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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)

CLARIFICATION ANNOUNCEMENT

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION

Reference is made to the announcement of China Development Bank Financial Leasing Co., Ltd. (the “**Company**”) dated 11 January 2018 in relation to the proposed amendments to the Articles of Association (the “**Announcement**”). Unless otherwise stated, capitalised terms used in this announcement shall have the same meanings as those defined in the Announcement.

The Company noted a typographical error in both the Chinese and English versions of the Announcement and would like to clarify that the proposed amendments to Article 157 of the Articles of Association set out in the Announcement shall be as follows:

Original Article	Amended Article
<p>Article 157 Where there is a proper reason, a supervisor is entitled to <u>request the chairman of the board of supervisors</u> to convene an extraordinary meeting of the board of supervisors. The notice of each meeting of the board of supervisors shall be delivered by telephone or facsimile or other telecommunications ten days before the meeting. The notice shall include: date and place of the meeting, term of the meeting, subjects of the meeting and the date of the notice.</p>	<p>Article 160 Where there is a proper reason, a supervisor is entitled to <u>propose</u> to convene an extraordinary meeting of the board of supervisors <u>according to the rule of procedures of the board of supervisors</u>. The notice of each meeting of the board of supervisors shall be delivered by telephone or facsimile or other telecommunications ten days before the meeting. <u>Emergencies shall not be subject to the foregoing time limit of notification</u>. The notice shall include: date and place of the meeting, term of the meeting, subjects of the meeting and the date of the notice.</p>

* 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.

Original Article	Amended Article
<p>Meetings of the board of supervisors shall be held only if more than two-thirds of the supervisors are present. The meetings of the board of supervisors shall vote in registration. Each of the supervisors has one voting right. The supervisors shall attend the meetings of the board of supervisors in person. If any supervisor is unable to attend the meeting, he/she may appoint another supervisor to attend the meeting on his/her behalf in writing. The power of attorney shall include the scope of authorization.</p> <p>Resolutions of either the ordinary meetings or extraordinary meetings of board of supervisors shall be passed by the affirmative votes of more than two-thirds (inclusive) of all supervisors.</p> <p>The board of supervisors is entitled to demand any director, the President, other senior management of the Company, internal and external auditors to attend the meetings of the board of supervisors.</p>	<p>Meetings of the board of supervisors shall be held only if more than two-thirds of the supervisors are present. The meetings of the board of supervisors shall vote in registration. Each of the supervisors has one voting right. The supervisors shall attend the meetings of the board of supervisors in person. If any supervisor is unable to attend the meeting, he/she may appoint another supervisor to attend the meeting on his/her behalf in writing. The power of attorney shall include the scope of authorization.</p> <p>Resolutions of either the ordinary meetings or extraordinary meetings of board of supervisors shall be passed by the affirmative votes of more than two-thirds (inclusive) of all supervisors.</p> <p>The board of supervisors is entitled to demand any director, the President, other senior management of the Company, internal and external auditors to attend the meetings of the board of supervisors.</p>

Save as disclosed above, all information set out in the Announcement remains unchanged.

By order of the Board
CHINA DEVELOPMENT BANK FINANCIAL LEASING CO., LTD.
WANG Xuedong
Chairman

Shenzhen, the PRC
12 January 2018

As at the date of this announcement, the executive directors of the Company are Mr. WANG Xuedong and Mr. HUANG Min; the non-executive directors of the Company are Mr. GENG Tiejun, Ms. LIU Hui and Mr. LI Yingbao; and the independent non-executive directors of the Company are Mr. ZHENG Xueding, Mr. XU Jin and Mr. ZHANG Xianchu.