THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this circular or as to the action to be taken, you should consult your stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional advisers.

If you have sold or transferred all your shares in China Cinda Asset Management Co., Ltd., you should at once hand this circular and the accompanying proxy form of the extraordinary general meeting to the purchaser or the transferee or to the bank, licensed securities dealer or other agent through whom the sale or transfer was effected for transmission to the purchaser or the transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this circular, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this circular.

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 04621 (Preference Shares))

REMUNERATION SETTLEMENT SCHEME FOR THE DIRECTORS FOR 2023
REMUNERATION SETTLEMENT SCHEME FOR THE SUPERVISORS FOR 2023
ELECTION OF MR. WANG KUNHUI AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY
CHARITABLE DONATIONS TO SUPPORT FIRE RESCUE AND RELIEF IN WANG FUK COURT IN TAI PO DISTRICT, HONG KONG
AND
NOTICE OF THE 2025 THIRD EXTRAORDINARY GENERAL MEETING

A notice of convening the 2025 third extraordinary general meeting of China Cinda Asset Management Co., Ltd. at No. 1 Building, 9 Naoshikou Street, Xicheng District, Beijing, the PRC at 10:00 a.m. on Wednesday, December 24, 2025 is set out on pages 10 to 12 of this circular.

If you wish to appoint a proxy to attend the EGM, you are required to complete and return the accompanying proxy form in accordance with the instructions printed thereon no later than 24 hours before the time designated for convening the EGM. Completion and return of the proxy form will not preclude you from attending and voting in person at the EGM or at any adjourned meeting should you so wish.

December 4, 2025

CONTENTS

Page

Definitions 1

Letter from the Board 3

1. Introduction 3
2. Matters to be considered at the EGM 4
3. EGM 4
4. Recommendation 5

Appendix I Matters to be considered at the EGM 6

Notice of the EGM 10

In this circular, unless the context otherwise requires, the following expressions shall have the following meanings:

"Articles of Association"	the articles of association of the Company, as amended from time to time
"Board"	the board of directors of the Company
"Board of Supervisors"	the board of supervisors of the Company
"(the) Company"	China Cinda Asset Management Co., Ltd., a joint stock company incorporated in the PRC with limited liability, whose H Shares are listed on the Hong Kong Stock Exchange (stock code: 01359)
"Director(s)"	director(s) of the Company
"EGM"	the 2025 third extraordinary general meeting of the Company to be held at No. 1 Building, 9 Naoshikou Street, Xicheng District, Beijing, the PRC at 10:00 a.m. on Wednesday, December 24, 2025
"H Share(s)"	ordinary share(s) of RMB1.00 each in the share capital of the Company which are listed on the Hong Kong Stock Exchange
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"Latest Practicable Date"	December 2, 2025, being the latest practicable date for the purpose of ascertaining certain information contained in this circular prior to its publication
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"NFRA"	National Financial Regulatory Administration
"PRC"	the People's Republic of China, and which for the purpose of this circular only, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan

"Share(s)"	ordinary share(s) of RMB1.00 each in the share capital of the Company
"Shareholder(s)"	holder(s) of the Share(s) of the Company
"Supervisor(s)"	supervisor(s) of the Company
"RMB"	Renminbi

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 04621 (Preference Shares))

Executive Directors:
ZHANG Weidong
ZHAO Limin

Non-executive Directors:
CHEN Xiaowu
ZENG Tianming
ZHANG Zhongmin

Independent Non-executive Directors:
LU Zhengfei
LAM Chi Kuen
WANG Changyun
SUN Maosong
SHI Cuijun

Registered address:
No. 1 Building
9 Naoshikou Street
Xicheng District
Beijing
the PRC

Principal place of business in Hong Kong:
12/F
AIA Central
1 Connaught Road Central
Central, Hong Kong

December 4, 2025

To the Shareholders,

Dear Sir or Madam,

REMUNERATION SETTLEMENT SCHEME FOR THE DIRECTORS FOR 2023
REMUNERATION SETTLEMENT SCHEME FOR THE SUPERVISORS FOR 2023
ELECTION OF MR. WANG KUNHUI AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY
CHARITABLE DONATIONS TO SUPPORT FIRE RESCUE AND RELIEF IN WANG FUK COURT IN TAI PO DISTRICT, HONG KONG
AND
NOTICE OF THE 2025 THIRD EXTRAORDINARY GENERAL MEETING

1. INTRODUCTION

The purpose of this circular is to provide you with the notice of the EGM and the information on the resolutions to be considered at the EGM to enable you to make informed decisions on whether to vote for or against the resolutions at the EGM.

2. MATTERS TO BE CONSIDERED AT THE EGM

The resolutions to be proposed at the EGM for the Shareholders to consider and approve are: (1) the remuneration settlement scheme for the Directors for 2023; (2) the remuneration settlement scheme for the Supervisors for 2023; (3) the election of Mr. WANG Kunhui as a non-executive director of the Company; and (4) the charitable donations to support fire rescue and relief in Wang Fuk Court in Tai Po District, Hong Kong. The above resolution (4) is a special resolution, and the remaining resolutions are ordinary resolutions.

Details of the matters to be considered at the EGM are set out in the notice of the EGM on pages 10 to 12 of this circular. In order to enable you to have a better understanding of the resolutions to be proposed at the EGM and to make well-informed decisions, the Company has provided detailed information in this circular, including matters to be considered at the EGM (see Appendix I).

3. EGM

The EGM will be held at No. 1 Building, 9 Naoshikou Street, Xicheng District, Beijing, the PRC at 10:00 a.m. on Wednesday, December 24, 2025. The notice of the EGM is set out in this circular.

In order to determine the holders of H Shares who are entitled to attend the EGM, the register of holders of H Shares of the Company will be closed from Friday, December 19, 2025 to Wednesday, December 24, 2025 (both days inclusive). Holders of H Shares of the Company who intend to attend the EGM shall deposit the share certificates together with the transfer documents at 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. on Thursday, December 18, 2025. Shareholders whose names appear on the register of holders of H Shares of the Company at the close of business on Thursday, December 18, 2025 are entitled to attend the EGM.

Proxy form for the EGM is enclosed herein and also published on the website of the Hong Kong Stock Exchange (www.hkexnews.hk). Holders of H Shares who intend to attend the EGM by proxy shall complete and return the proxy form to Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong no later than 24 hours before the time appointed for convening the EGM. Completion and return of the proxy form will not preclude you from attending the EGM and voting in person.

The voting at the EGM shall be taken by way of registered poll.

4. RECOMMENDATION

The Board considers that all resolutions set out in the notice of the EGM for consideration and approval by Shareholders are in the best interests of the Company and the Shareholders as a whole. Accordingly, the Board recommends the Shareholders to vote in favour of all resolutions to be proposed at the EGM.

Yours faithfully,
By order of the Board
China Cinda Asset Management Co., Ltd.
ZHANG Weidong
Chairman

I. TO CONSIDER AND APPROVE THE REMUNERATION SETTLEMENT SCHEME FOR THE DIRECTORS FOR 2023

In accordance with relevant policies and rules of the PRC government, the Company has formulated the remuneration settlement scheme for the Directors for 2023. This resolution has been considered and approved at the ninth meeting of the Board in 2025, and is hereby submitted to the EGM for consideration and approval in accordance with the relevant provisions of the Articles of Association. Details of the scheme are set out below:

Unit: RMB10,000

Name	Position in 2023	Basic annual remuneration	Performance-based annual remuneration	Total annual remuneration (before tax)	Incentive income for 2021-2023	Allowance	Benefit
ZHANG Weidong	Chairman and executive director	38.43	37.01	75.44	51.74	–	22.98
LIANG Qiang	Executive director and president	38.43	37.19	75.62	19.69	–	23.11
ZHAO Limin	Executive director and vice president	34.59	33.31	67.90	45.01	–	22.27
WANG Shaoshuang	Non-executive director	–	–	–	–	–	–
CHEN Xiaowu	Non-executive director	–	–	–	–	–	–
ZHANG Yuxiang	Non-executive director	–	–	–	–	–	–
TANG Jiang	Non-executive director	–	–	–	–	–	–
HE Jieping	Non-executive director	–	–	–	–	–	–
LIU Chong	Non-executive director	–	–	–	–	–	–
LU Zhengfei	Independent non-executive director	–	–	–	–	25.00	–
LAM Chi Kuen	Independent non-executive director	–	–	–	–	25.00	–
WANG Changyun	Independent non-executive director	–	–	–	–	25.00	–
SUN Maosong	Independent non-executive director	–	–	–	–	25.00	–
SHI Cuijun	Independent non-executive director	–	–	–	–	18.12	–

Notes:

1. Non-executive directors do not receive remuneration from the Company.

2. In accordance with the allowance scheme for independent directors approved at the shareholders' general meeting of the Company, the basic annual allowance of each independent non-executive director is RMB250,000 (before tax).

3. In accordance with the relevant policies and rules of the PRC government, the incentive income of the chairman of the board, president and executive directors of the Company for the period 2021-2023 shall be calculated at the end of the performance assessment term according to the term of office, annual remuneration level and term assessment results upon conclusion of the term assessment (taking 3 years as one performance assessment term). The incentive income of ZHANG Zi'ai, former chairman and executive director of the Company, was RMB272,700.

4. Changes of directors:

   1) TANG Jiang has ceased to be a non-executive director of the Company since March 2023.

   2) SHI Cuijun has served as an independent non-executive director of the Company since April 2023.

   3) HE Jieping has ceased to be a non-executive director of the Company since August 2023.

   4) LIU Chong has ceased to be a non-executive director of the Company since November 2023.

II. TO CONSIDER AND APPROVE THE REMUNERATION SETTLEMENT SCHEME FOR THE SUPERVISORS FOR 2023

In accordance with relevant policies and rules of the PRC government, the Company has formulated the remuneration settlement scheme for the Supervisors for 2023. The fourth meeting of the Board of Supervisors in 2025 has considered and approved the resolution in relation to the submission of the remuneration settlement scheme for the Supervisors for 2023 to the shareholders' general meeting for consideration. In accordance with the relevant provisions of the Articles of Association, the resolution is hereby submitted to the EGM for consideration and approval. Details of the scheme are set out below:

Unit: RMB10,000

Name	Position in 2023	Basic annual remuneration	Performance-based annual remuneration	Total annual remuneration (before tax)	Allowance	Benefit
ZHEN Qinggui	External supervisor	–	–	–	20.00	–
LIU Li	External supervisor	–	–	–	20.00	–
CAI Xiaoqiang	External supervisor	–	–	–	20.00	–
GONG Hongbing	Employee supervisor	–	–	–	2.00	–
LU Baoxing	Employee supervisor	–	–	–	2.00	–
YUAN Liangming	Employee supervisor	–	–	–	2.00	–
ZHOU Lihua	Employee supervisor	–	–	–	2.00	–

Notes:

1. In accordance with the allowance scheme for external supervisors approved at the shareholders' general meeting of the Company, the basic annual allowance of each external supervisor is RMB200,000 (before tax).

2. In accordance with the allowance scheme for employee supervisors approved at the shareholders' general meeting of the Company, the basic annual allowance for each employee supervisor is RMB20,000 (before tax).

3. In accordance with the relevant policies and rules of the PRC government, the incentive income of the chairman of the board of supervisors of the Company for the period 2021-2023 shall be calculated at the end of the performance assessment term according to the term of office, annual remuneration level and term assessment results upon conclusion of the term assessment (taking 3 years as one performance assessment term). The incentive income of GONG Jiande, former chairman of the board of supervisors and shareholder representative supervisor of the Company, was RMB356,800.

III. TO CONSIDER AND APPROVE THE ELECTION OF MR. WANG KUNHUI AS A NON-EXECUTIVE DIRECTOR OF THE COMPANY

In accordance with the relevant provisions of the Articles of Association and work requirements, the Board nominated Mr. WANG Kunhui ("**Mr. WANG**") as a non-executive director of the Company.

The details of Mr. WANG are as follows:

Mr. WANG Kunhui, born in 1975, had served as deputy general manager of the Asia-Pacific Trade Division of COSCO Container Lines Co., Ltd., deputy general manager and general manager of the Latin America/Africa Trade Division of COSCO SHIPPING Lines Co., Ltd., and deputy general manager, Party Committee member, chairman, and secretary of the Party Committee of COSCO SHIPPING (South America) Co., Ltd. He currently serves as an executive director, general manager, and deputy secretary of the Party Committee of COSCO SHIPPING Development Co., Ltd. Mr. WANG graduated from Shanghai Maritime College (currently known as Shanghai Maritime University) in 1998, majoring in transportation management engineering and obtained a bachelor's degree in engineering.

Mr. WANG's term of office shall be three years commencing from the date of approval of his qualification as director at the EGM and the approval by NFRA and he shall be eligible for re-election upon the expiry of his term of office. Mr. WANG will enter into a service contract with the Company after his qualification is approved by the NFRA. Mr. WANG will not receive any director's fee or remuneration from the Company.

Save as disclosed above, Mr. WANG does not hold any directorships in other listed companies in the past three years, does not hold any other positions in the Company or any of its subsidiaries, and does not have any relationship with any directors, senior management, or substantial or controlling shareholders of the Company. As at the Latest Practicable Date, Mr. WANG does not have any interest in the shares of the Company (within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)), and has not been subject to any penalty or punishment imposed by China Securities Regulatory Commission or any other relevant authorities or stock exchanges.

Mr. WANG has confirmed that there is no other matter relating to his nomination that needs to be brought to the attention of the shareholders of the Company, and there is no other information that needs to be disclosed pursuant to Rules 13.51(2) (h) to (v) of the Listing Rules.

This resolution has been considered and approved at the ninth meeting of the Board in 2025. In accordance with the relevant provisions of the Articles of Association, it is hereby submitted to the EGM for consideration and approval.

IV. TO CONSIDER AND APPROVE THE CHARITABLE DONATIONS TO SUPPORT FIRE RESCUE AND RELIEF IN WANG FUK COURT IN TAI PO DISTRICT, HONG KONG

To actively fulfill its corporate social responsibility and establish a good corporate image of responsibility and commitment, the Hong Kong-based subsidiaries of the Company intend to make an urgent donation of HK$5.58 million to support the emergency rescue, treatment of the injured, and reconstruction of homes in the fire-stricken area of Tai Po District, Hong Kong. Of this amount, HK$0.26 million falls within the 2025 external donation quota approved at the Company's first extraordinary general meeting of 2025. An application is made to increase the 2025 external donation quota of the Company by HK$5.32 million.

This resolution has been considered and approved at the ninth meeting of the Board in 2025. In accordance with the Articles of Association and other relevant regulations, it is hereby submitted to the EGM for consideration and approval. It is also proposed at the EGM that the Board be authorized, and that the Board authorize the President or other persons authorized by the President, to handle the specific utilization of the 2025 external donation funds within the Company's donation quota (including adjustments to quotas and donation purposes between the parent company and subsidiaries) based on the actual situation of disaster relief and the Company's fulfillment of social responsibilities.

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 04621 (Preference Shares))

NOTICE OF THE 2025 THIRD EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 2025 third extraordinary general meeting (the "**EGM**") of China Cinda Asset Management Co., Ltd. (the "**Company**") will be held at No. 1 Building, 9 Naoshikou Street, Xicheng District, Beijing, the People's Republic of China (the "**PRC**") at 10:00 a.m. on Wednesday, December 24, 2025 for considering and, if thought fit, passing the following resolutions:

Ordinary Resolutions

1. To consider and approve the remuneration settlement scheme for the Directors for 2023

2. To consider and approve the remuneration settlement scheme for the Supervisors for 2023

3. To consider and approve the election of Mr. WANG Kunhui as a non-executive director of the Company

Special Resolution

4. To consider and approve the charitable donations to support fire rescue and relief in Wang Fuk Court in Tai Po District, Hong Kong

Notice of Closure of Register of Members

The register of holders of H Shares of the Company will be closed from Friday, December 19, 2025 to Wednesday, December 24, 2025 (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 EGM 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. on Thursday, December 18, 2025. Shareholders whose names appear on the register of holders of H Shares of the Company at the close of business on Thursday, December 18, 2025 will be entitled to attend and vote at the EGM.

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 EGM of the Company dated December 4, 2025. 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 Weidong
Chairman

Beijing, the PRC
December 4, 2025

As at the date of this notice, the Board of the Company consists of Mr. ZHANG Weidong and Mr. ZHAO Limin as executive Directors, Mr. CHEN Xiaowu, Mr. ZENG Tianming and Ms. ZHANG Zhongmin as non-executive Directors, and Mr. LU Zhengfei, Mr. LAM Chi Kuen, Mr. WANG Changyun, Mr. SUN Maosong and Ms. SHI Cuijun as independent non-executive Directors.

Notes:

1. The register of members of the Company will be closed from Friday, December 19, 2025 to Wednesday, December 24, 2025 (both days inclusive). Holders of H Shares and domestic shares whose names appear on the register of members of the Company at the close of business on Thursday, December 18, 2025 shall be entitled to attend and vote at the EGM. Holders of H Shares of the Company who wish to attend and vote at the EGM 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. on Thursday, December 18, 2025.

2. A Shareholder entitled to attend and vote at the EGM may appoint one or more persons to attend and vote on his/her behalf. A proxy need not be a Shareholder of the Company, but he/she must attend the EGM in person to represent the relevant Shareholder.

3. The instrument appointing a proxy must be in writing under the hand of a Shareholder or his/her attorney duly authorized in writing. If the Shareholder is a corporation, that instrument must be executed either under its common seal or under the hand of its director(s) or duly authorized attorney. If that instrument is signed by an attorney of the Shareholder, the power of attorney authorizing that attorney to sign or other authorization document must be notarized.

4. In order to be valid, the proxy form for the EGM, the notarized power of attorney or other authorization document (if any) must be delivered to the Board of Directors' Office of the Company for holders of domestic shares, and 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 EGM (i.e. before 10:00 a.m. on Tuesday, December 23, 2025, Hong Kong time) or any adjournment thereof (as the case may be). Completion and return of a proxy form will not preclude a Shareholder from attending and voting in person at the EGM or any adjournment thereof.

5. Pursuant to the Articles of Association of the Company, any vote of Shareholders at a general meeting must be taken by poll. As such, the resolutions set out in the notice of the EGM will be voted on by poll. The EGM will be conducted by way of on-site voting.

6. The EGM is expected to last for half a day. Shareholders (in person or by proxy) attending the EGM are responsible for their own transportation and accommodation expenses. Shareholders or their proxies attending the EGM shall produce their identity documents.

7. In the case of joint Shareholders, 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 Shareholder(s), 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 Shareholders.