

OS TM01

Termination of appointment of director of an overseas company



Companies House

☒ **What this form is for**
You may use this form
to terminate the appointment of a
director (individual or corporate)
of an overseas company.

☒ **What this form is NOT for**
You cannot use this form to
terminate the appointment of a
secretary. To do this, please use
form OS TM02 'Termination of
appointment of secretary of an
overseas company.'

THURSDAY



ACALOKAY

A22

24/08/2023

#18

COMPANIES HOUSE

1 Overseas company details

Company number F C 0 3 2 1 9 2

Company name in full
or alternative name as
registered in the UK CHINA CITIC BANK CORPORATION LIMITED

→ **Filling in this form**
Please complete in typescript or in
bold black capitals.

All fields are mandatory unless
specified or indicated by *

2 Current details on the Register

Please give us the current appointment details of this director held on the
public register.

Month/year of birth* ☒ ☒ m1 m0 y1 y9 y6 y0

Title * MR

Full forename(s) LAP KEI ISAAC

Surname/Corporate
name YAN

① **Month and year of birth**
Providing a month and year of birth
will help us identify the correct
person on the public record. This
is voluntary information and if
completed it will be placed on the
public record.

3 Termination date ②

Date of termination of
appointment d1 d0 m1 m2 y2 y0 y2 y1

② Only one director appointment can
be terminated per form.

4 UK establishments

A return must be delivered in respect of any alteration to the company
particulars by each UK establishment. If, however, a company has more than
one UK establishment, it may deliver only one form in respect of all those UK
establishments, provided it completes the table below.

UK establishment name	Registration number
CHINA CITIC BANK CORPORATION LIMITED	B R 0 1 7 2 6 3
LONDON BRANCH	

5 Signature

I am signing this form on behalf of the overseas company. ③

Signature

Signature

X

許志雷

X

③ This form may be signed by:
Director, Secretary,
Permanent representative.

OS TM01

Termination of appointment of director of an overseas company



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

China CITIC Bank Corporation Ltd

London Branch

Address

5th Floor, Gresham Street

Post town

London

County/Region

Postcode

E C 2 V 7 N G

Country

UK

DX

Telephone

0207 710 9100



Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

The company name and number as registered in the UK match the information held on the public Register.

- ☐ You have correctly entered the name of the director being terminated.
- ☐ You have included the date of termination of appointment.
- ☐ You have completed Section 4, if applicable.
- ☐ You have signed the form.



Important information

Please note that all information on this form will appear on the public record.



Where to send

You may return this form to any Companies House address:

England and Wales:

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

Scotland:

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

Northern Ireland:

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.



Further information

For further information, please see the guidance notes on the website at www.gov.uk/companieshouse or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.gov.uk/companieshouse



Do not cover this barcode

this page has been extracted from 2022 Chapter 3 Corporate Governance
"Annual Result Announcement" page 131.

3.23 Compliance with the Corporate Governance Code under the Hong Kong Listing Rules

The Bank was in compliance with all code provisions as well as most of the recommended best practices of the *Corporate Governance Code* set out in Appendix 14 to the *Hong Kong Listing Rules* throughout the year ended 31 December 2022, except for the following:

According to Code C.5.3 of the *Corporate Governance Code*, the meeting notice of the Board of Directors shall be given at least 14 days before each regular board meeting, while all directors and supervisors shall be notified in writing 10 days prior to a regular board meeting according to Article 180 of the Bank's Articles of Association. The Bank adopted the abovementioned latter notice practice for regular board meetings because a 10-day prior notice practice complies with applicable PRC laws and regulations, and reasonable time is deemed to have been given.

According to Code C.1.6 of the *Corporate Governance Code*, independent non-executive directors and other non-executive directors should attend the general meetings. Some directors were unable to attend all general meetings of the Bank in person due to conflict of schedule or other arrangements.

The part "B. Board of Directors" of the *Corporate Governance Code* requires disclosure of details about the non-compliance with Rule 3.10A of the *Hong Kong Listing Rules*. On 20 January 2022, the 1st Extraordinary General Meeting of 2022 of the Bank elected Mr. Liu Cheng as an executive director and Mr. Liu Tsz Bun Bennett as an independent non-executive director of the 6th Session of the Board of Directors of the Bank. On 31 March 2022, the Bank received the reply from CBIRC, which approved Mr. Liu Cheng's qualification as the Bank's executive director. And at that time the qualification of Mr. Liu Tsz Bun Bennett was still under the process of approval by CBIRC. After Mr. Liu Cheng took office as the Bank's executive director, the Board of Directors consisted of four non-executive directors, three executive directors and three independent non-executive directors. That is a temporary non-compliance with Rule 3.10A of the *Hong Kong Listing Rules*, which requires independent non-executive directors shall account for at least one-third of the members of the board of directors. Upon the approval by the CBIRC on 24 June 2022, Mr. Liu Tsz Bun Bennett took office as an independent non-executive director of the Bank. After that, the Board of Directors consisted of four non-executive directors, three executive directors and four independent non-executive directors, which is in line with Rule 3.10A of the *Hong Kong Listing Rules*.

The part "E. Board Committees" of the *Corporate Governance Code* requires the disclosure of the details of non-compliance with Rule 3.21 of the *Hong Kong Listing Rules*. On 10 December 2021, Mr. Yan Lap Kei Isaac was unable to continue performing his duties due to health reason and resigned from the position of independent non-executive director of the Bank. Following the resignation of Mr. Yan Lap Kei Isaac, the Bank temporarily failed to comply with the requirements of Rule 3.10(2) and Rule 3.21 of the *Hong Kong Listing Rules* that at least one of the independent non-executive directors on the Board of Directors and the Audit and Related Party Transactions Control Committee must have appropriate professional qualifications or accounting or related financial management expertise. On 20 January 2022, the Bank's 1st Extraordinary General Meeting of 2022 elected Mr. Liu Tsz Bun Bennett as the independent non-executive director of the 6th Session of the Board of Directors of the Bank. Mr. Liu Tsz Bun Bennett possesses the appropriate professional qualifications and the appropriate accounting or related financial management expertise required by the *Hong Kong Listing Rules*. Upon the approval by the CBIRC, Mr. Liu Tsz Bun Bennett began to serve as an independent non-executive director of the Bank as of 24 June 2022. Upon the approval at the 15th meeting of the 6th Session of the Board of Directors on 29 June 2022, Mr. Liu Tsz Bun Bennett was appointed as a member of the Audit and Related Party Transactions Control Committee of the 6th Session of the Board of Directors, with a term of office as that of his term as a director. After Mr. Liu Tsz Bun Bennett took office as an independent non-executive director of the Bank and a member of the Audit and Related Party Transactions Control Committee of the Board of Directors of the Bank, the composition of both the Board of Directors and the Audit and Related Party Transactions Control Committee of the Bank complied with the requirements of Rule 3.10(2) and Rule 3.21 of the *Hong Kong Listing Rules*.

Given the changes in the external business environment and regulatory requirements in general and changes in the business scopes and scales of banks in particular, there is no end to the improvement of internal control of banks. Therefore, the Bank will follow the requirements of external regulators, the work requirements of listed companies and the criteria of leading banks in the world to continuously optimize its internal control management.