

Sixth Amended and Restated Pricing Supplement dated 27 January 2025

Boom Up Investments Limited (茂昇投資有限公司)

Issue of U.S.\$500,000,000 3.80 per cent. Guaranteed Notes due 2025

(of which U.S.\$40,000,000 is presently outstanding)

under the U.S.\$1,000,000,000 Medium Term Note Programme

This document amends and replaces in its entirety the fourth amended and restated pricing supplement dated 9 December 2021 and constitutes the Pricing Supplement relating to the issue of the Notes described herein. All references to the Pricing Supplement shall be deemed to be construed to refer to this document.

Terms used herein shall be deemed to be defined as such for the purposes of the terms and conditions of the Notes (the "**Conditions**") set forth in the Offering Circular dated 19 July 2016 (as amended from time to time). This Pricing Supplement contains the final terms of the Notes and must be read in conjunction with such Offering Circular.

Each of the Issuer, the Guarantor and the Company is a private company and therefore there is less publicly available information about the Issuer, the Guarantor and the Company than a public company. In particular, they are not required to publish periodic financial statements. Please see "*Risk Factors — There may be less publicly available information about the Issuer, CM International or the Company and PRC corporate disclosure and accounting standards differ from IFRS*" in the Offering Circular dated 19 July 2016.

- | | | |
|----|-----------------------------------|--|
| 1. | (i) Issuer: | Boom Up Investments Limited (茂昇投資有限公司) |
| | (ii) Guarantor: | CMIG International Capital Limited (中民投國際資本有限公司) (formerly known as CM International Capital Limited) |
| | (iii) Company: | China Minsheng Investment Group Corp., Ltd. (中国民生投资股份有限公司) (formerly known as China Minsheng Investment Corp., Ltd.) |
| 2. | (i) Series Number | 001 |
| | (ii) Tranche Number | 001 |
| 3. | Specified Currency or Currencies: | United States dollar ("U.S.\$") |
| 4. | Aggregate Nominal Amount: | U.S.\$500,000,000 |
| 5. | (i) Issue Price: | 99.719 per cent. of the Aggregate Nominal Amount |
| | (ii) Gross Proceeds: | U.S.\$498,595,000 (without deduction of offering expenses, commissions and private banking rebates) |
| 6. | (i) Specified Denominations: | U.S.\$200,000 and integral multiples of U.S.\$1,000 in excess thereof |
| | (ii) Calculation Amount: | U.S.\$1,000 |
| 7. | (i) Issue Date: | 2 August 2016 |

	(ii) Interest Commencement Date:	Issue Date
8.	Maturity Date:	2 August 2025
9.	Interest Basis:	3.80 per cent. Fixed Rate (further particulars specified below)
10.	Redemption/Payment Basis:	Redemption at par
11.	Change of Interest or Redemption/ Payment Basis:	Not Applicable
12.	Put/Call Options:	Change of Control Put (further particulars specified below)
13.	(i) Date of approval for issuance of the Notes for the Issuer obtained:	19 July 2016
	(ii) Date of approval for issuance of the Notes and giving of the Guarantee for the Guarantor obtained:	19 July 2016
	(iii) Date of approval for provision of Keepwell and Liquidity Support Deed and Deed of Equity Interest Purchase Undertaking for the Company obtained:	23 November 2015
	(iv) NDRC Certificate evidencing the registration of the issue of the Notes with the NDRC:	9 May 2016
14.	Listing:	Singapore Exchange Securities Trading Limited ("SGX-ST")
		Expected effective listing date of the Notes: 3 August 2016
15.	Method of distribution:	Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

16.	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	3.80 per cent. per annum payable semi-annually in arrear
	(ii) Interest Payment Date(s):	2 February and 2 August in each year, not Adjusted
	(iii) Fixed Coupon Amount:	U.S.\$19.00 per Calculation Amount
	(iv) Broken Amount(s):	Not Applicable
	(v) Day Count Fraction:	30/360
	(vi) Determination Dates:	Not Applicable
	(vii) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable

17.	Floating Rate Note Provisions	Not Applicable
18.	Zero Coupon Note Provisions	Not Applicable
19.	Index-linked Interest Note/other variable-linked interest Note Provisions	Not Applicable
20.	Dual Currency Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

21.	Call Option	On or after the date of this Pricing Supplement, the Issuer may, at its option, redeem the Notes on any one or more occasions, in whole or in part, at a redemption price equal to 100% of the principal amount of the Notes redeemed together with any accrued and unpaid interest up to, but excluding, the redemption date, by giving not less than 15 nor more than 30 days' notice to the Noteholders.
22.	Put Option	Not Applicable
23.	Change of Control Put	Applicable
24.	Final Redemption Amount of each Note	U.S.\$1,000 per Calculation Amount
25.	Early Redemption Amount	
	(i) Early Redemption Amount(s) per Calculation Amount payable on redemption for taxation reasons, on change of control triggering event, on asset sale or on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):	Same as set out in the Conditions
	(ii) Early Termination Amount per Calculation Amount payable on mandatory redemption on event of default or other early redemption and/or the method of calculating the same (if required or if different from that set out in the Conditions):	Same as set out in the Conditions
26.	Mandatory Partial Redemption Amount	Applicable
27.	Mandatory Partial Redemption Date	6 September 2019
28.	Second Mandatory Partial Redemption Amount	Applicable
29.	Second Mandatory Partial Redemption Date	31 December 2020
30.	Third Mandatory Partial Redemption Amount	Applicable

31.	Third Mandatory Partial Redemption Date	31 March 2021
32.	Fourth Mandatory Partial Redemption Amount	Applicable
33.	Fourth Mandatory Partial Redemption Date	16 December 2021
34.	Fifth Mandatory Partial Redemption Amount	Applicable
35.	Fifth Mandatory Partial Redemption Date	31 March 2022
36.	Sixth Mandatory Partial Redemption Amount	Applicable
37.	Sixth Mandatory Partial Redemption Date	6 September 2024
38.	Seventh Mandatory Partial Redemption Amount	Applicable
39.	Seventh Mandatory Partial Redemption Date	5 February 2025

GENERAL PROVISIONS APPLICABLE TO THE NOTES

40.	Form of the Notes:	Registered Notes
41.	Additional Financial Centre(s) or other special provisions relating to payment dates:	Not Applicable
42.	Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature):	No
43.	Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment:	Not Applicable
44.	Details relating to Instalment Notes: amount of each instalment, date on which each payment is to be made:	Not Applicable
45.	Redenomination, renominatisation and reconventioning provisions:	Not Applicable
46.	Consolidation provisions:	The provisions in Condition 19 (<i>Further Issues</i>) apply
47.	Any applicable currency disruption/ fallback provisions:	Not Applicable
48.	Other terms or special conditions:	Not Applicable

DISTRIBUTION

49. (i) If syndicated, names of Managers:
- AMTD Asset Management Limited
- The Hongkong and Shanghai Banking Corporation Limited
- Huarong International Securities Limited
- UBS AG Hong Kong Branch
- ABCI Capital Limited
- CM Securities (Hongkong) Company Limited
- Credit Suisse Securities (Europe) Limited
- GF Securities (Hong Kong) Brokerage Limited
- ICBC International Securities Limited
- Shanghai Pudong Development Bank Co., Ltd., Hong Kong Branch
- Bali Securities Co. Limited
- China Merchants Securities (HK) Co., Ltd. Citigroup Global Markets Limited
- Standard Chartered Bank
- Sun Hung Kai Investment Services Limited (together, the "**Managers**")
- (ii) Stabilising Manager(s) (if any):
- Any of the Managers appointed and acting in its capacity as a stabilising manager
50. If non-syndicated, name and address of Dealer:
- Not Applicable
51. U.S. Selling Restrictions:
- Reg. S Category 2
TEFRA not applicable
52. Additional selling restrictions:
- Not Applicable

OPERATIONAL INFORMATION

53. ISIN Code:
- XS1459405673
54. Common Code:
- 145940567
55. CMU Instrument Number:
- Not Applicable
56. Any clearing system(s) other than Euroclear /Clearstream and the CMU Service and the relevant identification number(s):
- Not Applicable
57. Delivery:
- Delivery against payment

58. Additional Paying Agent(s) (if any): Not Applicable

GENERAL

59. Private Bank Rebate/Commission: Applicable. Each of the Issuer, the Guarantor and the Company has agreed with the Managers that a commission to certain private banks will be paid in connection with the distribution of the Notes to the clients of each Manager. This commission will be based on the principal amount of the Notes so distributed, and may be deducted from the purchase price for the Notes payable by such private banks upon settlement.

60. The aggregate principal amount of the Notes issued has been translated into United States dollars at the rate of [•], producing a sum of (for Notes not denominated in United States dollars): Not Applicable

STABILISING

In connection with this issue, any of the Managers appointed and acting in its capacity as a stabilising manager (the "**Stabilising Manager**") (or persons acting on behalf of any Stabilising Manager) may over-allot Notes or effect transactions with a view to supporting the market price of the Notes at a level higher than that which might otherwise prevail. However, there is no assurance that the Stabilising Manager (or persons acting on behalf of a Stabilising Manager) will undertake stabilisation action. Any stabilisation action may begin on or after the date on which adequate public disclosure of the terms of the offer of the Notes is made and, if begun, may be ended at any time, but it must end no later than the earlier of 30 days after the issue date of the Notes and 60 days after the date of the allotment of the Notes. Any stabilisation action or over-allotment must be conducted by the relevant Stabilising Manager (or persons acting on behalf of any Stabilising Manager) in accordance with all applicable laws and rules.

PURPOSE OF PRICING SUPPLEMENT

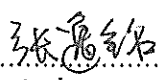
This Pricing Supplement comprises the final terms required for issue and admission to the Official List of the Singapore Exchange Securities Limited (the "**SGX-ST**") of the Notes described herein pursuant to the U.S.\$1,000,000,000 Medium Term Note Programme of the Issuer.

The SGX-ST takes no responsibility for the correctness of any of the statements made or opinions expressed or reports contained in this Pricing Supplement. The admission of the Notes to the Official List of the SGX-ST is not to be taken as an indication of the merits of the Issuer, the Guarantor, the Programme or the Notes.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in this Sixth Amended and Restated Pricing Supplement.

SIGNED on behalf of **BOOM UP INVESTMENTS LIMITED** (茂昇投资有限公司):

By: 
Duly authorised

Name: Mr. ZHANG Yiming

Title: Director

RESPONSIBILITY

The Guarantor accepts responsibility for the information contained in this Sixth Amended and Restated Pricing Supplement.

SIGNED on behalf of **CMIG INTERNATIONAL CAPITAL LIMITED** (中民投國際資本有限公司):

By: 張逸銘
Duly authorised

Name: Mr. ZHANG Yiming

Title: Director

RESPONSIBILITY

The Company accepts responsibility for the information contained in this Sixth Amended and Restated Pricing Supplement.

SIGNED on behalf of **CHINA MINSHENG INVESTMENT GROUP CORP., LTD.** (中国民生投资股份有限公司):

By:

Duly authorised

Name: 王军

Title: 总裁

