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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)**

## **DISCLOSEABLE TRANSACTION – DISPOSALS OF NOTES**

### **THE DISPOSALS**

The Board announces that up to 29 December 2023, the Company has disposed of the Notes in an aggregate principal amount of US\$3.49 million (equivalent to approximately HK\$27.2 million) at a total consideration of approximately US\$3.52 million (equivalent to approximately HK\$27.5 million) on the open market and through its participation in the Tender Offer made by the Issuer respectively.

### **LISTING RULES IMPLICATIONS**

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Disposals (on an aggregate basis) exceeds 5% but is less than 25%, the Disposals constitute a discloseable transaction of the Company and are subject to the notification and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

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As the Disposals were made through the Company's securities brokers (which are and whose respective beneficial owners are Independent Third Parties) and conducted on the open market and through the Company's participation in the Tender Offer made by the Issuer respectively, to the best knowledge, information and belief of the Directors and having made all reasonable enquiries, none of the connected persons of the Company nor their associates has purchased the Notes which were being disposed of by the Company under the Disposals.

## **Assets disposed of**

The subject matter of the Disposals were the Notes in an aggregate principal amount of US\$3.49 million (equivalent to approximately HK\$27.2 million) held by the Company. The Notes were acquired by the Company and held for investment purpose.

According to the public information available to the Directors, the Notes were issued by the Issuer. The 4.3% Notes and 5.3% Notes were listed and traded on the Singapore Exchange Securities Trading Limited since 19 September 2019 and 13 August 2021 respectively.

According to the public information available to the Directors, the Issuer is a state-owned company incorporated in the PRC. Its principal activities are development and management of the Chongqing International Logistics Hub Park, construction and sale of resettlement housing, land development and property management.

## **Consideration**

In respect of Disposal 1, the consideration was determined based on the trading price of the 4.3% Notes on the open market. In respect of Disposal 2, the consideration was determined based on the Tender Offer Price and the Accrued Interest Payment of the Notes tendered and accepted for purchase by the Issuer pursuant to the Tender Offer Memorandum. The Company has disposed of the Notes in an aggregate principal amount of US\$3.49 million (equivalent to approximately HK\$27.2 million) at a total consideration of approximately US\$3.52 million (equivalent to approximately HK\$27.5 million).

## **REASONS FOR AND BENEFITS OF THE DISPOSALS**

The Group is principally engaged in the provision of asset management, corporate finance advisory services, securities brokering, and commodities and futures brokering.

The Company acquired the Notes for investment purpose. Considering the recent performance of the price of the Notes, the Board is of the opinion that the Disposals represent a good opportunity for the Group to exit the investment in the Notes. Taking into account the financial effect of the Disposals as disclosed in the paragraph headed “Financial Effect of the Disposals” below, the Board is of the view that the Disposals is fair and reasonable and in the interests of the Company and the Shareholders as a whole.

## **FINANCIAL EFFECT OF THE DISPOSALS**

Taking into account the acquisition cost of the Notes, the proceeds from the Disposals and the interest earned by the Company through its holding, the unaudited gain arising from the Disposals is approximately US\$0.3 million (equivalent to approximately HK\$2.3 million). The actual gain to be recorded by the Company is subject to final audit to be performed by the Company's auditors.

## **INTENDED USE OF PROCEEDS**

The Company intends that the aggregate proceeds of the Disposals of approximately US\$3.52 million (equivalent to approximately HK\$27.5 million) will be applied towards the Group's general working capital. The Company may also apply the proceeds for new investment should any suitable investment opportunities arise.

## **LISTING RULES IMPLICATIONS**

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Disposals (on an aggregate basis) exceeds 5% but is less than 25%, the Disposals constitute a discloseable transaction of the Company and are subject to the notification and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

## **DEFINITIONS**

In this announcement, unless otherwise indicated in the context, the following terms shall have the meanings set out below:

“4.3% Notes”	4.3% notes due on 26 September 2024 issued by the Issuer
“5.3% Notes”	5.3% notes due on 20 August 2024 issued by the Issuer
“Accrued Interest”	interest accrued and unpaid on the relevant Notes validly tendered for purchase by an eligible Holder (as defined in the Tender Offer Memorandum) and accepted by Issuer pursuant to the Tender Offer from (and including) the immediately preceding interest payment date for such Notes to (but excluding) the Settlement Date, determined at the rate specified in the terms and conditions of the relevant Notes

“Accrued Interest Payment”	an amount in cash (rounded to the nearest cent, with US\$0.005 to be taken as a full cent) equal to the Accrued Interest on the relevant Notes validly tendered for purchase by an eligible Holder (as defined in the Tender Offer Memorandum) and accepted by the Issuer
“Board”	the board of Directors
“Company”	Cinda International Holdings Limited, a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 111)
“connected person”	has the meaning ascribed to it under the Listing Rules
“Directors”	the directors of the Company
“Disposals”	Disposal 1 and Disposal 2
“Disposal 1”	the disposal of 4.3% Notes in a principal amount of US\$1 million (equivalent to approximately HK\$7.8 million) at a consideration of approximately US\$0.98 million (equivalent to approximately HK\$7.6 million) by the Company on the open market on 7 December 2023
“Disposal 2”	the disposals of 1) 4.3% Notes in a principal amount of US\$0.49million (equivalent to approximately HK\$3.82 million) at a consideration of approximately US\$0.5 million (equivalent to approximately HK\$3.9 million) and 2) 5.3% Notes in a principal amount of US\$2million (equivalent to approximately HK\$15.6 million) at a consideration of approximately US\$2.04 million (equivalent to approximately HK\$15.9 million) by the Company through the Company’s participation in the Tender Offer made by the Issuer and the notice of acceptance for purchase of such Notes tendered was received on 29 December 2023
“Group”	the Company and its subsidiaries from time to time
“HK\$”	Hong Kong Dollars, the lawful currency of Hong Kong

“Holder(s)”	the person(s) who is or are for the time being the holder(s) of the Notes
“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”	Chongqing International Logistics Hub Park Construction Co., Ltd.
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Notes”	4.3% Notes and 5.3% Notes
“PRC”	The People’s Republic of China, which, for the purpose of this announcement, excludes Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Settlement Date”	28 December 2023
“Shareholders”	holders of the shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Tender Offer”	the invitation to all Holders of each series of the Notes to tender their Notes for purchase by the Issuer for cash
“Tender Offer Price”	in respect of 4.3% Notes, US\$1,000 per US\$1,000 in principal amount and in respect of 5.3% Notes US\$1,000 per US\$1,000 in principal amount
“Tender Offer Memorandum”	the memorandum prepared by the Issuer setting out the conditions in connection with the Tender Offer

“US\$” United States Dollars, the lawful currency of the United States of America

“%” per cent.

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

*In this announcement, amounts in US\$ are translated into HK\$ on the basis of US\$1.00 = HK\$7.8. 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.*

Hong Kong, 1 January 2024

As at the date hereof, the Board comprises:

*Executive Directors:* Mr. Zhang Yi (Chairman)  
Mr. Zhang Xunyuan (Chief Executive Officer)  
Mr. Lau Mun Chung (Deputy Chief Executive Officer)

*Independent non-executive Directors:* Mr. Xia Zhidong  
Mr. Liu Xiaofeng  
Mr. Zheng Minggao

*Website: <http://www.cinda.com.hk>*