THIS SUPPLEMENTAL CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in doubt as to any aspect of this supplemental circular or as to the action to be taken, you should consult a licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in China Development Bank Financial Leasing Co., Ltd. (國銀金融租賃股份有限公司), you should at once hand this supplemental circular and the enclosed revised proxy form to the purchaser or 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 transferee.

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this supplemental 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 supplemental circular.

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 CIRCULAR
MAJOR TRANSACTION – PROPOSED PURCHASE OF INFORMATION TECHNOLOGY COMPUTER EQUIPMENT FOR OPERATING LEASE BUSINESS
AND
SUPPLEMENTAL NOTICE OF THE POSTPONED SECOND EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026

This supplemental circular should be read in conjunction with the circular (the "**Original Circular**") dated 5 November 2026 and the notice convening the ESM of the Company as set out on pages 8 to 9 of the Original Circular (the "**Original Notice**").

The Original Notice convening the ESM of the Company to be held at 10:00 a.m. on Tuesday, 24 November 2026 at Conference Room, CDB Financial Center, No. 2003 Fuzhong Third Road, Futian District, Shenzhen, Guangdong Province, the PRC was issued by the Company on 5 November 2026. In view of the additional ordinary resolution to approve, among other things, the Equipment Purchase Agreement to be submitted to the Shareholders for consideration, the Company has postponed and rescheduled the ESM to be held at 10:00 a.m. on Wednesday, 9 December 2026 at Conference Room, CDB Financial Center, No. 2003 Fuzhong Third Road, Futian District, Shenzhen, Guangdong Province, the PRC (the "**Postponed ESM**").

A revised proxy form (the "**Revised Proxy Form**") for use at the Postponed ESM is also enclosed and is also published on the website of the Stock Exchange (http://www.hkexnews.hk) and the website of the Company (http://www.cdb-leasing.com). If you intend to appoint a proxy to attend the Postponed ESM, you are reminded to complete and return the Revised Proxy Form in accordance with the instructions printed thereon as soon as possible but in any event not less than 24 hours before the time fixed for holding the Postponed ESM (i.e. 10:00 a.m. on Tuesday, 8 December 2026) or any adjournment thereof. Completion and return of the Revised Proxy Form will not preclude you from attending the Postponed ESM and voting in person if you so wish.

19 November 2026

* *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.*

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Unless the context otherwise requires, the following expressions in this supplemental circular shall have the following meanings:

"10 November Announcement"	the announcement of the Company dated 10 November 2026 in relation to the purchase of information technology computer equipment for operating lease business
"10 November Purchase Agreement"	the equipment purchase agreement in respect of the information technology computer equipment entered into between the Company and Guangdong Shuhuan on 10 November 2026 and as disclosed in the 10 November Announcement
"13 November Announcement"	the announcement of the Company dated 13 November 2026 in relation to the purchase of information technology computer equipment for operating lease business
"13 November Purchase Agreement"	the equipment purchase agreement in respect of the information technology computer equipment entered into between the Company and Guangdong Shuhuan on 13 November 2026 and as disclosed in the 13 November Announcement
"23 September Announcement"	the announcement of the Company dated 23 September 2026 in relation to the purchase of information technology computer equipment for operating lease business
"23 September Purchase Agreement"	the equipment purchase agreement in respect of the information technology computer equipment entered into between the Company and Guangdong Shuhuan on 23 September 2026 and as disclosed in the 23 September Announcement
"Announcement"	the announcement of the Company dated 19 November 2026 in relation to the Equipment Purchase Agreement
"associate(s)"	has the meaning ascribed to it under the Listing Rules
"Board"	the board of Directors of the Company
"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 the stock code of 1606
"connected person(s)"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	director(s) of the Company

"Domestic Share(s)"	ordinary share(s) in the Company's share capital, with a nominal value of RMB1.00 each, which are subscribed for and paid up in Renminbi
"Equipment Purchase Agreement"	the equipment purchase agreement in respect of the Purchase Targets entered into between the Company and Guangdong Shuhuan on 19 November 2026
"ESM"	the second extraordinary Shareholders' meeting of 2026 of the Company which was originally scheduled to be held at 10:00 a.m. on Tuesday, 24 November 2026 at Conference Room, CDB Financial Center, No. 2003 Fuzhong Third Road, Futian District, Shenzhen, Guangdong Province, the PRC
"Group"	the Company and its subsidiaries
"Guangdong Shuhuan"	Guangdong Shuhuan Zhilian Technology Co., Ltd.# (廣東數寰智聯科技有限公司), the ultimate beneficial owner of which is Ms. LI Qinhua (李琴華)
"H Share(s)"	overseas listed foreign share(s) contained in the share capital of the Company, with a nominal value of RMB1.00 each, which are listed on the Stock Exchange and traded in Hong Kong dollars
"HK$" or "Hong Kong dollars"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Latest Practicable Date"	19 November 2026, being the latest practicable date prior to the printing of this supplemental circular for ascertaining certain information contained herein
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"Original Circular"	the circular of the Company dated 5 November 2026 in respect of the matters to be considered at the ESM
"Original Notice"	the notice of ESM as set out on pages 8 to 9 of the Original Circular
"Original Proxy Form"	the proxy form which was published on 5 November 2026 together with the Original Circular

"Postponed ESM"	the postponed second extraordinary Shareholders' meeting of 2026 of the Company to be held at 10:00 a.m. on Wednesday, 9 December 2026 at Conference Room, CDB Financial Center, No. 2003 Fuzhong Third Road, Futian District, Shenzhen, Guangdong Province, the PRC
"PRC" or "China"	the People's Republic of China
"Previous Transactions"	the transactions contemplated under the 23 September Purchase Agreement, 10 November Purchase Agreement and 13 November Purchase Agreement
"Purchase Targets"	approximately 1,200 units of information technology computer equipment to be purchased under the Equipment Purchase Agreement, which are mainly applied for tasks requiring high-performance computing such as large-scale data processing and cloud computing
"Revised Proxy Form"	the proxy form which will be published on the websites of the Stock Exchange (http://www.hkexnews.hk) and the Company (http://www.cdb-leasing.com) together with this supplemental circular
"RMB" or "Renminbi"	the lawful currency of the PRC
"SFO"	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
"Share(s)"	ordinary share(s) with a nominal value of RMB1.00 each in the share capital of the Company, including H Share(s) and Domestic Share(s)
"Shareholder(s)"	the holder(s) of the Shares
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to it under the Listing Rules
"Supplemental ESM Notice"	the supplemental notice convening the Postponed ESM set out on pages 25 to 26 of this supplemental circular
"%"	per cent

For identification purposes only

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)

Executive Director:
Mr. BAO Quanyong *(Performing the duties of the Chairman, Vice Chairman)*

Non-executive Directors:
Mr. ZHANG Kesheng
Mr. ZHANG Chuanhong

Independent non-executive Directors:
Mr. LIU Ming
Mr. WANG Guiguo
Ms. LIU Siqin

Registered Office:
CDB Financial Center
No. 2003 Fuzhong Third Road
Futian District, Shenzhen
Guangdong Province, the PRC

Principal Place of Business in Hong Kong:
31/F, Tower Two, Times Square
1 Matheson Street
Causeway Bay
Hong Kong

19 November 2026

To the Shareholders

Dear Sir or Madam,

SUPPLEMENTAL CIRCULAR
MAJOR TRANSACTION – PROPOSED PURCHASE OF INFORMATION TECHNOLOGY COMPUTER EQUIPMENT FOR OPERATING LEASE BUSINESS
AND
SUPPLEMENTAL NOTICE OF THE POSTPONED SECOND EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026

I. INTRODUCTION

This supplemental circular should be read in conjunction with the Original Circular which contains, inter alia, the Original Notice. Unless otherwise defined, capitalised terms used in this supplemental circular shall have the same meanings as those defined in the Original Circular.

Reference is made to the Announcement.

The purpose of this supplemental circular is to provide Shareholders with: (i) details of the Equipment Purchase Agreement; (ii) other information reasonably necessary to enable Shareholders to make an informed decision as to whether to vote for or against the additional resolution to be proposed at the Postponed ESM; and (iii) the Supplemental ESM Notice and the Revised Proxy Form.

An additional ordinary resolution will be proposed at the Postponed ESM to approve the Equipment Purchase Agreement.

II. THE EQUIPMENT PURCHASE AGREEMENT

On 19 November 2026 (after trading hours), the Company (as the buyer) entered into the Equipment Purchase Agreement with Guangdong Shuhuan (as the seller), pursuant to which the Company agreed to purchase the Purchase Targets from Guangdong Shuhuan at a total consideration of approximately RMB2,271,000,000.

The principal terms of the Equipment Purchase Agreement are set out as follows:

Date

19 November 2026 (after trading hours)

Parties

(1) the Company; and

(2) Guangdong Shuhuan

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

Purchase Targets

The Purchase Targets comprise approximately 1,200 units of information technology computer equipment. Each unit of equipment comprises the following major components:

Major component	Configuration	Quantity per equipment
CPU	AMD 256Core	1
Memory	64GB	16
System disk NVMe	3.84TB	4
GPU	1) Domestically produced chip (configuration 1); or 2) Domestically produced chip (configuration 2, with higher video memory capacity and bandwidth compared to configuration 1)	16
Network card	SmartNIC:200G × 2P	1

As the Purchase Targets are brand new assets and are, to a certain extent, customised to the needs of the relevant customer(s), Guangdong Shuhuan does not separately calculate the profits before and after taxation of the Purchase Targets.

Following completion of the transaction under the Equipment Purchase Agreement, the Company, as lessor, intends to enter into operating lease agreement(s) with the third-party lessee(s), pursuant to which the relevant Purchase Targets will be leased to such lessee(s) by way of operating lease.

Consideration and source of funding

The Company agreed to purchase the Purchase Targets, i.e. approximately 1,200 units of information technology computer equipment from Guangdong Shuhuan at a total consideration of approximately RMB2,271,000,000.

The terms of the Equipment Purchase Agreement (including the purchase consideration) were determined after arm's length negotiation between the Company and Guangdong Shuhuan with reference to, among other things, the total value and market price of the Purchase Targets, the prevailing market conditions and commercial practices and the financial position of the transaction counterparties. The Company negotiated the purchase consideration with Guangdong Shuhuan, taking into account (i) the latest available market prices of comparable equipment and prevailing market trends at the relevant time; and (ii) any bulk purchase discounts and other preferential pricing available to the Company having regard to the quantity and scale of the relevant purchase. Specifically, the Company considers that its established position in the financial leasing industry and the scale of its procurement requirements enable it to negotiate more favourable procurement terms with equipment suppliers. On this basis, Guangdong Shuhuan has offered discounts on the Purchase Targets.

The Company has established an internal evaluation process to assess the consideration of information technology computer equipment. The assessment involved (i) reviewing the technical specifications and configuration parameters of the equipment; and (ii) breaking down and analysing the consideration attributable to each major component by reference to (a) the analysis issued by the China Academy of Information and Communications Technology (中國信息通信研究院) ("**CAICT**") on the market prices of the relevant purchase targets. CAICT's analysis discusses the prices of the major components and their expected market-price trends. CAICT uses publicly available procurement and tender prices for comparable equipment, as well as prevailing prices for key components published on suppliers' websites and public procurement platforms; (b) latest market price trends as reflected in recent market-price information obtained from online sales platforms such as Alibaba and JD.com, government announcements of tender results, and media reports concerning prevailing component prices; (c) national and local government policies, including policies providing support or incentives relevant to anticipated future demand. The Company will then compare the data against the consideration to determine whether the proposed consideration is consistent with prevailing market levels; and (d) historical purchase prices of information technology computer equipment. The total value of the Purchase Targets is approximately RMB2,271,000,000, as determined through such internal evaluation process.

By way of illustration, set out below are the prevailing market prices of the major components comprising the Purchase Targets as reflected in the analysis issued by CAICT in November 2026:

Major component	Configuration	Approximate prevailing market unit price (RMB)
CPU	AMD 256Core	110,500
Memory	64GB	22,800
System disk NVMe	3.84TB	6,500
GPU	Domestically produced chip (configuration 1)	156,500
	Domestically produced chip (configuration 2)	150,500
Network card	SmartNIC:200G × 2P	9,000

The consideration will be paid to Guangdong Shuhuan by the Company's own funds and/or commercial bank loans.

Delivery terms and payment method

The Purchase Targets will be delivered in a single delivery to the location(s) designated by the Company.

Payment for the Purchase Targets is conditional upon (i) satisfactory acceptance of the Purchase Targets by the Company or the party(ies) appointed by the Company; and (ii) receipt of a valid and duly stamped VAT special invoice. Upon satisfaction of these conditions, the Company shall pay the full purchase price by bank transfer within 60 calendar days. However, if satisfactory acceptance is delayed for reasons attributable to the Company, the full purchase price shall be paid 72 calendar days after delivery of the Purchase Targets.

Condition precedent

No delivery contemplated under the Equipment Purchase Agreement has taken place. The effectiveness of the Equipment Purchase Agreement, and any delivery and order fulfilment under the Equipment Purchase Agreement, are conditional upon and subject to the passing of the requisite resolution(s) by the Shareholders at the Postponed ESM approving the Equipment Purchase Agreement and the transaction contemplated thereunder. As at the Latest Practicable Date, the conditions precedent under the Equipment Purchase Agreement have not yet been satisfied.

III. THE PREVIOUS TRANSACTIONS

The 23 September Purchase Agreement

On 23 September 2026, the Company (as the buyer) entered into the 23 September Purchase Agreement with Guangdong Shuhuan (as the seller), pursuant to which the Company agreed to purchase the information technology computer equipment from Guangdong Shuhuan at a total consideration of approximately RMB6,484,000,000.

Details of the 23 September Purchase Agreement are summarised as follows:

Date

23 September 2026

Parties

(1) the Company; and

(2) Guangdong Shuhuan

Purchase targets

The purchase targets under the 23 September Purchase Agreement (the "**23 September Purchase Targets**") are information technology computer equipment. The total value of the 23 September Purchase Targets, which was determined based on the market price of the 23 September Purchase Targets, and through the Company's internal evaluation process, was approximately RMB6,484,000,000.

Guangdong Shuhuan did not separately calculate the profits before and after taxation of the 23 September Purchase Targets.

Consideration, source of funding, delivery terms and use of the purchase targets

The terms of the 23 September Purchase Agreement (including the purchase consideration) were determined upon arm's length negotiation between the Company and Guangdong Shuhuan with reference to the total value of the 23 September Purchase Targets, the prevailing commercial practice and the financial position of the transaction counterparties.

The Company agreed to purchase the 23 September Purchase Targets from Guangdong Shuhuan at a consideration of approximately RMB6,484,000,000. The total consideration is paid to Guangdong Shuhuan by the Company's own funds and commercial bank loans.

The Company (as the lessor) has entered into operating lease agreements with certain third-party lessee(s) to lease the 23 September Purchase Targets to the third-party lessee(s) under operating lease mode.

The 23 September Purchase Targets are delivered in batches in accordance with the requests and demands of the relevant customer(s), and the relevant portion of the consideration is paid 60 days upon satisfactory acceptance of the relevant 23 September Purchase Targets. As at the Latest Practicable Date, delivery of the 23 September Purchase Targets and payment of the consideration are still in progress.

The 10 November Purchase Agreement

On 10 November 2026, the Company (as the buyer) entered into the 10 November Purchase Agreement with Guangdong Shuhuan (as the seller), pursuant to which the Company agreed to purchase the information technology computer equipment from Guangdong Shuhuan at a total consideration of approximately RMB3,674,000,000.

Details of the 10 November Purchase Agreement are summarised as follows:

Date

10 November 2026

Parties

(1) the Company; and

(2) Guangdong Shuhuan

Purchase targets

The purchase targets under the 10 November Purchase Agreement (the "**10 November Purchase Targets**") are information technology computer equipment. The total value of the 10 November Purchase Targets, which was determined based on the market price of the 10 November Purchase Targets, and through the Company's internal evaluation process, was approximately RMB3,674,000,000.

Guangdong Shuhuan did not separately calculate the profits before and after taxation of the 10 November Purchase Targets.

Consideration, source of funding, delivery terms and use of the purchase targets

The terms of the 10 November Purchase Agreement (including the purchase consideration) were determined upon arm's length negotiation between the Company and Guangdong Shuhuan with reference to the total value of the 10 November Purchase Targets, the prevailing commercial practice and the financial position of the transaction counterparties.

The Company agreed to purchase the 10 November Purchase Targets from Guangdong Shuhuan at a consideration of approximately RMB3,674,000,000. The total consideration will be paid to Guangdong Shuhuan by the Company's own funds and/or commercial bank loans.

The Company (as the lessor) has entered into operating lease agreements with certain third-party lessee(s) to lease the 10 November Purchase Targets to the third-party lessee(s) under operating lease mode.

The 10 November Purchase Targets will be delivered in batches in accordance with the requests and demands of the relevant customer(s), and the relevant portion of the consideration will be paid 60 days upon satisfactory acceptance of the relevant 10 November Purchase Targets. As at the Latest Practicable Date, delivery of the 10 November Purchase Targets and payment of the consideration have not commenced.

The 13 November Purchase Agreement

On 13 November 2026 (after trading hours), the Company (as the buyer) entered into the 13 November Purchase Agreement with Guangdong Shuhuan (as the seller), pursuant to which the Company agreed to purchase the information technology computer equipment from Guangdong Shuhuan at a total consideration of approximately RMB981,000,000.

Details of the 13 November Purchase Agreement are summarised as follows:

Date

13 November 2026

Parties

(1) the Company; and

(2) Guangdong Shuhuan

Purchase targets

The purchase targets under the 13 November Purchase Agreement (the "**13 November Purchase Targets**") are information technology computer equipment. The total value of the 13 November Purchase Targets, which was determined based on the market price of the 13 November Purchase Targets, and through the Company's internal evaluation process, was approximately RMB981,000,000.

Guangdong Shuhuan did not separately calculate the profits before and after taxation of the 13 November Purchase Targets.

Consideration, source of funding, delivery terms and use of the purchase targets

The terms of the 13 November Purchase Agreement (including the purchase consideration) were determined upon arm's length negotiation between the Company and Guangdong Shuhuan with reference to the total value of the 13 November Purchase Targets, the prevailing commercial practice and the financial position of the transaction counterparties.

The Company agreed to purchase the 13 November Purchase Targets from Guangdong Shuhuan at a consideration of approximately RMB981,000,000. The total consideration will be paid to Guangdong Shuhuan by the Company's own funds and/or commercial bank loans.

The Company (as the lessor) has entered into operating lease agreements with certain third-party lessee(s) to lease the 13 November Purchase Targets to the third-party lessee(s) under operating lease mode.

The 13 November Purchase Targets will be delivered in batches in accordance with the requests and demands of the relevant customer(s), and the relevant portion of the consideration will be paid 60 days upon satisfactory acceptance of the relevant 13 November Purchase Targets. As at the Latest Practicable Date, delivery of the 13 November Purchase Targets and payment of the consideration have not commenced.

IV. REASONS FOR AND BENEFITS OF THE EQUIPMENT PURCHASE AGREEMENT

The purchase of information technology computer equipment for leasing purposes forms part of the Group's ordinary and usual course of business. The transaction under the Equipment Purchase Agreement will enable the Company to deploy its financial resources and experience in integrating industrial resources to further develop its information technology computer equipment and operating lease business.

Furthermore, the transaction under the Equipment Purchase Agreement is consistent with, and will support the implementation of, the national and Guangdong provincial policies for the development of the computing power industry and related digital infrastructure. Set out below are some policies showing the importance of the computing-power industries and the supporting leasing sector:

(i) At the national level, the "15th Five-Year Plan" (國家「十五五」規劃) calls for the construction of a multi-level computing-power infrastructure system and an integrated national computing-power network. The 2026 Government Work Report (《政府工作報告》) further calls for the implementation of new infrastructure projects involving ultra-large-scale intelligent computing clusters and the coordinated development of computing power and electricity, while the meeting of the Political Bureau of the Communist Party of China (中央政治局) in April 2026 identified the computing-power network as one of the six major national infrastructure networks.

(ii) In August 2024, the National Financial Regulatory Administration (國家金融監管總局) included "computing-power centre equipment" within the key supported categories under the Business Development Encouragement List for Financial Leasing Companies (《金融租賃公司業務發展鼓勵清單》) and directed financial leasing companies to formulate their business plans by reference to the list and support equipment leasing needs that promote industrial upgrades.

(iii) The People's Bank of China and six other governmental authorities have issued policy guidance encouraging increased medium- and long-term financing support for the construction of digital infrastructure, including data centres and computing power centres.

(iv) At the provincial level, the People's Government of Guangdong Province has issued a series of policies supporting the construction and coordinated deployment of computing-power infrastructure. These policies support, among other things, the development of intelligent computing infrastructure, national computing-power network hubs, multi-level computing-power scheduling platforms and high-speed, low-latency computing-power networks in Guangdong Province.

In response to, and to align its business development with, these national and regional policy directions, the Company has increased its focus on and progressively expanded its information technology computer equipment leasing business. Since November 2025, the Company has published announcements regarding purchases of information technology computer equipment with an aggregate value of approximately RMB45.85 billion. The transaction under the Equipment Purchase Agreement, therefore, is consistent with the relevant policy applicable to the financial leasing industry and the Group's strategy of further developing its information technology computer equipment operating lease business.

The consideration of the Purchase Targets is consistent with the total value of the Purchase Targets, which was determined through the Company's internal evaluation process with reference to the market prices of the Purchase Targets. In view of the above, the Directors consider that the consideration of the Equipment Purchase Agreement and the terms under the Equipment Purchase Agreement are on normal commercial terms, fair and reasonable and in the interests of the Group and the Shareholders as a whole. No Director has any material interest in the transactions contemplated under the Equipment Purchase Agreement.

V. FINANCIAL IMPACT OF THE TRANSACTION UNDER THE EQUIPMENT PURCHASE AGREEMENT

The transaction under the Equipment Purchase Agreement will increase the Group's assets and, to the extent that commercial bank loans are utilised to finance the purchase of the Purchase Targets, its liabilities. However, the Company does not expect the transaction under the Equipment Purchase Agreement to have a material impact on the Group's cash flow position or its business operations. The Directors are of the view that the transaction under the Equipment Purchase Agreement will not have a material impact on the earnings, assets and liabilities of the Group.

VI. INFORMATION ON THE PARTIES TO THE EQUIPMENT PURCHASE AGREEMENT

Information on 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 on Guangdong Shuhuan

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

VII. LISTING RULES IMPLICATIONS

Pursuant to Rule 14.22 of the Listing Rules, the Stock Exchange may require a series of transactions to be aggregated and treated as if they were one transaction if they are completed within a 12-month period or are otherwise related. As the seller of the Previous Transactions and the transaction under the Equipment Purchase Agreement is the same party, the Previous Transactions and the transaction under the Equipment Purchase Agreement are required to be aggregated pursuant to Rule 14.22 of the Listing Rules.

As the highest applicable ratio of the transaction under the Equipment Purchase Agreement, when aggregated with the Previous Transactions, is higher than 25% but lower than 100%, the transaction under the Equipment Purchase Agreement constitutes a major transaction of the Company and is subject to the reporting, announcement, circular and shareholders' approval requirements under Chapter 14 of the Listing Rules.

To the best of the Directors' knowledge, having made reasonable enquiries, no Shareholder is required to abstain from voting on the approval of the Equipment Purchase Agreement at the Postponed ESM.

VIII. THE POSTPONED ESM

As disclosed in the announcement of the Company dated 12 November 2026, the Board has resolved to postpone the ESM originally scheduled to be held at 10:00 a.m. on Tuesday, 24 November 2026 at Conference Room, CDB Financial Center, No. 2003 Fuzhong Third Road, Futian District, Shenzhen, Guangdong Province, the PRC. The Company will convene the Postponed ESM at 10:00 a.m. on Wednesday, 9 December 2026 at Conference Room, CDB Financial Center, No. 2003 Fuzhong Third Road, Futian District, Shenzhen, Guangdong Province, the PRC to consider and, if thought fit, to approve, among other things, the Equipment Purchase Agreement.

Since the Original Notice and the Original Proxy Form sent together with the Original Circular do not contain the proposed resolution in relation to the Equipment Purchase Agreement as set out in this supplemental circular, the Supplemental ESM Notice is set out on pages 25 to 26 of this supplemental circular to include such proposed resolution.

For determining the entitlement of the Shareholders to attend the Postponed ESM and as disclosed in the announcement of the Company dated 12 November 2026, due to the postponement of the ESM, the register of members will now be closed from Friday, 4 December 2026 to Wednesday, 9 December 2026 (both days inclusive). Shareholders whose names appear on the register of members of the Company on Wednesday, 9 December 2026 are entitled to attend and vote at the Postponed ESM. Shareholders who wish to attend the Postponed ESM but have not registered the transfer documents should deposit the transfer documents together with the relevant share certificates 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 (for holders of H Shares), or the Company's registered office at CDB Financial Center, No. 2003 Fuzhong Third Road, Futian District, Shenzhen, Guangdong Province, the PRC (for holders of Domestic Shares), by no later than 4:30 p.m. on Thursday, 3 December 2026.

The Revised Proxy Form for use at the Postponed ESM has also been published on the websites of the Stock Exchange (http://www.hkexnews.hk) and the Company (http://www.cdb-leasing.com), respectively. Shareholders who intend to appoint a proxy to attend the Postponed ESM are required to complete and return the Revised Proxy Form in accordance with the instructions printed thereon to the Company's H share registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong (the "**H Share Registrar**") (for holders of H Shares) or the registered office of the Company at CDB Financial Center, No. 2003 Fuzhong Third Road, Futian District, Shenzhen, Guangdong Province, the PRC (the "**Domestic Share Registrar**") (for holders of Domestic Shares) as soon as possible but in any event not less than 24 hours before the time appointed for the holding of the Postponed ESM or any adjournment thereof (i.e. no later than 10:00 a.m. on Tuesday, 8 December 2026) (the "**Proxy Closing Time**"). Completion and return of the Revised Proxy Form will not preclude you from attending and voting in person at the Postponed ESM should you so desire and in such case, the Revised Proxy Form shall be deemed to be revoked.

A Shareholder who has not yet lodged the Original Proxy Form with the H Share Registrar or the Domestic Share Registrar is requested to lodge the Revised Proxy Form if he/she wishes to appoint proxy(ies) to attend and vote at the Postponed ESM on his/her behalf. In this case, the Original Proxy Form should not be lodged with the H Share Registrar or the Domestic Share Registrar.

A Shareholder who has already lodged the Original Proxy Form with the H Share Registrar or the Domestic Share Registrar should take note of the following:

(i) subject to (iii) below, if no Revised Proxy Form is lodged with the H Share Registrar or the Domestic Share Registrar, the Original Proxy Form will be treated as a valid form of proxy lodged by him/her if correctly completed and signed. The proxy so appointed by the Shareholder shall be required to vote in such manner as he/she may be directed under the Original Proxy Form and, in respect of the resolution for the Equipment Purchase Agreement as set out in the Supplemental ESM Notice and the Revised Proxy Form, the proxy will be entitled to vote at his/her discretion or to abstain from voting on such resolution;

(ii) if the Revised Proxy Form is lodged with the H Share Registrar or the Domestic Share Registrar before the Proxy Closing Time, the Revised Proxy Form, if correctly completed and signed, shall revoke and supersede the Original Proxy Form previously lodged by him/her. The Revised Proxy Form will be treated as a valid form of proxy lodged by the Shareholder; and

(iii) if the Revised Proxy Form is lodged with the H Share Registrar or the Domestic Share Registrar after the Proxy Closing Time, or if lodged before the Proxy Closing Time but is incorrectly completed, the proxy appointment under the Revised Proxy Form will be invalid. The proxy so appointed by the Shareholder under the Original Proxy Form, if correctly completed, will be entitled to vote in the manner as mentioned in (i) above as if no Revised Proxy Form was lodged with the H Share Registrar or the Domestic Share Registrar.

Accordingly, the Shareholders are advised to complete the Revised Proxy Form carefully and lodge the Revised Proxy Form with the H Share Registrar or the Domestic Share Registrar before the Proxy Closing Time.

IX. PROCEDURES FOR VOTING AT THE POSTPONED ESM

According to Rule 13.39(4) of the Listing Rules, the votes of Shareholders at the Postponed ESM will be taken by poll.

To the best of the Directors' knowledge, having made all reasonable enquiries, no other Shareholders or their associates are deemed to have a material interest in the resolution relating to the Equipment Purchase Agreement at the Postponed ESM, and therefore no other Shareholders are required to abstain from voting on the resolution relating to the Equipment Purchase Agreement at the Postponed ESM.

X. RECOMMENDATION

The Directors are of the view that the resolution relating to the Equipment Purchase Agreement proposed at the Postponed ESM to be considered and approved by the Shareholders is in the interests of the Company and the Shareholders as a whole, and the terms under the Equipment Purchase Agreement are on normal commercial terms, and are fair and reasonable. Accordingly, the Directors recommend that Shareholders vote in favour of the resolution relating to the Equipment Purchase Agreement to be proposed at the Postponed ESM.

Your attention is also drawn to the additional information set out in the appendices to this supplemental circular.

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

1. FINANCIAL INFORMATION OF THE GROUP FOR THE YEARS ENDED 31 DECEMBER 2023, 2024 AND 2025 AND THE SIX MONTHS ENDED 30 JUNE 2026

The financial information of the Group for each of the three years ended 31 December 2023, 2024 and 2025 and the six months ended 30 June 2026 has been published on the website of the Stock Exchange (http://www.hkexnews.hk) and the website of the Company (http://www.cdb-leasing.com), and can be accessed by the direct hyperlinks below:

(i) the audited financial statements as set out in the annual report of the Company for the year ended 31 December 2023 published on 29 April 2024 (pages 163 to 264):

(https://www1.hkexnews.hk/listedco/listconews/sehk/2024/0429/2024042901162.pdf)

(ii) the audited financial statements as set out in the annual report of the Company for the year ended 31 December 2024 published on 25 April 2025 (pages 193 to 312):

(https://www1.hkexnews.hk/listedco/listconews/sehk/2025/0425/2025042501411.pdf)

(iii) the audited financial statements as set out in the annual report of the Company for the year ended 31 December 2025 published on 27 April 2026 (pages 195 to 316):

(https://www1.hkexnews.hk/listedco/listconews/sehk/2026/0427/2026042701108.pdf)

(iv) the unaudited financial statements as set out in the interim report of the Company for the six months ended 30 June 2026 published on 24 September 2026 (pages 101 to 176):

(https://www1.hkexnews.hk/listedco/listconews/sehk/2026/0924/2026092400968.pdf)

2. STATEMENT OF INDEBTEDNESS

As at 31 October 2026, being the latest practicable date for the purpose of determining the amount of indebtedness, the Group had outstanding borrowings in the total amount of RMB309,415,873,000, of which RMB10,809,218,000 was guaranteed and unsecured bank borrowings, RMB43,373,025,000 was secured and unguaranteed bank borrowings, RMB253,928,126,000 was unsecured and unguaranteed bank borrowings, RMB1,305,504,000 was accrued interest, of which RMB32,551,000 was guaranteed and unsecured and RMB300,085,000 was secured and unguaranteed; the Group also had outstanding bond payable in the total amount of RMB42,731,227,000, of which RMB14,966,825,000 was guaranteed and unsecured, RMB27,356,900,000 was unguaranteed and unsecured, RMB407,502,000 was accrued interest, of which RMB145,353,000 was guaranteed and unsecured and RMB262,149,000 was unguaranteed and unsecured. The Group had outstanding notes payable in the total amount of RMB1,382,898,000, which were unguaranteed and unsecured.

As at 31 October 2026, the bank borrowings of the Group were secured by (a) certain equipment held for operating lease businesses; (b) finance lease receivables; and (c) bank deposits.

Save as aforesaid, and apart from intra-group liabilities, as at 31 October 2026, being the latest practicable date for determining indebtedness, the Company did not have any outstanding mortgages, charges, debentures, debt securities or other loan capital or bank overdrafts or loans or other similar indebtedness or finance lease commitments, liabilities under acceptances (other than normal trade bills) or acceptance credits or hire purchase commitments or guarantees or other material contingent liabilities.

3. WORKING CAPITAL

The Directors are of the opinion that, after taking into account the presently available banking facilities and the internally generated resources of the Group, the Group has sufficient working capital for its requirements within the next 12 months from the date of publication of this supplemental circular. The Company has obtained the confirmation as required under the Listing Rules.

4. FINANCIAL AND TRADING PROSPECTS

Financial status

The major business segments of the Group consist of five specialised segments, namely aircraft leasing, ship leasing, energy leasing, high-end equipment leasing and inclusive finance, together with other operations.

For the year ended 31 December 2025, the total investment in leasing business of the Group amounted to RMB95,093.4 million, among which the investment in aircraft leasing, ship leasing, energy leasing, high-end equipment leasing and inclusive finance were RMB9,729.7 million, RMB3,774.8 million, RMB37,629.1 million, RMB17,620.4 million and RMB26,339.4 million, respectively.

As at 31 December 2025, total assets of the Group amounted to RMB433,471.5 million, representing an increase of 6.8% and RMB27,621.2 million as compared with that as at the end of 2024.

For the year ended 31 December 2025, total revenue and other income of the Group amounted to RMB28,280.0 million, representing a decrease of 1.0% and RMB283.1 million as compared with that of 2024.

For the year ended 31 December 2025, total expenses of the Group amounted to RMB21,827.1 million, representing a decrease of 3.3% and RMB733.3 million as compared with that of 2024.

Prospects

Internationally, the Global Economic Prospects Report published by the World Bank in June 2026 indicated that, due to factors such as rising energy prices triggered by conflicts in the Middle East, intensifying inflation and higher borrowing costs, global economic growth is projected to slow to 2.5% in 2026, down from 2.9% in 2025, marking the lowest level since the COVID-19 pandemic in 2020. Overall, development of the global economy is likely to feature short-term pressures and long-term restructuring, with energy security, fiscal sustainability and the artificial intelligence revolution collectively shaping the competitive landscape for the next phase of global economic development.

Domestically, looking ahead to the second half of 2026, China's economy is expected to maintain a stable trajectory, with growth momentum gradually accumulating during the transition and consolidation phase. From a structural perspective, the production side remains relatively resilient, with external demand and the manufacturing sector continuing to provide support, while the recovery of domestic demand is still pending further consolidation. Overall, the long-term underpinnings of China's economy remain unchanged. Macroeconomic policy tools, a complete industrial system, reserves for technological innovation and the country's enormous market size will continue to form the important foundation for the economy's steady and sustained progress.

In the second half of 2026, the Group will continue to adhere to the overall principle of "seeking progress while maintaining stability", with high-quality development as its overarching guidance. It will continue to expand the provision of quality financial services in key areas, including the "five major areas" of finance, actively explore and foster the development of new quality productive forces, consolidate professional advantages across its five core business segments of "aircraft, shipping, energy, high-end equipment and inclusive finance", and strike a balanced enhancement of scale, quality and efficiency. By doing so, the Group will build momentum for a sound start to the "15th Five-Year Plan" period and continue to create stable and long-term value for its Shareholders, customers, employees and the society.

5. MATERIAL ADVERSE CHANGE

The Directors were not aware of any material adverse change in the financial or trading position of the Group since 31 December 2025, being the date to which the latest published audited consolidated financial statements of the Group have been made up.

1. RESPONSIBILITY STATEMENT

This supplemental circular, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this supplemental circular is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this supplemental circular misleading.

2. INTERESTS OF DIRECTORS AND CHIEF EXECUTIVE

As at the Latest Practicable Date, none of the Directors and chief executive of the Company had any interests or short positions in any shares, underlying shares or debentures of the Company or any of its associated corporations (as defined in Part XV of the SFO) which were required to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including the interests or short positions which any such Directors, chief executive or their respective associates is deemed to have under such provisions of the SFO), or which was required to be entered in the register required to be kept by the Company pursuant to Section 352 of the SFO, or which was otherwise required to be notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix C3 to the Listing Rules.

3. SERVICE CONTRACTS

As at the Latest Practicable Date, none of the Directors had any existing or proposed service contract with any member of the Group which is not expiring nor terminable by the Group within a year without payment of compensation (other than statutory compensation).

4. COMPETING INTERESTS

As at the Latest Practicable Date, none of the Directors or, so far as is known to them, any of their respective associates was interested in any business (apart from the Group's business) which competes or possibly competes either directly or indirectly with the Group's business (as would be required to be disclosed under Rule 8.10 of the Listing Rules if each of them were a controlling shareholder).

5. INTERESTS IN GROUP'S ASSETS OR CONTRACTS OR ARRANGEMENTS SIGNIFICANT TO THE GROUP

As at the Latest Practicable Date, none of the Directors had any direct or indirect interest in any assets which have been, since 31 December 2025 (being the date to which the latest published audited consolidated financial statements of the Group were made up) acquired or disposed of by or leased to any member of the Group, or are proposed to be acquired or disposed of by or leased to any member of the Group.

As at the Latest Practicable Date, none of the Directors was materially interested in any contract or arrangement, subsisting at the date of this supplemental circular, which is significant in relation to the business of the Group.

6. DISCLOSURE OF SUBSTANTIAL SHAREHOLDERS' INTERESTS

As at the Latest Practicable Date, the following persons (not being Directors and the chief executive of the Company) had an interest or short position in the Shares or underlying Shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO and recorded in the register required to be kept by the Company under Section 336 of the SFO:

Name/Company name	Class of Shares	Capacity/ Nature of interest	Number of Shares	Long position/ Short position	Approximately shareholding percentage in the relevant class of Shares of the Company *(%)*	Approximate percentage in the Company's total shareholdings *(%)*
Central Huijin Investment Ltd.	Domestic Shares	Interest of controlled corporation[(1)]	8,141,332,869	Long position	82.46	64.40
China Development Bank	Domestic Shares	Beneficial owner[(1)]	8,141,332,869	Long position	82.46	64.40
China Three Gorges Corporation	Domestic Shares	Beneficial owner	687,024,000	Long position	6.96	5.43
	H Shares	Interest of controlled corporation[(2)]	619,476,000	Long position	22.37	4.90
Yangtze River Three Gorges Investment Management Co., Ltd.	H Shares	Interest of controlled corporation[(2)]	619,476,000	Long position	22.37	4.90
Three Gorges Capital Holdings Co., Ltd.	H Shares	Interest of controlled corporation[(2)]	619,476,000	Long position	22.37	4.90
Three Gorges Capital Holdings (HK) Co., Ltd.	H Shares	Beneficial owner[(2)]	619,476,000	Long position	22.37	4.90
Hainan Airlines Holding Co., Ltd.	Domestic Shares	Beneficial owner	631,274,060	Long position	6.39	4.99
Hengjian International Investment Holding (Hong Kong) Limited	H Shares	Beneficial owner[(3)]	492,310,000	Long position	17.78	3.89

Name/Company name	Class of Shares	Capacity/ Nature of interest	Number of Shares	Long position/ Short position	Approximately shareholding percentage in the relevant class of Shares of the Company *(%)*	Approximate percentage in the Company's total shareholdings *(%)*
Guangdong Hengjian Investment Holding Co., Ltd.	H Shares	Interest of controlled corporation[3]	492,310,000	Long position	17.78	3.89
CITIC Group Corporation	H Shares	Interest of controlled corporation[4][5]	469,630,000	Long position	16.96	3.71
CITIC Limited	H Shares	Interest of controlled corporation[4][5]	469,630,000	Long position	16.96	3.71
CTI Capital Management Limited	H Shares	Beneficial owner[4]	281,342,000	Long position	10.16	2.23
China CITIC Bank Corporation Limited	H Shares	Interest of controlled corporation[5]	188,288,000	Long position	6.80	1.49
CNCB (Hong Kong) Investment Limited	H Shares	Interest of controlled corporation[5]	188,288,000	Long position	6.80	1.49
Dragonland International Development Limited	H Shares	Beneficial owner[5]	188,288,000	Long position	6.80	1.49
State-owned Assets Supervision and Administration Commission of the State Council	H Shares	Interest of controlled corporation[6]	184,596,000	Long position	6.67	1.46
China State Shipbuilding Corporation	H Shares	Interest of controlled corporation[6]	184,596,000	Long position	6.67	1.46
CSSC International Holding Company Limited	H Shares	Beneficial owner[6]	184,596,000	Long position	6.67	1.46

Notes:

(1) Central Huijin Investment Ltd. holds 34.68% of the equity interests in China Development Bank. Hence, pursuant to the SFO, Central Huijin Investment Ltd. is deemed to be interested in the 8,141,332,869 Domestic Shares held by China Development Bank.

(2) China Three Gorges Corporation and Yangtze River Three Gorges Investment Management Co., Ltd. hold 30.00% and 40.00% of the equity interests in Three Gorges Capital Holdings Co., Ltd. respectively, China Three Gorges Corporation holds 100.00% of the equity interests in Yangtze River Three Gorges Investment Management Co., Ltd., and Three Gorges Capital Holdings Co., Ltd. holds 619,476,000 H Shares through its wholly-owned subsidiary, Three Gorges Capital Holdings (HK) Co., Ltd. Hence, pursuant to the SFO, each of China Three Gorges Corporation, Yangtze River Three Gorges Investment Management Co., Ltd. and Three Gorges Capital Holdings Co., Ltd. is deemed to be interested in the 619,476,000 H Shares held by Three Gorges Capital Holdings (HK) Co., Ltd.

(3) Hengjian International Investment Holding (Hong Kong) Limited is wholly-owned by Guangdong Hengjian Investment Holding Co., Ltd. Hence, pursuant to the SFO, Guangdong Hengjian Investment Holding Co., Ltd. is deemed to be interested in the 492,310,000 H Shares held by Hengjian International Investment Holding (Hong Kong) Limited.

(4) CITIC Group Corporation holds 53.12% of the equity interests in CITIC Limited, and CTI Capital Management Limited is indirectly wholly-owned by CITIC Limited. Hence, pursuant to the SFO, each of CITIC Group Corporation and CITIC Limited is deemed to be interested in the 281,342,000 H Shares held by CTI Capital Management Limited.

(5) CITIC Group Corporation holds 53.12% of the equity interests in CITIC Limited. CITIC Limited holds 100.00% of the equity interests in CITIC Corporation Limited. CITIC Corporation Limited holds 64.75% of the equity interests in China CITIC Bank Corporation Limited through its wholly-owned subsidiary, CITIC Financial Holdings Co., Ltd. China CITIC Bank Corporation Limited holds 100.00% of the equity interests in CNCB (Hong Kong) Investment Limited. CNCB (Hong Kong) Investment Limited holds 100.00% of the equity interests in Dragonland International Development Limited. Hence, pursuant to the SFO, each of CITIC Group Corporation, CITIC Limited, China CITIC Bank Corporation Limited and CNCB (Hong Kong) Investment Limited is deemed to be interested in the 188,288,000 H Shares held by Dragonland International Development Limited.

(6) CSSC International Holding Company Limited is wholly-owned by China State Shipbuilding Corporation. China State Shipbuilding Corporation is wholly-owned by State-owned Assets Supervision and Administration Commission of the State Council. Hence, pursuant to the SFO, each of China State Shipbuilding Corporation and State-owned Assets Supervision and Administration Commission of the State Council is deemed to be interested in the 184,596,000 H Shares held by CSSC International Holding Company Limited.

(7) According to Section 336 of the SFO, Shareholders are required to file disclosure of interest forms when certain criteria are fulfilled. When the shareholdings of the Shareholders in the Company change, it is not necessary for the Shareholders to notify the Company and the Hong Kong Stock Exchange unless certain criteria are fulfilled. Therefore, the latest shareholdings of the Shareholders in the Company may be different from the shareholdings filed with the Hong Kong Stock Exchange.

Save as disclosed above, as at the Latest Practicable Date, to the knowledge of the Directors, no other persons (not being Directors and the chief executive of the Company) had interests or short positions in the Shares or underlying Shares which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO or recorded in the register required to be kept by the Company under Section 336 of the SFO.

7. DIRECTORS' POSITIONS IN SUBSTANTIAL SHAREHOLDERS

As at the Latest Practicable Date, the following Directors were in the employment of those companies which had interests or short positions in the Shares or underlying Shares of which are required to be notified to the Company pursuant to Divisions 2 and 3 of Part XV of the SFO:

Name	Position/relationship with the substantial Shareholder
Mr. ZHANG Kesheng	a member of the Party Committee and the vice president of China Development Bank Capital Corporation Ltd. in which China Development Bank holds shares
Mr. ZHANG Chuanhong	the chief financial officer of China Yangtze Power Co., Ltd. in which China Three Gorges Corporation holds shares

Save as disclosed above, no other Director is a director or employee of a company which has an interest or short position in the Shares and underlying Shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.

8. LITIGATION

As at the Latest Practicable Date, the Directors were not aware of any litigation or claim of material importance pending or threatening against any member of the Group.

9. MATERIAL CONTRACTS

As at the Latest Practicable Date, no material contracts (not being a contract entered into in the ordinary course of business) have been entered into by any member of the Group within the two years immediately preceding the issue of this supplemental circular.

10. OTHER INFORMATION

(1) The joint company secretaries of the Company are Mr. LIU Yi and Ms. NG Sau Mei (a fellow member of both The Hong Kong Chartered Governance Institute and The Chartered Governance Institute in the United Kingdom).

(2) The registered address of the Company is CDB Financial Center, No. 2003 Fuzhong Third Road, Futian District, Shenzhen, Guangdong Province, the PRC. The principal place of business of the Company in Hong Kong is located at 31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong.

(3) The H share registrar of the Company is Computershare Hong Kong Investor Services Limited, located at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong.

(4) The English text of this supplemental circular shall prevail over the Chinese text in the event of inconsistency.

11. DOCUMENTS ON DISPLAY

The Equipment Purchase Agreement is available on the websites of the Stock Exchange (http://www.hkexnews.hk) and the Company (http://www.cdb-leasing.com) for 14 days from the date of this supplemental circular (inclusive).

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 NOTICE OF THE POSTPONED SECOND EXTRAORDINARY SHAREHOLDERS' MEETING OF 2026

Reference is made to the notice of the second extraordinary shareholders' meeting (the "**ESM**") of China Development Bank Financial Leasing Co., Ltd. (the "**Company**") dated 5 November 2026 (the "**Original Notice**"). This supplemental notice shall be read together with the Original Notice.

SUPPLEMENTAL NOTICE IS HEREBY GIVEN that the ESM will be postponed to be held at 10:00 a.m. on Wednesday, 9 December 2026 at Conference Room, CDB Financial Center, No. 2003 Fuzhong Third Road, Futian District, Shenzhen, Guangdong Province, the PRC (the "**Postponed ESM**") to consider and, if thought fit, to pass the following additional resolution, in addition to the resolutions as set out in the Original Notice. Unless the context otherwise requires, capitalised terms used herein shall have the same meanings as those defined in the circular of the Company dated 5 November 2026 and the supplemental circular of the Company dated 19 November 2026:

ORDINARY RESOLUTION

3. To consider and approve (i) the Equipment Purchase Agreement and the purchase of information technology computer equipment on and subject to the terms of the Equipment Purchase Agreement, and (ii) that any Directors are authorised to do, or otherwise authorise or delegate any person to do, all such acts and things as he/she considers necessary, appropriate, desirable or expedient for the purpose of giving effect to, or in connection with, the Equipment Purchase Agreement and the transactions contemplated thereunder.

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

Shenzhen, PRC
19 November 2026

* *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.*

Notes:

(1) Please refer to the Original Notice for details of the other resolutions to be considered at the Postponed ESM and other relevant matters.

(2) CLOSURE OF REGISTER OF MEMBERS, ELIGIBILITY FOR ATTENDING THE POSTPONED ESM

The register of members of the Company was originally scheduled to be closed from Thursday, 19 November 2026 to Tuesday, 24 November 2026 (both days inclusive), for the purpose of determining the entitlement of the Shareholders to attend the ESM. Due to the postponement of the ESM, the register of members of the Company will now be closed from Friday, 4 December 2026 to Wednesday, 9 December 2026 (both days inclusive). Shareholders whose names appear on the register of members of the Company on Wednesday, 9 December 2026 are entitled to attend and vote at the Postponed ESM. Shareholders who wish to attend the Postponed ESM but have not registered the transfer documents should deposit the transfer documents together with the relevant share certificates 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 (for holders of H Shares), or the Company's registered office at CDB Financial Center, No. 2003 Fuzhong Third Road, Futian District, Shenzhen, Guangdong Province, the PRC (for holders of Domestic Shares), by no later than 4:30 p.m. on Thursday, 3 December 2026.

(3) PROXY

Shareholders entitled to attend and vote at the Postponed ESM may appoint one or more proxies to attend and vote in their stead. A proxy need not be a Shareholder of the Company.

The instrument appointing a proxy must be in writing under the hand of a Shareholder or his/her attorney duly authorised in writing. If the Shareholder is a corporate body, the proxy form must be either executed under its common seal or under the hand of its legal representative(s) or director(s) or duly authorised attorney(s). If the proxy form is signed by an attorney of the Shareholder, the power of attorney authorising that attorney to sign or other authorisation documents must be notarised.

A revised form of proxy (the "**Revised Proxy Form**") containing the additional ordinary resolution numbered 3 above is enclosed with the supplemental circular of the Company dated 19 November 2026 (the "**Supplemental Circular**"). Please refer to the section headed "VIII. THE POSTPONED ESM" on pages 13 and 14 of the Supplemental Circular for arrangements about the completion and submission of the Revised Proxy Form.

As at the date of this supplemental notice, 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.