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Shanghai Dongzheng Automotive Finance Co., Ltd.*

上海東正汽車金融股份有限公司

(a joint stock company incorporated in the People’s Republic of China with limited liability)

(Stock code: 2718)

**ANNOUNCEMENT
EXPECTED REDUCTION OF OFFER PRICE
EXPECTED PUBLICATION OF SUPPLEMENTAL PROSPECTUS AND
POSTPONEMENT OF THE LISTING**

Reference is made to the Prospectus of the Company dated 14 March 2019.

EXPECTED REDUCTION OF OFFER PRICE

The Company and the Joint Global Coordinators (on behalf of the Underwriters), after taking into consideration of the current market conditions, have agreed to revise

the Offer Price as disclosed in the Prospectus and the Application Forms, i.e., not more than HK\$6.30 per H Share and not less than HK\$4.20 per H Share. It is expected that the new Offer Price will be below the low end of the indicative Offer Price range (the “**New Offer Price**”) (exclusive of brokerage of 1%, the SFC transaction levy of 0.0027% and the Stock Exchange trading fee of 0.005%).

EXPECTED PUBLICATION OF SUPPLEMENTAL PROSPECTUS AND POSTPONEMENT OF THE LISTING

In view of the New Offer Price, the Company expects to publish a supplemental prospectus (the “**Supplemental Prospectus**”) on or before 25 March 2019 which amends and supplements the Prospectus and would result in a delay in the timetable of the Global Offering. A further announcement will be published by the Company upon registration of the Supplemental Prospectus in Hong Kong.

The Global Offering is subject to the conditions as described in the section headed “Structure of the Global Offering — Conditions of the Global Offering” on pages 307 to 308 in the Prospectus. If those conditions are not fulfilled or waived prior to the times and dates specified, the Global Offering will lapse and the Company will notify the Stock Exchange and make public announcement immediately. The Company will publish or cause to be published a notice of the lapse of the Hong Kong Public Offering and the Preferential Offering on the South China Morning Post (in English) and the Hong Kong Economic Times (in Chinese) on the next business day immediately following such lapse. As at the date of this announcement, such conditions have not been fulfilled.

If the Hong Kong Public Offering and the Preferential Offering lapse, the Company will return all application monies to the applicants, without interest and on the terms set out in the section headed “How to Apply for Hong Kong Offer Shares and Reserved Shares” in the Prospectus (subject to any amendment that may be made in the Supplemental Prospectus). In the meantime, the Company will continue to hold all application monies in a separate bank account or separate bank accounts with the receiving banks or other bank(s) licensed under the Banking Ordinance (Chapter 155 of the Laws of Hong Kong) (as amended).

By order of the Board of Directors
Shanghai Dongzheng Automotive Finance Co., Ltd.*
Lin Fan
Chairman

Shanghai, 20 March 2019

As at the date of this announcement, the executive Directors are Mr. Lin Fan and Mr. Shao Yongjun; the non-executive Directors are Mr. Koh Tee Choong and Mr. Yin Yaoliang; and the independent non-executive Directors are Mr. Lau Wai Leung Anders, Mr. Lin Zheyang and Ms. Liang Yanjun.

* *For identification purposes only*