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China Cinda Asset Management Co., Ltd.

中國信達資產管理股份有限公司

(a joint stock company incorporated in the People's Republic of China with limited liability)

(Stock Code: 01359 and 04607 (Preference Shares))

POLL RESULTS OF THE ANNUAL GENERAL MEETING FOR 2018

The annual general meeting for 2018 (the “**AGM**”) of China Cinda Asset Management Co., Ltd. (the “**Company**”) was held at Conference Room 1111, 11th Floor, No. 1 Building, 9 Naoshikou Street, Xicheng District, Beijing, the PRC at 9:00 a.m. on Tuesday, June 25, 2019.

Resolutions of the AGM

The AGM was convened by the Board and chaired by Mr. Zhang Zi'ai, chairman of the Board. The total number of issued ordinary shares of the Company as at the date of the AGM was 38,164,535,147, which was the total number of shares entitling the Shareholders to attend and vote for or against or abstain from voting on the resolutions proposed at the AGM. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM. 8 Shareholders and their proxies attended the AGM who held in aggregate 31,727,164,333 voting shares of the Company, representing 83.132584% of the total voting shares of the Company. Pursuant to the Articles of Association of China Cinda Asset Management Co., Ltd. (the “**Articles**”) and the circumstance of the AGM, the resolutions at the AGM need not be considered and approved by the holders of preference shares of the Company. Accordingly, the holders of preference shares of the Company did not attend the AGM. The convening, holding of the AGM and its voting process were in compliance with applicable laws and regulations, including the Company Law of the People's Republic of China and the Articles.

For details of the resolutions considered at the AGM, Shareholders may refer to the notice of the AGM and the circular dated May 10, 2019 (the “**Circular**”) as well as the supplementary notice (the “**Supplementary Notice**”) and the supplementary circular dated June 11, 2019 (the “**Supplementary Circular**”) of AGM of the Company. Capitalized terms in this announcement shall have the same meanings as those defined in the Circular and the Supplementary Circular unless the context otherwise requires.

The resolutions contained in the AGM notice and the Supplementary Notice have been passed by way of poll as follows:

No.	Proposals	For		Against		Abstain	
		Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
ORDINARY RESOLUTIONS							
1.	To consider and approve the work report of the Board for 2018	31,715,928,913	99.964587	3,816,000	0.012028	7,419,420	0.023385
2.	To consider and approve the report of the Board of Supervisors for 2018	31,715,925,913	99.964578	3,816,000	0.012027	7,422,420	0.023395
3.	To consider and approve the final financial account plan for 2018	31,715,900,913	99.964499	3,841,000	0.012106	7,422,420	0.023395
4.	To consider and approve the profit distribution plan for 2018	31,725,864,433	99.995903	0	0.000000	1,299,900	0.004097
5.	To consider and approve the budget of investment in capital expenditure for 2019	31,725,839,433	99.995824	0	0.000000	1,324,900	0.004176
6.	To consider and approve the appointment of accounting firms for 2019	31,724,384,433	99.991238	1,480,000	0.004665	1,299,900	0.004097
7.	To consider and approve item by item the election of Directors of the Company						
7.1	Mr. Zhang Zi'ai will be re-elected as an executive Director of the Company;	31,603,815,983	99.611222	119,275,450	0.375941	4,072,900	0.012837
7.2	Mr. Chen Xiaozhou will be re-elected as an executive Director of the Company;	31,648,466,733	99.751955	77,397,700	0.243948	1,299,900	0.004097
7.3	Mr. He Jieping will be re-elected as a non-executive Director of the Company;	31,320,910,486	98.719539	404,953,947	1.276364	1,299,900	0.004097
7.4	Mr. Xu Long will be re-elected as a non-executive Director of the Company;	31,581,579,643	99.541136	144,287,790	0.454776	1,296,900	0.004088
7.5	Ms. Yuan Hong will be re-elected as a non-executive Director of the Company;	31,588,261,643	99.562196	137,605,790	0.433716	1,296,900	0.004088
7.6	Mr. Zhang Guoqing will be re-elected as a non-executive Director of the Company;	31,588,258,643	99.562187	137,605,790	0.433716	1,299,900	0.004097

No.	Proposals	For		Against		Abstain	
		Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
7.7	Mr. Liu Chong will be re-elected as a non-executive Director of the Company;	31,519,050,596	99.344052	206,813,837	0.651851	1,299,900	0.004097
7.8	Mr. Zhu Wuxiang will be re-elected as an independent non-executive Director of the Company;	29,620,917,583	93.361377	2,104,946,850	6.634526	1,299,900	0.004097
7.9	Mr. Sun Baowen will be re-elected as an independent non-executive Director of the Company;	31,497,641,433	99.276573	228,223,000	0.719330	1,299,900	0.004097
7.10	Mr. Lu Zhengfei will be elected as an independent non-executive Director of the Company;	31,725,864,433	99.995903	0	0.000000	1,299,900	0.004097
7.11	Mr. Lin Zhiquan will be elected as an independent non-executive Director of the Company;	31,725,864,433	99.995903	0	0.000000	1,299,900	0.004097
8.	To consider and approve item by item the election of Supervisors of the Company						
8.1	Mr. Gong Jiande will be re-elected as a shareholder representative Supervisor of the Company;	31,723,574,433	99.988685	1,505,000	0.004744	2,084,900	0.006571
8.2	Ms. Liu Yanfen will be re-elected as an external Supervisor of the Company;	31,725,079,433	99.993429	0	0.000000	2,084,900	0.006571
8.3	Mr. Zhang Zheng will be re-elected as an external Supervisor of the Company;	31,725,079,433	99.993429	3,000	0.000009	2,081,900	0.006562
8.4	Mr. Li Chun will be re-elected as an external Supervisor of the Company;	31,725,082,433	99.993438	0	0.000000	2,081,900	0.006562

No.	Proposals	For		Against		Abstain	
		Number of shares	Percentage (%)	Number of shares	Percentage (%)	Number of shares	Percentage (%)
SPECIAL RESOLUTIONS							
9.	To consider and approve the granting of general mandate to issue additional H Shares to the Board	30,089,526,778	94.838374	1,636,340,655	5.157538	1,296,900	0.004088
10.	To consider and approve the transfer of equity in Happy Life and relevant authorization	31,724,953,433	99.993032	911,000	0.002871	1,299,900	0.004097
AS REPORTING DOCUMENT							
1.	To review the work report of the independent non-executive Directors for 2018	N/A	N/A	N/A	N/A	N/A	N/A

Shareholders' representatives Jing Lanqing and Sun Hongyan, the Company's supervisor Liu Yanfen, Wu Dong of Fangda Partners and a partner of Ernst & Young Hua Ming LLP, Mr. Yang Bo acted as the vote counters at the AGM. Computershare Hong Kong Investor Services Limited (the H Share Registrar of the Company) acted as the scrutineer for the voting at the AGM.

Distribution of Final Dividend

The resolution on the profit distribution plan for 2018 was duly approved by the Shareholders at the AGM. Please refer to the Circular for the full text of the resolution.

The Company will distribute the final dividend for 2018 on or around Friday, August 16, 2019 to the Shareholders whose names appear on the register of members of the Company at the close of business on Thursday, July 4, 2019. The final dividend for 2018 will be denominated and declared in RMB at RMB0.95 per 10 Shares (tax inclusive). Total cash dividend will amount to approximately RMB3.626 billion. Dividend for H Shares will be paid in Hong Kong dollars calculated on the basis of the average benchmark exchange rate between RMB and Hong Kong dollars (i.e. HK\$1 = RMB0.878324) as announced by the People's Bank of China in the week prior to the date of the AGM (including the date of the AGM). Accordingly, the cash dividend per H Share of the Company is HK\$0.108161 (tax inclusive).

In order to determine the entitlement of the holders of H Shares (“**H Shareholders**”) to the final dividend for 2018, the share register of members of the Company will be closed from Saturday, June 29, 2019 to Thursday, July 4, 2019 (both days inclusive). H Shareholders of the Company who wish to receive the cash dividend for 2018 shall lodge all transfer documents accompanied by the relevant share certificates with the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong no later than 4:30 p.m. on Friday, June 28, 2019. The last trading day for H Shares of the Company before ex-dividend will be Wednesday, June 26, 2019, and trading of ex-dividend H Shares shall start from Thursday, June 27, 2019.

Withholding and Payment of Enterprise Income Tax (also referred to as “withholding tax” hereinafter) for Foreign Non-resident Enterprise Shareholders

Pursuant to the Enterprise Income Tax Law of the People’s Republic of China and its implementation regulations and other relevant rules and regulations, the Company is required to withhold enterprise income tax at the rate of 10% when distributing the annual dividend for 2018 to non-resident enterprise shareholders whose names appear on the H Shares register of members of the Company. Any shares registered in the name of non-individual shareholders, including HKSCC Nominees Limited, other nominees, trustees or other groups and organizations, will be treated as being held by non-resident enterprise shareholders and therefore will be subject to the withholding of the enterprise income tax. A non-PRC resident enterprise shareholder which is entitled to a preferential tax rate under a tax agreement or an arrangement may, directly or through its entrusted agent or withholding agent, apply to the competent tax authorities for a refund of the excess amount of tax withheld.

Withholding and Payment of Individual Income Tax for Individual Foreign Shareholders

Pursuant to the Individual Income Tax Law of the People’s Republic of China and its implementation regulations, the Notice of the State Administration of Taxation on the Questions Concerning the Levy and Administration of Individual Income Tax After the Repeal of Guo Shui Fa [1993] No. 45 (Guo Shui Han [2011] No. 348), the Notice of the State Administration of Taxation in relation to the Publication of the Administrative Measures on the Treatment of Non-residents under Tax Treaties and other relevant laws and regulations and regulatory documents, the Company shall, as a withholding agent, withhold and pay individual income tax for the individual H Shareholders in respect of the final dividend for the year 2018 to be distributed to them. However, the individual H Shareholders may be entitled to certain tax preferential treatments pursuant to the tax treaties between the PRC and the countries (regions) in which the individual holders of H Shares are domiciled and the tax arrangements between mainland China and Hong Kong (or Macau). In this regard, the Company will implement the following arrangements in relation to the withholding and payment of dividend as individual income tax for the individual H Shareholders:

- For individual H Shareholders who are Hong Kong or Macau residents or whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of 10%, the Company will withhold and pay individual income tax at the rate of 10% on behalf of the individual H Shareholders in the distribution of the annual dividend for 2018.
- For individual H Shareholders whose country (region) of domicile has entered into a tax treaty with the PRC stipulating a tax rate of less than 10%, the Company will temporarily withhold and pay individual income tax at the rate of 10% on behalf of the individual H Shareholders in the distribution of the annual dividend for 2018.
- For individual H Shareholders whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of more than 10% but less than 20%, the Company will withhold and pay individual income tax on behalf of the individual H Shareholders at the effective tax rate stipulated in the relevant tax treaty in the distribution of the annual dividend for 2018.
- For individual H Shareholders whose country (region) of domicile is a country (region) which has entered into a tax treaty with the PRC stipulating a tax rate of 20%, or a country (region) which has not entered into any tax treaties with the PRC, or under any other circumstances, the Company will withhold and pay individual income tax at the rate of 20% on behalf of the individual H Shareholders in the distribution of the annual dividend for 2018.

Dividend Distribution for Investors of Southbound Trading

For investors of the Shanghai Stock Exchange or Shenzhen Stock Exchange (including enterprises and individuals) investing in the H Shares of the Company (the “**Southbound Trading**”), the Company will distribute the cash dividend for 2018 to China Securities Depository and Clearing Corporation Limited which, as the nominee of the investors of H Shares of Southbound Trading, will then distribute the cash dividends to the relevant investors of H Shares of Southbound Trading through its depository and clearing system. Pursuant to the Notice on the Tax Policies Related to the Pilot Program of the Shanghai-Hong Kong Stock Connect (Cai Shui [2014] No. 81) and the Notice on Tax Policies for Shenzhen-Hong Kong Stock Connect Pilot Program (Cai Shui [2016] No. 127), for domestic individual investors, the Company shall withhold and pay individual income tax at the rate of 20% on behalf of the investors. For domestic securities investment funds, the tax payable shall be the same as that for individual investors. The Company will not withhold and pay the income tax of dividends for domestic enterprise investors which shall report and pay the relevant tax themselves.

The record date and the date of distribution of cash dividends and other arrangements for the investors of Southbound Trading will be the same as those for the H Shareholders of the Company.

Should the H Shareholders of the Company have any doubts in relation to the aforesaid arrangements, they are recommended to consult their tax advisors for the relevant tax impacts in mainland China, Hong Kong (or Macau) and other countries (regions) on the possession and disposal of the H Shares of the Company.

Election of Directors of the Company

As approved by the Shareholders of the Company at the AGM, Mr. Zhang Zi'ai and Mr. Chen Xiaozhou were re-appointed as executive Directors of the Company. Mr. He Jieping, Mr. Xu Long, Ms. Yuan Hong, Mr. Zhang Guoqing and Mr. Liu Chong were re-appointed as non-executive Directors of the Company, and Mr. Zhu Wuxiang, Mr. Sun Baowen, Mr. Lu Zhengfei and Mr. Lin Zhiquan were re-appointed/appointed as independent non-executive Directors of the Company.

The qualifications of Mr. Lu Zhengfei and Mr. Lin Zhiquan as Directors of the Company are subject to the approval by the CBIRC and their appointments will come into effect upon the approval. The re-appointments of other Directors (namely Mr. Zhang Zi'ai, Mr. Chen Xiaozhou, Mr. He Jieping, Mr. Xu Long, Ms. Yuan Hong, Mr. Zhang Guoqing, Mr. Liu Chong, Mr. Zhu Wuxiang and Mr. Sun Baowen) came into effect upon the approval at the AGM. Please refer to the Circular for biographical details of the above Directors. As at the date of this announcement, there has been no change of such information.

Pursuant to Rule 3.10A of the Listing Rules, the number of the independent non-executive Directors shall account for at least one-third of the members of the Board. In order to ensure that the composition of the Board complies with the regulations and special committees of the Board perform duties normally, Mr. Chang Tso Tung, Stephen and Mr. Xu Dingbo, independent non-executive Directors, will continue to perform their duties until the qualifications of new independent non-executive Directors are approved by the CBIRC.

On June 25, 2019, the Board of the Company convened a meeting and elected Mr. Zhang Zi'ai as the chairman of the Company in accordance with applicable laws, the Listing Rules and the Articles and meanwhile identified and elected members of the special committees of the Board such as the Audit Committee and the Nomination and Remuneration Committee. For the list of members of the special committees of the Board, please refer to List of Directors and their roles and functions of the Company dated June 25, 2019.

Election of Supervisors of the Company

As approved by the Shareholders of the Company at the AGM, Mr. Gong Jiande was re-appointed as the shareholder representative Supervisor of the Company, and Ms. Liu Yanfen, Mr. Zhang Zheng and Mr. Li Chun were re-appointed as external Supervisors of the Company. Their re-appointments came into effect upon the approval at the AGM. Please refer to the Circular for biographical details of the above Supervisors. As at the date of this announcement, there has been no change of such information.

On June 25, 2019, the Board of Supervisors of the Company convened a meeting to elect Mr. Gong Jiande as the chairman of the Board of Supervisors of the Company.

The Company plans to convene the employee representative meeting in late July 2019 to elect new employee Supervisors. In order to ensure that the Board of Supervisors performs duties normally, Ms. Gong Hongbing, Mr. Lin Dongyuan and Ms. Jia Xiuhua, the employee Supervisors, will continue to perform their duties until new employee Supervisors are elected.

By order of the Board
China Cinda Asset Management Co., Ltd.
Zhang Zi'ai
Chairman

Beijing, the PRC
June 25, 2019

As at the date of this announcement, the Board of the Company consists of Mr. ZHANG Zi'ai and Mr. CHEN Xiaozhou as executive Directors, Mr. HE Jieping, Mr. XU Long, Ms. YUAN Hong, Mr. ZHANG Guoqing and Mr. LIU Chong as non-executive Directors, and Mr. CHANG Tso Tung, Stephen, Mr. XU Dingbo, Mr. ZHU Wuxiang and Mr. SUN Baowen as independent non-executive Directors.