CONSTITUTIONAL DOCUMENT

Articles of Association

Approved by the Board of Directors - reviewed March 2026

A summary of the principal provisions of the bank's constitutional documents as filed with the Luxembourg Registre de Commerce et des Societes.

Constitutional summary

China Everbright Bank (Europe) S.A. is a societe anonyme incorporated under the laws of the Grand Duchy of Luxembourg and registered with the Registre de Commerce et des Societes under number B 187889. This document summarises the principal provisions of the articles of association. The articles themselves, as most recently amended and restated, are filed with the Registre de Commerce et des Societes and prevail over this summary.

Provision	Summary
Legal form	Societe anonyme (public limited liability company)
Registered office	10, Avenue Emile Reuter, L-2420 Luxembourg
RCS number	B 187889
Duration	Unlimited
Corporate object	Banking and financial activities under the Law of 5 April 1993
Financial year	1 January to 31 December
Share capital	EUR 240,000,000, fully paid
Shares	Registered, no par value, single class
Transfer of shares	Subject to prior notification to the CSSF
Board size	Minimum 5, maximum 9 directors
Director term	Maximum 3 years, renewable
Board quorum	Majority of directors, including one independent director
Board decisions	Simple majority; the Chairman has no casting vote
Authorised management	At least 2 members, approved by the CSSF
Representation	Two authorised signatories acting jointly
Annual general meeting	Second Tuesday of May, Luxembourg
AGM quorum	No quorum for ordinary resolutions
Amendment of articles	Two-thirds majority at an extraordinary general meeting
Auditor	Reviseur d'entreprises agree, appointed by the AGM
Legal reserve	5% of annual net profit until 10% of share capital

Where to obtain the full text

The consolidated articles of association are available free of charge from the Luxembourg Business Registers electronic platform and, on request, from the Company Secretary at the registered office.

Review and approval

This document is approved by the Board of Directors of China Everbright Bank (Europe) S.A. and is reviewed at least annually, or more frequently where a change in law, regulation, supervisory expectation or the bank's own risk profile requires it. It is maintained by the Company Secretary and forms part of the bank's internal governance framework as required by CSSF Circular 12/552 as amended and the EBA Guidelines on internal governance.

Important notice
This document is published on the bank's website as part of its governance disclosures. It is a summary and does not constitute the bank's constitutional documents or a legal instrument. Nothing here is an offer of securities or investment, legal or tax advice.