

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

Southwest Securities International Securities Limited

西證國際證券股份有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 812)

MONTHLY UPDATE ANNOUNCEMENT PURSUANT TO RULE 3.7 OF THE TAKEOVERS CODE

This announcement is made by Southwest Securities International Securities Limited (the “**Company**”, together with its subsidiaries, collectively the “**Group**”) pursuant to Rule 3.7 of the Hong Kong Code on Takeovers and Mergers (the “**Takeovers Code**”).

Reference is made to the announcements of the Company dated 30 December 2022, 30 January 2023 and 28 February 2023 (the “**3.7 Announcements**”) relating to the potential sale and purchase of the 2,713,469,233 Shares held by Southwest Securities International Investment Limited (西證國際投資有限公司) (“**SSII**”) (representing approximately 74.1% of the total issued shares of the Company and the entire shareholding held by SSII of the Company); and (ii) the perpetual securities in the aggregate principal amount of HK\$580,000,000 issued by the Company to SSII on 8 October 2019 (the “**Potential Transaction(s)**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meaning as defined in the 3.7 Announcements.

UPDATE ON THE INFORMATION OF THE POTENTIAL PURCHASER

Reference is made to the announcement of the Company dated 30 December 2022, whereby it was announced that the Potential Purchaser is a company incorporated in Hong Kong with limited liability. The Board wishes to update the Shareholders and potential investors of the Company that as informed by the Potential Purchaser, the Proposed Transactions will continue to be conducted through one of its ultimate beneficial owner, being an individual. To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, the individual (the “**Potential Individual Purchaser**”) is a third party independent of and not connected with the Company, its directors, chief executive, substantial shareholders, subsidiaries and/or their respective associates.

UPDATE ON THE POTENTIAL TRANSACTIONS

The Board wishes to further update the Shareholders and potential investors of the Company that, as of the date of this announcement, having made all reasonable enquiries, (i) the discussions and negotiations between SSII and the Potential Individual Purchaser in respect of the Potential Transactions are on-going, and due diligence review and discussion on commercial terms in respect of the Potential Transactions are taking place; (ii) no formal or legally binding agreement has been entered into between SSII and the Potential Individual Purchaser in relation to the Potential Transactions.

MONTHLY UPDATE

In compliance with Rule 3.7 of the Takeovers Code, monthly update announcement(s) will be made until announcement of firm intention to make an offer under Rule 3.5 of the Takeovers Code or of a decision not to proceed with an offer is made. Further announcement(s) will be made by the Company as and when appropriate or required in accordance with the Listing Rules and the Takeovers Code (as the case may be).

WARNING: THERE IS NO ASSURANCE THAT THE POSSIBLE TRANSACTIONS WILL MATERIALISE OR EVENTUALLY BE CONSUMMATED AND THE RELEVANT DISCUSSIONS MAY OR MAY NOT LEAD TO A GENERAL OFFER UNDER RULE 26.1 OF THE TAKEOVERS CODE. SHAREHOLDERS AND POTENTIAL INVESTORS OF THE COMPANY SHOULD EXERCISE CAUTION WHEN DEALING IN THE SECURITIES OF THE COMPANY. PERSONS WHO ARE IN DOUBT AS TO THE ACTION THEY SHOULD TAKE SHOULD CONSULT THEIR STOCK BROKERS, BANK MANAGERS, SOLICITORS OR OTHER PROFESSIONAL ADVISERS.

By Order of the Board
Southwest Securities International Securities Limited
Zhang Hongwei
Chairman

Hong Kong, 28 March 2023

As at the date of this announcement, the executive directors of the Company are Mr. Zhang Hongwei (Chairman) and Mr. Huang Changsheng; and the independent non-executive directors of the Company are Mr. Meng Gaoyuan, Mr. Liang Jilin and Mr. Cao Ping.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm, having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statements in this announcement misleading.

* For identification purpose only