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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)

ANNOUNCEMENT AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to page VII-4 of the prospectus of China Cinda Asset Management Co., Ltd. (the “**Company**”) dated November 28, 2013. At the general meeting of the Company on August 5, 2014, the board of directors (the “**Board**”) of the Company was authorised to amend relevant provisions in the articles of association of the Company (the “**Articles**”) to reflect the changes of the shareholding structure and the increase in the registered capital of the Company as a result of the Company’s initial public offering.

As a result of the exercise of the over-allotment option (the details of which are disclosed in the announcement of the Company dated December 30, 2013), the Company has made relevant amendments to the Articles and obtained the approval from the China Banking Regulatory Commission. The details of the relevant amendments to the Articles are as follows:

Article 18

The original Article 18 should be amended and restated to read as follows:

“Upon approval by the examining and approving authorities authorized by the State Council, the total number of ordinary shares that may be issued by the Company shall be 36,256,690,035. The number of shares issued to the MOF, the promoter, when the Company was reorganized and reformed as a joint stock company was 25,155,096,932, representing 69.38% of the total number of ordinary shares that may be issued by the Company.”

Article 19

The original Article 19 shall be amended and restated to read as follow:

“The Company issued 6,116,666,000 overseas listed shares in the course of its initial public offering and listing of shares, representing 16.87% of the total ordinary shares that may be issued by the Company.

After its initial public offering and listing of shares, the share capital of the Company comprises: 36,256,690,035 ordinary shares in total, including 24,596,932,316 shares held by the MOF, the promoter, representing 67.84% of the total ordinary shares that may be issued by the Company, and 11,659,757,719 overseas listed shares, representing 32.16% of the total ordinary shares that may be issued by the Company.

Domestic shares issued by the Company are under centralized depository of China Securities Depository and Clearing Corporation Limited, whereas overseas listed shares issued by the Company are mainly under the depository of the custodian company of Hong Kong Securities Clearing Company Limited or held in the name of individual shareholders.”

Article 22

The original Article 22 shall be amended and restated to read as follow:

“The registered capital of the Company is RMB36,256,690,035.”

The full text of the Articles can be viewed at the websites of The Stock Exchange of Hong Kong Limited (www.hkexnews.hk) and the Company (www.cinda.com.cn).

Shareholders of the Company should be aware that the English version of the Articles is a translation from the Chinese version. The Chinese version of the Articles shall prevail in the case of discrepancies and/or inconsistencies between the two versions.

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

Beijing, China
March 24, 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.