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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 SUBSCRIPTION OF NOTES

THE SUBSCRIPTION

On 12 March 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 Notes by the Issuer, and such order was confirmed and CISI Investment has been allocated with the Notes in the total subscription amount of US\$5,000,000 (equivalent to approximately HK\$39,250,000) on 12 March 2024 (after trading hours), at a consideration of US\$5,000,000 (equivalent to approximately HK\$39,250,000), exclusive of transaction costs.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios under Rule 14.07 of 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.

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The order to subscribe

Date: 12 March 2024

Parties: 1. CISI Investment as subscriber

2. The lead manager to the offer of the Notes 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 Notes

Issuer:	Goldman Sachs Bank USA
Aggregate Principal Amount:	US\$750,000,000
Total Subscription Amount:	US\$5,000,000 (equivalent to approximately HK\$39,250,000)
Issue Price:	100% of the principal amount of the Notes
Denomination:	US\$1,000 and integral multiples of US\$1,000 thereafter, subject to a minimum denomination of US\$1,000
Interest:	Floating rate, SOFR + 77 basis points
Issue Date:	18 March 2024
Maturity Date:	18 March 2027
Status of the Notes:	The Notes are unsecured and uninsured direct general obligations of the Issuer and will rank pari passu with all other senior unsecured indebtedness of the Issuer, except deposit liabilities and other obligations that are subject to any priorities or preferences.
Tax Redemption:	The Issuer will have the option to redeem the Notes before they mature (at par plus accrued interest) if the Issuer become obligated to pay additional amounts because of changes in United States of America withholding tax requirements as described in the Terms and Conditions.
Optional Redemption:	At the Issuer's option, on 18 March 2026 or on or after 18 February 2027, the Issuer may redeem the Notes, in whole, but not in part, upon not less than 5 business days' nor more than 60 calendar days' prior written notice, at a redemption price equal to 100% of the principal amount of the Notes being redeemed plus accrued and unpaid interest to but excluding the redemption date.

INFORMATION OF THE ISSUER

According to the offering circular of the Notes, the Issuer is a New York State-chartered bank of the United States of America and a member of the Federal Reserve System. The Issuer is a wholly-owned

subsidiary of The Goldman Sachs Group, Inc. The Issuer is a financial services provider that engages in banking activities. The Issuer provides lending, deposit-taking, and transaction banking services. The Issuer also enters into interest rate, currency, credit and other derivatives, and transacts in certain related cash products, for the purpose of market making and risk management. The Issuer's activities in the European Union include underwriting and market making in debt and equity securities; advisory services; and asset and wealth management services. The Goldman Sachs Group, Inc. is a leading global financial institution that delivers a broad range of financial services across investment banking, securities, investment management and consumer banking to a large and diversified client base that includes corporations, financial institutions, governments and individuals. The common stock of The Goldman Sachs Group, Inc. is listed on the New York Stock Exchange and trades under the ticker symbol "GS".

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 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 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.

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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)
“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”	Goldman Sachs Bank USA, 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
“Notes”	Floating Rate Notes in the aggregate principal amount of US\$750,000,000 due 2027 issued by the Issuer, information of which is stated in the section headed “INFORMATION OF THE ISSUER” 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
“Subscription”	the subscription of the Notes by CISI Investment on 12 March 2024
“Terms and Conditions”	the terms and conditions of the Notes
“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, 13 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.