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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 NOTES**

### **THE ACQUISITION**

The Board announces that on 7 March 2024, CISI Investment, an indirect wholly-owned subsidiary of the Company, has acquired the Notes in a principal amount of US\$6,500,000 (equivalent to approximately HK\$51,025,000) at a consideration of approximately US\$6,507,878 (equivalent to approximately HK\$51,086,845) on the open market.

### **LISTING RULES IMPLICATIONS**

As one of the applicable percentage ratios under Rule 14.07 of 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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### **Principal terms of the Notes**

Issuer	:	Bocom Leasing Management Hong Kong Company Limited (the “ <b>Issuer</b> ”)
Keepwell Provider	:	Bank of Communications Financial Leasing Co., Ltd. (the “ <b>Keepwell Provider</b> ”), a company incorporated in the PRC with limited liability and a wholly-owned subsidiary of Bank of Communications Co., Ltd.

Aggregate Principal Amount	:	US\$ 135,000,000
Interest	:	Floating rate, SOFR + 92 basis points
Maturity Date	:	4 March 2027
Issue Price	:	Notes may be issued at their nominal amount or at a discount or premium to their nominal amount. Partly paid Notes may be issued, the issue price of which will be payable in two or more instalments.
Keepwell	:	The Notes will have the benefit of a Keepwell and Asset Purchase Deed, pursuant to which the Keepwell Provider will only be obliged to cause the Issuer to obtain, before the due date of the relevant payment obligations, funds sufficient by means as permitted by applicable laws and regulations so as to enable the Issuer to pay such payment obligations in full as they fall due.
Listing	:	The Notes were listed on the Stock Exchange.

The Notes were issued by the Issuer. Information of the Issuer is stated in the section headed “INFORMATION OF THE ISSUER” of this announcement.

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 Notes cannot be ascertained. To the best knowledge, information and belief of the Directors and having made all reasonable enquiries, the sellers of the Notes and their respective beneficial owners are Independent Third Parties.

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

## **INFORMATION OF THE ISSUER**

According to the public information available to the Directors, the Issuer is a limited company incorporated in Hong Kong, and an indirect wholly-owned subsidiary of Bank of Communications Co., Ltd. (which is incorporated in the PRC, the shares of which are listed on the Shanghai Stock Exchange (Stock code: 601328), and the H shares of which are listed on the Stock Exchange (Stock code: 3328). The Ministry of Finance of the PRC is the largest shareholder of Bank of Communications Co., Ltd.. The Issuer group is one of the leading financial leasing companies in the PRC and was among the first batch of five pilot financial leasing entities approved by the State Council of the PRC. The Issuer group’s principal activity is to serves as an operating platform for Bank of Communications Co., Ltd.’s overseas operations in ship leasing.

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 ACQUISITION**

The Group acquired the Notes 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 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 within an acceptable risk level. 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 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 Notes in a principal amount of US\$6,500,000 (equivalent to approximately HK\$51,025,000) at a consideration of approximately US\$6,507,878 (equivalent to approximately HK\$51,086,845) by CISI Investment on the open market on 7 March 2024
“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
“Notes”	the US\$135,000,000 floating rate notes due on 4 March 2027 issued by Bocom Leasing Management Hong Kong Company Limited with the benefit of a Keepwell and Asset Purchase Deed provided by Bank of Communications Financial Leasing Co., Ltd., information of the Issuer is stated in the section headed “INFORMATION OF THE ISSUER” of 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**  
**Xiong Bo**  
*Chairman*

Hong Kong, 8 March 2024

*As at the date of this announcement, the Board comprises one non-executive Director, namely Mr. Xiong Bo (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.*