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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 DISPOSALS OF NOTES**

#### **THE DISPOSALS**

The Board announces that on 28 November 2023, CISI Bond Fund and CISI Investment have disposed of the Notes in an aggregate principal amount of US\$10,000,000 (equivalent to approximately HK\$78,500,000) at a total consideration of US\$10,006,280 (equivalent to approximately HK\$78,549,298) on the open market.

#### **LISTING RULES IMPLICATIONS**

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Disposals (on an aggregate basis) exceeds 5% but is less than 25%, the Disposals 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.

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#### **THE DISPOSALS**

Details of the disposal of bonds of CISI Bond Fund are set out below:

Date	:	28 November 2023
Seller	:	CISI Bond Fund
Issuer	:	Citibank, N.A.

Principal amount of the Notes : being disposed of	: US\$5,000,000 (equivalent to approximately HK\$39,250,000)
Consideration	: US\$5,003,400 (equivalent to approximately HK\$39,276,690)
Maturity date of the Notes	: 4 December 2026
Coupon rate of the Notes	: fixed annual rate of 5.488%
ISIN	US17325FBC14

Details of the disposal of bonds of CISI Investment are set out below:

Date	: 28 November 2023
Seller	: CISI Investment
Issuer	: Citibank, N.A.
Principal amount of the Notes : being disposed of	: US\$5,000,000 (equivalent to approximately HK\$39,250,000)
Consideration	: US\$5,002,880 (equivalent to approximately HK\$39,272,608)
Maturity date of the Notes	: 4 December 2026
Coupon rate of the Notes	: fixed annual rate of 5.488%
ISIN	: US17325FBC14

## **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.

## **INFORMATION OF THE COUNTERPARTY**

As the Disposals were conducted on the open market, the identity of the purchaser(s) of the Notes cannot be ascertained. To the best knowledge, information and belief of the Directors having made all reasonable enquiries, none of the connected persons of the Company nor their associates has purchased the Notes which were being disposed of by CISI Bond Fund and CISI Investment under the Disposals.

## **BASIS OF DETERMINATION OF THE CONSIDERATION**

Since the Disposals were conducted on the open market at the prevailing market price, the Directors consider that the Disposals are on normal commercial terms and their terms including the consideration are fair and reasonable.

## **REASONS AND BENEFITS FOR THE DISPOSALS**

Considering the performance of the price of the Notes, the Board is of the opinion that the Disposals represent a good opportunity for the Group to exit the investment in the Notes. Taking into account the financial effect of the Disposals as disclosed in the paragraph headed “Financial Effect of the Disposals” below, the Board is of the view that the Disposals is fair and reasonable and in the interests of the Company and the Shareholders as a whole.

## **FINANCIAL EFFECT OF THE DISPOSALS**

The Group recorded a gain of US\$6,280 (equivalent to approximately HK\$49,298) being the difference between the subscription cost of the Notes and the proceeds received from the Disposals. The actual gain or loss resulting from the Disposals is subject to final audit to be performed by the Company’s auditors.

## **INTENDED USE OF PROCEEDS**

The Company intends that the proceeds of the Disposals of approximately US\$10,006,280 (equivalent to approximately HK\$78,549,298) will be applied towards the Group’s general working capital. The Company may also apply the proceeds for new investment should any suitable investment opportunities arise.

## **LISTING RULES IMPLICATIONS**

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Disposals (on an aggregate basis) exceeds 5% but is less than 25%, the Disposals 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:

“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors
“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)
“CISI Bond Fund”	CISI Stable Growth Bond Fund SP, which 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
“connected person”	has the meaning ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Disposals”	on 28 November 2023, the disposals of (1) the Notes in a principal amount of US\$5,000,000 (equivalent to approximately HK\$39,250,000) at a consideration of US\$5,003,400 (equivalent to approximately HK\$39,276,690) by CISI Bond Fund on the open market and (2) the Notes in a principal amount of US\$5,000,000 (equivalent to approximately HK\$39,250,000) at a consideration of US\$5,002,880 (equivalent to approximately HK\$39,272,608) by CISI Investment on the open market. The total consideration of the Disposals is US\$10,006,280 (equivalent to approximately HK\$78,549,298)
“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
“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 Citibank, N.A.
“PRC”	the People’s Republic of China
“Shareholder(s)”	Registered holder(s) of the 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.

*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.*