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合 生 創 展 集 團 有 限 公 司\*

**HOPSON DEVELOPMENT HOLDINGS LIMITED**

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 754)**

*website: <http://www.irasia.com/listco/hk/hopson>*

**BONUS ISSUE OF SHARES  
UNDER GENERAL MANDATE TO ISSUE SHARES**

**BONUS ISSUE**

Reference is made to the announcement of the Company dated 25 August 2021 relating to the interim results of the Company for the six months ended 30 June 2021. The Board is pleased to announce that it has resolved to make the Bonus Issue under the General Mandate on the basis of one Bonus Share for every ten existing Shares held by the Shareholders whose names appear on the register of members of the Company on the Record Date, upon the fulfillment of the conditions set out in the paragraph headed “Conditions of Bonus Issue” in this announcement.

**Basis of the Bonus Issue**

Subject to the conditions set out under the paragraph headed “Conditions of the Bonus Issue” below having been fulfilled, the Bonus Shares will be issued and credited as fully paid at par on the basis of one Bonus Share for every ten existing Shares held by Shareholders whose names appear on the register of members of the Company on the Record Date. The Bonus Shares will be issued under the General Mandate.

On the basis of 2,178,695,234 Shares in issue as at the date of this announcement, and assuming that there is no change to the number of issued Shares on or before the Record Date, it is anticipated that a total of 217,869,523 Bonus Shares would be allotted and issued under the Bonus Issue. The Bonus Shares may be allotted in odd lot (i.e. less than a board lot of 100 Shares). Immediately upon completion of the Bonus Issue, there will be a total of 2,396,564,757 Shares in the enlarged issued share capital of the Company. The Bonus Shares will be credited as fully paid at par by way of capitalisation of an amount of HK\$21,786,952.30 standing to the credit of the share premium account of the Company pursuant to the Bonus Issue.

## **General Mandate**

No Shareholder's approval is required for the Bonus Issue and the Bonus Shares will be allotted and issued under the General Mandate. Pursuant to the General Mandate, the Company is allowed to allot, issue and deal with up to 438,273,686 Shares, being 20% of the issued share capital of the Company as at the date of passing the resolution at the annual general meeting of the Company held on 11 June 2021. As at the date of this announcement, no Shares have been issued pursuant to the General Mandate.

## **Status of the Bonus Shares**

The Bonus Shares, upon issue, will rank *pari passu* with the then existing Shares in all respects, including the entitlement of receiving dividends and other distributions the record date for which falls on or after the date of allotment and issue of those Bonus Shares.

## **Fraction of Bonus Shares**

The total number of Bonus Shares to be issued to any Shareholders will be rounded down to a whole number, if there are any fractional entitlements of the Bonus Shares. Such fractional entitlements arising from the Bonus Issue (if any) will not be issued to the Shareholders, but will be cancelled by the Company.

## **Closure of register of members**

For the purpose of determining Shareholders' entitlements to the Bonus Issue, the register of members of the Company will be closed from Monday, 11 October 2021 to Friday, 15 October 2021, both days inclusive, during which period no transfer of Shares will be registered.

In order to qualify for the entitlements to the Bonus Issue, all transfers should be lodged for registration with Computershare Hong Kong Investor Services Limited, the Company's Hong Kong branch share registrar at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not later than 4:30 p.m. on Friday, 8 October 2021.

## **Conditions of Bonus Issue**

The Bonus Issue is conditional upon:

- (i) the Listing Committee granting the listing of, and permission to deal in the Bonus Shares; and
- (ii) compliance with the relevant legal procedures and requirements (if any) under the applicable laws of Bermuda and the Bye-laws of the Company to effect the Bonus Issue.

## **Listing, dealings and share certificates for the Bonus Shares**

Application will be made to the Listing Committee for the listing of, and permission to deal in the Bonus Shares. The Shares are not listed or dealt in on any stock exchange other than the Stock Exchange. The Directors do not intend to apply for listing of and permission to deal in the Bonus Shares on any stock exchange other than the Stock Exchange.

It is expected that share certificates for the Bonus Shares will be posted by ordinary post on or before Friday, 26 November 2021, after all the conditions of the Bonus Issue have been fulfilled, at the risk of the Shareholders entitled thereto to their respective addresses shown on the register of members of the Company on the Record Date.

Subject to fulfillment of all conditions of the Bonus Issue, dealings in the Bonus Shares on the Stock Exchange are expected to commence on Monday, 29 November 2021.

## **Overseas Shareholders**

As at the date of this announcement, none of the Shareholders as recorded on the register of members of the Company has an address which is outside Hong Kong.

Should there be any Overseas Shareholders on the Record Date, the Company will make enquiry pursuant to Rule 13.36(2)(a) of the Listing Rules regarding the legal restrictions under the laws of the relevant place and the requirements of the relevant regulatory body or stock exchange. Based on the results of such enquiry, the Board will consider whether to exclude such Overseas Shareholders from the Bonus Issue and it may only exclude such Overseas Shareholders on the basis that, having made such enquiry, it would be necessary or expedient to do so. If any such Overseas Shareholder is excluded, arrangements will be made for the Bonus Shares which would otherwise have been issued to the Overseas Shareholders to be sold in the market as soon as practicable after dealings commence. Any net proceeds of such sale for each Overseas Shareholder, after deduction of expenses, of HK\$100 or more will be distributed in Hong Kong dollars to the relevant Overseas Shareholders, by post at his/her/its own risk, unless the amount falling to be distributed to any such person is less than HK\$100 in which case it will be retained for the benefit of the Company.

## **Reasons for Bonus Issue**

In view of the positive interim results of the Group and in recognition of continual support of the Shareholders, in addition to a payment of interim dividend for the six months ended 30 June 2021, the Board has resolved to also make the Bonus Issue to enable the Shareholders to enjoy a pro-rata increase in the number of Shares being held in the Company without incurring any costs.

Although the price per Share on an ex-entitlement basis is expected to reduce proportionately and the Bonus Issue is not expected to increase the Shareholders' proportionate equity interests in the Company, the Bonus Issue will increase the number of Shares to be held by the Shareholders, which will afford them with more flexibility in managing their own investment portfolios. The Board believes

that the Bonus Issue, in combination with distribution of cash dividends, will not only enhance the liquidity of the Shares in the market and enlarge the capital base of the Company but also represent an appropriate and balanced way to respond to the support of the Shareholders throughout the years.

### **Expected Timetable**

The expected timetable<sup>Note</sup> for the Bonus Issue is set out below:

**2021**

Latest date of dealing in Shares cum entitlements to the Bonus Issue	Wednesday, 6 October
First date of dealing in Shares ex-entitlements to the Bonus Issue	Thursday, 7 October
Latest time for lodging transfers for entitlements to the Bonus Issue	4:30 p.m. on Friday, 8 October
Book closure period (both days inclusive)	Monday, 11 October to Friday, 15 October
Record Date for determination of entitlements to the Bonus Issue	Friday, 15 October
Register re-opens	Monday, 18 October
Despatch of the certificates for Bonus Shares	Friday, 26 November
First date of dealing in Bonus Shares	9:00 a.m. on Monday, 29 November

*Note:* All times in this announcement refer to Hong Kong times. Dates and deadlines specified above are indicative only and may be varied by the Company. If trading of Shares on the Stock Exchange is interrupted due to a tropical cyclone warning signal no. 8 or above, or “extreme conditions” caused by super typhoons (as announced by the Government of the Hong Kong) and/or a black rainstorm warning, the record date or book close date (thus the ex-entitlement date) may need to be postponed. In such circumstance, the Company will publish an announcement on the revised timetable as soon as practicable.

## DEFINITIONS

The following terms have the following meanings in this announcement unless the context otherwise requires:

“Board”	the board of Directors
“Bonus Issue”	the issue of Bonus Shares to the Shareholders whose names appear on the register of members of the Company as at the close of business on the Record Date on the basis of one Bonus Share for every ten existing Shares held by the Shareholders on the Record Date
“Bonus Shares”	new Shares to be allotted and issued by the Company by way of Bonus Issue on the terms set out in this announcement
“Company”	Hopson Development Holdings Limited, a company incorporated in Bermuda and whose shares are listed on the Stock Exchange
“Directors”	the directors of the Company
“Group”	the Company and its subsidiaries
“Hong Kong”	Hong Kong Special Administrative Region of the People’s Republic of China
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“Listing Committee”	the listing committee of the Stock Exchange
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Overseas Shareholder(s)”	Shareholder(s) whose address(es) as shown on the register of members of the Company on the Record Date are outside Hong Kong
“Record Date”	Friday, 15 October 2021, being the record date by reference to which entitlements to the Bonus Share will be determined

“Share(s)” ordinary share(s) of HK\$0.1 each in the share capital of the Company

“Shareholders” the holders of the Shares

“Stock Exchange” The Stock Exchange of Hong Kong Limited

By order of the Board  
**Hopson Development Holdings Limited**  
**Chu Kut Yung**  
*Chairman*

Hong Kong, 31 August 2021

*As at the Announcement Date, the Board comprises eight Directors. The executive Directors are Ms. Chu Kut Yung (Chairman), Mr. Zhang Fan (Co-president), Mr. Au Wai Kin, Mr. Xie Bao Xin and Mr. Bao Wenge; and the independent non-executive Directors are Mr. Tan Leng Cheng, Aaron, Mr. Ching Yu Lung and Mr. Ip Wai Lun, William.*

\* *For identification purpose only*