

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.



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 4 March 2025, Preferred Investment acquired, in aggregate, a principal amount of US\$13,500,000 SNB Notes at the purchase price between US\$100 and US\$100.138 on over-the-counter market at a total consideration of approximately US\$13,516,560 (equivalent of approximately HK\$106,104,996).

LISTING RULES IMPLICATIONS

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

ACQUISITION

On 4 March 2025, Preferred Investment acquired, in aggregate, a principal amount of US\$13,500,000 SNB Notes at the purchase price between US\$100 and US\$100.138 on over-the-counter market at a total consideration of approximately US\$13,516,560 (equivalent of approximately HK\$106,104,996). Internal resources of the Group will be used to fund the Acquisition.

The SNB Notes will be issued by the Issuer and listed on the London Stock Exchange and the Taipei Exchange.

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 an exempted company with limited liability incorporated under the laws of the Cayman Islands. The Issuer is a wholly-owned subsidiary of the Guarantor and has been established to raise capital for the Guarantor. The Guarantor and its subsidiaries provide both conventional and Shari'a-compliant banking services. The shares of the Guarantor are listed on the Saudi Tadawul stock exchange (stock code: 1180). To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, the Issuer and the Guarantor are third parties independent from the Company and its connected persons.

INFORMATION OF THE COUNTERPARTY

Preferred Investment acquired a principal amount of US\$13,500,000 SNB Notes from HSBC. HSBC is an indirect wholly-owned subsidiary of HSBC Holdings plc, which is a banking and financial services company and its shares are primarily listed on the Stock Exchange (stock code: 5) and the London Stock Exchange (stock code: HSBA). HSBC holds approximately 19.03% of the total issued shares of BOCOM. Therefore, HSBC is a substantial shareholder of BOCOM. Save as disclosed in the foregoing, to the best of the Directors' knowledge, information and belief having made all reasonable enquiries, HSBC and HSBC Holdings plc are third parties independent from the Company and its connected persons.

REASONS FOR AND BENEFITS OF THE ACQUISITION

The Acquisition provides the Group with a 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 highest applicable percentage ratio in relation to the Acquisition is less than 25% but more than 5%, the Acquisition constitutes a discloseable transaction for the Company and is 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, in aggregate, a principal amount of US\$13,500,000 SNB Notes by Preferred Investment on 4 March 2025
“BOCOM”	Bank of Communications Co., Ltd.* 交通銀行股份有限公司, a company registered in the People’s Republic of China as a joint stock limited liability company, the H shares and A shares of which are listed on the Stock Exchange and Shanghai Stock Exchange, respectively, and the ultimate controlling shareholder of the Company
“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
“Group”	the Company and its subsidiaries
“Guarantor”	The Saudi National Bank
“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
“HSBC”	The Hongkong and Shanghai Banking Corporation Limited
“Issuer”	SNB Funding Limited, 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
“Shareholder”	holder(s) of the ordinary shares of the Company

“SNB Notes”	US\$750,000,000 floating rate senior unsecured notes due 17 March 2030 to be issued by the Issuer on 17 March 2025 and guaranteed by the Guarantor
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the same meaning as ascribed to it under the Listing Rules
“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, 6 March 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.