

## NOTICE OF ORDINARY YEARLY MEETING

**NOTICE IS HEREBY GIVEN THAT** the Seventy-seventh Ordinary Yearly Meeting of the members of CITIC Ka Wah Bank Limited (the “**Bank**”) will be held in Salon 4, JW Marriott Hotel Hong Kong, Level 3, Pacific Place, 88 Queensway, Hong Kong at 10:00a.m. on Friday, 17 May 2002 for the following purposes:-

1. To receive and consider the financial statements for the year ended 31 December 2001 together with the Reports of the Directors and Auditors;
2. To declare a final dividend;
3. To re-elect Directors and to authorise the Board to fix their remuneration for the year ended 31 December 2001;
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 Ka Wah Bank Limited**  
**Kyna Y. C. Wong**  
*Company Secretary*

Hong Kong, 28 February 2002

Notes:

1. The Register of Members of the Bank will be closed from Tuesday, 14 May 2002 to Friday, 17 May 2002, both days inclusive. In order to qualify for the final dividend, all transfers, accompanied by the relevant share certificates, must be lodged with the Bank's Share Registrar, Central Registration Hong Kong Limited, at Shops 1712-1716, 17<sup>th</sup> Floor Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:00p.m. on Monday, 13 May 2002.
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 232 Des Voeux Road Central, Hong Kong, the registered office of the Bank, 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 25 April 2002.