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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)

SUPPLEMENTAL ANNOUNCEMENT
DISCLOSEABLE TRANSACTIONS
FINANCE LEASE TRANSACTIONS

Reference is made to the announcement of China Development Bank Financial Leasing Co., Ltd. (the "**Company**") dated 25 June 2025 (the "**Announcement**") in relation to, among other things, the Company (as the Lessor) entered into the Several Finance Lease Agreements with the Lessee. Unless otherwise specified, capitalised terms used herein shall have the same meanings as those defined in the Announcement.

The Company would like to supplement the further details of the Several Finance Lease Agreements.

SEVERAL FINANCE LEASE AGREEMENTS

On 20 February 2025 and 17 April 2025 (after trading hours), respectively, the Company (as the Lessor) entered into the Several Finance Lease Agreements with the Lessee, pursuant to which (i) the Lessor agreed to purchase the Leased Assets from the Lessee at a consideration of approximately RMB452,000,000 and RMB110,000,000, respectively, and (ii) the Lessor agreed to lease the Leased Assets to the Lessee with lease period of 12 and 60 months, respectively (the "**Several Transactions**").

* *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.*

Details of the Several Finance Lease Agreements are summarised as follows:

Date	20 February 2025	17 April 2025
Lessor	The Company	
Lessee	Beijing China Auto Rental Co., Ltd# (北京神州汽車租賃有限公司) To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the Lessee and its ultimate beneficial owner are both independent third parties of the Company and its connected persons (as defined in the Listing Rules). For information on the parties, please refer to the Announcement.	
Leased Assets	Certain vehicles that are owned by the Lessee across the PRC. The Lessee does not separately calculate the profits before and after tax of the Leased Assets.	
The appraised value of the Leased Assets	Approximately RMB476,000,000	Approximately RMB117,000,000
Lease Period	12 months	60 months
Rent and Method of Payment	Pursuant to the Several Finance Lease Agreements, the Lessor agreed to lease the Leased Assets to the Lessee. The rent, including value-added taxes, is calculated and paid in RMB and is comprised of lease principal and lease interest. The lease principal and lease interest shall be paid by the Lessee to the Lessor on a monthly basis in installments during the lease period. The terms of the Several Finance Lease Agreements, including the Leased Assets' transfer consideration, lease principal, lease interest and other expenses under the Several Finance Lease Agreements, were determined upon arm's length negotiation between the Lessee and the Lessor with reference to the appraised value of the Leased Assets and the prevailing market prices of the same category of finance lease products in the PRC.	
Lease Principal	Consistent with the transfer consideration, being approximately RMB452,000,000 in total	Consistent with the transfer consideration, being approximately RMB110,000,000 in total
Total Amount of Lease Interest During the Lease Period	Approximately RMB14,000,000	Approximately RMB16,000,000
Transfer Consideration	Approximately RMB452,000,000	Approximately RMB110,000,000

The Leased Assets and Their Ownership	The Lessee has agreed to transfer and/or change the registration of the Leased Assets to the Lessor during the lease period. The consideration will be paid by the Lessor's self-owned funds and/or commercial loans. At the same time, the Lessor has agreed to lease the Leased Assets to the Lessee. The Lessee is entitled to the possession, usage and benefits of such assets. Upon expiration of the lease period, the Lessee may purchase back the Leased Assets from the Lessor at a consideration of RMB1 per vehicle in nominal value.

REASONS FOR AND BENEFITS OF ENTERING INTO THE SEVERAL FINANCE LEASE AGREEMENTS

The Several Finance Lease Agreements are entered into by the Company during its ordinary and usual course of business. Entering into the Several Finance Lease Agreements benefits the Company by increasing revenue from its finance lease business and is consistent with the Company's business development strategy.

The Directors are of the view that the terms under the Several Finance Lease Agreements are fair and reasonable and are in the interests of the Company and the shareholders of the Company as a whole.

IMPLICATIONS UNDER THE LISTING RULES

According to Chapter 14 of the Listing Rules, as the highest applicable percentage ratio of the Several Transactions, individually and on aggregation basis, is lower than 5%, each of the Several Transactions is not subject to the reporting, announcement, circular and shareholders' approval requirements under Chapter 14 of the Listing Rules. As the highest applicable percentage ratio of the Previous Transactions after aggregation with the Several Transactions is higher than 5% but lower than 25%, the Previous Transactions constitute discloseable transactions of the Company and were subject to the reporting and announcement requirements, but were exempt from the circular and shareholders' approval requirements under Chapter 14 of the Listing Rules.

Due to an inadvertent oversight in calculating the percentage ratio, the Company failed to comply with the relevant reporting and announcement requirements in a timely manner when entering into the Previous Finance Lease Agreements. The incident occurred after a rotation of client managers in the business department, where the new client manager misunderstood the Listing Rules in computing the size test percentage ratios and did not consider the aggregation, which led to an oversight in applying the size test and aggregation rules.

FURTHER DETAILS OF REMEDIAL MEASURES

1. Enhancing compliance training for relevant employees

    (a) The office of the Board, as the designated department for information disclosure management of the Company, currently conducts company-wide regular information disclosure training once a year. The training for this year will be held between July and August and the duration of such training session is at least one hour with adequate extra time for Q&A session. Apart from the routine training content, emphasis will be placed on the key elements of information disclosure and transactions aggregation requirements under the Listing Rules, targeting on participants including client managers from business department who are involved in information disclosure-related work, as well as other employees from the Company's middle and back offices who are interested in such topics. Meanwhile, this delayed disclosure will be reported as a case study for company-wide circulation to enhance employees' awareness of compliance.

(b) The office of the Board will file the materials for the regular training on the Company's online training platform and will require personnel newly joined or newly transferred to the business department due to job rotation, to study the aforementioned training materials. The office of the Board will also provide consultation to the employees of the business department on issues related to information disclosure.

2. Improving internal control procedures

(a) Enhance the management of the existing transaction database, which includes the identities of the transaction counterparties and their relationship with the Company within a 12-month period, for the purpose of monitoring notifiable transactions and connected transactions of the Company under the Listing Rules.

(b) Establish dedicated information disclosure positions in business departments to conduct the following procedures each time before entering into any transaction: (i) review and cross-check the transaction details against the records contained in the transaction database, (ii) identify whether the transaction will be conducted with the same or related counterparty within the 12-month period, and if so, assess whether the transaction should be aggregated with previous transaction(s), (iii) after performing the above procedures, ensure that size test calculations have been performed for assessing whether such transaction constitutes a notifiable transaction requiring disclosure under the Listing Rules, on a standalone or aggregate basis, and (iv) review and validate the relevant business departments' disclosures to ensure accurate calculations and prevent errors. The relevant personnel will also conduct periodic reviews on internal control concerning the aggregation of transactions completed with the same party (or with parties connected or otherwise associated) within a 12-month period.

(c) In addition to the routine four quarterly circulars on information disclosure work summary, and the issue of working guidelines on information disclosure from time to time, the office of the Board will henceforth issue transaction threshold reminders at least once a month. Although the Company has established an information disclosure threshold monitoring system accessible to all employees, if the Company's share price falls below the lowest closing price in the last three months, the office of the Board will immediately issue working guidelines on information disclosure and alert business department to pay attention to the possible change in information disclosure threshold under the size test.

3. External continuous supervision

The Company will arrange for an external consultant to conduct two thematic training sessions per year for the Directors, senior management and relevant employees responsible for information disclosure of the Company. The contents of the training include, but are not limited to, size test and information disclosure obligations, interpretation of the latest regulatory rule changes, and analysis of typical disciplinary cases from the Stock Exchange. The duration of each training session shall be not less than one hour.

4. Timeframe for implementing the above remedial measures

The Company will promptly complete all comprehensive and systemic improvement measures between July and August 2025.

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

Shenzhen, the PRC
1 August 2025

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. ZHANG Chuanhong; and the independent non-executive directors are Mr. LIU Ming and Mr. WANG Guiguo.

For identification purposes only