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信達國際控股有限公司
CINDA INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock code: 111)

DISCLOSEABLE TRANSACTION – ACQUISITION OF NOTES

THE ACQUISITION

On 24 July 2023, the Company has acquired a principal amount of US\$0.90 million (equivalent to approximately HK\$7.0 million) of the Notes on the open market at a consideration of approximately US\$0.88 million (equivalent to approximately HK\$6.8 million).

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Acquisition (on an aggregate basis with previous acquisitions which were conducted within 12 months of the Acquisition, where applicable) exceeds 5% but is less than 25%, the Acquisition constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

THE ACQUISITION

On 24 July 2023, the Company has acquired a principal amount of US\$0.90 million (equivalent to approximately HK\$7.0 million) of the Notes on the open market at a consideration of approximately US\$0.88 million (equivalent to approximately HK\$6.8 million).

The Notes were issued by the Issuer, and were unconditionally and irrevocably guaranteed by the Guarantor. Information of each of the Issuer and the Guarantor are stated in the section headed "INFORMATION OF THE ISSUER AND THE GUARANTOR" of this announcement. The Notes were listed and traded on the Stock Exchange since 24 June 2019.

As the Acquisition was made through the Company's securities broker (which is and whose beneficial owners are Independent Third Parties) and conducted on the open market, the identities of the sellers of the Notes cannot be ascertained. To the best knowledge, information and belief of the Directors and having made all reasonable enquiries, the sellers of the Notes and their respective beneficial owners are Independent Third Parties.

The Acquisition was funded partly from the Company's internal resources and partly from credit facilities available to the Company. The Notes will be accounted for as investments in the accounts of the Company.

INFORMATION OF THE ISSUER AND THE GUARANTOR

According to the public information available to the Directors, the Issuer was incorporated in British Virgin Islands with limited liability and is a direct wholly-owned subsidiary of the Guarantor.

The Guarantor was incorporated in Hong Kong with limited liability and whose shares are listed on the main board of the Stock Exchange (Stock code: 817). The principal activities of the Guarantor group are focusing on city operations, property development, technology and services, commercial leasing, retail operations and hotel operations.

As at the date of this announcement, to the best of the knowledge, information and belief of the Directors, having made all reasonable enquiries, the Issuer of the Notes and its respective ultimate beneficial owners are Independent Third Parties.

INFORMATION OF THE GROUP

The Group is principally engaged in the provision of asset management, corporate finance advisory services, securities brokering, and commodities and futures brokering.

REASONS AND BENEFITS FOR THE ACQUISITION

The Company acquired the Notes for investment purpose. The Directors consider that the Acquisition provides the Group with an opportunity to balance and diversify its investment portfolio, as well as to generate a stable return to the Group. The Acquisition also supports the development of the Group's structural finance business and is in line with the Group's growth strategy. The Directors consider that the Acquisition is fair and reasonable and is in the best interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Acquisition (on an aggregate basis with previous acquisitions which were conducted within 12 months of the Acquisition, where applicable) exceeds 5% but is less than 25%, the Acquisition constitutes a discloseable transaction of the Company and is subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following expressions shall have the meanings set out below:

“Acquisition”	the acquisition of the Notes by the Company on the open market on 24 July 2023
“Board”	the board of Directors
“Notes”	the 4% guaranteed senior notes due on 21 June 2024 issued by the Issuer, information of which is stated in the section headed “INFORMATION OF THE ISSUER AND THE GUARANTOR” of this announcement
“Company”	Cinda International Holdings Limited, a company incorporated in Bermuda with limited liability, whose issued shares are listed on the Main Board of the Stock Exchange (stock code: 111)
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Guarantor”	China Jinmao Holdings Group Limited, information of which is stated in the section headed “INFORMATION OF THE ISSUER AND THE GUARANTOR” in this announcement
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC
“Independent Third Party(ies)”	third party(ies) independent of and not connected with the Company and its connected persons

“Issuer”	Franshion Brilliant Limited, information of which is stated in the section headed “INFORMATION OF THE ISSUER AND THE GUARANTOR” in this announcement
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“PRC”	the People’s Republic of China, which, for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Shareholder(s)”	holder(s) of the issued shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US\$”	United States dollars, the lawful currency of the United States of America
“%”	per cent.

By order of the Board
Cinda International Holdings Limited
Lau Mun Chung
Executive Director

Hong Kong, 25 July 2023

In this announcement, amounts in US\$ are translated into HK\$ on the basis of US\$1.00 = HK\$7.80. The conversion rate is for illustration purposes only and should not be taken as a representation that US\$ could actually be converted into HK\$ at such rate or at all.

As at the date hereof, the Board comprises:

Executive Directors: Mr. Zhang Yi *(Chairman)*
 Mr. Zhang Xunyuan *(Chief Executive Officer)*
 Mr. Lau Mun Chung *(Deputy Chief Executive Officer)*

Independent non-executive Directors: Mr. Xia Zhidong
 Mr. Liu Xiaofeng
 Mr. Zheng Minggao

Website: <http://www.cinda.com.hk>