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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 BONDS

THE SUBSCRIPTION

On 18 April 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 Bonds by the Issuer, and such order was confirmed and CISI Investment has been allocated with the Bonds in the total subscription amount of CNY50,000,000 (equivalent to approximately HK\$53,990,000) on 18 April 2024 (after trading hours), at a consideration of CNY50,000,000 (equivalent to approximately HK\$53,990,000), 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: 18 April 2024

Parties: 1. CISI Investment as subscriber

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

Issuer:	Pingtang Comprehensive Pilot Zone City Development Group Co., Ltd. (平潭綜合實驗區城市發展集團有限公司)
Aggregate Principal Amount:	CNY926,000,000
Total Subscription Amount:	CNY50,000,000 (equivalent to approximately HK\$53,990,000)
Issue Price:	100% of the principal amount of the Bonds
Form and Denomination:	The Bonds will be issued in registered form in amounts of CNY1,000,000 and integral multiples of CNY10,000 in excess thereof.
Interest:	Fixed rate 5.90% per annum
Issue Date:	25 April 2024
Maturity Date:	25 April 2027
Status of the Bonds:	The Bonds will constitute direct, unconditional, unsubordinated and (subject to the Terms and Conditions) unsecured obligations of the Issuer and shall at all times rank pari passu, without any preference among themselves. The payment obligations of the Issuer under the Bonds shall at all times rank at least equally with all its other outstanding unsecured and unsubordinated obligations, present and future, but, in the event of insolvency, only to the extent permitted by applicable laws relating to creditors' rights.
Redemption for Taxation Reasons:	All the Bonds, but not some only, may be redeemed at the option of the Issuer at any time, on giving not less than 30 nor more than 60 days' notice to the bondholders in accordance with the Terms and Conditions (which notice shall be irrevocable) and in writing to the trustee and the paying Agent, at their principal amount together with any interest accrued to but excluding the date of redemption, if the Issuer satisfies the trustee immediately before the giving of the notice that (a) as a result of any change in, or amendment to, the laws or regulations of a relevant jurisdiction, or any change in, or amendment to, the application or official interpretation of the laws or regulations of a relevant jurisdiction, which change or amendment becomes

effective on or after 18 April 2024, the Issuer would be required to pay additional tax amounts as provided or referred to in the Terms and Conditions; and (b) such obligation cannot be avoided by the Issuer taking reasonable measures available to it. As described in the Terms and Conditions.

Redemption upon Change of Control or No Registration Event: At any time following the occurrence of a change of control or a no registration event, the holder of each bond will have the right at such holder's option, to require the Issuer to redeem all, but not some only, of that holder's Bonds on the put settlement date at 101 per cent. (in the case of a redemption for a change of control) or 100 per cent. (in the case of a redemption for a no registration Event) of their principal amount together in each case with interest accrued to but excluding the put settlement date. As described in the Terms and Conditions.

Listing: Application will be made to the MOX for the listing of the Bonds by way of debt issues to MOX professional investors only.

INFORMATION OF THE ISSUER

According to the offering circular of the Bonds, the Issuer is a comprehensive state-owned assets investment company incorporated with limited liability in the PRC. The Issuer is qualified to engage in infrastructure construction business, municipal sanitation maintenance business, supply chain trading business, logistics and transportation business, leasing business, property management business and investment real-estate disposal business in the Pingtan Comprehensive Pilot Zone of Fujian Province of the PRC (中國福建省平潭綜合實驗區). The Issuer is a state-owned enterprise wholly owned by the Pingtan Comprehensive Pilot Zone State-owned Assets Administration Bureau of Fujian Province of the PRC (中國福建省平潭綜合實驗區國有資產管理局), a government department of the Pingtan Comprehensive Pilot Zone Management Committee (中國福建省平潭綜合實驗區管理委員會) (the “**Pingtan Management Committee**”). Pingtan Management Committee is a dispatched agency of the People's Government of Fujian Province of the PRC (中國福建省人民政府) and the administrative management agency of the Pingtan Comprehensive Pilot Zone of Fujian Province of the PRC (中國福建省平潭綜合實驗區).

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 Bonds 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 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.

DEFINITIONS

In this announcement, unless the context requires otherwise, the following expressions shall have the meanings set out below:

“Board”	the board of Directors
“Bonds”	5.90% Senior Unsecured Bonds in the aggregate principal amount of CNY926,000,000 due 2027 issued by the Issuer, information of which is stated in the section headed “INFORMATION OF THE ISSUER” in this announcement
“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”	Pingtan Comprehensive Pilot Zone City Development Group Co.,

Ltd. (平潭綜合實驗區城市發展集團有限公司), 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
“MOX”	Chongwa (Macao) Financial Asset Exchange Co., Ltd.
“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 Bonds by CISI Investment on 18 April 2024
“Terms and Conditions”	the terms and conditions of the Bonds
“CNY”	CNY, the lawful currency of the PRC
“%”	per cent.

In this announcement, amounts in CNY are translated into HK\$ on the basis of CNY1.00 = HK\$1.0798. The conversion rate is for illustration purposes only and should not be taken as a representation that CNY 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, 19 April 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.