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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))**

**NOTICE OF THE 2021 FIRST CLASS MEETING FOR H SHAREHOLDERS**

**NOTICE IS HEREBY GIVEN** that the 2021 first class meeting for holders of H Shares (the “**H Share Class Meeting**”) of China Cinda Asset Management Co., Ltd. (the “**Company**”) will be held at Conference Room 1111, 11th Floor, No. 1 Building, 9 Naoshikou Street, Xicheng District, Beijing, the PRC at the later of 9:45 a.m. (Hong Kong time) or immediately after the conclusion of the 2021 first class meeting for Domestic Shareholders or any adjournment thereof on Tuesday, February 2, 2021 for considering and, if thought fit, passing the following resolutions:

**SPECIAL RESOLUTIONS**

1. To consider and approve item by item the following matters in relation to the proposal on non-public issuance of Offshore Preference Shares by the Company:
  - 1.1 type of preference shares to be issued
  - 1.2 number of preference shares to be issued and issue size
  - 1.3 par value and issue price
  - 1.4 maturity
  - 1.5 method of issuance and target investors
  - 1.6 lock-up period
  - 1.7 terms of dividend distribution
  - 1.8 terms of mandatory conversion
  - 1.9 terms of conditional redemption
  - 1.10 limited voting rights and terms of restoration of voting rights
  - 1.11 order of priority in liquidation and methods for liquidation
  - 1.12 rating arrangements

1.13 security arrangements

1.14 use of proceeds

1.15 listing/trading arrangements

1.16 validity period of the resolution for the issuance of Offshore Preference Shares

1.17 matters relating to authorisation

### **Notice of Closure of Register of Members**

The register of holders of H Shares of the Company will be closed from Thursday, January 28, 2021 to Tuesday, February 2, 2021 (both days inclusive), during which period no transfer of H Shares will be registered. Any holder of H Shares of the Company who wishes to attend the H Share Class Meeting shall deposit the share certificates together with the transfer documents at the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited no later than 4:30 p.m. (Hong Kong time) on Wednesday, January 27, 2021. Holders of H Shares whose names appear on the H Share register of members of the Company at the close of business on Wednesday, January 27, 2021 will be entitled to attend the H Share Class Meeting.

The address of the H Share Registrar of the Company:

Computershare Hong Kong Investor Services Limited  
Shops 1712-1716  
17th Floor, Hopewell Centre  
183 Queen's Road East  
Wanchai  
Hong Kong

Details of the above resolutions are set out in the circular for the H Share Class Meeting of the Company dated January 4, 2021. Unless otherwise stated, terms defined in the circular shall have the same meanings in this notice.

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

Beijing, the PRC

January 4, 2021

*As at the date of this notice, the Board of the Company consists of Mr. ZHANG Zi'ai and Mr. ZHANG Weidong as executive directors, Mr. HE Jieping, Mr. XU Long, Mr. WANG Shaoshuang, Ms. ZHANG Yuxiang, Mr. ZHANG Guoqing and Mr. LIU Chong as non-executive directors, and Mr. ZHU Wuxiang, Mr. SUN Baowen, Mr. LU Zhengfei and Mr. LAM Chi Kuen as independent non-executive directors.*

*Notes:*

1. The register of holders of H Shares of the Company will be closed from Thursday, January 28, 2021 to Tuesday, February 2, 2021 (both days inclusive). Holders of H Shares whose names appear on the register of holders of H Shares of the Company at the close of business on Wednesday, January 27, 2021 shall be entitled to attend and vote at the H Share Class Meeting. Holders of H Shares of the Company who wish to attend and vote at the H Share Class Meeting shall lodge all transfer documents accompanied by the relevant share certificates with the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 4:30 p.m. (Hong Kong time) on Wednesday, January 27, 2021.
2. A holder of H Share entitled to attend and vote at the H Share Class Meeting may appoint one or more proxies to attend and vote on his/her behalf. A proxy needs not to be a shareholder of the Company, but he/she must attend the H Share Class Meeting in person to represent the relevant holder of H Share.
3. The instrument appointing a proxy must be in writing under the hand of a holder of H Shares or his/her attorney duly authorized in writing. If the holder of H Shares is a corporation, that instrument must be executed either under its common seal or under the hand of its director(s) or duly authorised attorney. If that instrument is signed by an attorney of the holder of H Shares, the power of attorney authorising that attorney to sign or other authorization document must be notarized.
4. In order to be valid, the proxy form, the notarized power of attorney or other authorization document (if any) must be delivered to the H Share Registrar of the Company, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for holders of H Shares not less than 24 hours before the time designated for convening the H Share Class Meeting or any adjournment thereof (as the case may be) (i.e. before Hong Kong time 9:45 on Monday, February 1, 2021). Completion and return of a proxy form will not preclude a holder of H Shares from attending and voting in person at the H Share Class Meeting or any adjournment thereof.
5. Pursuant to the Articles, any vote of shareholders at a general meeting must be taken by poll. As such, the resolutions set out in the notice of the H Share Class Meeting will be voted by poll.
6. The H Share Class Meeting is expected to last for half a day. Holders of H Shares (in person or by proxy) attending the H Share Class Meeting are responsible for their own transportation and accommodation expenses. Holders of H Shares or their proxies attending the H Share Class Meeting shall produce their identity documents.
7. In the case of joint holders of H Shares, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of the other joint holder(s) of H Shares, and for this purpose seniority will be determined by the order in which the names stand on the register of members in respect of the relevant joint holding.
8. In order to prevent and control the COVID-19 epidemic as well as safeguard public health, the Company encourages holder(s) of H Shares to consider appointing the chairman of the H Share Class Meeting as his or her/their respective representative(s) to vote on the relevant resolutions rather than attend the H Share Class Meeting in person.