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China International Capital Corporation Limited
中國國際金融股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)
 (Stock Code: 03908)

ANNOUNCEMENT

**(1) RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR;
 AND
 (2) ADJUSTMENTS TO THE COMPOSITION OF THE SPECIAL
 COMMITTEES OF THE BOARD**

I. RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of China International Capital Corporation Limited (the “**Company**”) recently received a letter of resignation from Mr. Peter Hugh Nolan. Due to the fact that the consecutive term of Mr. Peter Hugh Nolan as an independent non-executive director of the Company will reach six years, and according to the requirement of the *Measures for the Administration of Independent Directors of Listed Companies* that independent directors shall not serve continuously for more than six years, he has tendered his resignation from his positions as an independent non-executive director of the Company, the chairman of the Remuneration Committee, a member of the Nomination and Corporate Governance Committee, and a member of the Related-Party Transaction Control Committee of the Board, with effect from February 27, 2026.

i. Basic Information of Resignation

Name	Positions upon Departure	Date of Departure	Original Expiration Date of Term of Office	Reason for Departure	Whether Continues to Serve in the Company and its Subsidiaries	Any Outstanding Public Commitments
Peter Hugh Nolan	Independent Non-executive Director, Chairman of the Remuneration Committee, Member of the Nomination and Corporate Governance Committee and the Related-Party Transaction Control Committee of the Board	February 27, 2026	February 28, 2026	Consecutive term is reaching six years	No	No

ii. Impact of Resignation on the Company

Mr. Peter Hugh Nolan has confirmed that he has no disagreement with the Board during his term of office and there is no other matter relating to his resignation that needs to be brought to the attention of the shareholders, creditors of the Company or stock exchanges where the Company is listed. The resignation of Mr. Peter Hugh Nolan will not result in the number of members of the Board being less than the minimum quorum or the number or proportion of independent non-executive directors of the Company falling below the relevant requirements, and will not affect the normal operations of the Board.

The Company would like to express sincere gratitude to Mr. Peter Hugh Nolan for his positive contributions to the development of the Company during his term of office.

II. ADJUSTMENTS TO THE COMPOSITION OF THE SPECIAL COMMITTEES OF THE BOARD

The Fifteenth Meeting of the Third Session of the Board of the Company was held on February 27, 2026, at which, the *Proposal regarding the Adjustments to the Composition of the Special Committees of the Board* was considered and approved. Considering the resignation of Mr. Peter Hugh Nolan, and in order to ensure the sound governance structure of the Company and the compliance composition of the special committees of the Board, the Board agreed to make corresponding adjustments to the composition of the special committees of the Board as follows:

1. To elect Mr. Zhou Yu as the chairman of the Remuneration Committee of the Board and a member of the Risk Management Committee of the Board;
2. To elect each of Mr. Kong Lingyan and Mr. Lu Zhengfei as a member of the Remuneration Committee of the Board, and Ms. Zhang Wei ceased to serve as a member of the Remuneration Committee of the Board;
3. To elect Mr. Lu Zhengfei as the chairman of the Nomination and Corporate Governance Committee of the Board, and to elect each of Ms. Zhang Wei and Mr. Ng Kong Ping Albert as a member of the Nomination and Corporate Governance Committee of the Board. Mr. Zhou Yu ceased to serve as the chairman of the Nomination and Corporate Governance Committee of the Board, but remains as a member of the Nomination and Corporate Governance Committee of the Board. Mr. Kong Lingyan ceased to serve as a member of the Nomination and Corporate Governance Committee of the Board;
4. To elect Ms. Zhang Wei as the chairman of the Risk Management Committee of the Board. Mr. Lu Zhengfei ceased to serve as the chairman of the Risk Management Committee of the Board, but remains as a member of the Risk Management Committee of the Board.

The above adjustments shall take effect from February 27, 2026 until the date of expiration of the term of office of the current session of the Board (in the event that any relevant member ceases to serve as a director of the Company during his or her term of office, he or she shall automatically cease to serve as a member of the special committee of the Board).

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

Beijing, the PRC
February 27, 2026

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