

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.

This announcement is for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities.

*This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The Notes to be issued have not been and will not be registered under the United States Securities Act of 1933, as amended (the “**Securities Act**”), and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the Notes are being offered and sold only outside the United States and, in certain circumstances, to non-U.S. persons (as defined in Regulation S under the Securities Act) in offshore transactions in compliance with Regulation S under the Securities Act (“**Regulation S**”).*



中信建投証券股份有限公司
CSC FINANCIAL CO., LTD.

(A joint stock company incorporated in the People’s Republic of China with limited liability)

(Stock Code: 6066)

VOLUNTARY ANNOUNCEMENT
ESTABLISHMENT OF US\$3,000,000,000
GUARANTEED MEDIUM TERM NOTE PROGRAMME
BY CSCIF ASIA LIMITED

The Board is pleased to announce that on 21 July 2020 the Issuer has established the Programme under which it may issue Notes in series of an aggregate principal amount of up to US\$3,000,000,000 (or its equivalent in other currencies) to professional investors (as defined under the SFO) only as described in the offering circular dated 21 July 2020 (as amended from time to time). Under the Programme, the Issuer may from time to time issue the Notes which are unconditionally and irrevocably guaranteed by the Company and the Notes will be issued in series with different issue dates and terms. Notes issued under the Programme may be denominated in any currency subject to compliance with all relevant laws, regulations and directives. There will be no public offering of the Notes issued under the Programme in Hong Kong, the United States or any other jurisdictions.

The Issuer has appointed China Securities (International) Corporate Finance Company Limited, China CITIC Bank International Limited and The Hongkong and Shanghai Banking Corporation Limited as arrangers and dealers under the Programme by way of a dealer agreement dated 21 July 2020.

As the Issuer may or may not proceed with drawdown(s) under the Programme, the timing of drawdown(s) (if any) is uncertain as it depends on market conditions and the corporate needs of the Company and the Issuer, and the terms of each drawdown may vary within the parameters set out in the Programme, Shareholders and prospective investors are advised to exercise caution when dealing in the securities of the Company.

ESTABLISHMENT OF US\$3,000,000,000 GUARANTEED MEDIUM TERM NOTE PROGRAMME BY THE ISSUER GUARANTEED BY THE COMPANY

Introduction

The Board is pleased to announce that on 21 July 2020, the Issuer has established the Programme under which it may issue Notes in series of an aggregate principal amount of up to US\$3,000,000,000 (or its equivalent in other currencies) to professional investors (as defined under the SFO) only as described in the offering circular dated 21 July 2020 (as amended from time to time). Under the Programme, the Issuer may from time to time issue the Notes which are unconditionally and irrevocably guaranteed by the Company and the Notes will be issued in series with different issue dates and terms. Notes issued under the Programme may be denominated in any currency subject to compliance with all relevant laws, regulations and directives. There will be no public offering of the Notes issued under the Programme in Hong Kong, the United States or any other jurisdictions.

Upon the approval by regulatory authorities and under the authorization of the Company's general meeting, the Company will enter into a deed of guarantee with the Trustee in respect of each tranche of Notes, pursuant to which, the Company will unconditionally and irrevocably guarantee the due payment of all sums expressed to be payable by the Issuer under the relevant Notes, and, if applicable, the receipts and coupons relating to such Notes and the Trust Deed, and the specific amounts guaranteed will be based on the actual issue(s). The Company also undertakes that it will register or cause to be registered with the State Administration of Foreign Exchange of the PRC or its local branch each deed of guarantee in accordance with, and within the time period prescribed by, the Foreign Exchange Administration Rules on Cross-border Security.

The Issuer has appointed China Securities (International) Corporate Finance Company Limited, China CITIC Bank International Limited and The Hongkong and Shanghai Banking Corporation Limited as arrangers and dealers under the Programme by way of a dealer agreement dated 21 July 2020.

Listing

An application has been made by the Company and the Issuer for the listing of the Programme by way of debt issues to professional investors only on the Stock Exchange. In relation to any issue of the Notes, the Issuer has the option to agree with the relevant dealer(s) as to whether the Notes will be listed on any stock exchange(s) and, if so, to list the Notes on the Stock Exchange or any other stock exchange. Listing of the Programme or the Notes on the Stock Exchange is not to be taken as an indication of the merits of the Company, its subsidiaries or the Programme.

Proposed use of net proceeds

If the Notes are issued, the Company and the Issuer intend to use the net proceeds from the issue of each series of Notes for working capital and general corporate purposes or to refinance our existing indebtedness. If, in respect of any particular issue, there is a particular identified use of proceeds, this will be stated in the applicable Pricing Supplement.

Benefits of establishing the Programme

The Company considers that the Programme is to make available a platform to enhance its flexibility and efficiency for future funding or capital management from a medium to long-term perspective. It is designed to allow Notes to be drawn down from time to time and the Issuer has no current intention to drawdown the entire amount of the Programme. The principal amount and timing of drawdown(s) of Notes under the Programme are dependent on several factors, including but not limited to, market conditions and corporate needs of the Company and the Issuer.

GENERAL

As the Issuer may or may not proceed with drawdown(s) under the Programme, the timing of drawdown(s) (if any) is uncertain as it depends on market conditions and the corporate needs of the Company and the Issuer and, the terms of each drawdown may vary within the parameters set out in the Programme, Shareholders and prospective investors are advised to exercise caution when dealing in the securities of the Company.

DEFINITIONS

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

Term	Definition
“Board”	the board of directors of the Company
“Company”	CSC Financial Co., Ltd. (中信建投証券股份有限公司), a joint stock company incorporated in the People’s Republic of China with limited liability
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Issuer”	CSCIF Asia Limited, a BVI business company incorporated with limited liability in the British Virgin Islands and an indirect wholly-owned subsidiary of the Company
“Notes”	medium term notes that may be issued from time to time by the Issuer to professional investors only under the Programme to be guaranteed by the Company
“PRC”	the People’s Republic of China excluding, for the purpose of this announcement, Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan
“Pricing Supplement”	the document which sets out the terms specific to each series of the Notes to be issued under the Programme
“Programme”	the US\$3,000,000,000 guaranteed medium term note programme established by the Issuer
“Regulation S”	Regulation S under the U.S. Securities Act of 1933, as amended
“SFO”	the Securities and Futures Ordinance (Chapter 571 of the laws of Hong Kong), as amended from time to time
“Shareholders”	shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited

“Trust Deed”	the trust deed entered among the Company, the Issuer and the Trustee in relation to the Programme
“Trustee”	The Hongkong and Shanghai Banking Corporation Limited
“U.S.” or “United States”	the United States of America
“U.S. Securities Act”	the United States Securities Act of 1933, as amended from time to time
“US\$”	United States dollars, the lawful currency of the United States

By order of the Board
CSC Financial Co., Ltd.
Wang Changqing
Chairman

Beijing, the PRC
21 July 2020

As at the date of this announcement, the executive Directors of the Company are Mr. WANG Changqing and Mr. LI Geping; the non-executive Directors of the Company are Mr. YU Zhongfu, Ms. ZHANG Qin, Ms. ZHU Jia, Mr. WANG Hao, Mr. WANG Bo and Mr. XU Gang; and the independent non-executive Directors of the Company are Mr. FENG Genfu, Ms. ZHU Shengqin, Mr. DAI Deming, Mr. BAI Jianjun and Mr. LIU Qiao.