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**国银金租**

CHINA DEVELOPMENT BANK LEASING

國銀金融租賃股份有限公司\*

**CHINA DEVELOPMENT BANK FINANCIAL LEASING CO., LTD.\***

*(A joint stock limited company incorporated in the People's Republic of China)*

**(Stock Code: 1606)**

**PROPOSED ELECTION OF MEMBERS FOR THE THIRD SESSION OF  
THE BOARD OF DIRECTORS AND THE BOARD OF SUPERVISORS  
AND  
CLARIFICATION ANNOUNCEMENT**

**PROPOSED ELECTION OF THE DIRECTOR CANDIDATES OF THE THIRD SESSION  
OF THE BOARD OF DIRECTORS**

References are made to the announcements of China Development Bank Financial Leasing Co., Ltd. (the “**Company**”) dated 30 June 2022 and 31 October 2022 in relation to, among others, the election of the employee representative director of the Company and the postponed election of the board of directors (the “**Directors**”) (the “**Board of Directors**”) and the board of supervisors (the “**Supervisors**”) (the “**Board of Supervisors**”) of the Company.

According to the requirements of relevant laws and regulations and the Articles of Association of China Development Bank Financial Leasing Co., Ltd. (the “**Articles of Association**”), the term of office of a Director for each session is three years, and at the expiry of a Director’s term, a Director may serve consecutive terms if re-elected upon the expiration of his/her term. The second session of the Board of Directors expired on 11 November 2022. The Board of Directors has considered and approved at its meeting held on 10 August 2023 that Ms. MA Hong has been nominated as an executive Director candidate of the third session of the Board of Directors; each of Mr. LI Yingbao and Mr. YANG Guifang has been nominated as a non-executive Director candidate of the third session of the Board of Directors; and each of Mr. LI Haijian and Mr. LIU Ming has been nominated as an independent non-executive Director candidate of the third session of the Board of Directors. All Director candidates (the “**Director Candidates**”) have respectively confirmed that they have no disagreement in respect of the nomination.

Biographical details of the Director Candidates required to be disclosed in accordance with Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) (the “**Listing Rules**”) are set out in the Appendix I to this announcement.

\* *CHINA DEVELOPMENT BANK FINANCIAL LEASING CO., LTD. is (a) not an authorized institution within the meaning of the Banking Ordinance; (b) not authorized to carry on banking/deposit-taking business in Hong Kong; and (c) not subject to the supervision of the Hong Kong Monetary Authority.*

At the second session of the employee representative meeting of the Company held on 30 June 2022, Mr. ZHANG Xu has been elected as a non-executive Director (employee representative Director) of the third session of the Board of Directors and will form the third session of the Board of Directors together with the Directors elected at the general meeting. The biographical details of Mr. ZHANG Xu are set out in the announcement of the Company dated 30 June 2022.

The term of the third session of the Board of Directors shall be three years, effective from the date of consideration and approval of the general meeting. Each of the newly elected Directors will report to the Shenzhen Bureau of National Administration of Financial Regulation (國家金融監督管理總局深圳監管局) for approval of his/her Director's qualification, and his/her term of office shall be effective from the date of approval of the Shenzhen Bureau of National Administration of Financial Regulation to the date of expiry of the third session of the Board of Directors. In order to ensure normal operation of the Board of Directors, prior to the establishment of the third session of the Board of Directors, Directors of the second session of the Board of Directors shall continue performing the duties as Directors prudently by complying with the requirements of the laws, administrative regulations, normative documents and the Articles of Association.

If each of the Director Candidates is elected as a Director at the general meeting of the Company and obtains the approval of Director's qualification from the Shenzhen Bureau of National Administration of Financial Regulation, the Company will enter into service contracts with them. During their terms of office, the Director Candidates will receive their remuneration or allowance in accordance with the Administrative Measures for Remuneration of Directors and Supervisors of China Development Bank Financial Leasing Co., Ltd. (《國銀金融租賃股份有限公司董事、監事薪酬管理辦法》) and the Remuneration Plan for Directors (《董事薪酬方案》). The Company will disclose the remuneration and allowance of Directors in annual report every year.

The nomination of the remaining Director Candidates of the third session of the Board of Directors is still under active preparation. The Company will seek suitable candidates to fill the vacancies and will make further announcement as and when appropriate.

## **PROPOSED ELECTION OF EXTERNAL SUPERVISOR CANDIDATE OF THE THIRD SESSION OF THE BOARD OF SUPERVISORS**

According to the requirements of relevant laws and regulations and the Articles of Association, the term of office of a Supervisor for each session is three years, and at the expiry of a Supervisor's term, a Supervisor may serve consecutive terms if re-elected upon the expiration of his/her term. The second session of the Board of Supervisors expired on 11 November 2022. The Board of Supervisors has considered and approved at its meeting that Mr. MA Yongyi has been nominated as an external Supervisor candidate of the third session of the Board of Supervisors. Mr. MA Yongyi has confirmed that he has no disagreement in respect of the nomination.

Biographical details of Mr. MA Yongyi required to be disclosed in accordance with Rule 13.51(2) of the Listing Rules are set out in the Appendix II to this announcement.

The term of office of the third session of the Board of Supervisors shall be three years, effective from the date of consideration and approval of the general meeting. In order to ensure normal operation of the Board of Supervisors, prior to the establishment of the third session of the Board of Supervisors, Supervisors of the second session of the Board of Supervisors shall continue performing the duties as Supervisors prudently by complying with the requirements of the laws, administrative regulations, normative documents and the Articles of Association.

If Mr. MA Yongyi is elected as a Supervisor at the general meeting of the Company, the Company will enter into a service contract with him. During his term of office, Mr. MA Yongyi will receive his remuneration or allowance in accordance with the Administrative Measures for Remuneration of Directors and Supervisors of China Development Bank Financial Leasing Co., Ltd. (《國銀金融租賃股份有限公司董事、監事薪酬管理辦法》) and the Remuneration Plan for Supervisors (《監事薪酬方案》). The Company will disclose the remuneration and allowance of Supervisors in annual report every year.

In addition, the Company will convene an employee representative meeting in due course to elect the employee representative Supervisors, who will jointly form the third session of the Board of Supervisors with the external Supervisor to be elected at the general meeting. However, the appointment of the employee representative Supervisor is not subject to approval by the shareholders of the Company (the “Shareholders”). The Company will update the Shareholders on relevant information as and when appropriate.

## **CIRCULAR**

A circular which includes, among other things, the information in relation to the above proposed election and a notice of the general meeting of the Company will be dispatched to the Shareholders as soon as reasonable and practicable.

## **CLARIFICATION IN RELATION TO THE APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

References are made to the announcements dated 31 October 2022 and 30 December 2022 (the “Announcements”) and the circular dated 13 December 2022 (the “Circular”) of the Company in relation to, among others, the appointment of Mr. LIU Ming as the independent non-executive Director.

It has come to the Board’s attention that there is an inadvertent typographical error in the English version of the Announcements and the Circular and the Board would like to clarify that the English name of Mr. LIU Ming is “LIU Ming” instead of “LIU Min”. The Chinese version of the Announcements and the Circular does not contain this error.

Save as disclosed above, all other information in the Announcements and the Circular shall remain unchanged.

By order of the Board  
**CHINA DEVELOPMENT BANK FINANCIAL LEASING CO., LTD.**  
**LIU Yi**  
*Joint Company Secretary*

Shenzhen, the PRC  
10 August 2023

*As at the date of this announcement, the executive directors of the Company are Ms. MA Hong and Mr. HUANG Min; the non-executive directors are Mr. LI Yingbao and Mr. YANG Guifang; and the independent non-executive directors are Mr. ZHENG Xueding, Mr. XU Jin and Mr. ZHANG Xianchu.*

## **APPENDIX I**

### **BIOGRAPHICAL DETAILS OF DIRECTOR CANDIDATES**

#### **Executive Director Candidate**

##### **Ms. MA Hong**

Ms. MA Hong (馬紅), aged 55, is a senior engineer and joined the Company in May 2021 and is currently the Chairman and an executive Director of the Company. Ms. MA Hong joined China Development Bank in March 1994 and successively served as a clerk, deputy division head and division head. She successively served as the deputy head of the planning bureau and vice president of the Beijing Branch of China Development Bank from 2010 to 2017, and successively served as the president of the Shanxi Branch and president of the Beijing Branch of China Development Bank from May 2017 to May 2021. She has served as the Chairman and an executive Director of the Company since November 2021.

Ms. MA Hong graduated from the Department of Polymers of Beijing Institute of Chemical Technology (currently known as Beijing University of Chemical Technology) in July 1990, majoring in polymer chemicals, and obtained a bachelor's degree in engineering.

#### **Non-executive Director Candidates**

##### **Mr. LI Yingbao**

Mr. LI Yingbao (李英寶), aged 59, joined the Company in September 2015. He is currently a non-executive Director of the Company, as well as a senior expert of the first industry bureau in China Development Bank. Mr. LI Yingbao served as an engineer of the transportation project department in China International Engineering Consulting Corporation from August 1991 to February 1998, and held several positions in China Development Bank successively from February 1998 to March 2017, including a clerk at section level of the transportation environmental assessment bureau, a clerk at section level and the head of division of the second assessment bureau, and the deputy head, head of division and senior appraisal manager of the first assessment bureau. Mr. LI Yingbao has served as the senior expert of the first industry bureau of China Development Bank since April 2017, and a non-executive Director of the Company since September 2015.

Mr. LI Yingbao graduated from Xi'an College of Highway (西安公路學院) in Xi'an, Shaanxi Province, the PRC, majoring in highways and urban roads, and obtained a bachelor's degree in engineering in July 1985. He then graduated from Xi'an College of Highway in Xi'an, Shaanxi Province, the PRC, majoring in highways and urban roads, and obtained a master's degree in engineering in April 1991. Mr. LI Yingbao obtained the qualification of senior engineer issued by China Development Bank in November 1998. In May 2004, the research on the "Evaluation Methods of the Civil Airport Construction Project" led and completed by Mr. LI Yingbao was awarded the Second Prize for Civil Aviation Science and Technology Progress in 2001 by the Civil Aviation Administration of China. In December 2009, the "Feasibility Study Report on the Acquisition of Light Rail Airport Line Project by Capital Airport Holding Company" led and completed by Mr. LI Yingbao was awarded the Third Prize for National Excellent Engineering Consulting Achievement in 2009 by the China National Association of Engineering Consultants.

## **Mr. YANG Guifang**

Mr. YANG Guifang (楊貴芳), aged 44, has been a non-executive Director of the Company since October 2021. Mr. YANG Guifang successively served as the chief accountant of general ledger and statements of China Yangtze Power Co., Ltd. (a company listed on the Shanghai Stock Exchange (stock code: 600900)) and the deputy director of the accounting division of the assets and finance department of China Three Gorges Corporation from July 2004 to April 2017, the director of the accounting division of the assets and finance department of China Three Gorges Corporation from April 2017 to March 2020, and the deputy director of the assets and finance department of Three Gorges Corporation from March 2020 to September 2022. He has also concurrently served as the supervisor of Yangtze Ecology and Environment Co., Ltd. from May 2019 to September 2022, and the chief financial officer of Yangtze River Green Development Fund Management Co., Ltd. (長江綠色發展基金管理有限公司) from November 2019 to September 2022. He has served as the chairman of the supervisory board of Hubei Energy Group Co., Ltd. (a company listed on the Shenzhen Stock Exchange (stock code: 000883)) from June 2020 to September 2022. He has served as a director of China State-Owned Enterprise Mixed-Ownership Reform Fund Company Limited (中國國有企業混合所有制改革基金有限公司) since December 2020. He has served as a member of the party committee and chief accountant of China Three Gorges New Energy Co., Ltd. since September 2022.

Mr. YANG Guifang graduated from the Central University of Finance and Economics in Beijing, the PRC in June 2004, majoring in finance, and obtained a master's degree in economics. Mr. YANG Guifang is a senior accountant granted by China Three Gorges Corporation in December 2012.

## **Independent Non-executive Director Candidates**

### **Mr. LI Haijian**

Mr. LI Haijian (李海艦), aged 59. Mr. LI Haijian successively served as an assistant researcher, deputy researcher, researcher, committee member of the Communist Party, assistant to the director and deputy director of the Institute of Industrial Economics of Chinese Academy of Social Sciences (中國社會科學院工業經濟研究所) from June 1987 to January 2020; successively served as a deputy director of the editorial division, deputy editor-in-chief, vice president, president and executive deputy editor-in-chief of the magazine office of *China Industrial Economics* (《中國工業經濟》) from June 1994 to December 2016; served as the director of the Center for Management Sciences and Innovation and Development of Chinese Academy of Social Sciences (中國社會科學院管理科學與創新發展研究中心) from October 2016 to October 2021, the secretary to the Party Committee and deputy director of the Institute of Quantitative and Technological Economics of Chinese Academy of Social Sciences (中國社會科學院數量經濟與技術經濟研究所) since January 2020 till now and the deputy editor-in-chief of the *Journal of Quantitative and Technical Economics* (《數量經濟技術經濟研究》) since March 2020 till now. In addition, Mr. LI Haijian served as a senior visiting scholar in University of Illinois, the U.S., from January 1990 to January 1991, concurrently served as an assistant to the director of the Management Committee of Hebei Anping Economic Development Zone (河北安平經濟開發區) (currently known as Hebei Anping New and High-Tech Industrial Development Zone (河北安平高新技術產業開發區)) from January 1994 to December 1994. He has concurrently served as a professor and doctoral tutor of the University of Chinese Academy of Social Sciences (Graduate School) (中國社會科學院大學(研

究生院)) since June 2002 till now. Mr. LI Haijian concurrently served as the vice president and executive vice president of China Industrial Economics Society (中國工業經濟學會) in October 2015, a committee member of the Communist Party, assistant to the director and deputy director of the Institute of Industrial Economics of Chinese Academy of Social Sciences (中國社會科學院工業經濟研究所) from October 2005 to January 2020, concurrently served as an independent director of Boomsense Technology Co., Ltd. (邦訊技術股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 300312, delisted) from September 2010 to December 2015, concurrently served as the vice president of China Digital Economic Association (中國數字經濟學會) from October 2010 to February 2022.

Mr. LI Haijian graduated from Shandong University (山東大學) and obtained a bachelor's degree in economics in August 1984, and graduated from the Graduate School of Chinese Academy of Social Sciences (中國社會科學院研究生院) and obtained a master's degree in economics in May 1987. He then graduated from the Graduate School of Chinese Academy of Social Sciences (中國社會科學院研究生院) and obtained a doctoral degree in economics in May 1992.

### **Mr. LIU Ming**

Mr. LIU Ming (劉民), aged 53. Mr. LIU Ming served as an assistant professor at the Department of Systems Engineering and Engineering Management of the Chinese University of Hong Kong from August 1996 to August 1999, and a tenured professor at the Department of Finance of the Chinese University of Hong Kong since August 1999 till now. He served as an associate professor at the University of Missouri Columbia from August 2001 to August 2003, and served as an associate director of Shenzhen Finance Institute, CUHK(SZ) (深圳高等金融研究院(香港中文大學(深圳)高等金融研究院)) from January 2017 to June 2020. He served as an independent director of Sichuan Jinding (Group) Co., Ltd. (四川金頂(集團)股份有限公司), a company listed on the Shanghai Stock Exchange (stock code: 600678) since June 2017 till now, an independent director of Shenzhen Ecobeauty Co., Ltd. (深圳美麗生態股份有限公司), a company listed on the Shenzhen Stock Exchange (stock code: 000010) from January 2019 to December 2021, and concurrently served as an independent director of CR Yuanta Fund Management Co., Ltd. (華潤元大基金管理有限公司) since March 2019.

Mr. LIU Ming obtained a bachelor's degree in engineering management from the University of Science and Technology of China (中國科技大學) in July 1989, a master's degree in statistics from Duke University, the U.S., in June 1995 and a doctoral degree in economics from Duke University, the U.S., in June 1996. Mr. LIU Ming obtained the qualification certificate as independent director from the Shanghai Stock Exchange in April 2017.

Save as disclosed in this announcement, each of the Director Candidates has confirmed that, as at the date of this announcement, (1) he/she has not served as a director in other public companies the securities of which are listed in Hong Kong or overseas in the past three years, and he/she does not hold other major appointments and professional qualifications; (2) he/she does not hold any position in the Company and its subsidiaries; (3) he/she does not have any relationships with any directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company or any of its subsidiaries; (4) he/she does not hold any interest in the shares of the Company within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance; and (5) there is no other information that needs to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules, nor is there any other matter relating to his/her appointment that needs to be brought to the attention of the Shareholders.

## APPENDIX II

### BIOGRAPHICAL DETAILS OF EXTERNAL SUPERVISOR CANDIDATE

#### Mr. MA Yongyi

Mr. MA Yongyi (馬永義), aged 58, has served as an external Supervisor of the Company since February 2018. He has been working successively as the director of the distance education centre, the director of the academic department and the director of teacher management committee of Beijing National Accounting Institute (北京國家會計學院) since February 2004, and has been serving as a doctoral tutor of the Executive DBA program with Paris Dauphine University at the Beijing National Accounting Institute since May 2018. Mr. MA Yongyi was awarded the title of expert entitled to Government Special Allowance granted by the State Council in January 2019. He has been an independent supervisor of Chanjet Information Technology Company Limited (a company listed on the Hong Kong Stock Exchange, stock code: 01588) since April 2014, an independent non-executive director of CIFI Ever Sunshine Services Group Limited (a company listed on the Hong Kong Stock Exchange, stock code: 01995) since November 2018, an independent director of Piesat Information Technology Co., Ltd. (a company listed on the Shanghai Stock Exchange, stock code: 688066) from March 2019 to May 2023, and an independent director of Glodon Company Limited (a company listed on the Shenzhen Stock Exchange, stock code: 002410) since April 2020.

Mr. MA Yongyi obtained a doctorate degree in management from Central University of Finance and Economics (中央財經大學) in Beijing, the PRC in July 2003. Mr. MA Yongyi has been recognised as a professor by the Ministry of Finance since October 2009. He has also been a director of the Accounting Society of China (中國會計學會) since March 2014.

Save as disclosed in this announcement, Mr. MA Yongyi has confirmed that, as at the date of this announcement, (1) he has not served as a director in other public companies the securities of which are listed in Hong Kong or overseas in the past three years, and he does not hold other major appointments and professional qualifications; (2) he does not hold any position in the Company and its subsidiaries; (3) he does not have any relationships with any directors, supervisors, senior management, substantial shareholders or controlling shareholders of the Company or any of its subsidiaries; (4) he does not hold any interest in the shares of the Company within the meaning of Part XV of the Hong Kong Securities and Futures Ordinance; and (5) there is no other information that needs to be disclosed pursuant to any of the requirements under Rule 13.51(2)(h) to (v) of the Listing Rules, nor is there any other matter relating to his appointment that needs to be brought to the attention of the Shareholders.