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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 23 January 2024 and 24 January 2024, respectively, CISI Investment has 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\$9,971,050 (equivalent to approximately HK\$78,272,743) on the open market.

### **LISTING RULES IMPLICATIONS**

All of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Disposal on a stand-alone basis do not exceed 5%, but one of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Disposals when aggregated with the Previous Disposal, 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 disposals of Notes are set out below:

Date	:	23 January 2024 and 24 January 2024
Seller	:	CISI Investment
Issuer	:	New York Life Global Funding (“ <b>the Issuer</b> ”)

Aggregate principal amount of the Notes being disposed of	:	US\$10,000,000 (equivalent to approximately HK\$78,500,000)
Total Consideration	:	US\$9,971,050 (equivalent to approximately HK\$78,272,743)
Issue Price:	:	99.819% of the principal amount of the Notes
Maturity date of the Notes	:	29 January 2029
Interest of the Notes	:	Fixed 4.70% per annum

## **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 Investment under the Disposals.

## **INFORMATION OF THE ISSUER**

According to the offering circular of the Notes issued by the Issuer, the Issuer is a special purpose statutory trust created under the laws of the State of Delaware of the United States pursuant to the trust agreement between Wilmington Trust Company as the administrative trustee and the trust beneficial owner (the “**Trust Beneficial Owner**”) and the filing of the certificate of trust for the purpose of, among other things, issuing the Notes. GSS Holdings II, Inc. as the Trust Beneficial Owner, is the holder of the beneficial interest certificate which evidences a beneficial interest in the general property of the Issuer.

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.

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

As 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.

## **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 DISPOSALS**

The investment strategy of the Group is, among others, to generate stable return to the Group within an acceptable risk level by investing in a broad diversification of portfolio, including but not limited to stocks, bonds, funds, structured products and derivatives in different business sectors to broaden its revenue streams and to seek sustainable business which increase value for its shareholders. In

addition, the Group has sought an opportunity to balance and diversify its investment portfolio when opportunities arose and would, from time to time, realise its investment which to do so will be in the best interests of the Group.

The Disposals were in line with the Group's principal activities on financial products and investments. Having considered 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 are 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 loss of approximately US\$10,850 (equivalent to approximately HK\$85,172), being the difference between the subscription cost of the Notes and the proceeds received from the Disposals. The actual amount of gain or loss as a result of the Disposals to be recorded by the Group will be subject to review and final audit by the auditors of the Company.

## **INTENDED USE OF PROCEEDS**

The Company intends that the proceeds of the Disposals of approximately US\$9,971,050 (equivalent to approximately HK\$78,272,743) will be applied towards the Group's general working capital. The Company may also apply the proceeds for future investment should any suitable investment opportunities arise.

## **LISTING RULES IMPLICATIONS**

All of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Disposal on a stand-alone basis do not exceed 5%, but one of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Disposals when aggregated with the Previous Disposal, 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 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
“Disposal”	the disposal of the Notes in the principal amount of US\$5,000,000 (equivalent to approximately HK\$39,250,000) at a consideration of US\$4,982,600 (equivalent to approximately HK\$39,113,410) by CISI Investment on the open market on 24 January 2024
“Disposals”	the Disposal and the Previous Disposal
“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”	4.70% senior secured medium-term notes in the aggregate principal amount of US\$600,000,000 due on 29 January 2029 issued by New York Life Global Funding
“PRC”	the People’s Republic of China
“Previous Disposal”	the disposal of the Notes in the principal amount of US\$5,000,000 (equivalent to approximately HK\$39,250,000) at a consideration of US\$4,988,450 (equivalent to approximately HK\$39,159,333) by CISI Investment on the open market on 23 January 2024
“Shareholder(s)”	Registered holder(s) of the shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“United States”	the United States of America
“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, 24 January 2024

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