

DEFINITIONS AND CONVENTIONS

In this prospectus, under the context otherwise requires, the following words and expressions have the following meanings.

“A Share Offering”	the proposed offering of not more than 2,301,932,654 A Shares by our bank to the public in the PRC
“A Shares”	domestic shares of our bank, with a nominal value of RMB 1.00 each, which are to be listed on the Shanghai Stock Exchange and traded in RMB
“ABC”	Agricultural Bank of China (中國農業銀行)
“ATM”	automatic teller machine
“Anti-Money Laundering Law”	the Anti-Money Laundering Law (《反洗錢法》), as enacted by the Standing Committee of the 10th National People’s Congress on October 31, 2006 and effective on January 1, 2007
“Anti-Money Laundering Regulation”	the Anti-Money Laundering Regulation for Financial Institutions (《金融機構反洗錢規定》), as enacted by the PBOC on November 14, 2006 and effective on January 1, 2007
“Application Form(s)”	white application form(s), yellow application form(s) and green application form(s) or, where the context requires, any of them
“Articles of Association”	Articles of Association of our bank, as approved by the CBRC on March 15, 2007
“Authoritative Interpretive Bodies”	the International Financial Reporting Interpretations Committee and other relevant accounting standards interpretive bodies
“Big Four”	ABC, BOC, CCB and ICBC
“BOC”	Bank of China Limited (中國銀行股份有限公司) and its predecessors
“Bohai Rim Zone”	for purpose of this prospectus, Beijing Municipality, Tianjing Municipality, Hebei Province, Shandong Province and City of Dalian
“CBRC”	China Banking Regulatory Commission (中國銀行業監督管理委員會)
“CCASS”	the Central Clearing and Settlement System established and operated by HKSCC
“CCASS Broker Participant”	a person admitted to participate in CCASS as a broker participant
“CCASS Custodian Participant”	a person admitted to participate in CCASS as a custodian participant
“CCASS Investor Participant”	a person or persons admitted to participate in CCASS as an investor participant who may be an individual or joint individuals or a corporation
“CCASS Participant”	a CCASS Broker Participant or a CCASS Custodian Participant or a CCASS Investor Participant

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“CCB”	China Construction Bank Corporation (中國建設銀行股份有限公司) and its predecessors
“CDM”	cash deposit machine
“Central Region”	for purpose of this prospectus, Hubei Province, Henan Province, Hunan Province and Anhui Province
“CEPA”	The Mainland and Hong Kong Closer Economic Partnership Arrangement and The Mainland and Macau Closer Economic Partnership Arrangement
“CIFH”	CITIC International Financial Holdings Limited (中信國際金融控股有限公司), a company whose shares are listed on the Hong Kong Stock Exchange and a substantial shareholder of our bank
“CIRC”	China Insurance Regulatory Commission (中國保險監督管理委員會)
“CITIC Funds”	CITIC Fund Management Co., Ltd. (中信基金管理有限責任公司)
“CITIC Futures”	CITIC Futures Brokerage Co., Ltd. (中信期貨經紀有限責任公司)
“CITIC Prudential Funds”	CITIC Prudential Fund Management Co., Ltd. (信誠基金管理有限責任公司)
“CITIC Prudential Life”	CITIC Prudential Life Insurance Co., Ltd. (信誠人壽保險有限公司)
“CITIC Securities”	CITIC Securities Co., Ltd. (中信證券股份有限公司)
“CITIC Trust and Investment”	CITIC Trust and Investment Co., Ltd. (中信信託投資有限責任公司)
“CKWB”	CITIC Ka Wah Bank Limited, a wholly owned subsidiary of CIFH
“Core Indicators (Provisional)”	the Regulations on Core Regulatory Ratios with respect to Risk Supervision for the PRC Commercial Banks (Provisional) (《商業銀行風險監管核心指標(試行)》), as promulgated by the CBRC, effective on January 1, 2006
“CRS”	customer recycle system, which combines the functions of ATM and CDM
“CSRC”	China Securities Regulatory Commission (中國證券監督管理委員會)
“G7”	Group of Seven, comprises Canada, France, Germany, Italy, Japan, the United Kingdom and the United States
“GDP”	gross domestic product (all references to GDP growth rates are real as opposed to nominal rates of GDP growth)
“Global Offering”	the Hong Kong Public Offering and the International Offering

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“Guidelines on Loan Loss Provisions”	the Guidelines Regarding the Loan Loss Provisions of Banks (《銀行貸款損失準備計提指引》), as promulgated by the PBOC on April 2, 2002 and effective on January 1, 2002
“H Shares”	ordinary shares of our bank, with a nominal value of RMB 1.00 each, which are to be listed on the Hong Kong Stock Exchange and traded in Hong Kong dollars
“HK\$” or “Hong Kong dollars”	Hong Kong dollars, the lawful currency of Hong Kong
“HKSCC”	Hong Kong Securities Clearing Company Limited
“HKSCC Nominees”	HKSCC Nominees Limited
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Hong Kong Banking Ordinance”	the Banking Ordinance (Chapter 155 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Hong Kong Companies Ordinance”	the Companies Ordinance (Chapter 32 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Hong Kong Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Hong Kong Monetary Authority” or “HKMA”	Hong Kong Monetary Authority (香港金融管理局)
“Hong Kong Offer Shares”	the 244,274,000 Offer Shares initially being offered for subscription in the Hong Kong Public Offering (subject to adjustment as described in “Structure of the Global Offering”)
“Hong Kong Public Offering”	the offer for subscription of the Hong Kong Offer Shares in Hong Kong on and subject to the terms and conditions described in this prospectus and the Application Forms
“Hong Kong Stock Exchange”	The Stock Exchange of Hong Kong Limited (香港聯合交易所有限公司)
“Hong Kong Underwriters”	the Underwriters listed in “Hong Kong Underwriters” under “Underwriting”
“Hong Kong Underwriting Agreement”	the underwriting agreement dated on or about April 13, 2007 relating to the Hong Kong Public Offering entered into among us, the Joint Global Coordinators and the Hong Kong Underwriters
“IAS 39”	International Accounting Standard 39 “Financial Instruments: Recognition and Measurement” and its interpretations by the IASB
“IASB”	the International Accounting Standards Board
“ICBC”	Industrial and Commercial Bank of China Limited (中國工商銀行股份有限公司) and its predecessors

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“IFRS”	International Financial Reporting Standards promulgated by the IASB, which include International Accounting Standards (“IAS”) and their interpretations
“Internal Control Guidelines”	the Internal Control Guidelines for Commercial Banks (《商業銀行內部控制指引》), as enacted by the PBOC on September 18, 2002 and effective on the same date
“International Offer Shares”	the 4,641,205,000 Offer Shares initially being offered for subscription in the International Offering (subject to adjustment as described in “Structure of the Global Offering”)
“International Offering”	the offer of the International Offer Shares outside the United States and the PRC (including to institutional and professional investors in Hong Kong (other than to retail investors in Hong Kong) and a public offering without listing to investors, including retail investors, in Japan), and in the United States to QIBs as defined in Rule 144A
“International Offering Underwriters”	the group of underwriters led by China International Capital Corporation Limited, CITIC Securities Corporate Finance (HK) Limited, Citigroup Global Markets Limited, The Hongkong and Shanghai Banking Corporation Limited and Lehman Brothers International (Europe) (in alphabetical order) that is expected to enter into International Underwriting Agreement to underwrite the International Offering
“International Underwriting Agreement”	the international underwriting agreement relating to the International Offering, expected to be entered into among us and the Joint Global Coordinators as the representatives of the International Offering Underwriters on or about April 20, 2007
“Joint Bookrunners”	China International Capital Corporation Limited, CITIC Securities Co., Ltd., Citigroup Global Markets Asia Limited, The Hongkong and Shanghai Banking Corporation Limited and Lehman Brothers Asia Limited (in alphabetical order)
“Joint Global Coordinators”	China International Capital Corporation Limited, CITIC Securities Co., Ltd., Citigroup Global Markets Asia Limited, The Hongkong and Shanghai Banking Corporation Limited and Lehman Brothers Asia Limited (in alphabetical order)
“Joint Lead Managers”	China International Capital Corporation (Hong Kong) Limited, CITIC Securities Corporate Finance (HK) Limited, Citigroup Global Markets Asia Limited, The Hongkong and Shanghai Banking Corporation Limited and Lehman Brothers Asia Limited (in alphabetical order)
“Joint Sponsors”	China International Capital Corporation (Hong Kong) Limited, CITIC Securities Corporate Finance (HK) Limited, Citigroup Global Markets Asia Limited, The Hongkong and Shanghai Banking Corporation Limited and Lehman Brothers Asia Limited (in alphabetical order)

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“Latest Practicable Date”	April 5, 2007, being the latest practicable date for the purpose of ascertaining certain information contained in this prospectus
“LIBOR”	London Inter-Bank Offered Rate
“Listing Date”	the date, expected to be on or about April 27, 2007, on which our H Shares are first listed and from which dealings therein are permitted to take place on the Hong Kong Stock Exchange
“Loan Classification Principles”	the Guiding Principles on the Classification of Loan Risk Management (《貸款風險分類指導原則》) as promulgated by the PBOC on December 24, 2001 and effective on January 1, 2002
“Mandatory Provisions”	the Mandatory Provisions for Articles of Association of Companies to be Listed Overseas (《到境外上市公司章程必備條款》), for inclusion in the articles of association of companies incorporated in the PRC to be listed overseas, which were promulgated by the PRC Securities Commission and the State Restructuring Commission on August 27, 1994, as amended and supplemented from time to time
“Ministry of Finance” or “MOF”	the PRC Ministry of Finance (中華人民共和國財政部)
“NAO”	National Audit Office of the PRC (中華人民共和國審計署)
“Northeastern Region”	for purpose of this prospectus, Liaoning Province (except city of Dalian)
“NPC” or “National People’s Congress”	the PRC National People’s Congress (中華人民共和國全國人民代表大會)
“Offer Price”	the final Hong Kong dollar price per H Share (exclusive of brokerage, SFC transaction levy and Hong Kong Stock Exchange trading fee) at which Hong Kong Offer Shares are to be subscribed, to be determined in the manner described in the section headed “Structure of the Global Offering”
“Offer Shares”	the H Shares offered in the Global Offering, including the H Shares to be issued to BBVA and CIFH pursuant to their exercise of the anti-dilution right and top-up right, respectively, and any H Shares to be issued by us pursuant to the exercise of the Over-allotment Option
“Other National Commercial Banks”	for the purpose of this prospectus, China’s national commercial banks excluding the Big Four commercial banks and China Postal Savings Bank, namely Bank of Communications, China Merchants Bank, China CITIC Bank, Shanghai Pudong Development Bank, China Minsheng Bank, China Everbright Bank, Guangdong Development Bank, Industrial Bank, Huaxia Bank, Shenzhen Development Bank, Evergrowing Bank, China Zheshang Bank and China Bohai Bank
“our bank”, “our company”, the “Company”, “we” and “us”	China CITIC Bank Corporation Limited (中信銀行股份有限公司) or its predecessors and, except where the context otherwise requires, all of our subsidiaries of

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“Over-allotment Option”	the option to be granted by us, exercisable by the Joint Global Coordinators (on behalf of the International Offering Underwriters) at any time from the date of signing of the International Underwriting Agreement until 30 days after the last day for the lodging of applications in the Hong Kong Public Offering, to require us to issue and sell up to an aggregate of 732,821,000 additional H Shares as described in the section headed “Structure of the Global Offering”
“PBOC”	the People’s Bank of China, the central bank of the PRC
“Pearl River Delta and West Strait”	for purpose of this prospectus, Guangdong Province and Fujian Province
“PRC”, “China” or “Chinese Mainland”	the People’s Republic of China, excluding, for purposes of this prospectus only, Hong Kong, Macau and Taiwan
“PRC Banking Regulatory Law”	the PRC Banking Regulatory Law (《中華人民共和國銀行業監督管理法》), as enacted by the Standing Committee of the Eleventh NPC on December 27, 2003 and effective on February 1, 2004
“PRC Commercial Banking Law”	the Commercial Banking Law of the PRC (《中華人民共和國商業銀行法》), as enacted by the Standing Committee of the Eighth NPC on May 10, 1995 and effective on July 1, 1995, as revised as of December 27, 2003
“PRC Company Law”	the Company Law of the PRC (《中華人民共和國公司法》), as enacted by the Standing Committee of the Eighth NPC on December 29, 1993 and effective on July 1, 1994, as revised as of December 25, 1999, August 28, 2004 and October 27, 2005
“PRC GAAP”	Accounting Standards for Business Enterprises and Accounting Regulations for Financial Enterprises
“PRC Government”	the central government of the PRC including all governmental subdivisions (including provincial, municipal and other regional or local government entities) and instrumentalities thereof or, where the context requires, any of them
“PRC PBOC Law”	the Law of the People’s Bank of China (《中華人民共和國中國人民銀行法》), as enacted by the Eighth NPC on March 18, 1995 and effective on the same date, as revised as of December 27, 2003
“PRC Securities Law”	the Securities Law of the PRC (《中華人民共和國證券法》), as enacted by the Ninth NPC on December 29, 1998 and effective on July 1, 1999, as revised as of August 28, 2004 and October 27, 2005
“Price Determination date”	the date, expected to be on or around April 20, 2007 but, in any event, not later than April 25, 2007 on which the Offer Price will be fixed
“Promoters” or “Promoter”	the promoters of our company, which consist of CITIC Group and CIFH

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“QIBs”	qualified institutional buyers as defined in Rule 144A under the U.S. Securities Act
“Regulation S”	Regulation S under the U.S. Securities Act
“Regulatory Capital”	both core capital and supplementary capital, less certain deductions
“Related Party Transactions Measures”	the Administrative Measures on Transactions with Insiders and Shareholders of Commercial Banks (《商業銀行與內部人和股東關聯交易管理辦法》), as promulgated by the CBRC on April 2, 2004 and effective on May 1, 2004
“RMB” or “Renminbi”	Renminbi, the lawful currency of the PRC
“Rule 144A”	Rule 144A under the U.S. Securities Act
“SAIC”	State Administration for Industry and Commerce (中華人民共和國國家工商行政管理總局)
“Securities and Futures (Stock Market Listing) Rules”	the rules governing listings and listed companies under the Securities and Futures Ordinance, as promulgated by the SFC on April 1, 2003 and effective on the same date
“SFC”	Securities and Futures Commission of Hong Kong (香港證券及期貨事務監察委員會)
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong), as amended, supplemented or otherwise modified from time to time
“Special Regulations on Overseas Offering”	the Special Regulations on the Overseas Offering and Listing of Shares by Joint Stock Limited Companies (《國務院關於股份有限公司境外募集股份及上市的特別規定》) issued by the State Council of the PRC on August 4, 1994, as amended, supplemented or otherwise modified from time to time
“SSF”	National Council for Social Security Fund (全國社會保障基金理事會)
“Stabilizing Manager”	Citigroup Global Markets Asia Limited
“State Administration of Foreign Exchange” or “SAFE”	the PRC State Administration of Foreign Exchange (中華人民共和國國家外匯管理局)
“State Council”	the PRC State Council (中華人民共和國國務院)
“Underwriters”	the Hong Kong Underwriters and the International Offering Underwriters
“Underwriting Agreements”	the Hong Kong Underwriting Agreement and the International Underwriting Agreement
“United States”	The United States of America
“U.S. Securities Act”	The United States Securities Act of 1933, as amended

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“US\$” or “U.S. dollars”	United States dollars, the lawful currency of the United States
“Western Region”	for purpose of this prospectus, Sichuan Province, Chongqing Municipality, Shanxi Province and Yunnan Province
“White Form eIPO”	applying for Hong Kong Offer Shares to be issued in your own name by submitting applications online through the designated website at www.eipo.com.hk
“WTO”	World Trade Organization
“Yangtze River Delta”	for purpose of this prospectus, Shanghai Municipality, Jiangsu Province and Zhejiang Province

We define the geographical regions of China to which we refer for purposes of describing our branch outlet network and presenting certain results of operations and financial condition as follows:

<u>Geographical region</u>	<u>Tier one branches</u>	
“Yangtze River Delta”	<ul style="list-style-type: none"> • Shanghai Municipality • City of Hangzhou • City of Suzhou 	<ul style="list-style-type: none"> • City of Nanjing • City of Ningbo
“Pearl River Delta and West Strait”	<ul style="list-style-type: none"> • City of Guangzhou • City of Fuzhou • City of Xiamen 	<ul style="list-style-type: none"> • City of Shenzhen • City of Dongguan
“Bohai Rim Zone”	<ul style="list-style-type: none"> • Beijing Municipality • City of Shijiazhuang • City of Qingdao 	<ul style="list-style-type: none"> • Tianjin Municipality • City of Jinan • City of Dalian
“Central”	<ul style="list-style-type: none"> • City of Wuhan • City of Changsha 	<ul style="list-style-type: none"> • City of Zhengzhou • City of Hefei
“Western”	<ul style="list-style-type: none"> • City of Chengdu • City of Xi’an 	<ul style="list-style-type: none"> • Chongqing Municipality • City of Kunming
“Northeastern”	<ul style="list-style-type: none"> • City of Shenyang 	

For an explanation of the term “tier one branches,” see “Business — Distribution Network.”