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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))**

**PROPOSED AMENDMENTS TO THE ARTICLES OF  
ASSOCIATION, THE RULES OF PROCEDURES OF GENERAL  
MEETINGS, THE RULES OF PROCEDURES OF BOARD  
MEETINGS, AND THE RULES OF PROCEDURES  
OF THE BOARD OF SUPERVISORS**

In accordance with laws and regulations including the Company Law of the People's Republic of China, the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited and the overall requirement on incorporation of Party-building work into the articles of association, China Cinda Asset Management Co., Ltd. (the "**Company**") proposed to amend relevant articles in the Articles of Association of China Cinda Asset Management Co., Ltd. (the "**Articles of Association**"), the Rules of Procedures of the Meetings of the Board of Directors of China Cinda Asset Management Co., Ltd. (the "**Rules of Procedures of Board Meetings**"), and the Rules of Procedures of the Meetings of the Board of Supervisors of China Cinda Asset Management Co., Ltd. (the "**Rules of Procedures of the Board of Supervisors**") with reference to such regulatory provisions as the Guidelines on Corporate Governance of Commercial Banks promulgated by the China Banking Regulatory Commission (the "**CBRC**") and based on governance practices. In order to meet the requirements on corporate governance and standard operation upon the issuance of offshore preference shares, the Company proposed to amend relevant articles in the the Rules of Procedures of the Shareholders' General Meeting of China Cinda Asset Management Co., Ltd. (the "**Rules of Procedures of General Meetings**") in the meanwhile.

At the board meeting convened on July 19, 2017, the proposals in relation to the amendments to the Articles of Association, the Rules of Procedures of General Meetings and the Rules of Procedures of Board Meetings were considered and approved. At the meeting of the Board of Supervisors convened on the same date, the proposal in relation to the amendments to the Rules of Procedures of the Board of Supervisors was considered and approved. Such proposals will be submitted to the extraordinary general meeting of the Company for consideration and approval. Upon consideration and approval at the extraordinary general meeting, the amended Articles of Association shall be subject to approval by the CBRC and come into effect from the date of approval by the CBRC.

Details regarding the amendments to the Articles of Association, the Rules of Procedures of General Meetings, the Rules of Procedures of Board Meetings and the Rules of Procedures of the Board of Supervisor will be listed in the circular on related proposals sent to the shareholders.

By Order of the Board  
**China Cinda Asset Management Co., Ltd.**  
**HOU Jianhang**  
*Chairman*

Beijing, the PRC  
July 19, 2017

*As at the date of this announcement, the Board of the Company consists of Mr. HOU Jianhang and Mr. CHEN Xiaozhou as executive Directors, Mr. LI Honghui, Mr. SONG Lizhong, Ms. XIAO Yuping, Ms. YUAN Hong and Mr. Zhang Guoqing 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.*