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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))

INSIDE INFORMATION

POTENTIAL DISPOSAL OF EQUITY INTEREST IN A SUBSIDIARY THROUGH PUBLIC TENDER

This announcement is made by China Cinda Asset Management Co., Ltd. (the “**Company**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) and the Inside Information Provisions (as defined under the Listing Rules) under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

POTENTIAL DISPOSAL OF EQUITY INTEREST IN A SUBSIDIARY THROUGH PUBLIC TENDER

The board of directors of the Company (the “**Board**”) announced that in order to implement relevant regulatory spirit and to optimize and integrate platform resources of subsidiaries, the Company intends to transfer all its equity interests held in Happy Life Insurance Co., Ltd. (“**Happy Life**”), i.e. 5,165,985,442 shares and accounting for 50.995% of equity interests of Happy Life, by way of public bidding through the provincial or above level equity exchange (the “**Equity Transfer**”). The base price for listing shall be no less than the asset valuation result of Happy Life, as of March 31, 2019, being the evaluation benchmark date. All shares will be transferred to a single buyer or a group of joint buyers in a single transaction. Happy Life, a financial platform of the Company that operates the insurance business, is held as to 50.995% by the Company, being its controlling shareholder.

As required by the Articles of Association of the Company, the Equity Transfer shall be considered by the shareholders of the Company at the shareholders’ general meeting and passed by way of special resolution, and shall also be subject to the approval from relevant regulatory authorities.

To facilitate the smooth implementation of the Equity Transfer, it will be proposed by the Board at the shareholders’ general meeting that authorization shall be granted to the Board and extended to the chairman of the Board and his authorized management or other personnel to decide on the particulars related to the Equity Transfer, including but not limited to the proportion, pricing and timing of the Equity Transfer, the qualification of transferee and the equity transfer agreement, etc., make relevant adjustment based on the changes in market conditions, enter into relevant legal documents required to be signed by the Company as the transferor, and handle necessary procedures for the Equity Transfer.

GENERAL

The Equity Transfer, if materialised, may constitute a notifiable transaction of the Company. The Board wishes to emphasize that as at the date of this announcement, the Company is not under any obligation to proceed with the public tender and the public tender may or may not proceed. No binding agreement with respect to the Equity Transfer has been entered into by the Company as at the date of this announcement and there is no assurance that any definitive transaction will materialise. After formulating the principal terms of the Equity Transfer, the Company will make further announcement(s) in compliance with the Listing Rules and/or Part XIVA of the Securities and Futures Ordinance when appropriate or as required and comply with applicable requirements.

As the Company may or may not proceed with the public tender and it may or may not enter into a binding agreement with respect to the potential disposal, and even if the Company decides to do so, the Equity Transfer may or may not proceed to completion for various reasons and accordingly, shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By order of the Board
China Cinda Asset Management Co., Ltd.
Zhang Zi'ai
Chairman

Beijing, the PRC
June 11, 2019

As at the date of this announcement, the Board of the Company consists of Mr. ZHANG Zi'ai and Mr. CHEN Xiaozhou as executive Directors, Mr. HE Jieping, Mr. XU Long, Ms. YUAN Hong, Mr. ZHANG Guoqing and Mr. LIU Chong 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.