clients. Given the continued expansion of the Bank's forfaiting business, the transaction amount of forfaiting business with

connected parties is also expected to increase accordingly, the proposed annual cap also reserves sufficient buffer for future cooperation between the Bank and new connected persons of CITIC Group over the next three years. The proposed annual caps for such transactions for the years ending 31 December 2027, 2028 and 2029 was set at RMB32.4 billion, RMB44.9 billion and RMB59.1 billion, respectively, representing year-on year growth rates between 30% and 40%, which we consider to be acceptable.

(iv) The transfer of credit and non-performing assets

In respect of the Bank's non-performing assets transfer business, we understood that the ultimate transferees of the Bank's non-performing assets are determined through open and competitive bidding processes, and the outcome is inherently uncertain. If the relevant connected transaction cap is insufficient, the Bank's disposal of non-performing assets may be affected. As mentioned in the Letter from the Board, the Bank's non-performing asset transfer volume amounted to RMB45.172 billion, RMB56.658 billion and RMB116.641 billion in 2023, 2024 and 2025, respectively, and the annual cap for such business is set at RMB18 billion. As part of our due diligence work, we have obtained and reviewed the historical transactions of non-performing assets transfers in 2025 and noted that the proposed annual caps for the non-performing assets transfer business are less than 15% of the total transaction amount of the non-performing assets transfer business of the Bank with connected parties and independent third parties.

In light of the above, we understood that the proposed annual caps under the Asset Transfer Framework Agreement for the three years ending 31 December 2029 increase year by year mainly because: (i) the Bank's secondary market forfeiting and similar businesses are expected to grow at an annual rate of approximately 15%; and (ii) the proposed caps set this time reserves buffer for cooperation between the Bank and newly added connected persons of CITIC Group in the coming three years. Therefore, we concur with the Directors' view that the proposed annual caps for asset transfer business transactions between the Bank and the CITIC Group for the three years ending 31 December 2029 are fair and reasonable so far as the Independent Shareholders are concerned.

3.2.2 Financial Market Business Framework Agreement

In determining the proposed caps, the Board has reviewed historical figures in respect of comparable transactions and taken into account the factors set out in the subsection entitled "1.2.6 Financial Market Business Framework Agreement" concerning the basis for establishing the annual caps as stated in the Letter from the Board.

We noted that the utilization rates of the historical annual caps of the transaction were low for the year of 2024 and 2025. As advised by the Management, such low utilization rate was mainly attributable to the challenging and volatile market environment, which

adversely affected the profitability and risk profile of proprietary trading, resulting in lower-than-expected conversion of business opportunities, transaction volumes and overall trading activity.

It is understood that the proposed annual caps represent the maximum amounts of transactions the Bank could enter into with CITIC Group under the framework agreement upon approval by Independent Shareholders, being a right rather than an obligation of the Bank to conduct transactions with CITIC Group at that amount. In assessing the fairness and reasonableness of the proposed caps of the financial market business transactions, we have obtained and reviewed the calculation of the proposed annual caps for the three years ending 31 December 2029. According to the 2025 AR, we noted that the Bank's financial market business constitutes an important component of its overall business operations, while the Bank's financial market business recorded operating net income of approximately RMB28.1 billion in 2025, representing an increase of approximately 4.95% year-on-year compared with 2024. We have discussed with the Management and noted the proposed annual caps represent less than 5% of the relevant aggregate historical transaction amount conducted by the Bank with the CITIC Group and independent third parties in 2025. In addition, we noted from the Letter from the Board, the actual transaction amount of the Bank's financial market business with connected persons was RMB1.9 trillion in 2025. We further noted from the Letter from the Board that the Bank's major financial market businesses grew at approximately 16% over the past two years and are expected to maintain a growth rate of around 15% to 20% over the next three years. Taking into account such expected growth and factors such as newly added connected persons, sufficient buffer has been reserved. Having considered that (i) the actual transaction amount of the Bank's financial market business with connected persons was approximately RMB1.9 trillion in 2025; (ii) the proposed annual cap of RMB2.5 trillion for 2027 represents an implied compound annual growth rate of approximately 15% from the 2025 historical amount; and (iii) the proposed annual caps of RMB3.0 trillion and RMB3.5 trillion for 2028 and 2029 represent year-on-year increases of approximately 20% and 16.7%, respectively, we consider that the proposed annual caps are reasonable and provide sufficient flexibility to accommodate the Bank's expected business growth set with reference to historical growth rate and potential transactions with newly added connected persons.

In addition, the Bank expects to expand its financial market business by pursuing an asset-light business model and broadening its service offerings to more entities within the Group, which is expected to drive a corresponding increase in the scale of transactions with connected parties. In light of the scale of the Bank's overall financial market business and its continuing business requirements, it is expected that the number and scale of mutual purchase and sale transactions in financial market business between the Bank and the CITIC Group will further increase.

In light of the above, we concur with the Directors' view that the proposed annual caps for financial market business transactions between the Bank and the CITIC Group for the three years ending 31 December 2029 are fair and reasonable so far as the Independent Shareholders are concerned.

3.2.3 Investment Business Framework Agreement

In determining the proposed caps, the Board has reviewed historical figures in respect of comparable transactions and taken into account the factors set out in the subsection entitled “1.2.7 Investment Business Framework Agreement” concerning the basis for establishing the annual caps as stated in the Letter from the Board.

We noted that the utilization rates of the historical annual caps of the transaction were low for FY2024 and FY2025. As advised by the Management, such low utilization rates were mainly attributable to the combined impact of the complex external political and economic environment, heightened financial market volatility, declining market yields and changes in regulatory policies and investment strategies, which led to a lower level of investment activity and consequently resulted in actual business development falling below the original estimates. We also noted that the historical transaction amount for the six months ended 30 June 2026 was approximately RMB301.5 billion, representing a utilization rate of approximately 60.30% of the existing annual cap for 2026 and exceeding the historical transaction amount for the full year of 2025. Such increase indicates the increased transaction demand in 2026 and provides support for the proposed annual caps.

It is understood that the Proposed Annual Caps represent the maximum amounts of transactions the Bank could enter into with CITIC Group under the framework agreement upon approval by Independent Shareholders, being a right rather than an obligation of the Bank to conduct such transactions with CITIC Group at that amount. In assessing the fairness and reasonableness of the proposed caps for the investment business transactions, we have obtained and reviewed the calculation of the proposed annual caps for the three years ending 31 December 2029 and noted that the investment business of CITIC Wealth Management is expected to account for approximately 70% of the Bank’s investment business. As discussed with the Management, we understood that the Management expects the product scale to maintain an annual growth rate of approximately 15% in the coming years, having taken into account that the growth rates of the wealth management product portfolio were approximately 17% and 18% in 2024 and 2025, respectively. In addition, CITIC Wealth Management has been expanding its investment activities, while CITIC Trust, as a major market participant in the trust industry with substantial asset scale and investment capacity, represents another potential source of investment demand. We have independently reviewed the annual report published by CITIC Limited and noted that CITIC Trust had RMB3.8 trillion in trust assets, demonstrating its substantial asset scale and investment capacity. With reference to the Letter from the Board, the approved investment limit of CITIC Wealth Management, a subsidiary of the Bank, for connected persons exceeds RMB800 billion, and the cap for connected transactions is estimated based on a utilisation rate of approximately 50%, being RMB400 billion. In addition, as advised by the Management, with reference to the authorised limits adopted by individual public fund management companies, the cap for connected transactions is determined at approximately 60% of the overall limit of RMB240 billion for connected persons, being RMB144 billion. Together with the investment business needs of other subsidiaries, the above formed the

basis for the proposed annual cap of RMB600 billion for 2027. We further noted that the proposed annual caps of RMB700 billion and RMB750 billion for 2028 and 2029 represent year-on-year increases of approximately 16.7% and 7.1%, respectively. Such expected growth rates are lower than historical growth rates of the wealth management product portfolio of CITIC Wealth Management, which we consider justifiable.

As deposit interest rates fell, the substitution effect of time deposits on wealth management products has weakened, the scale of products issued by wealth management companies has continued to grow, and the scale of wealth management investments and investments in financial products issued by connected parties has also grown correspondingly.

Accordingly, taking into account the expected growth in the investment business of the Bank and its connected parties, as well as the Bank's intention to further expand cooperation with enterprises within the CITIC Group, we consider that the anticipated increase in transaction demand is supported by identifiable business needs and that the proposed Investment Business Caps provide reasonable buffer to accommodate the expected growth in transaction volume.

According to the 2025 AR, the Bank recorded RMB2,932.2 billion total financial investments (excluding accrued interest), representing an increment of 11.6% compared to that of at the year of 2024. The substantial scale of and continued growth in the Bank's financial investments indicates a significant and increasing level of investment activities of the Bank.

In light of the above, we concur with the Directors' view that the proposed annual caps for investment business between the Bank and CITIC Group for the three years ending 31 December 2029 are fair and reasonable so far as the Independent Shareholders are concerned.

4. Internal Control Policies

The Bank has formulated certain internal guidelines and policy specifications for the transactions under the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement, Investment Business Framework Agreement, details of which are included in the section headed "3. Internal Control Measures for the Implementation of Continuing Connected Transactions" in the Letter from the Board. We have obtained and reviewed the Bank's internal procedures and systems for approving and monitoring such services and transactions, including the Implementation Rules of CITIC Bank for the Management of Connected Transactions and Internal Transactions (中信銀行關聯交易和內部交易管理實施細則).

Based on our review of the sample transaction documents as discussed in the section headed "2. Principal terms of the Transactions" above, we noted that the Bank had complied with the pricing principles under the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement, Investment Business Framework Agreement.

APPENDIX II LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

Pursuant to Rules 14A.55 and 14A.56 of the Hong Kong Listing Rules, the independent non-executive Directors and auditor of the Bank will conduct annual review and issue confirmations regarding the continuing connected transactions of the Bank each year. We have reviewed the Bank's annual reports for the years ended 31 December 2024 and 2025 and noted that the independent non-executive Directors and the auditor of the Bank have reviewed the continuing connected transactions, including those under the existing asset transfer framework agreement, financial market business framework agreement and investment business framework agreement, during such years and provided the relevant confirmations. As confirmed with the Bank, the Bank will continue to comply with the relevant annual review requirement under the Hong Kong Listing Rules on an on-going basis.

We have also obtained and reviewed the latest monitoring reports of the Bank setting out the transaction amounts of continuing connected transactions in 2026 and noted that all such transaction amounts are within the existing annual caps.

Based on the above, we concur with the Directors' view that the Bank has effective internal policies in place to continue to monitor the continuing connected transactions under the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement, Investment Business Framework Agreement and relevant proposed annual caps, and hence the interest of the Independent Shareholders would be safeguarded.

RECOMMENDATION

Having taken into consideration the factors and reasons as stated above, we are of the opinion that (i) the terms of the transactions contemplated under the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement, Investment Business Framework Agreement and their respective proposed annual caps are fair and reasonable; and (ii) such transactions are on normal commercial terms, in the ordinary and usual course of business of the Bank and in the interests of the Bank and the Shareholders as a whole. Accordingly, we recommend the Independent Board Committee to advise the Independent Shareholders, and we also recommend the Independent Shareholders, to vote in favor of the resolutions in respect of the Asset Transfer Framework Agreement, the Financial Market Business Framework Agreement, Investment Business Framework Agreement and their respective proposed annual caps to be proposed at the ESM.

Yours faithfully,
For and on behalf of
Maxa Capital Limited
Dian Deng
Managing Director

Ms. Dian Deng is a licensed person registered with the Securities and Futures Commission of Hong Kong and a responsible officer of Maxa Capital to carry out type 6 (advising on corporate finance) regulated activities under the SFO and has over 18 years of experience in corporate finance industry.

1. RESPONSIBILITY STATEMENT

This circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Hong Kong Listing Rules for the purpose of giving information with regard to the Bank. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief, the information contained in this circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein misleading.

2. DIRECTORS' AND CHIEF EXECUTIVES' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES OF THE BANK OR ITS ASSOCIATED CORPORATIONS

The table below sets out the interests in the shares of the Bank held by Directors and chief executive of the Bank as at the Latest Practicable Date as recorded in the register that the Bank maintained pursuant to Section 352 of the Securities and Futures Ordinance and as far as the Bank is aware:

Name	Position	Class of shares	Identity	Number of shares in which interests are held	Shareholding percentage of the issued shares of the same class (%)	Shareholding percentage of the total issued ordinary shares (%)
Fang Heying	Chairman, Executive Director	H Share	Beneficial owner	1,000,000(L)	0.0067	0.0018
Lyu Tiangui	Executive Director, President, Chief Compliance Officer	H Share	Beneficial owner	900,000(L)	0.0060	0.0016
Hu Gang	Executive Director, Vice President	H Share	Beneficial owner	1,627,000(L)	0.0109	0.0029

Notes: (1) (L) – long position.

(2) The above disclosure is made mainly on the basis of the information released on the HKEXnews (www.hkexnews.hk).

The table below sets out the interests in the shares of the Bank's associated corporations held by Directors and chief executive of the Bank as at the Latest Practicable Date as recorded in the register that the Bank maintained pursuant to Section 352 of the Securities and Futures Ordinance and as far as the Bank is aware:

Name	Associated corporation	Identity	Number of shares held	Shareholding percentage of the total issued ordinary shares (%)
Fang Heying	CITIC Limited	Beneficial owner	38,000(L)	0.00013
Wei Qiang	CITIC Limited	Beneficial owner	107,000(L)	0.00037
Hu Gang	CITIC Limited	Beneficial owner	143,000(L)	0.00049

Notes: (1) (L) – long position.

(2) The above disclosure is made mainly on the basis of the information released on the HKEXnews (www.hkexnews.hk).

3. INTERESTS AND SHORT POSITIONS HELD BY SUBSTANTIAL ORDINARY SHAREHOLDERS AND OTHER PERSONS

The table below sets out the interests and short positions in the shares of the Bank held by substantial shareholders and other persons (except the directors and chief executive of the Bank as defined according to the Hong Kong Listing Rules) as recorded in the register that the Bank maintained pursuant to Section 336 of the Securities and Futures Ordinance and as far as the Bank was aware as at the Latest Practicable Date.

Name	Class of Shares	Identity	Number of shares held	Shareholding percentage of the issued share capital of the same class (%)	Shareholding percentage of the total issued share capital (%)
China CITIC Financial Holdings Co., Ltd.	H share	Beneficial owner	2,763,563,479(L)	18.57	4.97
	H share	Interest of controlled corporations	1,123,363,710(L)	7.55	2.02
CITIC Corporation Limited	A share	Beneficial owner	33,264,829,933(L)	81.61	59.78
	H share	Beneficial owner	581,736,000(L)	3.91	1.05
	H share	Interest of controlled corporations	3,886,927,189(L)	26.12	6.99
	A share		33,264,829,933(L)	81.61	59.78
CITIC Limited	H share	Interest of controlled corporations	4,468,663,189(L)	30.03	8.03
	A share		33,264,829,933(L)	81.61	59.78
CITIC Polaris Limited	H share	Interest of controlled corporations	4,468,663,189(L)	30.03	8.03
	A share		33,264,829,933(L)	81.61	59.78

APPENDIX III

GENERAL INFORMATION

Name	Class of Shares	Identity	Number of shares held	Shareholding percentage of the issued share capital of the same class (%)	Shareholding percentage of the total issued share capital (%)
CITIC Glory Limited	H share	Interest of controlled	4,468,663,189(L)	30.03	8.03
	A share	corporations	33,264,829,933(L)	81.61	59.78
CITIC Group	H share	Interest of controlled	4,468,663,189(L)	30.03	8.03
	A share	corporations	33,264,829,933(L)	81.61	59.78
Summit Idea Limited	H share	Beneficial owner	2,292,579,000(L)	15.41	4.12
Total Partner Global Limited	H share	Interest of controlled corporations	2,292,579,000(L)	15.41	4.12
Hong Kong Xinhua Investment Co., Ltd.	H share	Beneficial owner	153,686,000 (L)	1.03	0.28
	H share	Interest of controlled corporations	2,292,579,000(L)	15.41	4.12
Quzhou Xin'an Development Co., Ltd.	H share	Interest of controlled corporations	2,446,265,000(L)	16.44	4.40
Quzhou Zhibao Enterprise Management Partnership (Limited Partnership)	H share	Interest of controlled corporations	2,446,265,000(L)	16.44	4.40
Quzhou Zhina Enterprise Management Co., Ltd.	H share	Interest of controlled corporations	2,446,265,000(L)	16.44	4.40
Quzhou Industrial Investment Group Co., Ltd.	H share	Interest of controlled corporations	2,446,265,000(L)	16.44	4.40
Quzhou Industrial Holding Group Co., Ltd.	H share	Interest of controlled corporations	2,446,265,000(L)	16.44	4.40
UBS SDIC Fund Management Co., Ltd.	H share	Investment manager	1,188,363,256 (L)	7.99	2.14
CTI Capital Management Limited	H share	Person having a security interest in shares	1,123,363,710(L)	7.55	2.02
China CITIC Financial AMC International Holdings Limited	H share	Person having a security interest in shares	1,123,363,710(L)	7.55	2.02
China CITIC Financial Asset Management Co., Ltd.	H share	Person having a security interest in shares	1,123,363,710(L)	7.55	2.02

Notes: (1) (L) – long position.

(2) As CTI Capital Management Limited is a corporation indirectly controlled by China CITIC Financial Holdings Co., Ltd., accordingly, the interests of China CITIC Financial Holdings Co., Ltd., CITIC Corporation Limited, CITIC Limited, CITIC Polaris Limited, CITIC Glory Limited and CITIC Group include a security interest in 1,123,363,710 shares of the Bank held by CTI Capital Management Limited.

- (3) According to the information disclosed to the Bank under Divisions 2 and 3 of Part XV of the SFO, the 1,188,363,256 (L) shares held by UBS SDIC Fund Management Co., Ltd are cash-settled unlisted derivatives.
- (4) The above disclosure is made mainly on the basis of the information released on the HKEXnews (www.hkexnews.hk). Some of the total percentage numbers may be different from the sum of each sub-item due to rounding.
- (5) According to Section 336 of the SFO, if certain conditions are met, shareholders of the Bank shall submit the interest disclosure form. When there is a change to the number of shares of the Bank held by shareholders, unless certain conditions are met, shareholders need not notify the Bank or the Hong Kong Stock Exchange. Therefore, the latest number of shares of the Bank held by shareholders may differ from the number submitted to the Hong Kong Stock Exchange.

4. DIRECTORS' INTERESTS IN COMPETING BUSINESSES

As at the Latest Practicable Date, none of the Directors had any interest in any business which competes or is likely to compete, either directly or indirectly, with the Bank's business.

5. INTERESTS HELD BY DIRECTORS IN THE BANK'S ASSETS OR CONTRACTS OR ARRANGEMENTS SIGNIFICANT TO THE BANK

So far as the Bank and Directors are aware after making reasonable enquiries, as at the Latest Practicable Date, none of the Directors had any interest, either directly or indirectly, in any assets which have been, since 31 December 2025 (being the date to which the latest published audited accounts of the Bank were made up), acquired or disposed of or leased by the Bank and any member of its subsidiaries, or are proposed to be acquired or disposed of or leased by the Bank and any member of its subsidiaries.

So far as the Bank and Directors are aware after making reasonable enquiries, as at the Latest Practicable Date, none of the Directors was materially interested, either directly or indirectly, in any significant contract or arrangement entered into by the Bank that is relevant to the business of the Bank and is still valid as at the Latest Practicable Date.

6. SERVICE CONTRACTS OF DIRECTORS

As at the Latest Practicable Date, none of the Directors has or is proposed to have any service contract with the Bank and any member of its subsidiaries that is not determinable within one year without payment of compensation (other than statutory compensation).

7. DIRECTORS' EMPLOYMENT WITH SUBSTANTIAL SHAREHOLDERS

As at the Latest Practicable Date, the following Directors were in the employment of those companies which had interests or short positions in the shares or underlying shares of the Bank which are required to be notified to the Bank pursuant to Divisions 2 and 3 of Part XV of the SFO:

Name	Positions held in specific companies
Mr. Fang Heying	Party committee member and deputy general manager of CITIC Group, deputy general manager and member of the executive committee of CITIC Limited, deputy general manager of CITIC Corporation Limited
Mr. Wei Qiang	Employee representative director, general manager of the Human Resources Department and minister of the Party Committee Organization Department of CITIC Group; director of Human Resources and general manager of the Human Resources Department of CITIC Limited; employee representative director of CITIC Corporation Limited

8. EXPERT

The qualification of the expert who has been named in this circular or has given advice or opinions contained in this circular is as follows:

Name	Qualification
Maxa Capital	A corporation licensed to carry out Type 1 (dealing in securities) and Type 6 (advising on corporate finance) regulated activities as defined under the SFO

Maxa Capital has given and has not withdrawn its written consent to the issue of this circular with the inclusion herein of its letter or its name in the form and context in which it is included.

Maxa Capital has no shareholding in any group member of the Bank or the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for securities in any group member of the Bank.

Maxa Capital issued a letter dated 9 October 2026 for the purpose of inclusion in this circular in connection with its advice to the Independent Board Committee and the Independent Shareholders.

Maxa Capital has no direct or indirect interests in any assets which have been, since 31 December 2025 (being the date to which the latest published audited accounts of the Bank were made up), acquired or disposed of by or leased to the Bank, or which are proposed to be acquired or disposed of by or leased to any group member of the Bank.

9. MATERIAL ADVERSE CHANGE

As at the Latest Practicable Date, the Directors were not aware of any material adverse change in the financial or trading position of the Bank and its subsidiaries since 31 December 2025 (being the date to which the latest published audited accounts of the Bank were made up).

10. GENERAL MATTERS

- (a) In case of any discrepancy between the English version and the Chinese version of this circular, the Chinese version shall prevail.
- (b) The H Share Registrar of the Bank is Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

11. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents will be available for inspection on the website of the Hong Kong Stock Exchange (www.hkex.com.hk) from the date of this circular up to and including the date of the 2026 Third ESM:

- (a) the Asset Transfer Framework Agreement;
- (b) the Financial Market Business Framework Agreement; and
- (c) the Investment Business Framework Agreement.

**NOTICE OF THE THIRD EXTRAORDINARY SHAREHOLDERS'
MEETING OF 2026**



中信銀行
CHINA CITIC BANK

中 信 銀 行 股 份 有 限 公 司
China CITIC Bank Corporation Limited

(A joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 998)

**NOTICE OF THE THIRD EXTRAORDINARY SHAREHOLDERS' MEETING
OF 2026**

Notice is hereby given that the Third Extraordinary Shareholders' Meeting of 2026 (the "**2026 Third ESM**") of China CITIC Bank Corporation Limited (the "**Bank**") will be held at 9:30 a.m. on Thursday, 29 October 2026 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, the People's Republic of China (the "**PRC**") to consider and, if thought fit, to approve the following resolutions:

BY ORDINARY RESOLUTIONS

1. Proposal on the *2026 Interim Profit Distribution Plan of China CITIC Bank Corporation Limited*
- 2.00 Proposal regarding the Application for the Caps of Continuing Related Party Transactions
- 2.01 The Caps of Credit Extension Business with CITIC Group and its Related Parties for the Years 2027-2029
- 2.02 The Caps of Asset Transfer with CITIC Group and its Related Parties for the Years 2027-2029
- 2.03 The Caps of Comprehensive Service with CITIC Group and its Related Parties for the Years 2027-2029
- 2.04 The Caps of Financial Consulting and Asset Management Service with CITIC Group and its Related Parties for the Years 2027-2029
- 2.05 The Caps of Custody and Account Management Service with CITIC Group and its Related Parties for the Years 2027-2029
- 2.06 The Caps of Other Financial Service with CITIC Group and its Related Parties for the Years 2027-2029
- 2.07 The Caps of Deposit Business with CITIC Group and its Related Parties for the Years 2027-2029

NOTICE OF THE THIRD EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026

- 2.08 The Caps of Financial Market Business with CITIC Group and its Related Parties for the Years 2027-2029
- 2.09 The Caps of Investment Business with CITIC Group and its Related Parties for the Years 2027-2029
- 2.10 The Caps of Credit Business with BOC for the Years 2027-2029
- 2.11 The Caps of Asset Transfer with BOC for the Years 2027-2029
- 2.12 The Caps of Financial Consulting and Asset Management Service with BOC for the Years 2027-2029
- 2.13 The Caps of Custody and Account Management Service with BOC for the Years 2027-2029
- 2.14 The Caps of Other Financial Service with BOC for the Years 2027-2029
- 2.15 The Caps of Deposit Business with BOC for the Years 2027-2029
- 2.16 The Caps of Financial Market Business with BOC for the Years 2027-2029
- 2.17 The Caps of Investment Business with BOC for the Years 2027-2029
- 2.18 The Caps of Financing Provided by Related Parties with BOC for the Years 2027-2029

By Order of the Board of Directors
China CITIC Bank Corporation Limited
Fang Heying
Chairman

Beijing, the PRC
9 October 2026

As at the date of this notice, the executive directors of the Bank are Mr. Fang Heying (Chairman), Mr. Lyu Tiangui (President) and Mr. Hu Gang; the non-executive directors are Mr. Wei Qiang, Mr. Wang Yankang and Mr. Fu Yamin; and the independent non-executive directors are Mr. Liu Tsz Bun Bennett, Mr. Zhou Bowen, Mr. Wang Huacheng and Ms. Song Fangxiu.

Notes:

1. CLOSURE OF REGISTER OF MEMBERS; ELIGIBILITY FOR ATTENDING THE 2026 THIRD ESM

Holders of A shares and H shares are regarded as the same class of shareholders in voting. Holders of H shares should note that the register of members of the Bank will be closed from Monday, 26 October 2026 to Thursday, 29 October 2026 (both days inclusive) during which period no H share transfer will be registered. All shareholders appearing on the register of members of the Bank on Thursday, 29 October 2026 are entitled to attend and vote at the 2026 Third ESM. Holders of H shares of the Bank who intend to attend the 2026 Third ESM but have not registered their share transfer documents shall lodge their transfer documents, together with relevant share certificates, with the office of the Bank's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, 23 October 2026.

NOTICE OF THE THIRD EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026

2. ARRANGEMENT ON INTERIM DIVIDEND DISTRIBUTION

The Board of Directors of the Bank has recommended the distribution of an interim cash dividend for ordinary shares of RMB2.03 (pre-tax) per 10 shares to shareholders with the total share capital of A shares and H shares as the base, giving a total cash dividend of RMB11,295,967,939.59 (tax inclusive) for the interim period of 2026. If the total share capital of the Bank changes before the equity registration date of this dividend payment, it is planned to keep the total dividend unchanged and adjust the distribution ratio per share accordingly. These dividends shall be denominated and declared in RMB, and shall be paid to A Shareholders in RMB and to H Shareholders in RMB or its equivalent in HKD. The actual dividends amount to be paid in HKD will be calculated based on the average benchmark exchange rate for RMB to HKD announced by the People's Bank of China one week before the date of the 2026 Third ESM (the date of the 2026 Third ESM inclusive).

If the Bank's proposal for interim dividend distribution is approved by the shareholders at the forthcoming 2026 Third ESM, the interim dividend for the year of 2026 will be distributed by the receiving agent in Hong Kong for payment of the H share dividend designated by the Bank to the H shareholders of the Bank as shown on the Bank's register of members on Monday, 9 November 2026. It is expected that the Bank will pay the 2026 interim dividends to its shareholders on Tuesday, 22 December 2026. If there is any change to the expected dividend distribution date, the Bank will publish an announcement regarding such changes.

3. CLOSURE OF REGISTER OF MEMBERS; ELIGIBILITY FOR 2026 INTERIM DIVIDEND DISTRIBUTION

Holders of H shares should note that the register of members of the Bank will be closed from Wednesday, 4 November 2026 to Monday, 9 November 2026 (both days inclusive) during which period no H share transfer will be registered. All shareholders appearing on the register of members of the Bank on Monday, 9 November 2026 are entitled to 2026 interim dividend distribution. Holders of H shares of the Bank who wish to receive the interim dividend (subject to approval by the shareholders at the forthcoming 2026 Third ESM) but have not registered their share transfer documents shall lodge their transfer documents, together with relevant share certificates, with the Bank's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17/F, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Tuesday, 3 November 2026.

4. APPOINTMENT OF PROXY

Any shareholder entitled to attend and vote at the 2026 Third ESM is entitled to appoint one or more proxies to attend and vote at the meeting instead of him/her. A proxy need not be a shareholder of the Bank. The proxy form shall be in writing and signed by the shareholder or by his/her attorney duly authorized in writing or, if the shareholder is a corporate body, either executed under its common seal or signed by its legal representative, director or duly authorized attorney. If the proxy form is signed by the attorney of the shareholder, the power of attorney or other authorization document authorizing the attorney to sign the proxy form must be notarized.

In order to be valid, H share shareholders shall lodge the proxy form, together with the power of attorney or other authorization document (if any), by hand or post, to the Bank's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not less than 24 hours before the time appointed for holding the 2026 Third ESM or its adjourned meeting (as the case may be) (i.e. not later than 9:30 a.m. on Wednesday, 28 October 2026). Completion and return of the proxy form shall not preclude shareholders from attending and voting in person at the 2026 Third ESM.

5. REPLY SLIP

H share shareholders who intend to attend the 2026 Third ESM in person or by proxy shall deliver the reply slip to the Bank's H share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, on or before Tuesday, 27 October 2026.

NOTICE OF THE THIRD EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026

6. CONTACT INFORMATION OF THE BANK

Address: CITIC Plaza, Building No. 1, 10 Guanghai Road, Chaoyang District, Beijing, the PRC
Postal Code: 100020
Contact persons: Deng Zhihan, Zhao Yuan
Tel: (8610) 6663 8188
Fax: (8610) 6555 9255
Email: ir@citicbank.com

7. PROCEDURE OF VOTING AT THE 2026 THIRD ESM

Pursuant to Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, any vote of shareholders at the 2026 Third ESM must be taken by poll.

8. OTHER BUSINESS

Shareholders attending the 2026 Third ESM in person or by proxy shall bear their own transportation and accommodation expenses. Shareholders or their proxies attending the 2026 Third ESM shall provide their identity documents.

9. DATES AND TIME

References to dates and time on this notice are to Hong Kong dates and time.