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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)

PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR AND

PROPOSED ADOPTION OF THE SECOND AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

PROPOSED APPOINTMENT OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of China Industrial Securities International Financial Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that pursuant to the articles of association of the Company (the “**Articles of Association**”), the Board proposed the appointment of Mr. Cai Junzheng (“**Mr. Cai**”) as an executive director of the Company (the “**Executive Director**”). The proposed appointment of Mr. Cai as the Executive Director is subject to the approval by the shareholders of the Company (the “**Shareholders**”) by way of an ordinary resolution at an extraordinary general meeting of the Company (the “**EGM**”).

The biographical details of Mr. Cai are as follows:

Mr. Cai, aged 48, joined Industrial Securities Co., Ltd. (“**Industrial Securities**”) (stock code: 601377.SH), the parent of the Company, in 2020. He was the general manager of the investment and financing business approval department of Industrial Securities. Before joining Industrial Securities, he served as teller, sales counter officer, loan officer, customer manager and deputy head of credit of China Construction Bank, Weinan High-tech Development Zone branch, the customer manager, product planning manager and assessor and member of loan review committee of corporate banking management department of China Minsheng Bank, Xi’an branch, the general manager of credit approval department and secretary of branch risk management committee of China Minsheng Bank, Xi’an branch, the president and secretary of the party committee of China Minsheng Bank, Baoji branch, the general manager of credit approval department of Chengdu Bank Xi’an branch, and the general manager of headquarters of northwest business of Industrial International Trust Co.,. He is currently the director and chief executive officer of Industrial Securities (Hong Kong) Financial Holdings Limited (“**Industrial Securities (Hong Kong)**”), the controlling shareholder of the Company (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), the executive director, general manager and legal representative of Industrial Securities Consultancy Service (Shenzhen) Company Limited, and the director of IS (Hong Kong) Investment Limited, which are the subsidiaries of Industrial Securities (Hong Kong). Mr. Cai has over 25 years of experience in the financial services industry.

Mr. Cai obtained a bachelor degree in Economics from Shanxi Institute of Finance and Economics (currently known as Xi'an Jiaotong University), the PRC in July 1997.

Mr. Cai has confirmed that he has met the criteria as a senior management executive as stipulated in the Articles of Association.

As at the date of this announcement, the Company has not entered into any service contract with Mr. Cai. Upon the approval by the Shareholders by way of an ordinary resolution at the EGM on the proposed appointment of Mr. Cai as an executive Director, Mr. Cai's term of office will take effect immediately and the Company will enter into a service contract with Mr. Cai for a term of three years commencing from the date of approval at the EGM. Mr. Cai's term of office is subject to retirement by rotation and re-election in accordance with the Articles of Association. Upon the approval by the Shareholders by way of an ordinary resolution at the EGM on the proposed authorization to the Board to fix Director's remuneration, Mr. Cai will receive monthly remuneration of HK\$250,000 and discretionary bonus to be determined by the Board.

As at the date of this announcement, Mr. Cai does not have any interest in shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong).

Save as disclosed in this announcement, Mr. Cai has not held any other positions in the Company and the Group nor any directorship in other listed public companies in the past three years.

Save as disclosed in this announcement, Mr. Cai has no other relationship with any directors, senior management, substantial Shareholders or controlling Shareholders (as defined in the Listing Rules) of the Company.

Save as disclosed in this announcement, there is no other information required to be disclosed pursuant to Rule 13.51(2) of the Listing Rules in relation to the appointment of Mr. Cai and the Company is not aware of any other matters that need to be brought to attention of the Shareholders.

PROPOSED ADOPTION OF THE SECOND AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY

In order to (i) bring the existing amended and restated memorandum and articles of association of the Company in alignment with the Core Shareholder Protection Standards as set out in Appendix 3 to the Listing Rules; (ii) reflect certain updates in relation to the applicable laws of the Cayman Islands and the Listing Rules; and (iii) make other house-keeping amendments, the Board proposes to amend the existing amended and restated memorandum and articles of association of the Company (the **"Existing Memorandum and Articles of Association"**) and adopt the second amended and restated memorandum and articles of association of the Company (the **"Amended and Restated Memorandum and Articles of Association"**) in substitution for, and to the exclusion of, the Existing Memorandum and Articles of Association.

The proposed adoption of the Amended and Restated Memorandum and Articles of Association is subject to the approval of the Shareholders by way of a special resolution at the EGM.

A circular containing, among others, details relating to the proposed appointment of the Executive Director and the adoption of the Amended and Restated Memorandum and Articles of Association, together with the notice convening the EGM, will be dispatched to the Shareholders in due course.

By Order of the Board
China Industrial Securities International Financial Group Limited
Hu Pingsheng
Chairman

Hong Kong, 14 November 2022

As at the date of this announcement, the Board comprises one non-executive Director, namely Mr. Hu Pingsheng (Chairman), three executive Directors, namely Mr. Li Baochen, Ms. Zeng Yanxia and Ms. Zhang Chunjuan, and three independent non-executive Directors, namely Ms. Hong Ying, Mr. Tian Li and Mr. Qin Shuo.