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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)

DISCLOSEABLE TRANSACTION IN RELATION TO THE PURCHASE OF THREE VESSELS

The Board hereby announces that on 14 July 2026 (after trading hours), three wholly-owned subsidiaries of the Company (as the Buyers) entered into the Novation Agreement with the Original Buyer and the Seller, pursuant to which, (i) the Original Buyer agreed to transfer its rights and obligations under the Shipbuilding Contract to the Buyers, and (ii) the Seller agreed to build and sell the Subject Vessels to the Buyers, and the Buyers agreed to purchase the Subject Vessels, at a consideration of not more than USD138,000,000.

As the highest applicable percentage ratio of the transaction under the Novation Agreement is higher than 5% but lower than 25% under Chapter 14 of the Listing Rules, the transaction constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but is exempt from the circular and shareholders' approval requirements under Chapter 14 of the Listing Rules.

NOVATION AGREEMENT

The Board hereby announces that on 14 July 2026 (after trading hours), three wholly-owned subsidiaries of the Company (as the Buyers) entered into the Novation Agreement with the Original Buyer and the Seller, pursuant to which, (i) the Original Buyer agreed to transfer its rights and obligations under the Shipbuilding Contract to the Buyers, and (ii) the Seller agreed to build and sell the Subject Vessels to the Buyers, and the Buyers agreed to purchase the Subject Vessels, at a consideration of not more than USD138,000,000.

* *China Development Bank Financial Leasing Co., Ltd. is (a) not an authorised institution within the meaning of the Banking Ordinance; (b) not authorised 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 Novation Agreement are summarised as follows:

Date

14 July 2026

Parties

Buyers: three wholly-owned subsidiaries of the Company, which is principally engaged in the vessel leasing business

Original Buyer: Hai Dong International Shipping Company Limited (海通國際船務有限公司)

Seller: Taizhou Kouan Shipbuilding Co., Ltd[#] (泰州口岸船舶有限公司)

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, each of the Original Buyer, the Seller and its ultimate beneficial owner is an independent third party of the Company and its connected persons (as defined in the Listing Rules).

Subject Vessels

The Subject Vessels are three multi-purpose bulk carriers, with an estimated aggregate market value of not more than USD138,000,000. The Seller shall build the Subject Vessels as agreed under the Novation Agreement.

Consideration, Sources of Funding, Delivery Terms and Use of the Subject Vessels

The Buyers agreed to purchase the Subject Vessels from the Seller at a consideration of not more than USD138,000,000, which will be calculated and paid in USD, using the Company's own funds and commercial bank loans. The consideration will be paid by the Buyers to the Seller in five installments based on the building progress under the Novation Agreement. It is expected that the Subject Vessels will be delivered in the fourth quarter of 2027.

The terms of the Novation Agreement (including the consideration for the transaction) were determined by the Buyers, the Original Buyer and the Seller after arm's length negotiations, with reference to the market transaction prices for vessels with similar specifications during the same period published by Clarksons Shipping Intelligence Network (approximately USD46,000,000 per vessel), the prevailing commercial practice and the financial position of the transaction counterparties.

After the completion of the transaction under the Novation Agreement, the Buyers as the lessor will lease the Subject Vessels under the operating lease mode.

REASONS FOR AND BENEFITS OF ENTERING INTO THE NOVATION AGREEMENT

The Novation Agreement was entered into by the Company during its ordinary and usual course of business. Entering into the Novation Agreement is conducive to giving full play to the advantages of all parties and increasing the market share of the Company in vessel market and is in line with the Company's business development strategy.

The Directors are of the view that the terms under the Novation Agreement are fair and reasonable and in the interests of the Company and the shareholders of the Company as a whole.

INFORMATION OF THE PARTIES

Information about the Company

The Company was established in the PRC in 1984 and converted into a joint stock limited company on 28 September 2015. Its principal business includes providing comprehensive leasing services to high-quality customers in the industries including aviation, shipping, energy, high-end equipment and inclusive finance.

Information about the Buyers

The Buyers are three wholly-owned subsidiaries of the Company incorporated in Tianjin Dongjiang Free Trade Zone, the PRC, which are principally engaged in the vessel leasing business.

Information about the Original Buyer

The Original Buyer is a limited company incorporated in Hong Kong, which is principally engaged in the shipping business.

Information about the Seller

The Seller is a limited liability company incorporated in Jiangsu Province, the PRC, which is principally engaged in the shipbuilding business.

IMPLICATIONS UNDER THE LISTING RULES

As the highest applicable percentage ratio of the transaction under the Novation Agreement is higher than 5% but lower than 25% under Chapter 14 of the Listing Rules, the transaction constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but is exempt from the circular and shareholders' approval requirements under Chapter 14 of the Listing Rules.

DEFINITIONS

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

“Board”	the board of directors of the Company
“Buyers”	three wholly-owned subsidiaries of the Company incorporated in Tianjin Dongjiang Free Trade Zone, the PRC, which are principally engaged in the vessel leasing business
“Company”	China Development Bank Financial Leasing Co., Ltd. (國銀金融租賃股份有限公司), a company established in the PRC in 1984 and converted into a joint stock limited company on 28 September 2015, the H shares of which are listed on the Stock Exchange with stock code of 1606
“Director(s)”	the director(s) of the Company
“Hong Kong”	Hong Kong Special Administrative Region of the PRC
“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“Novation Agreement”	the novation agreement of the Shipbuilding Contract in respect of the Subject Vessels entered into among the Buyers, the Original Buyer and the Seller on 14 July 2026
“Original Buyer”	Hai Dong International Shipping Company Limited (海通國際船務有限公司), the ultimate beneficial owner of which is Fujian Highton Development Co., Ltd.# (福建海通發展股份有限公司), a company listed on the Shanghai Stock Exchange with stock code of 603162
“PRC”	the People’s Republic of China
“RMB”	Renminbi, the lawful currency of the PRC
“Seller”	Taizhou Kouan Shipbuilding Co., Ltd.# (泰州口岸船舶有限公司), the ultimate beneficial owner of which is Mr. QI Wenchuan (戚文川)
“Shipbuilding Contract”	the shipbuilding contract in respect of the Subject Vessels previously entered into between the Original Buyer and the Seller

“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subject Vessels”	three multi-purpose bulk carriers
“USD”	United States dollars, the lawful currency of the United States of America
“%”	per cent

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

Shenzhen, the PRC
14 July 2026

As at the date of this announcement, the executive director of the Company is Ms. MA Hong; the non-executive directors are Mr. ZHANG Kesheng and Mr. ZHANG Chuanhong; and the independent non-executive directors are Mr. LIU Ming, Mr. WANG Guiguo and Ms. LIU Siqin.

For identification purposes only