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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 your licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

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

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中國光大銀行股份有限公司

China Everbright Bank Company Limited

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

(Stock code: 6818)

**INTERIM PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025
AND
NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING**

The letter from the Board is set out on pages 3 to 6 of this circular.

The EGM will be held at the conference room of 3rd Floor, Tower A, China Everbright Center, No. 25 Taipingqiao Avenue, Xicheng District, Beijing, the PRC on Tuesday, 13 January 2026 at 3:00 p.m.

If you intend to appoint a proxy to attend the EGM, you are required to complete and return the proxy form in accordance with the instructions printed thereon. For holders of H Shares, the proxy form should be returned to Computershare Hong Kong Investor Services Limited in person or by post not less than 24 hours before the time appointed for holding the EGM (i.e. not later than 3:00 p.m. on Monday, 12 January 2026) or any adjourned meeting thereof. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or at any adjourned meeting should you so wish, but in such event the proxy form shall be deemed to be revoked.

24 December 2025

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

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DEFINITIONS

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

“Company”	China Everbright Bank Company Limited (中國光大銀行股份有限公司), a joint stock company incorporated in the PRC with limited liability and the H Shares and A Shares of which are listed on the Stock Exchange (stock code: 6818) and the Shanghai Stock Exchange (stock code: 601818), respectively
“A Share(s)”	ordinary share(s) with par value of RMB1.00 each in the share capital of the Company, which is (are) listed on the Shanghai Stock Exchange and traded in RMB
“H Share(s)”	overseas listed foreign share(s) with par value of RMB1.00 each in the share capital of the Company, which is (are) listed on the Stock Exchange and traded in HKD
“Articles of Association”	the articles of association of China Everbright Bank Company Limited
“EGM”	the 2026 first extraordinary general meeting of the Company to be held at the conference room of 3rd Floor, Tower A, China Everbright Center, No. 25 Taipingqiao Avenue, Xicheng District, Beijing, the PRC on Tuesday, 13 January 2026 at 3:00 p.m.
“Board” or “Board of Directors”	the board of directors of the Company
“Director(s)”	director(s) of the Company
“PRC”	the People’s Republic of China
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“RMB”	Renminbi, the lawful currency of the PRC
“HKD”	Hong Kong dollars, the lawful currency of Hong Kong
“Share(s)”	ordinary share(s) with par value of RMB1.00 each in the share capital of the Company (including A Shares and/or H Shares)

DEFINITIONS

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

LETTER FROM THE BOARD



中國光大銀行股份有限公司

China Everbright Bank Company Limited

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

(Stock code: 6818)

Chairman of the Board, Non-executive Director:

Mr. WU Lijun

Vice Chairman of the Board, Non-executive Director:

Mr. CUI Yong

Executive Directors:

Mr. HAO Cheng

Ms. QI Ye

Mr. YANG Bingbing

Non-executive Directors:

Mr. YAO Wei

Mr. ZHANG Mingwen

Mr. LI Wei

Independent Non-executive Directors:

Mr. SHAO Ruiqing

Mr. HONG Yongmiao

Mr. LI Yinquan

Mr. LIU Shiping

Mr. HUANG Zhiling

Mr. HUANG Zhenzhong

Registered Office:

China Everbright Center

No. 25 and 25A Taipingqiao Avenue

Xicheng District

Beijing 100033, the PRC

Principal Place of Business in Hong Kong:

23/F

Everbright Centre

108 Gloucester Road

Wan Chai

Hong Kong

24 December 2025

To the Shareholders

Dear Sir or Madam,

INTERIM PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025 AND NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING

1. INTRODUCTION

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

LETTER FROM THE BOARD

2. INTERIM PROFIT DISTRIBUTION PLAN FOR THE YEAR 2025

According to the reviewed 2025 interim financial statements, the net profit attributable to Shareholders of the Company in the consolidated statement of the Company for the first half of 2025 was RMB24,622 million, and the net profit in the financial statements of the parent company was RMB22,682 million. As of 30 June 2025, the undistributed profit as at the end of the reporting period in the financial statements of the parent company was RMB216,571 million. In order to implement the regulatory policies and comprehensively taking into account of factors such as the interests of all Shareholders and the sustainable development of the Company's business, the interim profit distribution plan for the year 2025 is proposed as follows:

Interim cash dividends for the year 2025 are proposed for distribution by the Company to all Shareholders of ordinary Shares at RMB1.05 (tax inclusive) per 10 Shares on the basis of the total share capital of the Company as at the record date for dividend distribution in compliance with relevant laws, regulations and the Articles of Association. The total cash dividends proposed to be distributed amount to RMB6,204 million (tax inclusive), calculated based on the Company's total ordinary share capital of 59,086 million Shares as of 30 June 2025, accounting for 25.20% of the net profit attributable to Shareholders of the Company in the consolidated statements and 26.14% of the net profit attributable to ordinary Shareholders of the Company in the consolidated statements. In the event of any change in total ordinary share capital of the Company prior to the record date for dividend distribution, the total amount of dividends will remain unchanged but the dividends per Share will be adjusted accordingly and disclosed in relevant announcement. The cash dividends are denominated and declared in RMB, and paid to Shareholders in RMB or in HKD. The actual amount paid in HKD shall be calculated based on the average benchmark exchange rate of RMB against HKD announced by the People's Bank of China one week prior to the general meeting at which the Company considers the interim profit distribution plan for the year 2025 (including the date of the general meeting). For the first half of 2025, the Company did not implement capitalization of capital reserve funds.

The interim cash dividends for the year 2025 will provide H Shareholders with RMB dividends currency option, H Shareholders will be given the option to elect to receive interim dividends for H Shares entirely in RMB or HKD (partial election of currency option is only applicable to Hong Kong Securities Clearing Company Nominees Limited). Upon consideration and approval of the interim profit distribution plan for the year 2025 at the general meeting, the Company will send a dividend currency election form to H Shareholders in due course.

3. THE EGM

The EGM will be held at the conference room of 3rd Floor, Tower A, China Everbright Center, No. 25 Taipingqiao Avenue, Xicheng District, Beijing, the PRC on Tuesday, 13 January 2026 at 3:00 p.m.

LETTER FROM THE BOARD

4. CLOSURE OF REGISTER OF MEMBERS FOR THE EGM

In order to determine the holders of H Shares who will be entitled to attend the EGM, the register of members of H Shares of the Company will be closed from Thursday, 8 January 2026 to Tuesday, 13 January 2026 (both days inclusive). Holders of H Shares whose names appear on the register of members of the Company maintained in Hong Kong on Tuesday, 13 January 2026 are entitled to attend the EGM.

In order to qualify to attend the EGM, holders of H Shares of the Company must deposit the transfer documents accompanied by relevant share certificates to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Wednesday, 7 January 2026.

A reply slip and a proxy form for use at the EGM are published on the HKEXnews website of Hong Kong Exchanges and Clearing Limited (www.hkexnews.hk) and the website of the Company (www.cebbank.com). Shareholders who intend to attend the EGM in person or by proxy shall complete and return the reply slip in accordance with the instructions printed thereon on or before Tuesday, 6 January 2026. Shareholders who intend to appoint a proxy to attend the EGM shall complete and return the proxy form in accordance with the instructions printed thereon not less than 24 hours before the time designated for holding the EGM (i.e. not later than 3:00 p.m. on Monday, 12 January 2026) or any adjournment thereof (as the case may be). Completion and return of the proxy form will not preclude you from attending the EGM and voting in person if you so wish.

5. CLOSURE OF REGISTER OF MEMBERS FOR DISTRIBUTION OF 2025 INTERIM DIVIDEND

In order to determine the Shareholders of H Shares entitled to receive the 2025 interim dividend, the register of members of the Company will be closed from Monday, 19 January 2026 to Thursday, 22 January 2026 (both days inclusive).

In order to qualify to receive the interim dividend, Shareholders of H Shares of the Company who have not had their transfer documents registered must deposit the transfer documents accompanied by relevant share certificates to the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Friday, 16 January 2026. Holders of H Shares whose names are recorded in the register of members of the Company on Thursday, 22 January 2026 are entitled to receive the 2025 interim dividend.

LETTER FROM THE BOARD

6. PROCEDURES FOR VOTING AT THE EGM

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

To the best knowledge of the Company, no Shareholders are deemed to be materially interested in the resolution at the EGM and are required to abstain from voting on the resolution.

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

7. RECOMMENDATIONS

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

**The Board of Directors of
China Everbright Bank Company Limited**

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

NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING



中國光大銀行股份有限公司

China Everbright Bank Company Limited

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

(Stock code: 6818)

NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2026 first extraordinary general meeting (the “EGM”) of China Everbright Bank Company Limited (the “**Company**”) will be held at the conference room of 3rd Floor, Tower A, China Everbright Center, No. 25 Taipingqiao Avenue, Xicheng District, Beijing, the PRC on Tuesday, 13 January 2026 at 3:00 p.m. to consider and, if thought fit, to pass the following resolution:

ORDINARY RESOLUTION

1. The resolution on the interim profit distribution plan of China Everbright Bank Company Limited for the year 2025

**The Board of Directors of
China Everbright Bank Company Limited**

Beijing, the PRC
24 December 2025

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

NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING

Notes:

- (1) For further details on the resolution, please refer to the circular of the Company dated 24 December 2025.

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

Holders of H shares of the Company (“**H Shares**”) are advised that the register of members of the Company will be closed from Thursday, 8 January 2026 to Tuesday, 13 January 2026 (both days inclusive). Holders of H Shares whose names appear on the register of members of the Company maintained in Hong Kong on Tuesday, 13 January 2026 are entitled to attend and vote at the EGM.

Holders of H Shares who wish to attend the EGM but have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong no later than 4:30 p.m. on Wednesday, 7 January 2026.

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

The Board of Directors of the Company has recommended an interim dividend of RMB1.05 (tax inclusive) for every 10 shares for the year 2025. Based on the Company’s total ordinary share capital of 59,086 million shares as of 30 June 2025, the total cash dividends amount to RMB6.204 billion, accounting for 25.20% of the net profit attributable to shareholders of the Company in the consolidated statements and 26.14% of the net profit attributable to ordinary shareholders of the Company in the consolidated statements. If such dividend is declared by the shareholders passing the ordinary resolution numbered 1, it will be distributed on or around 4 March 2026 to shareholders whose names appear on the register of members of the Company on Thursday, 22 January 2026. The register of members of H Shares of the Company will be closed from Monday, 19 January 2026 to Thursday, 22 January 2026 (both days inclusive). In order to be entitled to the dividend, holders of H Shares of the Company who have not registered the transfer documents are required to deposit the transfer documents together with the relevant share certificates at the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong at or before 4:30 p.m. on Friday, 16 January 2026.

(4) Proxy

Shareholders entitled to attend and vote at the EGM may appoint one or more proxies to attend and vote in their stead. A proxy need not be a shareholder of the Company.

The instrument appointing a proxy must be in writing under the hand of a shareholder or the attorney duly authorised in writing. If the shareholder is a corporate body, the proxy form must be either executed under its common seal or under the hand of its director(s) or duly authorised attorney(s). If the proxy form is signed by an attorney of the shareholder, the power of attorney authorising that attorney to sign or other authorisation documents must be notarised.

To be valid, the proxy form together with the power of attorney or other authorisation document (if any) must be lodged at the H Share Registrar of the Company by hand or by post not less than 24 hours before the time fixed for holding the EGM (i.e. not later than 3:00 p.m. on Monday, 12 January 2026) or any adjournment thereof (as the case may be) by holders of H Shares. The H Share Registrar of the Company is Computershare Hong Kong Investor Services Limited, whose address is at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wan Chai, Hong Kong. Completion and return of the proxy form will not preclude a shareholder from attending and voting in person at the EGM if he/she so wishes, but in such event the proxy form shall be deemed to be revoked.

NOTICE OF THE 2026 FIRST EXTRAORDINARY GENERAL MEETING

(5) Reply slip

Shareholders who intend to attend the EGM in person or by proxy shall return the reply slip by hand or by post to the Company's Board of Directors' Office or Computershare Hong Kong Investor Services Limited on or before Tuesday, 6 January 2026. The Company's Board of Directors' Office is located at Room 1015, Tower A, China Everbright Center, No. 25 Taipingqiao Avenue, Xicheng District, Beijing, the PRC (Tel: (86 10) 6363 6388, Fax: (86 10) 6363 9066). The address of Computershare Hong Kong Investor Services Limited is 17M Floor, Hopewell Centre, 183 Queen's Road East, Wan Chai, Hong Kong (Tel: (852) 2862 8555, Fax: (852) 2865 0990).

(6) The above resolution will be voted by way of poll.

(7) Other issues

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

On-site registration for admission to the EGM will take place from 9:00 a.m. to 11:30 a.m. and 1:30 p.m. to 5:00 p.m. on Tuesday, 6 January 2026 at the Company's Board of Directors' Office. Shareholders or their proxies who wish to attend the EGM and have not registered for admission to the EGM during the aforementioned periods in this paragraph shall register for admission at the venue of the EGM on the date of the EGM and produce their identification documents.

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