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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)**

**ISSUANCE OF ADDITIONAL US\$75,000,000 5.0%  
GUARANTEED BONDS DUE 2020 (TO BE CONSOLIDATED  
AND FORM A SINGLE SERIES WITH THE  
US\$200,000,000 5.0% GUARANTEED BONDS DUE 2020)**

Reference is made to the Announcements. Unless the context herein defines otherwise, capitalised terms used in this announcement shall have the same meanings as defined in the Announcements.

On 26 September 2019, the Company, the Guarantor and the Joint Lead Managers entered into the Subscription Agreement in connection with the New Bonds Issue, subsequent to the book building exercise conducted by the Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers of the New Bonds Issue.

The gross proceeds from the New Bonds Issue will be US\$75,000,000. The Company intends to use the net proceeds from the New Bonds Issue, consisting of the gross proceeds of the New Bonds Issue less the underwriting discounts and commissions and other expenses payable in connection with the New Bonds Issue, for its general corporate purposes.

The Company will apply to the Stock Exchange for the listing of and permission to deal in the New Bonds, by way of debt issues to professional investors (as defined in Chapter 37 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and in the Securities and Futures Ordinance (Cap. 571) of Hong Kong), only.

Reference is made to the announcements of the Company dated 26 August 2019, 27 August 2019 and 30 August 2019 in respect of the issue of the Original Bonds and 26 September 2019 in respect of the New Bonds Issue (the “**Announcements**”). Unless the context herein defines otherwise, capitalised terms used in this announcement shall have the same meanings as defined in the Announcements.

The Board is pleased to announce that on 26 September 2019, the Company, the Guarantor and the Joint Lead Managers entered into the Subscription Agreement in connection with the New Bonds Issue, subsequent to the book building exercise conducted by the Joint Global Coordinators, Joint Bookrunners and Joint Lead Managers of the New Bonds Issue.

## **THE SUBSCRIPTION AGREEMENT**

Date: 26 September 2019

### **Parties to the Subscription Agreement**

- (a) the Company as the issuer;
- (b) the Guarantor;
- (c) China Industrial Securities International Brokerage Limited;
- (d) Zhongtai International Securities Limited; and
- (e) Orient Securities (Hong Kong) Limited.

China Industrial Securities International Brokerage Limited, Zhongtai International Securities Limited and Orient Securities (Hong Kong) Limited have been appointed as the Joint Bookrunners and Joint Lead Managers for the New Bonds Issue. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, each of Zhongtai International Securities Limited and Orient Securities (Hong Kong) Limited is an independent third party and not a connected person of the Company. To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, China Industrial Securities International Brokerage Limited, as Guarantor, joint global coordinator, joint bookrunner and joint lead manager, is a directly held and wholly-owned subsidiary of the Company.

The New Bonds have not been, and will not be registered, under the U.S. Securities Act. The New Bonds will only be offered outside the United States in compliance with Regulation S under the U.S. Securities Act.

### **Principal terms of the New Bonds**

The principal terms of the New Bonds are the same as the terms of the Original Bonds as set forth in the announcement of the Company dated 27 August 2019, other than the following:

#### ***New Bonds Offered***

Subject to certain conditions to completion, the Company will issue the New Bonds in the aggregate principal amount of US\$75,000,000, to be consolidated and form a single series with the Original Bonds. The New Bonds will mature on 28 August 2020, unless earlier redeemed pursuant to the terms thereof.

#### ***Issue Price***

The Issue Price of the New Bonds will be 100.08% of the principal amount of the New Bonds plus accrued interest from (and including) 30 August 2019 to (but excluding) 9 October 2019.

#### ***Use of Proceeds of the New Bonds Issue***

The Company is a comprehensive financial group that provides a full-spectrum of financial services in Hong Kong.

The gross proceeds from the New Bonds Issue will be US\$75,000,000. The Company intends to use the net proceeds from the New Bonds Issue, consisting of the gross proceeds of the New Bonds Issue less the underwriting discounts and commissions and other expenses payable in connection with the New Bonds Issue, for its general corporate purposes.

## LISTING

The Company will apply to the Stock Exchange for the listing of and permission to deal in the New Bonds, by way of debt issues to professional investors (as defined in Chapter 37 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and in the Securities and Futures Ordinance (Cap. 571) of Hong Kong), only.

## DEFINITIONS

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

“New Bonds”	the 5.0% bonds due 2020 in the principal amount of US\$75,000,000, to be consolidated and form a single series with the Original Bonds, to be issued by the Company;
“New Bonds Issue”	the issue of the New Bonds by the Company;
“Issue Price”	100.08% of the principal amount of the New Bonds plus accrued interest from (and including) 30 August 2019 (but excluding) 9 October 2019; and
“Subscription Agreement”	the agreement dated 26 September 2019 entered into among the Company, the Guarantor and the Joint Lead Managers in relation to the New Bonds Issue.

By order of the Board  
**China Industrial Securities International Financial Group Limited**  
**Huang Yilin**  
*Chairman*

Hong Kong, 27 September 2019

*As at the date of this announcement, the Board comprises a non-executive Director, namely Mr. Huang Yilin (Chairman), four executive Directors, namely Mr. Huang Jinguang, Mr. Wang Xiang, Ms. Zeng Yanxia and Ms. Zhang Chunjuan, and three independent non-executive Directors, namely Ms. Hong Ying, Mr. Tian Li and Mr. Qin Shuo.*