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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 DEBT SECURITIES

THE DISPOSALS

During the period from 8 February 2024 to 28 February 2024, CISI Investment has disposed of the Debt Securities in an aggregate principal amount of US\$7,000,000 (equivalent to approximately HK\$54,950,000) at a total consideration of approximately US\$6,899,290 (equivalent to approximately HK\$54,159,425) 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 Disposals, 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.

During the period from 8 February 2024 to 28 February 2024, CISI Investment has disposed of the Debt Securities in an aggregate principal amount of US\$7,000,000 (equivalent to approximately HK\$54,950,000) at a total consideration of approximately US\$6,899,290 (equivalent to approximately HK\$54,159,425) on the open market.

THE DISPOSALS

Details of the disposals of Debt Securities are set out below:

Date	:	During the period from 8 February 2024 to 28 February 2024
Seller	:	CISI Investment
Issuer	:	Citigroup Inc. (“the Issuer”)

Aggregate principal amount of the Debt Securities being disposed of	:	US\$7,000,000 (equivalent to approximately HK\$54,950,000)
Total Consideration	:	Approximately US\$6,899,290 (equivalent to approximately HK\$54,159,425)
Maturity date of the Debt Securities	:	13 February 2035
Interest	:	5.827% per annum

INFORMATION OF THE COUNTERPARTY

As the Disposals were conducted on the open market, the identity of the purchaser(s) of the Debt Securities 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 Debt Securities which were being disposed of by CISI Investment under the Disposals.

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. The Issuer 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.

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.

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 consider the performance of the price of the Debt Securities, the Board is of the opinion that the Disposals represent a good opportunity for the Group to exit the investment in the Debt Securities. 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\$100,872 (equivalent to approximately HK\$791,846), being the difference between the subscription cost of the Debt Securities 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\$6,899,290 (equivalent to approximately HK\$54,159,425) 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

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
“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 Citigroup Inc., information of which is stated in the section headed “INFORMATION OF THE ISSUER” in this announcement
“Director(s)”	the director(s) of the Company
“Disposal”	the disposal of the Debt Securities in a principal amount of US\$1,000,000 (equivalent to approximately HK\$7,850,000) at a consideration of approximately US\$981,064 (equivalent to approximately HK\$7,701,348) by CISI Investment on the open market on 28 February 2024.
“Disposals”	the Disposal and the Previous Disposals
“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
“PRC”	the People’s Republic of China
“Previous Disposals”	the disposals of (1) the Debt Securities in a principal amount of US\$2,000,000 (equivalent to approximately HK\$15,700,000) at a consideration of approximately US\$1,976,620 (equivalent to approximately HK\$15,516,467) by CISI Investment on the open market on 8 February 2024; (2) the Debt Securities in a principal amount of US\$3,000,000 (equivalent to approximately HK\$23,550,000) at a consideration of approximately US\$2,953,640 (equivalent to approximately HK\$23,186,076) by CISI Investment on the open market on 20 February 2024; and (3) the Debt Securities in a principal amount of US\$1,000,000 (equivalent to approximately HK\$7,850,000) at a consideration of approximately US\$987,966 (equivalent to approximately HK\$7,755,534) by CISI Investment on the open market on 23 February 2024. The total consideration of the Previous Disposals is approximately US\$5,918,226 (equivalent to approximately HK\$46,458,077)
“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, 29 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.