



# 中信國際金融控股有限公司

CITIC INTERNATIONAL FINANCIAL HOLDINGS LIMITED

(formerly known as CITIC Ka Wah Bank Limited)

(Incorporated in Hong Kong with limited liability)

## NOTICE OF ORDINARY YEARLY MEETING

**NOTICE IS HEREBY GIVEN THAT** the Seventy-eighth Ordinary Yearly Meeting of the members of CITIC International Financial Holdings Limited (the “Company”) will be held in Chatham Room, Level 7, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong at 10:00 a.m. on Friday, 16 May 2003 for the following purposes:–

1. To receive and consider the financial statements for the year ended 31 December 2002 together with the Reports of the Directors and Auditors;
2. To declare a final dividend and to direct that an option be given to members to elect to receive cash or new shares, credited as fully paid up, in lieu of cash;
3. To re-elect Directors and to authorise the Board to fix their remuneration for the year ended 31 December 2002;
4. To appoint Auditors and to authorise the Board to fix their remuneration;
5. To grant a general mandate to the Directors to issue additional shares not exceeding 20% of the issued share capital;
6. To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital; and
7. To extend the general mandate under item 5 hereof by increasing the number of shares permitted to be issued equivalent to the number of shares repurchased under item 6 hereof.

By Order of the Board  
**CITIC International Financial Holdings Limited**  
**Kyna Y. C. Wong**  
*Company Secretary*

Hong Kong, 12 March 2003

*Notes:*

1. The Register of Members of the Company will be closed from Tuesday, 1 April 2003 to Friday, 4 April 2003, both days inclusive. In order to qualify for the final dividend, all transfers, accompanied by the relevant share certificates, must be lodged with the Company's Share Registrar, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:00 p.m. on Monday, 31 March 2003.
2. A member entitled to attend and vote at the above Meeting may appoint more than one proxy to attend and vote in his place provided that if more than one person is so authorised, the form of proxy must specify the number of shares in respect of which each such person is so authorised. A proxy need not be a member.
3. To be valid, forms of proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney or authority must be deposited at 39th Floor, COSCO Tower, 183 Queen's Road Central, Hong Kong for the attention of the Company Secretary not less than 48 hours before the time for holding the meeting or adjourned meeting and in default thereof, the form of proxy and such power of attorney or authority shall not be treated as valid.
4. The proposed resolutions of items 5 to 7 will be included in the Notice of Ordinary Yearly Meeting incorporated in the circular to be despatched to members on or before Wednesday, 23 April 2003.

*Please also refer to the published version of this announcement in South China Morning Post and Hong Kong Economic Times.*