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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 ACQUISITION OF PERPETUAL SECURITIES**

#### **THE ACQUISITION**

The Board announces that on 4 December 2023, CISI Investment, an indirect wholly-owned subsidiary of the Company, has acquired the Perpetual Securities in a principal amount of US\$4,800,000 (equivalent to approximately HK\$37,680,000) at a consideration of approximately US\$4,707,040 (equivalent to approximately HK\$36,950,264) on the open market.

#### **LISTING RULES IMPLICATIONS**

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Acquisition 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.

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The Perpetual Securities were issued by China State Construction Finance (Cayman) III Limited (the “**Issuer**”), and were unconditionally and irrevocably guaranteed by China State Construction International Holdings Limited (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 Perpetual Securities were listed on MOX and the Stock Exchange.

As the Acquisition was made through the securities brokers of CISI Investment and conducted on the open market, the identities of the sellers of the Perpetual Securities cannot be ascertained. To the best knowledge, information and belief of the Directors and having made all reasonable enquiries, the

sellers of the Perpetual Securities and their respective beneficial owners are Independent Third Parties.

The Acquisition was funded from the Company's internal resources.

## **INFORMATION OF THE ISSUER AND THE GUARANTOR**

According to the public information available to the Directors, the Issuer is a wholly-owned subsidiary of the Guarantor and it was incorporated in the Cayman Islands as an exempted company with limited liability. The Issuer was incorporated for the purpose of issuing bonds and securities and on-lending the proceeds to the Guarantor or its subsidiaries.

The Guarantor is a company incorporated in the Cayman Islands with limited liability, which is principally engaged in (i) major construction and engineering projects in Hong Kong and Macau, (ii) construction-related investments including affordable housing, roads and bridges, public facilities, other infrastructure and integrated urban development projects in over 60 cities in Mainland China, and (iii) the operation of infrastructure assets such as bridges, toll roads and other infrastructure facilities in Mainland China.

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 Perpetual Securities 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 ACQUISITION**

The Group acquired the Perpetual Securities 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 is in line with the Group's investment 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**

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## **DEFINITIONS**

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

“Acquisition”	the acquisition of the Perpetual Securities by CISI Investment on the open market on 4 December 2023
“Board”	the board of Directors

“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
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Macau”	the Macau Special Administrative Region of the PRC
“MOX”	Chongwa (Macao) Financial Asset Exchange Co., Ltd.
“Perpetual Securities”	the US\$500,000,000 4.00% Subordinated Guaranteed Perpetual Capital Securities issued by China State Construction Finance (Cayman) III Limited and unconditionally and irrevocably guaranteed by China State Construction International Holdings Limited, information of the Issuer and the Guarantor are stated in the section headed “INFORMATION OF THE ISSUER AND THE GUARANTOR” 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
“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, 5 December 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.*