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BOCOM INTERNATIONAL HOLDINGS COMPANY LIMITED

交銀國際控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 3329)

DISCLOSEABLE TRANSACTION IN RELATION TO DISPOSALS OF NOTES

DISPOSALS OF NOTES

The Board announces that between 21 July 2023 and 19 October 2023, Preferred Investment, a direct wholly-owned subsidiary of the Company, has disposed of the Notes in the aggregate principal amount of US\$10,200,000 (equivalent to approximately HK\$80,070,000) at a total consideration of approximately US\$6,579,690 (equivalent to approximately HK\$51,650,567) on the open market.

LISTING RULES IMPLICATIONS

As the highest applicable percentage ratio in relation to the Disposals is more than 5% but less than 25%, the Disposals constitute a discloseable transaction for the Company and are subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

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DISPOSALS

Details of the Disposals are set out below:

Date	:	Between 21 July 2023 and 19 October 2023
Seller	:	Preferred Investment, a company incorporated in the British Virgin Islands with limited liability and a direct wholly-owned subsidiary of the Company
Issuer	:	Gemdale Ever Prosperity Investment Limited, a company incorporated in Hong Kong with limited liability and is wholly-owned by the Guarantor
Guarantor	:	Famous Commercial Limited, a company incorporated in Hong Kong with limited liability and is wholly-owned by Gemdale Corporation
Principal amount of the Notes being disposed of	:	US\$10,200,000 (equivalent to approximately HK\$80,070,000)
Consideration	:	US\$6,579,690 (equivalent to approximately HK\$51,650,567)
Maturity date of the Notes	:	12 August 2024
Coupon rate of the Notes	:	4.95% per annum

INFORMATION OF PREFERRED INVESTMENT

Preferred Investment is a company incorporated in the British Virgin Islands with limited liability and a direct wholly-owned subsidiary of the Company. The principal business of Preferred Investment is investment management.

INFORMATION OF THE COUNTERPARTY

As the Disposals were conducted on the open market, the identity of the purchaser(s) of the Notes cannot be ascertained. To the best knowledge, information and belief of the Directors 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 Preferred Investment under the Disposals.

BASIS OF DETERMINATION OF THE CONSIDERATION

Since the Disposals were conducted on the open market at the prevailing market price, the Directors consider that the Disposals are on normal commercial terms and their terms including the consideration are fair and reasonable.

REASONS FOR AND BENEFITS OF THE DISPOSALS

The Group is principally engaged in securities brokerage, margin financing, corporate finance and underwriting, investment and loans and asset management and advisory businesses.

In light of the recent volatile market conditions, the Directors consider that the Disposals enable the Group to better structure its assets portfolio, hence the Disposals are in the interest of the Group and the Shareholders as a whole.

FINANCIAL EFFECT OF THE DISPOSALS

Taking into account of the acquisition costs of the Notes, the proceeds from the Disposals and the interest earned by the Company through its holding, the unaudited loss arising from the Disposals is approximately US\$2,850,585 (equivalent to approximately HK\$22,377,089). The actual loss to be recorded by the Company is subject to the final audit to be performed by the Company's auditors.

INTENDED USE OF PROCEEDS

The aggregate proceeds of the Disposals of US\$6,579,690 (equivalent to approximately HK\$51,650,567) have been and 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

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DEFINITIONS

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

“associate”	has the same meaning as ascribed to it under the Listing Rules
“Board”	the board of Directors
“Company”	BOCOM International Holdings Company Limited, a company incorporated in Hong Kong with limited liability, the issued shares of which are listed on the Stock Exchange (stock code: 3329)
“connected person”	has the same meaning as ascribed to it under the Listing Rules
“Director(s)”	the director(s) of the Company
“Disposals”	the disposals of the Notes between 21 July 2023 and 19 October 2023 by Preferred Investment on the open market
“Gemdale Corporation”	Gemdale Corporation, a company incorporated in the People’s Republic of China with limited liability and is listed on The Shanghai Stock Exchange (stock code: 600383)
“Group”	the Company and its subsidiaries
“Guarantor”	Famous Commercial Limited, a company incorporated in Hong Kong with limited liability and is wholly-owned by Gemdale Corporation
“HK\$”	Hong Kong dollars, the lawful currency of the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Notes”	US\$480,000,000 4.95% guaranteed notes due 2024 issued by Gemdale Ever Prosperity Investment Limited on 12 August 2021 and listed on the Stock Exchange (stock code: 40803)
“percentage ratio”	has the same meaning as ascribed to it under the Listing Rules

“Preferred Investment”	Preferred Investment Management Limited, a company incorporated in the British Virgin Islands with limited liability and a direct wholly-owned subsidiary of the Company
“Shareholder(s)”	holder(s) of the ordinary shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“US\$”	United States dollars, the lawful currency of United States of America
“%”	per cent.

In this announcement, amounts in US\$ are translated into HK\$ on the basis of US\$1 = HK\$7.85. 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.

By Order of the Board
BOCOM International Holdings Company Limited
YI Li
Company Secretary

Hong Kong, 19 October 2023

As at the date of this announcement, the Board comprises Mr. TAN Yueheng, Ms. ZHU Chen and Mr. CHENG Chuange as Executive Directors; Mr. SHAN Zengjian and Mr. WANG Xianjia as Non-executive Directors; and Mr. TSE Yung Hoi, Mr. MA Ning and Mr. LIN Zhijun as Independent Non-executive Directors.