

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 – ACQUISITION OF NOTES

THE ACQUISITION

On 12 April 2024 (after trading hours), the Company has acquired a principal amount of US\$2.932 million (equivalent to approximately HK\$22.9 million) of the 5.5% Notes on the open market at a consideration of approximately US\$2.94 million (equivalent to approximately HK\$22.9 million).

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Acquisition (either on a stand-alone or an aggregate basis with Previous Acquisition which was conducted within 12 months of the Acquisition) exceeds 5% but all of them are less than 25%, the Acquisition constitutes a discloseable transaction of the Company and is subject to the notification and announcement requirements but exempt from the Shareholders' approval requirement under Chapter 14 of the Listing Rules.

THE ACQUISITION

On 12 April 2024 (after trading hours), the Company has acquired a principal amount of US\$2.932 million (equivalent to approximately HK\$22.9 million) of the 5.5% Notes on the open market at a consideration of approximately US\$2.94 million (equivalent to approximately HK\$22.9 million).

The 3.75% Notes were issued by Issuer No. 1 and were unconditionally and irrevocably guaranteed by the Guarantor. The 5.5% Notes were issued by Issuer No. 2 and were unconditionally and irrevocably guaranteed by the Guarantor. Information of each of the Issuers and the Guarantor are stated in the section headed "INFORMATION OF THE ISSUERS AND THE GUARANTOR" of this announcement. The 3.75% Notes were listed and traded on the Stock Exchange since 30 May 2019. The 5.5% Notes were listed and traded on the Stock Exchange since 19 January 2015.

As the Acquisition was made through the Company's securities broker (which is and whose beneficial owners are Independent Third Parties) 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 Acquisition was funded partly from the Company's internal resources and partly from credit facilities available to the Company. The Notes will be accounted for as investments in the accounts of the Company.

INFORMATION OF THE ISSUERS AND THE GUARANTOR

According to the public information available to the Directors, Issuer No. 1 and Issuer No. 2 were both incorporated in the British Virgin Islands with limited liability. Issuer No. 1 and Issuer No. 2 are both wholly-owned subsidiaries of the Guarantor.

The Guarantor was incorporated in Hong Kong with limited liability, is a wholly-owned subsidiary of China CITIC Financial Asset Management Co., Ltd. (formerly known as China Huarong Asset Management Co., Ltd.). China CITIC Financial Asset Management Co., Ltd. was incorporated in the PRC (the H shares of which are listed on the Stock Exchange, stock code: 2799), it mainly engages in such businesses as distressed asset management, financial services, and asset management and investment business.

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 Issuers of the Notes and their respective ultimate beneficial owners are Independent Third Parties.

INFORMATION OF THE GROUP

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

REASONS AND BENEFITS FOR THE ACQUISITION

The Company acquired the Notes for investment purpose. The Directors consider that the Acquisition provides the Group with an opportunity to balance and diversify its investment portfolio, as well as to generate a stable return to the Group. The Acquisition also supports the development of the Group's structural finance business and is in line with the Group's growth strategy. The Directors consider that the Acquisition is fair and reasonable and is in the best interests of the Company and the Shareholders as a whole.

LISTING RULES IMPLICATIONS

As one of the applicable percentage ratios (as defined under the Listing Rules) in respect of the Acquisition (either on a stand-alone or an aggregate basis with Previous Acquisition which was conducted within 12 months of the Acquisition) exceeds 5% but all of them are less than 25%, the Acquisition constitutes a discloseable transaction of the Company and is 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 the context requires otherwise, the following expressions shall have the meanings set out below:

“Acquisition”	the acquisition of the 5.5% Notes by the Company on the open market on 12 April 2024
“Board”	the board of Directors
“3.75% Notes”	3.75% guaranteed notes due on 29 May 2024 issued by Issuer No. 1, information of which is stated in the section headed “INFORMATION OF THE ISSUERS AND THE GUARANTOR” of this announcement
“5.5% Notes”	5.5% guaranteed notes due on 16 January 2025 issued by Issuer No. 2, information of which is stated in the section headed “INFORMATION OF THE ISSUERS AND THE GUARANTOR” of this announcement
“Company”	Cinda International Holdings Limited, a company incorporated in Bermuda with limited liability, whose issued shares are listed on the Main Board of the Stock Exchange (stock code: 111)
“Director(s)”	the director(s) of the Company
“Group”	the Company and its subsidiaries
“Guarantor”	China Huarong International Holdings Limited (formerly known as Huarong (HK) International Holdings Limited), information of which is stated in the section headed “INFORMATION OF THE ISSUERS AND THE 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
“Issuers”	Issuer No. 1 and Issuer No. 2
“Issuer No. 1”	Huarong Finance 2019 Co., Ltd., information of which is stated in the section headed “INFORMATION OF THE ISSUERS AND THE GUARANTOR” in this announcement
“Issuer No. 2”	Huarong Finance II Co., Ltd., information of which is stated in the section headed “INFORMATION OF THE ISSUERS AND THE GUARANTOR” in this announcement
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Notes”	The 3.75% Notes and 5.5% Notes
“Previous Acquisition”	the acquisition of a principal amount of US\$1 million 3.75% Notes by the Company at a consideration of approximately US\$0.97 million on 14 June 2023
“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
“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.

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

Hong Kong, 15 April 2024

In this announcement, amounts in US\$ are translated into HK\$ on the basis of US\$1.00 = HK\$7.80. 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.

As at the date hereof, the Board comprises:

<i>Executive Directors:</i>	Mr. Zhang Yi	<i>(Chairman)</i>
	Mr. Zhang Xunyuan	<i>(Chief Executive Officer)</i>
	Ms. Yan Qizhong	<i>(Chief Financial Officer)</i>

<i>Independent Non-executive Directors:</i>	Mr. Xia Zhidong
	Mr. Liu Xiaofeng
	Mr. Zheng Minggao

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