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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 SUBSCRIPTIONS OF NOTES**

### **THE SUBSCRIPTIONS**

On 27 November 2023 (after trading hours), CISI Investment and CISI Bond Fund have subscribed through the lead manager to the offer of the Notes by the Issuer, and such orders were confirmed and CISI Investment and CISI Bond Fund have been allocated with the Notes in the aggregate subscription amount of US\$10,000,000 (equivalent to approximately HK\$78,500,000) on 27 November 2023 (after trading hours), at a total consideration of US\$10,000,000 (equivalent to approximately HK\$78,500,000), exclusive of transaction costs.

### **LISTING RULES IMPLICATIONS**

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Subscriptions (on an aggregate basis) exceeds 5% but is less than 25%, the Subscriptions constitute a discloseable transaction of the Company and are subject to the reporting and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

### **THE SUBSCRIPTIONS**

The Board announces that on 27 November 2023 (after trading hours), CISI Bond Fund and CISI Investment have subscribed through the lead manager to the offer of the Notes by the Issuer, and such orders was confirmed and CISI Bond Fund and CISI Investment have been allocated with the Notes in the aggregate subscription amount of US\$10,000,000 (equivalent to approximately HK\$78,500,000) on 27 November 2023 (after trading hours), at a total consideration of US\$10,000,000 (equivalent to approximately HK\$78,500,000), exclusive of transaction costs.

### **The order to subscribe by CISI Investment**

Date: 27 November 2023

Parties: 1. CISI Investment as subscriber  
2. The lead manager to the offer of the Notes by the Issuer

Subscription Amount: US\$5,000,000 (equivalent to approximately HK\$39,250,000)

Consideration: US\$5,000,000 (equivalent to approximately HK\$39,250,000)

**The order to subscribe by CISI Bond Fund**

Date: 27 November 2023

Parties: 1. CISI Bond Fund as subscriber  
2. The lead manager to the offer of the Notes by the Issuer

Subscription Amount: US\$5,000,000 (equivalent to approximately HK\$39,250,000)

Consideration: US\$5,000,000 (equivalent to approximately HK\$39,250,000)

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

The Subscriptions were funded from its internal resources.

**Principal terms of the Notes**

Issuer: Citibank, N.A.

Aggregate Principal Amount: US\$2,000,000,000

Total Subscription Amount: US\$10,000,000 (equivalent to approximately HK\$78,500,000)

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

Denomination: US\$250,000 and integral multiples of US\$1,000 in excess thereof

Interest: 5.488% per annum, payable semiannually in arrears on each June 4 and December 4, beginning on June 4, 2024. Following the New York business day convention.

Issue Date: 4 December 2023

Maturity Date: 4 December 2026

Ranking: Senior Notes

Redemption for Tax  
Purposes:

The Issuer may redeem the Notes, at its option, in whole at any time, but not in part, at a redemption price equal to 100% of the principal amount of the notes plus accrued and unpaid interest thereon to, but excluding, the date of redemption, if, as a result of changes in U.S. tax law, withholding tax or information reporting requirements are imposed on payments on the Notes to non-U.S. persons.

ISIN:

US17325FBC14

## **INFORMATION OF THE ISSUER**

According to the offering circular of the Notes issued by the Issuer, the Issuer was originally organized on June 16, 1812, and in 1865 was organized as a national banking association under the National Bank Act of 1864 in United States. The Issuer is a commercial bank that, through its branches, and along with its subsidiaries and affiliates, offers a wide range of retail and commercial banking and trust services to its customers throughout the United States and the world.

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 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 SUBSCRIPTIONS**

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

The Directors consider the terms of the Subscriptions and the Terms and Conditions are on normal commercial terms which are fair and reasonable and the Subscriptions are 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 Subscriptions (on an aggregate basis) exceed 5% but is less than 25%, the Subscriptions constitute a discloseable transaction of the Company and are 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
“CISI Bond Fund”	CISI Stable Growth Bond Fund SP is a segregated portfolio of IS Investment Fund Segregated Portfolio Company, an exempted segregated portfolio company incorporated under the laws of the Cayman Islands with limited liability. As at the date of this announcement, the Company indirectly holds 90.67% of the interest of such segregated portfolio. The principal business of CISI Bond Fund is investment trading
“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
“Independent Third Party(ies)”	third party(ies) independent of and not connected with the Company and its connected persons
“Issuer”	Citibank, N.A., information of which is stated in the section headed “INFORMATION OF THE ISSUER” in this announcement
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Notes”	5.488% senior notes in the aggregate principal amount of US\$2,000,000,000 due on 4 December 2026 issued by the Issuer, information of which is stated in the section headed “INFORMATION OF THE ISSUER” in this announcement
“PRC”	the People’s Republic of China
“Shareholder(s)”	holder(s) of the issued shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Subscriptions”	the subscription of the Notes by CISI Investment on 27 November 2023 and the subscription of the Notes by CISI Bond Fund on 27

November 2023

“Terms and Conditions”	the terms and conditions of the Notes
“US\$”	United States dollars, the lawful currency of the United States of America
“U.S.” or “United States”	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, 28 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.*