



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))

PROXY FORM FOR 2017 ANNUAL GENERAL MEETING

I/We^(Note 1) _____,

of (address) _____,

being the holder(s) of _____ H shares^(Note 2) of RMB1.00 each in the share capital of **China Cinda Asset Management Co., Ltd.** (the "Company"), HEREBY APPOINT THE CHAIRMAN OF THE MEETING

or^(Note 3) _____

of (address) _____

as my/our proxy(ies) to attend and act for me/us at 2017 annual general meeting of the Company (the "AGM") to be held at Conference Room 1111, 11th Floor, No. 1 Building, 9 Naoshikou Street, Xicheng District, Beijing, the PRC at 9:30 a.m. on Friday, June 29, 2018 or at any adjournment thereof to vote at such meeting or at any adjournment thereof in respect of the resolutions set out in the notice of the AGM of the Company dated May 14, 2018 as hereunder indicated on behalf of me/us, or if no such indication is given, as my/our proxy(ies) thinks fit.

| ORDINARY RESOLUTIONS | | FOR ^(Note 4) | AGAINST ^(Note 4) | ABSTAIN ^(Note 4) |
|----------------------|---|-------------------------|-----------------------------|-----------------------------|
| 1. | To consider and approve the work report of the Board for 2017 | | | |
| 2. | To consider and approve the report of the Board of Supervisors for 2017 | | | |
| 3. | To consider and approve the final financial account plan for 2017 | | | |
| 4. | To consider and approve the profit distribution plan for 2017 | | | |
| 5. | To consider and approve the appointment of accounting firms for 2018 | | | |
| SPECIAL RESOLUTIONS | | | | |
| 6. | To consider and approve the granting of general mandate to issue additional H Shares to the Board | | | |
| 7. | To consider and approve the confirmation of the changes in the registered capital of the Company | | | |

Date: _____ 2018

Signature(s)^(Note 5): _____

Notes:

- Please insert full name(s) and address(es) as shown in the register of members of the Company in **BLOCK CAPITALS**.
- Please insert the number of shares registered in your name(s) to which this proxy form relates. If no number is inserted, this proxy form will be deemed to relate to all the shares registered in your name(s).
- If any proxy other than the Chairman of the Meeting is preferred, strike out the words "THE CHAIRMAN OF THE MEETING or" and insert the name and address of the proxy desired in the space provided. Shareholders who are entitled to attend the meeting and vote thereon may appoint one or more proxy(ies) to attend and vote on his/her behalf. The authorized proxy(ies) need not be the Shareholders of the Company, but must attend the meeting in person on your behalf. Such proxy(ies) may only exercise their voting rights in a poll. Any alteration made to this proxy form must be initialled by the person who signs it.
- IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "FOR". IF YOU WISH TO VOTE AGAINST THE RESOLUTIONS, TICK THE APPROPRIATE BOXES MARKED "AGAINST". IF YOU WISH TO ABSTAIN FROM VOTING, TICK THE APPROPRIATE BOX MARKED "ABSTAIN"**. The shares abstained will be counted in the calculation of the required majority. Failure to complete any or all the boxes will entitle your proxy to cast his votes at his discretion. Your proxy(ies) will also be entitled to vote at his discretion on any resolution duly proposed at the meeting other than those referred to in the notice of the meeting. Any votes which are uncompleted, erroneously completed or illegible or not cast shall be counted as an abstention of voting rights. Any abstain votes shall be counted in the calculation of the required majority.
- This proxy form must be signed by you or your proxy duly authorized in writing or, in the case of a corporation, must be either executed under its common seal or under the hand of its director(s) or duly authorized proxy(ies). If the proxy form is signed by the proxy appointed by the shareholder, the power of attorney authorizing that proxy to sign or other authorization document(s) shall be notarized.
- In the case of joint holders of any share, any one of such joint holders may vote at the meeting, either personally or by proxy, in respect of such shares as if he/she were solely entitled thereto. However, if more than one of such joint holders are present at the meeting, personally or by proxy, the vote of the joint holder whose name stands first in the register of members and who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s).
- To be valid, this proxy form together with the notarized power of attorney or other authorization document (if any) must be deposited at the Company's H Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for holders of H shares not less than 24 hours before the time fixed for the holding of the meeting (i.e. no later than 9:30 a.m. on Thursday, June 28, 2018, Hong Kong time) or any adjournment thereof (as the case may be). Completion and return of a proxy form will not preclude a shareholder from attending and voting in person at the meeting or any adjournment thereof if he so wishes. Shareholders or their proxies attending the meeting (and any adjournment thereof) shall produce their identity documents.