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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))

NOMINATION OF DIRECTORS

Reference is made to the announcement dated March 28, 2019 of China Cinda Asset Management Co., Ltd. (the “**Company**”), in relation to the nomination of Mr. Lu Zhengfei as an independent non-executive Director of the Company. The Board of Directors of the Company (the “**Board**”) also approved a proposal on the nomination of candidates for Directors of China Cinda Asset Management Co., Ltd. at the second meeting of the Board of Directors for 2019 held on May 10, 2019. Pursuant to laws and regulations such as the Company Law of the PRC and the Articles of Association of the Company (the “**Articles**”), the term of the third session of the Board will expire in June 2019. In order to ensure on-time re-election and smooth implementation of the work of the Board, it is proposed to nominate 11 candidates for Directors of the Company, including two executive Directors, five non-executive Directors and four independent non-executive Directors. Candidates are as follows:

1. Mr. Zhang Zi'ai is nominated to be re-elected as an executive Director of the Company;
2. Mr. Chen Xiaozhou is nominated to be re-elected as an executive Director of the Company;
3. Mr. He Jieping is nominated to be re-elected as a non-executive Director of the Company;
4. Mr. Xu Long is nominated to be re-elected as a non-executive Director of the Company;
5. Ms. Yuan Hong is nominated to be re-elected as a non-executive Director of the Company;
6. Mr. Zhang Guoqing is nominated to be re-elected as a non-executive Director of the Company;
7. Mr. Liu Chong is nominated to be re-elected as a non-executive Director of the Company;

8. Mr. Zhu Wuxiang is nominated to be re-elected as an independent non-executive Director of the Company;
9. Mr. Sun Baowen is nominated to be re-elected as an independent non-executive Director of the Company;
10. Mr. Lu Zhengfei is nominated to be elected as an independent non-executive Director of the Company;
11. Mr. Lin Zhiquan is nominated to be elected as an independent non-executive Director of the Company.

The above Director candidates meet the qualification requirements to serve as directors as stipulated in relevant laws, regulations and the Articles. The term of office of the above Directors is three years. The re-appointed Directors will continue to perform their duties from the date of approval by the annual general meeting for 2018 of the Company (the “AGM”). The newly appointed Directors will begin to perform their duties upon the approval by the AGM and the approval by the China Banking and Insurance Regulatory Commission (the “CBIRC”) on their qualifications.

Pursuant to Rule 3.10A of the Rules Governing the Listing of securities on The Stock Exchange of Hong Kong Limited (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.

Please refer to Appendix I of this announcement for the biographical information and details of each Director candidate.

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

Beijing, the PRC
May 10, 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.

APPENDIX I

I The detailed information of the candidates for executive Directors of the Company is as follows:

The candidates for executive Directors of the Company are all re-appointed Directors, whose biographical information is set out in the section headed “Directors, Supervisors and Senior Management” in 2018 Annual Report published by the Company on April 26, 2019. As at the date of this announcement, the abovementioned biographical information has not changed.

Save as disclosed above, the candidates for executive Directors did not hold any directorship in any other public companies listed in Hong Kong or any overseas securities markets in the past three years, do not hold any other positions in the Company or any of its subsidiaries, and do not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company. As at the Latest Practicable Date, the candidates for executive Directors do not have any interest in the shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)). The candidates for executive Directors have not been subject to any punishment imposed by the China Securities Regulatory Commission or any other relevant authorities and stock exchanges.

The term of office of the candidates for executive Directors is three years from the date of approval by the AGM. Upon expiration of the term, the candidates may be re-appointed. The abovementioned candidates for executive Directors have entered into service contracts with the Company. The remuneration of the executive Directors shall follow the relevant regulations. The remuneration settlement scheme will be considered by the Nomination and Remuneration Committee of the Board and subsequently considered and approved by the Board, and will be submitted to the Shareholders’ general meeting for consideration and approval. The details of the remuneration of the executive Directors of the Company are available in the Company’s annual reports.

The candidates for executive Directors confirm that there is no other matter relating to their appointment that needs to be brought to the attention of the Shareholders of the Company, nor is there any other information that needs to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.

II The detailed information of the candidates for non-executive Directors of the Company is as follows:

The candidates for non-executive Directors of the Company are all re-appointed Directors, whose biographical information is set out in the section headed “Directors, Supervisors and Senior Management” in 2018 Annual Report published by the Company on April 26, 2019. As at the date of this announcement, the abovementioned biographical information has not changed.

Save as disclosed above, the candidates for non-executive Directors did not hold any directorship in any other public companies listed in Hong Kong or any overseas securities markets in the past three years, do not hold any other positions in the Company or any of its subsidiaries, and do not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company. As at the Latest Practicable Date, the candidates for non-executive Directors do not have any interest in the shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)). The candidates for non-executive Directors have not been subject to any punishment imposed by the China Securities Regulatory Commission or any other relevant authorities and stock exchanges.

The term of office of the abovementioned candidates for non-executive Directors is three years from the date of approval by the AGM. Upon expiration of the term, the candidates may be re-appointed. The abovementioned candidates for non-executive Directors have entered into service contracts with the Company, but have not received any remuneration from the Company.

The candidates for non-executive Directors confirm that there is no other matter relating to their appointment that needs to be brought to the attention of the Shareholders of the Company, nor is there any other information that needs to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.

III The detailed information of the candidates for independent non-executive Directors of the Company is as follows:

Mr. Lu Zhengfei, born in 1963, is currently a Professor of Accounting and Doctoral Supervisor of Guanghua School of Management, Peking University, the Director of the Research Center for Financial Analysis and Financial Investment of Peking University, an Executive Director and concurrently the Deputy Director of the Professional Committee for Financial Management of the Chinese Accounting Association, a member of the Editorial Committees of Accounting Research and Auditing Research. He was elected into the “Accountant Specialist Training Project” (first batch) of the Ministry of Finance in 2013, and as a Cheung Kong Scholars Chair Professor of the Ministry of Education in 2014. From 1994 to 1999, Mr. Lu served as the head of the Accounting Department of the Business School of Nanjing University. From 2001 to 2015, he successively served as the head of the Accounting Department and vice president of Guanghua School of Management, Peking University. Mr. Lu is currently an independent director of Bank of China Limited, independent non-executive director of Sino Biopharmaceutical Limited, and independent supervisor of PICC Property and Casualty Company Limited. Mr. Lu previously served as the independent non-executive director of Sinotrans Limited and China National Materials Company Limited. Mr. Lu graduated from the Accounting Department of Renmin University of China in 1988 with a master’s degree in Economics and graduated from the Business School of Nanjing University in 1996 with a doctor’s degree in Economics.

Mr. Lin Zhiquan, born in 1953, is currently an independent non-executive director of China Pacific Insurance (Group) Co., Ltd. (a company listed on the Hong Kong Stock Exchange, stock code: 02601) and an independent non-executive director of Luks Group (Vietnam Holdings) Co., Ltd. (a company listed on the Hong Kong Stock Exchange, stock code: 00366). Mr. Lin once served as a senior consultant and partner of Ernst & Young and an independent director of Leo Paper Group (Hong Kong) Limited. Mr. Lin received a Higher Diploma in Accounting from the Hong Kong Polytechnic College (now the Hong Kong Polytechnic University) in 1977. He is a member of the Hong Kong Institute of Certified Public Accountants and a senior member of the Association of Chartered Certified Accountants.

Except for Mr. Lu Zhengfei and Mr. Lin Zhiquan, other candidates for independent non-executive Directors of the Company are all re-appointed Directors, whose biographical information is set out in the section headed “Directors, Supervisors and Senior Management” in 2018 Annual Report published by the Company on April 26, 2019. As at the date of this announcement, the abovementioned biographical information has not changed.

Save as disclosed above, the candidates for independent non-executive Directors did not hold any directorship in any other public companies listed in Hong Kong or any overseas securities markets in the past three years, do not hold any other positions in the Company or any of its subsidiaries, and do not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company. As at the Latest Practicable Date, the candidates for independent non-executive Directors do not have any interest in the shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)). The candidates for independent non-executive Directors have not been subject to any punishment imposed by the China Securities Regulatory Commission or any other relevant authorities and stock exchanges.

Except for Mr. Lu Zhengfei and Mr. Lin Zhiquan, the term of office of the candidates for independent non-executive Directors is three years from the date of approval by the AGM. Upon expiration of the term, the candidates may be re-appointed. The term of office of Mr. Lu Zhengfei and Mr. Lin Zhiquan is three years from the date of approval by the AGM and the approval by the CBIRC on their qualifications. Upon expiration of the term, Mr. Lu and Mr. Lin may be re-appointed. The candidates for the re-appointed independent non-executive Directors have entered into service contracts with the Company, and Mr. Lu Zhengfei and Mr. Lin Zhiquan will enter into service contracts with the Company upon the approval by the CBIRC on their qualifications. The allowance of the independent non-executive Directors shall follow the relevant regulations. The remuneration settlement scheme will be considered by the Nomination and Remuneration Committee of the Board and subsequently considered and approved by the Board, and will be submitted to the Shareholders' general meeting for consideration and approval. The details of the allowance of the independent non-executive Directors of the Company are available in the Company's annual reports.

The candidates for independent non-executive Directors confirm that there is no other matter relating to their appointment that needs to be brought to the attention of the Shareholders of the Company, nor is there any other information that needs to be disclosed pursuant to any of the requirements of Rules 13.51(2)(h) to (v) of the Listing Rules.