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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 during the period from 20 May 2024 to 23 March 2026, respectively, CISI Investment, an indirect wholly-owned subsidiary of the Company, has acquired the Notes in an aggregate principal amount of US$10,022,000 (equivalent to approximately HK$78,672,700) at a total consideration of approximately US$11,181,993 (equivalent to approximately HK$87,778,647) on the open market.

**LISTING RULES IMPLICATIONS**

All of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Acquisition on a stand-alone basis do not exceed 5%, but one of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Acquisition when aggregated with the Previous Acquisition, exceeds 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 | : | CNPC (HK) Overseas Capital Ltd. |
| Guarantor | : | CNPC Finance (HK) Limited |

| | | |
|---|---|---|
| Guarantee | : | The payments of all amounts due in respect of the Notes will be unconditionally and irrevocably guaranteed by Guarantor. |
| Aggregate Principal Amount | : | US$500,000,000 |
| Interest | : | Fixed 5.95% per annum |
| Maturity Date | : | 28 April 2041 |
| Issue Price | : | 97.812% 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 a wholly-owned subsidiary of the Guarantor and was incorporated in the British Virgin Islands with limited liability. The Issuer has no material assets and will conduct no business except in connection with the issuance of the Notes.

The Guarantor was incorporated in Hong Kong with limited liability. China Petroleum Finance Co., Ltd. (CPF) holds 100% issued share capital of the Guarantor. China National Petroleum Corporation (CNPC) holds 100% issued share capital of CPF. 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) holds 100% issued share capital of CNPC as at the date of this announcement. CNPC is an integrated international energy & chemical company covering oil, gas & new energies, refining, chemicals, marketing & new materials, support & services, as well as capital & finance etc.

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

All of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Acquisition on a stand-alone basis do not exceed 5%, but one of the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Acquisition when aggregated with the Previous Acquisition, exceeds 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$4,773,000 (equivalent to approximately HK$37,468,050) at a consideration of approximately US$5,364,664 (equivalent to approximately HK$42,112,610) by CISI Investment on the open market on 23 March 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 Exchange (stock code: 6058) |
| "Director(s)" | the director(s) of the Company |
| "Group" | the Company and its subsidiaries |
| "Guarantor" | CNPC Finance (HK) Limited, information of which is stated in the |

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|---|---|
| | 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" | CNPC (HK) Overseas Capital Ltd., 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 5.95% Guaranteed Senior Notes due 2041 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 (1) the Notes in a principal amount of US$1,500,000 (equivalent to approximately HK$11,775,000) at a consideration of approximately US$1,630,405 (equivalent to approximately HK$12,798,679) by CISI Investment on 20 May 2024 on the open market; (2) the Notes in a principal amount of US$2,500,000 (equivalent to approximately HK$19,625,000) at a consideration of approximately US$2,719,131 (equivalent to approximately HK$21,345,175) by CISI Investment on 11 June 2024 on the open market; and (3) the Notes in a principal amount of US$1,249,000 (equivalent to approximately HK$9,804,650) at a consideration of approximately US$1,467,794 (equivalent to approximately HK$11,522,182) by CISI Investment on 20 September 2024 on the open market, respectively. The total consideration of the Previous Acquisitions is approximately US$5,817,329 (equivalent to approximately HK$45,666,036). |
| "Shareholder(s)" | holder(s) of the issued shares of the Company |
| "Stock Exchange" | The Stock Exchange of Hong Kong Limited |
| "US$" | 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, 24 March 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.*