

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*



## **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 DEBT SECURITIES**

### **THE SUBSCRIPTION**

On 6 February 2024 (after trading hours), CISI Investment, an indirect wholly-owned subsidiary of the Company, has subscribed through the lead manager to the offer of the Debt Securities by the Issuer, and such order was confirmed and CISI Investment has been allocated with the Debt Securities in the total subscription amount of US\$10,000,000 (equivalent to approximately HK\$78,500,000) on 6 February 2024 (after trading hours), at a 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 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**

On 6 February 2024 (after trading hours), CISI Investment, an indirect wholly-owned subsidiary of the Company, has subscribed through the lead manager to the offer of the Debt Securities by the Issuer, and such order was confirmed and CISI Investment has been allocated with the Debt Securities in the total subscription amount of US\$10,000,000 (equivalent to approximately HK\$78,500,000) on 6 February 2024 (after trading hours), at a consideration of US\$10,000,000 (equivalent to approximately HK\$78,500,000), exclusive of transaction costs.

### **The order to subscribe**

Date: 6 February 2024

Parties: 1. CISI Investment as subscriber

2. The lead manager to the offer of the Debt Securities 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 Debt Securities**

Issuer:	Citigroup Inc.
Aggregate Principal Amount:	US\$2,500,000,000
Total Subscription Amount:	US\$10,000,000 (equivalent to approximately HK\$78,500,000)
Issue Price:	100% of the principal amount of the Debt Securities
Denomination:	In minimum denominations of US\$1,000
Interest:	5.827% per annum
Issue Date:	13 February 2024
Maturity Date:	13 February 2035
Redemption for Tax Purposes:	Unless otherwise specified in connection with a particular offering of the Debt Securities, the Issuer may, at its option, redeem a series of the Debt Securities as a whole, but not in part, on not less than 15 nor more than 60 days' prior notice, only in the circumstances described in the Terms and Conditions. To redeem, the Issuer must pay a redemption price equal to 100% of the principal amount of the debt securities, together with accrued interest to the redemption date.
Ranking:	The Debt Securities will be subordinated obligations of the Issuer.

**INFORMATION OF THE ISSUER**

According to the public information available to the Directors, the Issuer was incorporated under the laws of the State of Delaware of the United States, as a corporation with perpetual duration. It is a global diversified financial services holding company whose businesses provide consumers, corporations, governments and institutions with a broad, yet focused, range of financial products and services, including consumer banking and credit, corporate and investment banking, securities brokerage, trade and securities services and wealth management. The common stock of the Issuer is listed on the New York Stock Exchange and trades under the ticker symbol "C".

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 Debt Securities for investment purpose. 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 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 within an acceptable risk level. The Subscription is 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
“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)
“Debt Securities”	5.827% subordinated debt securities in the aggregate principal amount of US\$2,500,000,000 due on 13 February 2035 issued by the

	Issuer, information of which is stated in the section headed “INFORMATION OF THE ISSUER” in this announcement
“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”	Citigroup Inc., 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
“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
“Subscription”	the subscription of the Debt Securities by CISI Investment on 6 February 2024
“Terms and Conditions”	the terms and conditions of the Debt Securities
“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, 7 February 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.*