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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)

ELECTION AND NOMINATION OF DIRECTORS OF THE THIRD SESSION OF THE BOARD

The board of directors (the “**Board**”) of China Cinda Asset Management Co., Ltd. (the “**Company**”) passed the Resolution on the Nomination of Candidates for Directors of China Cinda Asset Management Co., Ltd. at the third meeting of the Board for 2016 on May 10, 2016. Pursuant to laws and regulations such as the Company Law of the People’s Republic of China, and the articles of association of the Company, the term of the second session of the Board will expire in June 2016. In order to ensure on-time re-election and smooth implementation of the work of the Board, the Board has agreed to nominate 12 candidates for directors of the Company, including three executive directors, five non-executive directors and four independent non-executive directors.

With reference to relevant regulatory requirements on the tenure of independent directors, Mr. Li Xikui and Mr. Qiu Dong have held their office for almost six years, therefore, they shall not be candidates for independent non-executive directors of the third session of the Board of the Company. Mr. Zhu Wuxiang and Mr. Sun Baowen are proposed to be appointed as independent non-executive directors of the Company. In January 2015, Mr. Xu Zhichao, a former executive director, resigned as an executive director due to change of work arrangements. Mr. Chen Xiaozhou is nominated as an executive director of the Company.

Candidates for the third session of the Board of the Company are as follows:

1. Mr. Hou Jianhang is nominated to be re-elected as an executive director;
2. Mr. Zang Jingfan is nominated to be re-elected as an executive director;
3. Mr. Chen Xiaozhou is nominated to be elected as an executive director;
4. Mr. Li Honghui is nominated to be re-elected as a non-executive director;
5. Mr. Song Lizhong is nominated to be re-elected as a non-executive director;

6. Ms. Xiao Yuping is nominated to be re-elected as a non-executive director;
7. Ms. Yuan Hong is nominated to be re-elected as a non-executive director;
8. Mr. Lu Shengliang is nominated to be re-elected as a non-executive director;
9. Mr. Chang Tso Tung, Stephen is nominated to be re-elected as an independent non-executive director;
10. Mr. Xu Dingbo is nominated to be re-elected as an independent non-executive director;
11. Mr. Zhu Wuxiang is nominated to be elected as an independent non-executive director;
12. Mr. Sun Baowen is nominated to be elected as an independent non-executive director.

Pursuant to Rule 3.10A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) (the “**Listing Rules**”), independent non-executive directors shall account for at least one-third of the Board. In order to ensure that the composition of the Board of the Company complies with the regulations and special committees of the Board perform duties normally, Mr. Li Xikui and Mr. Qiu Dong, independent non-executive directors, will continue to perform their duties until the qualifications of new independent non-executive directors are approved by the CBRC.

Each of Mr. Li Xikui and Mr. Qiu Dong has confirmed that they have no disagreement with the Board, and there is no other matter relating to their resignations that shall be brought to the attention to the shareholders of the Company.

Please refer to Appendix I of this announcement for the biographical information of Mr. Chen Xiaozhou, Mr. Zhu Wuxiang and Mr. Sun Baowen.

The annual general meeting for 2015 will be convened and held by the Company for the shareholders of the Company to consider, and if thought fit, approve, among other matters, the resolution on election of directors.

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

Beijing, the PRC
May 10, 2016

As at the date of this announcement, the Board of the Company consists of Mr. HOU Jianhang and Mr. ZANG Jingfan as executive Directors, Mr. LI Honghui, Mr. SONG Lizhong, Ms. XIAO Yuping, Ms. YUAN Hong and Mr. LU Shengliang as non-executive Directors, and Mr. LI Xikui, Mr. QIU Dong, Mr. CHANG Tso Tung, Stephen, and Mr. XU Dingbo as independent non-executive Directors.

APPENDIX I

1. Biography of Mr. Chen Xiaozhou

Mr. Chen Xiaozhou, aged 54, has been a member of Senior Management of the Company since September 2000, and is responsible for the investment and asset management business of the Company. He was accredited as a senior economist by China Construction Bank in December 1995. Mr. Chen had held various positions successively in China Construction Bank, including director of Projects Financing Division of International Business Department of Head Office from October 1994 to June 1996, director of Agency Industry Financing Division of International Department from June 1996 to March 1997, and deputy general manager of the Business Department of Head Office from March 1997 to April 1999. Mr. Chen joined the Company in April 1999 and had served successively as the director of Investment Banking Department until September 2000, Assistant to the President from September 2000 to February 2003, Vice President from February 2003 to December 2008, member of Party Committee of the Company from December 2008 to June 2013, Deputy Secretary of the Party Committee of the Company since June 2013, and concurrently as chairman of the board of directors of China Cinda (HK) Holdings Company Limited from April 2011 to January 2015. Mr. Chen worked as the chairman and executive director of Silver Grant International Industries Limited (listed on the Hong Kong Stock Exchange, stock code: 00171) since February 2006, and served as the chairman and non-executive director since September 2006. He worked as the executive director and chairman of Cinda International Holdings Limited (listed on the Hong Kong Stock Exchange, stock code: 00111) from December 2008 to January 2015. Mr. Chen graduated from Hangzhou University in July 1983 with a bachelor's degree in economics, the Graduate School of Finance Research Institute of People's Bank of China in November 1988 with a master's degree in economics, and the University of New South Wales in Australia in November 2002 with a master's degree in business.

2. Biography of Mr. Zhu Wuxiang

Mr. Zhu Wuxiang, aged 51, is a professor and PhD tutor of the Department of Finance of Tsinghua University School of Economics and Management, and the director of the Research Institute of Business Models and Industrial Finance of China Center for Financial Research of Tsinghua University. Mr. Zhu has successively served as a teaching assistant, lecturer, associate professor and professor of Tsinghua University School of Economics and Management since January 1990. He has also been a standing director of China Society for Finance and Banking and a committee member of the second session of Expert Advisory Committee for Merger, Acquisition and Restructuring under the China Securities Regulatory Commission. Mr. Zhu currently serves as an independent director of China Fortune Land Development Co., Ltd. (listed on the Shanghai Stock Exchange, stock code: 600340), an independent non-executive director of Beijing Properties (Holdings) Limited (listed on the Hong Kong Stock Exchange, stock code: 00925), an independent director of Offshore Oil Engineering Co., Ltd. (listed on the Shanghai Stock Exchange, stock code: 600583), an independent non-executive director of ZTE Corporation (listed on the Hong Kong Stock Exchange, stock code: 00763; listed on the Shenzhen Stock Exchange, stock code: 000063), an independent director of Dongxing Securities Corporation Limited (listed on the Shanghai Stock Exchange, stock code: 601198), a supervisor of Unisplendour Co., Ltd. (listed on the Shenzhen Stock Exchange, stock code:

000938), and an external supervisor of Everbright Securities Company Limited (listed on the Shanghai Stock Exchange, stock code: 601788). Mr. Zhu was an independent director of GoerTek Inc. (listed on the Shenzhen Stock Exchange, stock code: 002241) from July 2010 to September 2013, and an independent director of Rongxin Power Electronic Co., Ltd. (listed on the Shenzhen Stock Exchange, stock code: 002123) from June 2013 to March 2016. Mr. Zhu graduated from Tsinghua University in 1987, 1989 and 2002 with a bachelor's degree in engineering, a master's degree in engineering and a doctoral degree, respectively.

3. Biography of Mr. Sun Baowen

Mr. Sun Baowen, aged 51, possesses a PhD degree in economics and is a professor and PhD tutor. He is also an expert entitling to the special government allowances of the State Council. Mr. Sun was a lecturer of Central University of Finance and Economics from January 1989 to October 1997 and an associate professor of Central University of Finance and Economics from October 1997 to October 2003, and he has been a professor and PhD tutor of in Central University of Finance and Economics since October 2003. Mr. Sun currently serves as a professor of Internet Economic Research Institute of Central University of Finance and Economics, chief consultant of Capital Research Base for Internet and Economic Development in Key Research Base for Philosophy and Social Science in Beijing, a judger of National E-commerce Model City, member of Steering Committee of Professional E-commerce Education under the Ministry of Education, member of National Expert Committee for Accessible Construction and executive member of China Disability Research Society. Mr Sun currently serves as an independent director of Loften Environmental Technology Co., Ltd. (listed on Shenzhen Stock Exchange, stock code:002379), independent director of Tianshui Zhongxing Bio-Technology Co., Ltd. (listed on Shenzhen Stock Exchange, stock code: 002772) and independent director of Dareway Software Co., Ltd. (listed on NEEQ, stock code: 831688). Mr. Sun obtained a bachelor's degree and a master's degree in Engineering from Northeastern University in July 1986 and January 1989, respectively, and a doctoral degree in Economics from Central University of Finance and Economics in July 2004.

4. Other information

The term of office of re-elected directors shall commence from the date of approval by the annual general meeting for 2015 of the Company until the expiry of the term of office of the third session of the Board. The term of office of newly-elected directors shall commence from the date of approval by the annual general meeting for 2015 of the Company and the approval of their qualifications as directors by the CBRC until the expiry of the term of office of the third session of the Board. They shall be eligible for re-election upon the expiry of their term of office. The abovementioned candidates have not entered into any service contract with the Company. The remuneration of the 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 directors of the Company are available in the Company's annual reports.

Save as disclosed above, the abovementioned candidates 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 date of this announcement, the abovementioned candidates 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 abovementioned candidates have not been subject to any punishment imposed by the China Securities Regulatory Commission or any other relevant authorities and stock exchanges.

The abovementioned candidates 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.