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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)**

## **RESIGNATION OF A NON-EXECUTIVE DIRECTOR AND NOMINATION OF A NON-EXECUTIVE DIRECTOR CANDIDATE**

### **RESIGNATION OF A NON-EXECUTIVE DIRECTOR**

The board of directors (the “**Board**”) of China Development Bank Financial Leasing Co., Ltd. (the “**Company**”) hereby announces that Mr. LIU Xipu (“**Mr. LIU**”) resigned as a non-executive director of the Company, a member of the Risk Management and Internal Control Committee, a member of the Related Party Transaction Control Committee and a member of the Social Responsibility and Consumer Rights Protection Committee of the Board due to change of work arrangements. The resignation letter from Mr. LIU was delivered to the Board on 6 December 2024. Mr. LIU will continue to perform his duties before the appointment of a newly elected non-executive director of the Company.

Mr. LIU has confirmed that he has no disagreement with the Board and there are not any other matters relating to his resignation that need to be brought to the attention of the shareholders of the Company (the “**Shareholders**”).

During the period when Mr. LIU acted as a non-executive director of the Company, Mr. LIU performed his jobs with diligence and dedication. He wholeheartedly safeguarded the interests of the Company and its Shareholders. The Board would like to take this opportunity to express its sincere gratitude to Mr. LIU for his valuable contributions to the development of the Company during his term of office.

\* *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.*

## NOMINATION OF A NON-EXECUTIVE DIRECTOR CANDIDATE

The Board is pleased to announce that the Board has considered and approved at its meeting held on 6 December 2024 that Mr. ZHANG Chuanhong (“**Mr. ZHANG**”) has been nominated as a non-executive director candidate of the Company. Mr. ZHANG has confirmed that he has no disagreement in respect of the nomination. The appointment of Mr. ZHANG shall take effect upon obtaining the approval at the extraordinary general meeting of the Company (the “**EGM**”) and from the date of approval of his qualification for directorship by the Shenzhen Office of the National Financial Regulatory Administration (the “**NFRA Shenzhen Office**”), to the date of expiry of the term of the third session of the Board. Mr. ZHANG may serve consecutive terms if he is re-elected upon the expiry of his term of office as a non-executive director of the Company. In order to ensure the normal operation of the Board, prior to the formal appointment of the newly elected director, the original director shall continue to conscientiously perform his duties in accordance with the requirements of the laws, administrative regulations, regulatory documents and the articles of association of the Company.

If Mr. ZHANG is elected at the EGM as a non-executive director of the third session of the Board and the NFRA Shenzhen Office approves his qualification for directorship, the Board will appoint Mr. ZHANG as a non-executive director, a member of the Risk Management and Internal Control Committee, a member of the Related Party Transaction Control Committee and a member of the Social Responsibility and Consumer Rights Protection Committee of the third session of the Board. The tenure of his appointment shall take effect from the date of approval of his qualification for directorship by the NFRA Shenzhen Office to the date of expiry of the term of the third session of the Board.

Pursuant to Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), biographical details of Mr. ZHANG are set out as follows:

**Mr. ZHANG Chuanhong**, aged 54. Mr. ZHANG served as the director of budget management of the finance department of China Yangtze Power Co., Ltd.# (中國長江電力股份有限公司) from January 2003 to December 2006; held various positions in China Three Gorges Project Corporation# (中國三峽總公司) from December 2006 to September 2009, with his last position being the head of the budget management division of the assets and finance department; successively served as the head of the budget management division, the head of the budget division, the head of the budget and cost management division, and the deputy director of the assets and finance department of China Three Gorges Corporation# (中國長江三峽集團公司) from September 2009 to October 2019; served as the chief accountant of China Three Gorges Projects Development Co., Ltd.# (中國三峽建設管理有限公司) from October 2019 to December 2020; and served as the chief accountant of China Three Gorges Construction Engineering Corporation# (中國三峽建工(集團)有限公司) from December 2020 to April 2022. He has served as the chief professional and deputy director of the finance and asset management department of China Three Gorges Corporation# (中國長江三峽集團有限公司) since April 2022.

Mr. ZHANG graduated from Xiamen University in July 1992, majoring in accounting, and obtained a bachelor’s degree in economics. Mr. ZHANG was qualified as a senior accountant in December 2001.

Save as disclosed herein, Mr. ZHANG confirms that, as at the date of this announcement: (1) he has not held any directorships in other public companies whose securities are listed on any securities market in Hong Kong or overseas in the past three years, and he does not hold any other major appointments or professional qualifications; (2) he does not hold any position in the Company or any of its subsidiaries; (3) he does not have any relationships with any directors, supervisors, senior management, substantial Shareholders or controlling Shareholders of the Company and 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 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.

If Mr. ZHANG is elected as a non-executive director of the Company at the EGM and obtains the approval of his qualification for directorship by the NFRA Shenzhen Office, the Company will enter into a service contract with him. The Company's directors will receive their remuneration or allowances during their terms of office in accordance with the Administrative Measures of 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 directors' remuneration or allowances in its annual report each year. As Mr. ZHANG will not hold any management position in the Company, he will not receive any remuneration or allowance during his term of office as a non-executive director of the Company.

A circular which includes, among other things, the aforesaid nomination and a notice of the EGM will be sent to the Shareholders as soon as reasonable and practicable.

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

Shenzhen, the PRC  
6 December 2024

*As at the date of this announcement, the executive directors of the Company are Ms. MA Hong and Mr. JIN Tao; the non-executive directors are Mr. ZHANG Kesheng and Mr. LIU Xipu; and the independent non-executive directors are Mr. LI Haijian, Mr. LIU Ming and Mr. WANG Guiguo.*

# *For identification purposes only*