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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 ACQUISITION OF NOTES**

#### **ACQUISITION**

On 12 February 2025, Preferred Investment acquired a principal amount of US\$5,000,000 EBIUH Notes II at the purchase price of approximately US\$100.482 on over-the-counter market at a consideration of approximately US\$5,041,470.66 (equivalent to approximately HK\$39,575,544.68).

#### **LISTING RULES IMPLICATIONS**

As the Previous Acquisition and the Acquisition were made within a twelve-month period, they shall be aggregated as a series of transactions for the Company pursuant to Rule 14.22 of the Listing Rules. As the highest applicable percentage ratio in relation to the Acquisitions, on an aggregated basis, is less than 25% but more than 5%, the Acquisitions constitute discloseable transactions for the Company and are therefore subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

#### **ACQUISITION**

On 12 February 2025, Preferred Investment acquired a principal amount of US\$5,000,000 EBIUH Notes II at the purchase price of approximately US\$100.482 on over-the-counter market at a consideration of approximately US\$5,041,470.66 (equivalent to approximately HK\$39,575,544.68). Internal resources of the Group have been used to fund the Acquisition.

EBIUH Notes II are issued by the Issuer and are listed on Euronext Dublin and Taipei Exchange.

#### **PREVIOUS ACQUISITION**

On 7 February 2025, Preferred Investment acquired a principal amount of US\$3,000,000 EBIUH Notes I at the purchase price of approximately US\$102.05 on over-the-counter market at a consideration of approximately US\$3,113,062.50 (equivalent to approximately HK\$24,437,540.63). Internal resources of the Group have been used to fund the Previous Acquisition.

EBIUH Notes I are issued by the Issuer and are listed on Euronext Dublin, Nasdaq Dubai and Börse Stuttgart.

As all applicable percentage ratios in respect of the Previous Acquisition were less than 5%, the Previous Acquisition did not constitute a discloseable transaction of the Company pursuant to Chapter 14 of the Listing Rules.

## **INFORMATION OF PREFERRED INVESTMENT, THE COMPANY AND THE GROUP**

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.

The principal activity of the Company is investment holding. The Group is principally engaged in securities brokerage, margin financing, corporate finance and underwriting, investment and loans and asset management and advisory businesses. The regulated activities carried out by the Company's licensed subsidiaries include dealing in securities and futures, advising on securities and futures contracts, providing securities margin financing, advising on corporate finance and providing asset management services.

## **INFORMATION OF THE ISSUER**

The Issuer is a full-service bank based in the UAE. The Issuer, together with its subsidiaries, engage in retail, corporate and commercial banking, investment banking, property management, asset management, insurance services, credit card facilities and other banking-related services. Shares of the Issuer are listed on the Dubai Financial Market (stock code: EMIRATESNBD). To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Issuer is a third party independent from the Company and its connected persons.

## **INFORMATION OF THE COUNTERPARTIES**

Preferred Investment acquired EBIUH Notes I from First Abu Dhabi Bank PJSC.

First Abu Dhabi Bank PJSC is an Abu Dhabi-headquartered bank and its shares are listed on the Abu Dhabi Securities Exchange (stock code: FAB). First Abu Dhabi Bank PJSC primarily engages in corporate and investment banking, personal banking and private banking. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, First Abu Dhabi Bank PJSC is a third party independent from the Company and its connected persons.

Preferred Investment acquired EBIUH Notes II from Bank of China Limited Hong Kong Branch.

Bank of China Limited Hong Kong Branch is a branch of Bank of China Limited, a bank incorporated in People's Republic of China with limited liability, the H shares and A shares of which are listed on the Stock Exchange (stock code: 3988) and Shanghai Stock Exchange (stock code: 601988), respectively. Bank of China Limited engages in corporate banking, personal banking, financial markets and other commercial banking businesses. To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, Bank of China Limited is a third party independent from the Company and its connected persons.

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

The Acquisition provides the Group with long-term investment opportunity, which enables the Group to generate a stable investment return while utilising its capital resources with commensurate risk.

Having considered the terms of the Acquisition, the Directors consider that the terms of the Acquisition are fair and reasonable and on normal commercial terms, and the Acquisition is in the ordinary course of business of the Group and in the interests of the Company and its Shareholders as a whole.

## **LISTING RULES IMPLICATIONS**

As the Previous Acquisition and the Acquisition were made within a twelve-month period, they shall be aggregated as a series of transactions for the Company pursuant to Rule 14.22 of the Listing Rules. As the highest applicable percentage ratio in relation to the Acquisitions, on an aggregated basis, is less than 25% but more than 5%, the Acquisitions constitute discloseable transactions for the Company and are therefore subject to the notification and announcement requirements under Chapter 14 of the Listing Rules.

## **DEFINITIONS**

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

“Acquisition”	the acquisition of EBIUH Notes II by Preferred Investment on 12 February 2025
“Acquisitions”	the Acquisition and the Previous Acquisition
“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
“EBIUH Notes I”	US\$500,000,000 5.625% notes due 21 October 2027 issued by the Issuer on 21 October 2022 and listed on Euronext Dublin, Nasdaq Dubai and Börse Stuttgart
“EBIUH Notes II”	US\$750,000,000 aggregate principal amount of floating rate notes issued by the Issuer on 22 January 2025 and listed on Euronext Dublin and Taipei Exchange, the maturity date of which is the interest payment date falling in or nearest to January 2030
“Group”	the Company and its subsidiaries

“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Issuer”	Emirates NBD Bank PJSC, a public joint stock company incorporated and registered in the UAE, information of which is stated in the section headed “Information of the Issuer” in this announcement
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“percentage ratio(s)”	has the same meaning as ascribed to it under the Listing Rules
“Preferred Investment”	Preferred Investment Management Limited
“Previous Acquisition”	the acquisition of EBIUH Notes I by Preferred Investment on 7 February 2025
“Shareholder(s)”	holder(s) of the ordinary shares of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the same meaning as ascribed to it under the Listing Rules
“UAE”	the United Arab Emirates
“US\$”	US dollars, the lawful currency of the United States of America
“%”	per cent.

In this announcement, amounts in US\$ are translated into HK\$ on the basis of US\$1.00 = 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, 14 February 2025

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