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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)**

## **SUPPLEMENTARY NOTICE OF AGM FOR 2014**

**Reference is made to** the notice of annual general meeting for 2014 (the “**AGM**”) of China Cinda Asset Management Co., Ltd. (the “**Company**”) dated May 14, 2015, which set out the resolutions to be considered and approved by the Shareholders in 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 Monday, June 29, 2015. Unless the context otherwise requires, capitalized terms used in this supplementary notice (the “**Supplementary Notice**”) shall have the same meanings as those defined in the circular of the Company dated May 14, 2015 and the supplementary circular dated June 12, 2015 (the “**Supplementary Circular**”).

**SUPPLEMENTARY NOTICE IS HEREBY GIVEN** that the AGM will be held as scheduled. In addition to the resolutions set out in the notice of AGM of the Company dated May 14, 2015, the following resolution will also be considered and approved:

### **SPECIAL RESOLUTION**

7. To consider and approve the granting of general mandate to issue additional H Shares to the Board

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

June 12, 2015

*Notes:*

1. Save as the additional proposed resolution, there is no other change to the resolutions set out in the notice of AGM dated May 14, 2015. For details of other resolutions and other related matters to be considered and approved at the AGM, please refer to the notice of AGM and the circular of the Company dated May 14, 2015.
2. As the proxy form enclosed in the circular dated May 14, 2015 (the “**First Proxy Form**”) does not contain the additional proposed resolution set out in this Supplementary Circular, a new proxy form (the “**Supplementary Proxy Form**”) has been prepared and is enclosed herein.

3. The Supplementary Proxy Form for use at the AGM is enclosed herein and is available on the website of The Stock Exchange of Hong Kong Limited ([www.hkexnews.hk](http://www.hkexnews.hk)) and the website of the Company ([www.cinda.com.cn](http://www.cinda.com.cn)). Whether you attend the AGM or not, you are required to complete and return the accompanying Supplementary Proxy Form in accordance with the instructions printed thereon no later than 24 hours before the time appointed for holding the AGM or any adjournment thereof (as the case may be). Completion and return of the Supplementary Proxy Form will not preclude you from attending and voting in person at the AGM should you so wish.
4. A Shareholder who has not yet lodged the First Proxy Form in accordance with the instructions printed thereon is required to lodge the Supplementary Proxy Form if he or she wishes to appoint proxies to attend the AGM on his or her behalf. In this case, the First Proxy Form should not be lodged.
5. A Shareholder who has already lodged the First Proxy Form in accordance with the instructions printed thereon should note that:
  - (i) If no Supplementary Proxy Form is lodged in accordance with the instructions printed thereon, the First Proxy Form will be treated as a valid proxy form lodged by the Shareholder if duly completed. The proxy appointed under the First Proxy Form will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM, including the additional proposed resolution set out in this Supplementary Notice.
  - (ii) If the Supplementary Proxy Form is lodged in accordance with the instructions printed thereon before 24 hours prior to the time appointed for holding the AGM or any adjournment thereof (the “**Closing Time**”), the Supplementary Proxy Form will be treated as a valid proxy form lodged by the Shareholder if duly completed.
  - (iii) If the Supplementary Proxy Form is lodged after the Closing Time, the Supplementary Proxy Form will be deemed invalid. It will not revoke the First Proxy Form previously lodged by the Shareholder. The First Proxy Form will be treated as a valid proxy form if duly completed. The proxy appointed under the First Proxy Form will also be entitled to vote in accordance with the instructions previously given by the Shareholder or at his/her discretion (if no such instructions are given) on any resolution properly put to the AGM, including the additional proposed resolution set out in this Supplementary Notice.
6. Shareholders are reminded that completion and return of the First Proxy Form and/or the Supplementary Proxy Form will not preclude them from attending and voting in person at the AGM or any adjournment thereof.

*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.*