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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)

**ANNOUNCEMENT**

**POLL RESULTS OF THE SECOND EXTRAORDINARY GENERAL  
MEETING OF 2024 HELD ON 20 NOVEMBER 2024  
AND DISTRIBUTION OF INTERIM DIVIDEND**

References are made to the notice of the Second Extraordinary General Meeting of 2024 (the “**2024 Second EGM**”) and the circular of the 2024 Second EGM (the “**Circular**”) of China CITIC Bank Corporation Limited (the “**Bank**”) dated 31 October 2024. Unless the context requires otherwise, the capitalized terms used herein shall have the same meanings as those defined in the Circular.

The board of directors of the Bank (the “**Board**”) is pleased to announce that the 2024 Second EGM of the Bank was held at 9:30 a.m. on Wednesday, 20 November 2024 at Conference Room 818, 8th Floor, CITIC Plaza, Building No. 1, 10 Guanghua Road, Chaoyang District, Beijing, the PRC. The 2024 Second EGM was chaired by Mr. Fang Heying, Chairman of the Bank. Onsite-voting and online-voting were both adopted as voting mechanisms for the 2024 Second EGM. Among all 10 incumbent Directors of the Bank, 9 Directors attended the 2024 Second EGM in person while the independent non-executive director Mr. Zhou Bowen couldn't attend due to other business arrangements. The 2024 Second EGM was convened in compliance with the relevant provisions of the *Company Law of the People's Republic of China* and other laws and regulations as well as the Articles of Association of the Bank.

Of the issued ordinary Shares of the Bank, the total number of Shares with voting rights known to the Bank at the 2024 Second EGM as at the date of the meeting was 53,636,737,289 Shares, comprising 38,754,574,312 A Shares and 14,882,162,977 H Shares, which were the total number of Shares entitling the

Shareholders to attend and vote for or against the resolutions proposed at the 2024 Second EGM.

There were no Shares of the Bank entitling the Shareholders to attend but requiring the Shareholders to abstain from voting in favor of the resolutions at the 2024 Second EGM as set out in Rule 13.40 of the Hong Kong Listing Rules. None of the Shareholders has stated his or her intention in the Circular to vote against or to abstain from voting on any of the resolutions at the 2024 Second EGM.

887 Shareholders of the Bank and duly authorized proxies, holding a total of 43,188,708,646 Shares of the Bank and representing approximately 80.520760% of the total voting Shares in issue of the Bank were present at the 2024 Second EGM, including 2 H Shareholders and duly authorized proxies, holding a total of 7,577,037,378 H Shares of the Bank and representing approximately 14.126581% of the total voting Shares in issue of the Bank, 885 A Shareholders and duly authorized proxies, holding a total of 35,611,671,268 A Shares of the Bank and representing approximately 66.394179% of the total voting Shares in issue of the Bank.

The resolutions proposed at the 2024 Second EGM were voted by poll. Computershare Hong Kong Investor Services Limited (the Bank's H Share registrar), East & Concord Partners (the Bank's PRC legal adviser), the Shareholders' representatives and the Supervisors' representatives of the Bank collectively acted as the scrutineers for votes counting at the 2024 Second EGM.

#### **POLL RESULTS OF THE 2024 SECOND EGM**

The Board is pleased to announce that all resolutions submitted to the 2024 Second EGM have been duly passed at the 2024 Second EGM and the details of poll results are as follows:

<b>Non-accumulative Voting Resolutions</b>					
<b>No.</b>	<b>Resolutions</b>	<b>Number of Votes (%)</b>			<b>Total Number of Votes</b>
		<b>For</b>	<b>Against</b>	<b>Abstain</b>	
1.	Proposal on the 2024 Interim Profit Distribution Plan of China CITIC Bank Corporation Limited	43,186,361,794 (99.994566%)	993,132 (0.002300%)	1,353,720 (0.003134%)	43,188,708,646
This resolution was duly passed as an ordinary resolution.					

2.	Proposal on the General Authorization to Issue Capital Bonds	43,055,625,737 (99.691857%)	131,365,497 (0.304166%)	1,717,412 (0.003977%)	43,188,708,646
This resolution was duly passed as a special resolution.					
3.	Proposal on the General Authorization to Issue Financial Bonds	43,055,098,017 (99.690635%)	131,367,197 (0.304171%)	2,243,432 (0.005194%)	43,188,708,646
This resolution was duly passed as a special resolution.					

### POLL RESULTS OF SIGNIFICANT MATTERS BY A SHAREHOLDERS<sup>1</sup> HOLDING LESS THAN 5% OF THE BANK'S VOTING SHARES

No.	Resolution	For		Against		Abstain	
		Number of Votes	Percentage (%)	Number of Votes	Percentage (%)	Number of Votes	Percentage (%)
1.	Proposal on the 2024 Interim Profit Distribution Plan of China CITIC Bank Corporation Limited	2,345,817,890	99.956391%	974,725	0.041533%	48,720	0.002076%

*Note:* The percentage in above table represents the number of the relevant votes from minority A Shareholders / the total number of voting Shares held by minority A Shareholders presenting at the 2024 Second EGM.

### DISTRIBUTION OF INTERIM DIVIDEND

Following the approval by the Shareholders of the Bank at the 2024 Second EGM, the 2024 Interim Profit Distribution Plan is adopted by the Bank. The details of the 2024 Interim Profit Distribution Plan are as follows:

According to the Articles of Association of the Bank, 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 consolidated net profit attributable to Shareholders of the Bank for the first half of 2024 was RMB35.49 billion. After deducting the interest of RMB1.68 billion on the undated capital bonds (which was paid on 26

<sup>1</sup> Excluding the Directors, Supervisors and senior management of the Bank.

April 2024), the consolidated net profit attributable to Shareholders of ordinary Shares of the Bank was RMB33.81 billion. As of 30 June 2024, the undistributed profit as at the end of the relevant period in the Bank's parent company statements was RMB304,749 million.

The 2024 Interim Profit Distribution Plan is as follows:

After taking into consideration of the factors such as financial situation and capital position, to continuously send positive signals 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 registration date. The total cash dividends of the first half of 2024 for ordinary Shares will be RMB9,873,422,861.90 (tax inclusive), accounting for 29.20% of the consolidated net profit attributable to ordinary Shareholders of the Bank for the first half of 2024. The cash dividends for A Shareholders and H Shareholders on the register on the registration date would be RMB1.847 per 10 Shares (tax inclusive), when calculated according to the total A Shares and H Shares of the Bank on the register as at 30 June 2024, namely 53,456,539,588 Shares. These dividends shall be denominated and declared in RMB, and shall be paid to A Shareholders in RMB and to H Shareholders in HKD. The actual dividends amount to be paid in HKD shall 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 2024 Second EGM (the date of the 2024 Second EGM inclusive). (RMB1.00 equivalent to HKD1.08183. When calculated according to the total A Shares and H Shares of the Bank on the register as at 30 June 2024, namely 53,456,539,588 Shares, the cash dividend would be HKD1.99814 per 10 Shares.) As the convertible corporate bonds issued by the Bank are in the conversion period, 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 dividends unchanged and adjust the distribution amount per Share accordingly, and disclose that in relevant announcement.

There will be no capitalization of capital reserves in the first half of 2024. After the profit distribution, retained undistributed profit of the Bank shall be carried forward to the next period and mainly be used as its endogenous capital so as to maintain reasonable capital adequacy ratios. The profit distribution plan complies with the profit distribution policy set out in the Articles of Association of the Bank and the *Shareholder Return Plan of China CITIC Bank Corporation Limited for 2024-2026*.

For overseas residents that are individual Shareholders, the *Notice of the State Administration of Taxation 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%. Where 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 their countries of residence and China or the tax arrangements made between Mainland China and Hong Kong (Macau) SAR, 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 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 Administration of Taxation 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* (Cai Shui [2014] No.81) of the Ministry of Finance, the State Administration of Taxation and the CSRC.

## **LAWYER'S CERTIFICATION**

East & Concord Partners, the Bank's PRC legal adviser, witnessed the 2024 Second EGM and issued a legal opinion which certified and stated the following: "The convening, convention procedure, qualification of the attendees, qualification of the convener, relevant proposals, voting procedures, poll results and other relevant matters of the 2024 Second EGM conform to provisions of relevant laws and regulations including the *Company Law of the People's Republic of China*, the *Rules of Procedures of Shareholders' General Meeting of Listed Companies* and the *Guidelines for the Self-discipline Supervision of Listed Companies on the Shanghai Stock Exchange No. 1 - Standardized Operation* as well as the provisions of the Articles of

Association. The 2024 Second EGM and relevant resolutions formed thereon are lawful and valid.”

By Order of the Board

**China CITIC Bank Corporation Limited**

**Fang Heying**

*Chairman*

Beijing, the PRC

20 November 2024

*As at the date of this announcement, the executive directors of the Bank are Mr. Fang Heying (Chairman), Mr. Liu Cheng (President) and Mr. Hu Gang; the non-executive directors of the Bank are Mr. Cao Guoqiang, Ms. Huang Fang and Mr. Wang Yankang; and the independent non-executive directors of the Bank are Mr. Liu Tsz Bun Bennett, Mr. Zhou Bowen, Mr. Wang Huacheng and Ms. Song Fangxiu.*