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信達國際控股有限公司
CINDA INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)
(Stock Code: 111)

UPDATE ON PROPOSED MERGERS OF INDIRECT CONTROLLING SHAREHOLDER OF THE COMPANY

Reference is made to the announcement of Cinda International Holdings Limited (the "**Company**") dated 19 November 2025 (the "**Announcement**") in relation to the proposed mergers by way of absorption and share exchanges by CICC merging with Cinda Securities, the indirect controlling shareholder of the Company, and Dongxing Securities Co., Ltd. ("**Dongxing Securities**", the shares of which are listed on the Shanghai Stock Exchange (stock code: 601198)). Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as defined in the Announcement.

The Board notes that Cinda Securities and China Cinda Asset Management Co., Ltd. ("**China Cinda**", the H shares of which are listed on the Main Board of The Stock Exchange of Hong Kong Limited (stock code: 1359), which holds approximately 78.67% interests of Cinda Securities as at the date of this announcement) have issued announcements on 17 December 2025 (the "**Cinda Announcements**"), stating that a share exchange and merger agreement (the "**Merger Agreement**") was entered into amongst CICC, Cinda Securities and Dongxing Securities on 17 December 2025 which sets forth detailed terms and conditions for implementing the Proposed Mergers.

As disclosed in the Cinda Announcements, following the satisfaction or (if capable of being waived) waiver of the conditions under the Merger Agreement, A shares of CICC will be issued in exchange for all the issued shares of Cinda Securities, and upon the completion of such share exchange, the post-merger company (being CICC after the Proposed Mergers, the "**Post-merger Company**") will assume all assets, liabilities, businesses, employees, contracts, qualifications and all other rights and obligations of each of Cinda Securities and Dongxing Securities, and each of Cinda Securities and Dongxing Securities will be eventually deregistered, thus Cinda Securities will cease to be a subsidiary of China Cinda. Upon the completion of the aforementioned share exchange, the Post-merger Company will become the indirect controlling shareholder of the Company, and will be held as to approximately 24.44%, 16.71% and 8.05% by Central Huijin Investment Ltd. ("**Central Huijin**", a wholly state-owned company ultimately owned by the State Council of the People's Republic of China), China Cinda and China Orient Asset Management Co., Ltd. ("**China Orient**", directly and through its controlled entity) respectively, and each of China Cinda and China Orient is in turn majority-owned by Central Huijin.

CICC has applied to the Executive Director of the Corporate Finance Division (the "**Executive**") of the Securities and Futures Commission of Hong Kong for a confirmation that the completion of the Proposed Mergers will not trigger its obligation to make a mandatory general offer for the securities of the Company under Note 8 to Rule 26.1 of the Code on Takeovers and Mergers, and the Executive has so confirmed in his ruling.

For further details, please refer to the Cinda Announcements published by (1) Cinda Securities on the Shanghai Stock Exchange website at https://www.sse.com.cn/; and (2) China Cinda on The Stock Exchange of Hong Kong Limited at https://www.hkexnews.hk/index.htm. The Company will continue to closely monitor the development of the Proposed Mergers and will make further announcement(s) as and when appropriate in accordance with the Listing Rules, Code on Takeovers and Mergers and/or other applicable laws and regulations.

This announcement is made by the Company on a voluntary basis.

The shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

By Order of the Board
Cinda International Holdings Limited
Zhang Xunyuan
Executive Director and Chief Executive Officer

17 December 2025

As at the date hereof, the Board comprises:

Executive Directors:	Mr. Zhan Jiang	*(Chairman)*
	Mr. Zhang Xunyuan	*(Chief Executive Officer)*
	Ms. Yan Qizhong	*(Chief Financial Officer)*
Independent Non-executive Directors:	Ms. Hu Lielei	
	Mr. Zhao Guangming	
	Mr. Li Ying	

Website: http://www.cinda.com.hk