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## **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: 1359)**

## **NEW ISSUE**

**OF**

**U.S.\$3,200,000,000 4.45% NON-CUMULATIVE PERPETUAL**

**OFFSHORE PREFERENCE SHARES**

**(Stock Code: 4607)**

*Joint Global Coordinators, Joint Lead Managers and Join Bookrunners*

**BofA Merrill Lynch      Cinda International      BOC International      Goldman Sachs (Asia) L.L.C.      HSBC      Credit Suisse**

*Joint Lead Managers and Join Bookrunners*

<b>CMB International</b>	<b>CICC HK Securities</b>	<b>Standard Chartered Bank</b>	<b>Wells Fargo Securities</b>	<b>UBS</b>
<b>CCB International</b>	<b>ICBC International</b>	<b>China Merchants Securities (HK)</b>	<b>ABC International</b>	<b>BOSC International</b>
<b>BOCOM HK Branch</b>	<b>CITIC CLSA Securities</b>	<b>Haitong International</b>	<b>China Everbright Securities (HK)</b>	<b>Essence International</b>
	<b>Morgan Stanley</b>		<b>Citigroup</b>	

Pursuant to the approvals by the China Banking Regulatory Commission (the “**CBRC**”), the China Securities Regulatory Commission (the “**CSRC**”) and the National Development and Reform Commission in relation to the offshore preference shares issued by China Cinda Asset Management Co., Ltd. (the “**Company**”), the Company has entered into the subscription agreement (the “**Subscription Agreement**”) on 23 September 2016 with the Joint Lead Managers in relation to the issuance of the U.S.\$3,200,000,000 4.45% Non-Cumulative Perpetual Offshore Preference Shares (the “**Offshore Preference Shares**”). The Offshore Preference Shares have a par value of RMB100 each and are issued as fully paid-up capital in U.S. dollars so that the total issuance price of the Offshore Preference Shares is U.S.\$20 each. The Offshore Preference Shares are issued in registered form and issued and transferable only in minimum amounts of U.S.\$200,000 (or 10,000 Offshore Preference Shares) and integral multiples of U.S.\$1,000 (or 50 Offshore Preference Shares) in excess thereof. Please refer to the announcement of the Company dated 25 September 2016 for further details of the Subscription Agreement and the Offshore Preference Shares.

The Company has applied to The Stock Exchange of Hong Kong Limited (the “**Hong Kong Stock Exchange**”) for the listing of, and permission to deal in, the Offshore Preference Shares, and such permission is expected to become effective on or about 3 October 2016. The Offshore Preference Shares are offered to professional investors only and are not suitable for retail investors. Investors should not purchase the Offshore Preference Shares in the primary or secondary markets unless they are professional investors. The Offshore Preference Shares are complex financial instruments and are not a suitable or appropriate investment for all investors. In some jurisdictions, regulatory authorities have adopted or published laws, regulations or guidance with respect to the offer or sale of securities such as the Offshore Preference Shares to retail investors. The distribution of the Offering Circular or any offering material and the offering, sale or delivery of the Offshore Preference Shares is restricted by law in certain jurisdictions including, but not limited to, the United States, Hong Kong, Japan, Singapore, Taiwan and the United Kingdom. The Offshore Preference Shares and the H shares issuable upon conversion of the Offshore Preference Shares have not been, and will not be, registered under the Securities Act. Accordingly, the Offshore Preference Shares and the H shares issuable upon conversion of the Offshore Preference Shares are not allowed to be offered or sold in the United States, except in those transactions where relevant exemption has been obtained or the registration requirements of the Securities Act are not applicable. The Offshore Preference Shares are offered outside the United States in compliance with Regulation S under the Securities Act. In addition, the Offshore Preference Shares are not intended to be sold and should not be sold to retail clients in the European Economic Area, as defined in the rules set out in the Product Intervention (Contingent Convertible Instruments and Mutual Society Shares) Instrument 2015 (as amended or replaced from time to time).

The issuance of Offshore Preference Shares has been completed on 30 September 2016. The listing of the Offshore Preference Shares on the Hong Kong Stock Exchange is expected to become effective on 3 October 2016.

The total number of the Offshore Preference Shares that have been issued is 160,000,000. Based on the CNY Central Parity Rate published by the China Foreign Exchange Trading Centre on 30 September 2016, the gross proceeds from the offering of the Offshore Preference Shares will be approximately RMB21.37 billion. Subject to applicable laws and regulations and, the approvals by the relevant regulatory authorities such as the CBRC and the CSRC, the capital raised from the Offshore Preference Shares issuance, after deduction of the commission and expenses relating to the issuance, will be used to replenish the Company's Additional Tier 1 Capital to support business development.

By order of the Board  
**China Cinda Asset Management Co., Ltd.**  
**HOU Jianhang**  
*Chairman*

30 September 2016

*As at the date of this announcement, the Board of the Company consists of Mr. HOU Jianhang as executive Director, Mr. LI Honghui, Mr. SONG Lizhong, Ms. XIAO Yuping, Ms. YUAN Hong and Mr. LU Shengliang as non-executive Directors, and Mr. LI Xikui, Mr. QIU Dong, Mr. CHANG Tso Tung, Stephen, and Mr. XU Dingbo as independent non-executive Directors.*