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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)**

## **PROPOSED ISSUE OF U.S. DOLLAR DENOMINATED GUARANTEED SENIOR NOTES**

The Issuer, an indirect wholly-owned subsidiary of the Company, proposes to offer the Notes to professional investors in Hong Kong, and in the United States in reliance on Rule 144A of the Securities Act to qualified institutional buyers that are also qualified purchasers within the meaning of Section 2(a)(51) of the U.S. Investment Company Act of 1940, as amended, and outside the United States to non-U.S. persons in compliance on Regulation S under the Securities Act.

The Notes are expected to be guaranteed by the Guarantor (a wholly-owned subsidiary of the Company) and supported by keepwell deeds and deeds of equity interest purchase, investment and liquidity support undertaking to be executed by the Company. The completion of the proposed Notes issue is subject to market conditions and investors' interest.

Application has been made to the Stock Exchange for listing of, and permission to deal in, the Notes by way of debt issue to professional investors only.

**As no binding agreement in relation to the proposed Notes issue has been entered into at the date of this announcement, the proposed Notes issue may or may not materialise. Potential investors and shareholders of the Company are urged to exercise caution when dealing in the securities of the Company. Further announcement in respect of the proposed Notes issue will be made by the Company should a purchase agreement be signed.**

## **THE PROPOSED NOTES ISSUE**

The Issuer, an indirect wholly-owned subsidiary of the Company, proposes to offer the Notes to professional investors in Hong Kong, in the United States in reliance on Rule 144A of the Securities Act to qualified institutional buyers that are also qualified purchasers within the meaning of Section 2(a)(51) of the U.S. Investment Company Act of 1940, as amended, and outside the United States to non-U.S. persons in compliance on Regulation S under the Securities Act. None of the Notes will be offered to the public in Hong Kong and none of the Notes will be placed to any connected persons of the Company.

The Notes are expected to be guaranteed by the Guarantor (a direct wholly-owned subsidiary of the Company) and supported by keepwell deed and deed of equity interest purchase, investment and liquidity support undertaking to be executed by the Company. The completion of the proposed Notes issue is subject to market conditions and investors' interest.

The pricing of the Notes, including the aggregate principal amount, the offer price and interest rate, will be determined through a book building exercise conducted by joint bookrunners and joint lead managers. Upon finalisation of the terms of the Notes, the initial purchasers will enter into a purchase agreement with the Company, the Issuer and the Guarantor in relation to the Notes.

The Notes are expected to be rated "Baa1" by Moody's, "BBB+" by S&P and "A" by Fitch. A credit rating is not a recommendation to buy, sell or hold securities and may be subject to revision, suspension or withdrawal at any time by the relevant rating organisation.

## **PROPOSED USE OF PROCEEDS**

The Issuer intends to use the net proceeds from the offering of the Notes for working capital, investment and other general corporate purpose. The Issuer may adjust the foregoing plans in response to changing market conditions and, thus, reallocate the use of the net proceeds.

## **LISTING**

Application has been made to the Stock Exchange for listing of, and permission to deal in, the Notes by way of debt issue to professional investors only. Admission of the Notes to the Stock Exchange is not to be taken as an indication of the merits of the Company, its subsidiaries or the Notes.

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## **DEFINITIONS**

In this announcement, unless the context requires otherwise, the following expressions have the following meanings:

“Board”	the board of directors of the Company
“Company”	China Cinda Asset Management Co., Ltd., a joint stock company incorporated in the PRC with limited liability, whose shares are listed on the Stock Exchange
“connected persons”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the directors, including the non-executive directors, of the Company
“Fitch”	Fitch Ratings Ltd
“Guarantor”	Well Kent International Investment Company Limited, a wholly-own subsidiary of the Company incorporated in Hong Kong
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Issuer”	China Cinda Finance (2014) Limited, an indirect wholly-owned subsidiary of the Company incorporated in the British Virgin Islands
“Moody’s”	Moody’s Investors Service
“Notes”	guaranteed senior notes expected to be issued by the Issuer and guaranteed by the Guarantor
“PRC”	the People’s Republic of China excluding, for the purpose of this announcement, Hong Kong, the Macau Special Administrative Region and Taiwan area
“Securities Act”	the United States Securities Act of 1933, as amended
“S & P”	Standard & Poor’s Rating Services, a division of the McGraw-Hill Companies, Inc.
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“subsidiary”	has the meaning ascribed to it under the Listing Rules
“U.S.” or “United States”	the United States of America, its territories and possessions and all areas subject to its jurisdiction

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

Beijing, China  
April 29, 2014

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