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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 INFORMATION TECHNOLOGY COMPUTER EQUIPMENT FOR OPERATING LEASE BUSINESS

The Board hereby announces that on 16 November 2026 (after trading hours), the Company (as the Buyer) entered into the Current Product Purchase Agreement with the Seller, pursuant to which the Seller agreed to sell to the Buyer, and the Buyer agreed to purchase the Current Purchase Targets at a total consideration of approximately RMB9,676,000,000 (the "**Current Transaction**").

According to Chapter 14 of the Listing Rules, as the consideration ratio of the Transactions when aggregated is higher than 25% but lower than 100%, with all other applicable percentage ratios lower than 5%, the Company considered that the original consideration ratio produces an anomalous result and applied to the Stock Exchange to apply an alternative size test. The Stock Exchange exercised its discretion under Rule 14.20 of the Listing Rules to approve the Company's adoption of the alternative size test, and, after adopting such a test, the consideration ratio of the Transactions when aggregated is higher than 5% but lower than 25%, the Current Transaction constitutes a discloseable transaction of the Company when aggregated, 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.

* *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.*

## CURRENT PRODUCT PURCHASE AGREEMENT

The Board hereby announces that on 16 November 2026 (after trading hours), the Company (as the Buyer) entered into the Current Product Purchase Agreement with the Seller, pursuant to which the Seller agreed to sell to the Buyer, and the Buyer agreed to purchase the Current Purchase Targets at a total consideration of approximately RMB9,676,000,000.

Details of the Current Product Purchase Agreement are summarised as follows:

### Date

16 November 2026

### Parties

Buyer: the Company

Seller: Henan Kunlun Technology Co., Ltd.# (河南昆侖技術有限公司)

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, each of 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).

### Current Purchase Targets

The Current Purchase Targets are the information technology computer equipment. The total value of the Current Purchase Targets, which was determined based on the market price of the Current Purchase Targets and through the Company's internal evaluation process, is approximately RMB9,676,000,000. The Seller does not separately calculate the profits before and after taxation of the Current Purchase Targets.

### Consideration, Source of Funding, Delivery Terms and Use of the Current Purchase Targets

The Buyer agreed to purchase the Current Purchase Targets from the Seller at a consideration of approximately RMB9,676,000,000. The consideration will be paid to the Seller by the Company's own funds and/or commercial bank loans.

The terms of the Current Product Purchase Agreement (including the purchase consideration) were determined upon arm's length negotiation among the Buyer and the Seller with reference to the total value of the Current Purchase Targets, the prevailing commercial practice and the financial position of the transaction counterparties.

After the completion of the transaction under the Current Product Purchase Agreement, the Company (as the lessor) will enter into operating lease agreement(s) with the third-party lessee(s) to lease the Current Purchase Targets to the third-party lessee(s) under operating lease mode.

## REASONS FOR AND BENEFITS OF ENTERING INTO THE CURRENT PRODUCT PURCHASE AGREEMENT

The Current Product Purchase Agreement is entered into by the Company during its ordinary and usual course of business. Entering into the Current Product Purchase Agreement is conducive to giving full play to the advantages of all parties and increasing the market share of the Company in computer equipment operating lease market, and is therefore consistent with the Company's business development strategy.

In addition, reference is made to the announcement of the Company dated 13 July 2026, the Company, as the purchaser, agreed to purchase, on 13 July 2026, from the Seller, information technology computer equipment at a total consideration of not more than RMB1,500,000,000 (the "**Previous Transaction**"). As the Seller of the Previous Transaction and the Current Transaction is the same party, according to Rule 14.22 of the Listing Rules, the Transactions shall be aggregated.

The Directors are of the view that the terms under the Current Product Purchase Agreement are fair and reasonable and are 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 Seller**

The Seller is a limited liability company incorporated in the PRC, which is primarily engaged in the sale of computer software and hardware.

## IMPLICATIONS UNDER THE LISTING RULES

According to Chapter 14 of the Listing Rules, as the consideration ratio of the Transactions when aggregated is higher than 25% but lower than 100%, with all other applicable percentage ratios lower than 5%, the Company considered that the original consideration ratio produces an anomalous result and applied to the Stock Exchange to apply an alternative size test. The Stock Exchange exercised its discretion under Rule 14.20 of the Listing Rules to approve the Company's adoption of the alternative size test, and, after adopting such a test, the consideration ratio of the Transactions when aggregated is higher than 5% but lower than 25%, the Current Transaction constitutes a discloseable transaction of the Company when aggregated, 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 |
| "Company" or "Buyer" | 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 |
| "Current Product Purchase Agreement" | the product purchase agreement in respect of the Current Purchase Targets entered into between the Company and the Seller on 16 November 2026 |
| "Current Purchase Targets" | the information technology computer equipment under the Current Product Purchase Agreement, which are mainly applied for tasks requiring high-performance computing such as large-scale data processing and cloud computing |
| "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 |
| "PRC" | the People's Republic of China |
| "RMB" | Renminbi, the lawful currency of the PRC |
| "Seller" | Henan Kunlun Technology Co., Ltd.# (河南昆侖技術有限公司), the ultimate beneficial owner of which is State-owned Assets Supervision and Administration Commission of Henan Provincial People's Government (河南省人民政府國有資產監督管理委員會) |
| "Stock Exchange" | The Stock Exchange of Hong Kong Limited |
| "Transactions" | Previous Transaction and Current Transaction |
| "%" | per cent |

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

Shenzhen, the PRC
16 November 2026

*As at the date of this announcement, the executive director of the Company is Mr. BAO Quanyong; 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*