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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 ACQUISITIONS OF NOTES

**THE ACQUISITIONS**

The Board announces that on 20 November 2025 and 29 January 2026, respectively, CISI Investment, an indirect wholly-owned subsidiary of the Company, has acquired the Notes in an aggregate principal amount of US$17,155,000 (equivalent to approximately HK$134,666,750) at a total consideration of approximately US$17,089,991 (equivalent to approximately HK$134,156,426) 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 each of (i) the Acquisition on a stand-alone basis; and (ii) the Acquisition when aggregated with the Previous Acquisition, exceed(s) 5% but is less than 25%, the Acquisitions 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.

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### Principal terms of the Notes

| | | |
|---|---|---|
| Issuer | : | CSCEC Finance (Cayman) II Limited |
| Guarantor | : | China State Construction Engineering Corporation Limited (中國建築股份有限公司) |

| | | |
|---|---|---|
| Guarantee | : | In relation to the Notes, the Guarantor will unconditionally and irrevocably guarantee the due payment of all sums expressed to be payable by the Issuer under the Notes and the trust deed, as further described in the terms and conditions of the Notes.<br><br>The Guarantor's obligations in respect of the Notes and the trust deeds will be contained in the deed of guarantee (and any supplement thereto). |
| Aggregate Principal Amount | : | US$500,000,000 |
| Interest | : | Fixed 3.50% per annum |
| Maturity Date | : | 5 July 2027 |
| Issue Price | : | 99.441% of the principal amount of the Notes |

The Notes were issued by the Issuer and unconditionally and irrevocably guaranteed by the Guarantor. Information of the Issuer and the Guarantor is stated in the section headed "INFORMATION OF THE ISSUER AND GUARANTOR" of this announcement.

As the Acquisitions were 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 Acquisitions were funded from the Company's internal resources.

**INFORMATION OF THE ISSUER AND GUARANTOR**

According to the public information available to the Directors, the Issuer is an exempted company incorporated in the Cayman Islands with limited liability on 13 May 2016. The Issuer is an indirectly wholly-owned subsidiary of the Guarantor. The Issuer was established for the purpose of incurring indebtedness through notes offerings where it acts as the financing vehicle of the Guarantor and any other activities reasonably incidental thereto, including, on-lending the proceeds from such notes offerings to the Guarantor and/or its subsidiaries.

The Guarantor is a company incorporated in the PRC with limited liability. The Guarantor's shares are listed on the Shanghai Stock Exchange (stock code: 601668). The Guarantor group's key businesses include building construction, real estate development and investment, infrastructure construction and investment, and engineering design and survey. China State Construction Engineering Corporation* (中國建築集團有限公司) holds 57.70% issued share capital of the Guarantor. China State Construction Engineering Corporation* (中國建築集團有限公司) is a state-owned enterprise under the supervision of the State-owned Assets Supervision and Administration Commission of the State Council (國務院國有資產監督管理委員會).

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 wealth management services, corporate finance services, asset management services and financial products and investments.

## REASONS AND BENEFITS FOR THE ACQUISITIONS

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 Acquisitions provide 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 Acquisitions are in line with the Group's investment strategy. The Directors consider that the Acquisitions are fair and reasonable and are 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 each of (i) the Acquisition on a stand-alone basis; and (ii) the Acquisition when aggregated with the Previous Acquisition, exceed(s) 5% but is less than 25%, the Acquisitions 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:

| | |
|---|---|
| "Acquisition" | the acquisition of the Notes in a principal amount of US$15,620,000 (equivalent to approximately HK$122,617,000) at a consideration of approximately US$15,547,601 (equivalent to approximately HK$122,048,670) by CISI Investment on the open market on 29 January 2026 |
| "Acquisitions" | the Acquisition and the Previous Acquisition |
| "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 |

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|---|---|
| | Exchange (stock code: 6058) |
| "Director(s)" | the director(s) of the Company |
| "Group" | the Company and its subsidiaries |
| "Guarantor" | China State Construction Engineering Corporation Limited (中國建築股份有限公司), information of which is stated in the section headed "INFORMATION OF THE ISSUER AND GUARANTOR" in this announcement |
| "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" | CSCEC Finance (Cayman) II Limited, information of which is stated in the section headed "INFORMATION OF THE ISSUER AND GUARANTOR" in this announcement |
| "Listing Rules" | the Rules Governing the Listing of Securities on the Stock Exchange |
| "Notes" | US$500,000,000 3.50% Guaranteed Notes due 2027 issued by the Issuer and unconditionally and irrevocably guaranteed by the Guarantor, Information of the Issuer and the Guarantor is stated in the section headed "INFORMATION OF THE ISSUER AND GUARANTOR" of this announcement |
| "PRC" | The People's Republic of China |
| "Previous Acquisition" | the acquisitions of the Notes in a principal amount of US$1,535,000 (equivalent to approximately HK$12,049,750) at a consideration of approximately US$1,542,389 (equivalent to approximately HK$12,107,756) by CISI Investment on 20 November 2025 on the open market. |
| "Shareholder(s)" | holder(s) of the issued shares of the Company |
| "Stock Exchange" | The Stock Exchange of Hong Kong Limited |
| "US$" | 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, 30 January 2026

*As at the date of this announcement, the Board comprises one non-executive Director, namely Mr. Xiong Bo (Chairman), one executive Director, namely Mr. Lin Dan, and three independent non-executive Directors, namely Ms. Ye Jianfang, Mr. Tian Li and Ms. Du Li.*

** For identification purpose only*