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China Industrial Securities International Financial Group Limited

興證國際金融集團有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 6058)

DISCLOSEABLE TRANSACTION IN RELATION TO SUBSCRIPTION OF BONDS

THE SUBSCRIPTION

On 24 November 2023 (after trading hours), CISI Investment, an indirect wholly-owned subsidiary of the Company, has subscribed through the lead manager to the offer of the Bonds by the Issuer, and such order was confirmed and CISI Investment has been allocated with the Bonds in the total subscription amount of US\$9,150,000 (equivalent to approximately HK\$71,827,500) on 24 November 2023 (after trading hours), at a consideration of US\$9,150,000 (equivalent to approximately HK\$71,827,500), exclusive of transaction costs.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Subscription exceeds 5% but is less than 25%, the Subscription 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 SUBSCRIPTION

The Board announces that on 24 November 2023 (after trading hours), CISI Investment, an indirect wholly-owned subsidiary of the Company, has subscribed through the lead manager to the offer of the Bonds by the Issuer, and such order was confirmed and CISI Investment has been allocated with the Bonds in the total subscription amount of US\$9,150,000 (equivalent to approximately HK\$71,827,500) on 24 November 2023 (after trading hours), at a consideration of US\$9,150,000 (equivalent to approximately HK\$71,827,500), exclusive of transaction costs.

The order to subscribe

Date: 24 November 2023

Parties: 1. CISI Investment as subscriber

2. The lead manager to the offer of the Bonds by the Issuer

To the best of the information, knowledge and belief of the Directors, the lead manager and its respective ultimate beneficial owners are Independent Third Parties.

The Subscription was funded from its internal resources.

Principal terms of the Bonds

Issuer: Luso International Banking Limited

Aggregate principal

US\$280,000,000

amount:

Total subscription

US\$9,150,000 (equivalent to approximately HK\$71,827,500)

amount:

Issue Price: 100% of the principal amount of the Bonds

Issue date: 29 November 2023

Maturity Date: 29 May 2034

Form and Denomination: The Bonds will be issued in registered form in the specified

denomination of U.S.\$200,000 and integral multiples of U.S.\$1,000

in excess thereof.

Status of the Bonds: The Bonds will constitute direct, unsecured and subordinated

obligations of the Issuer, ranking pari passu without any preference

among themselves.

Interest: The Bonds will bear interest at a rate of 7.50% per annum, payable

semi-annually in arrears on 29 May and 29 November in each year

commencing on 29 May 2024.

Redemption for Tax

Reasons:

Subject to the Terms and Conditions, the Bonds may be redeemed at the option of the Issuer in whole, but not in part, at any time (whether before, on or following the call date), at their principal amount together with any accrued but unpaid interest to, but excluding, the date fixed for redemption, subject to adjustments following the occurrence of a non-viability trigger event in accordance with the Terms and Conditions, if the Issuer satisfies the trustee immediately before the giving of such notice that (i) it has or will become obliged to pay additional amounts as described under the Terms and Conditions as a result of any change in, or amendment to, the laws or regulations of Macau or any political subdivision or any authority thereof or therein, or any change in the application or official interpretation of such laws or regulations, which change or

amendment becomes effective on or after 24 November 2023; and (ii) such obligation will apply on the occasion of the next payment due in respect of the Bonds and cannot be avoided by the Issuer taking reasonable measures available to it.

Listing:

Application will be made to the MOX for the listing of the Bonds by way of debt issues to MOX professional investors only. Application will be made to the Stock Exchange for the listing of, and permission to deal in, the Bonds by way of debt issues to professional investors only.

INFORMATION OF THE ISSUER

According to the offering circular of the Bonds issued by the Issuer, the issuer is a limited liability company incorporated in Macau. It provides a wide range of banking and related financial services to retail and corporate customers in Macau. It operates through three segments: personal banking, commercial banking, and financial markets services.

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 and its respective ultimate beneficial owners are Independent Third Parties.

INFORMATION OF THE GROUP

The Group is principally engaged in the provision of brokerage services, margin financing services, corporate finance services, asset management services and financial products and investments.

REASONS AND BENEFITS FOR THE SUBSCRIPTION

The Group subscribed the Bonds for investment purpose. The Directors consider that the Subscription provides the Group with an opportunity to balance and diversify its investment portfolio, as well as to generate stable return to the Group. The Subscription are in line with the Group's investment strategy.

The Directors consider the terms of the Subscription and the Terms and Conditions are on normal commercial terms which are fair and reasonable and the Subscription is in the 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 Subscription exceeds 5% but is less than 25%, the Subscription 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:

"Board" the board of Directors

"Bonds"	U.S.\$280,000,000 Tier 2 Capital Bonds due 2034 issued by the Issuer, information of which is stated in the section headed "INFORMATION OF THE ISSUER" in this announcement
"CISI Investment"	CISI Investment Limited, a company incorporated in the British Virgin Islands with limited liability and an indirect wholly-owned subsidiary of the Company. Its principal business is investment
"Company"	China Industrial Securities International Financial Group Limited, a company incorporated in the Cayman Islands with limited liability, whose issued shares are listed on the Main Board of the Stock Exchange (stock code: 6058)
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"HK\$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	the Hong Kong Special Administrative Region of the PRC
"Hong Kong" "Independent Third Party(ies)"	the Hong Kong Special Administrative Region of the PRC third party(ies) independent of and not connected with the Company and its connected persons
"Independent Third	third party(ies) independent of and not connected with the Company
"Independent Third Party(ies)"	third party(ies) independent of and not connected with the Company and its connected persons Luso International Banking Limited, information of which is stated in the section headed "INFORMATION OF THE ISSUER" in this
"Independent Third Party(ies)" "Issuer"	third party(ies) independent of and not connected with the Company and its connected persons Luso International Banking Limited, information of which is stated in the section headed "INFORMATION OF THE ISSUER" in this announcement
"Independent Third Party(ies)" "Issuer" "Listing Rules"	third party(ies) independent of and not connected with the Company and its connected persons Luso International Banking Limited, information of which is stated in the section headed "INFORMATION OF THE ISSUER" in this announcement the Rules Governing the Listing of Securities on the Stock Exchange
"Independent Third Party(ies)" "Issuer" "Listing Rules" "Macau"	third party(ies) independent of and not connected with the Company and its connected persons Luso International Banking Limited, information of which is stated in the section headed "INFORMATION OF THE ISSUER" in this announcement the Rules Governing the Listing of Securities on the Stock Exchange the Macau Special Administrative Region of the PRC
"Independent Third Party(ies)" "Issuer" "Listing Rules" "Macau" "MOX"	third party(ies) independent of and not connected with the Company and its connected persons Luso International Banking Limited, information of which is stated in the section headed "INFORMATION OF THE ISSUER" in this announcement the Rules Governing the Listing of Securities on the Stock Exchange the Macau Special Administrative Region of the PRC Chongwa (Macao) Financial Asset Exchange Co., Ltd.

"Subscription" the subscription of the Bonds by CISI Investment in the total

subscription amount of US\$9,150,000 (equivalent to approximately

HK\$71,827,500)

"Terms and Conditions" the terms and conditions of the Bonds

"US\$" United States dollars, the lawful currency of the United States of

America

"%" per cent.

In this announcement, amounts in US\$ are translated into HK\$ on the basis of US\$1.00 = HK\$7.85. 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.

By Order of the Board China Industrial Securities International Financial Group Limited Hu Pingsheng Chairman

Hong Kong, 27 November 2023

As at the date of this announcement, the Board comprises one non-executive Director, namely Mr. Hu Pingsheng (Chairman), two executive Directors, namely Mr. Cai Junzheng and Ms. Zhang Chunjuan, and three independent non-executive Directors, namely Ms. Hong Ying, Mr. Tian Li and Mr. Qin Shuo.