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## **SOUTH CHINA FINANCIAL HOLDINGS LIMITED**

**南華金融控股有限公司**

*(Incorporated in Hong Kong with limited liability)*

**(Stock Code: 00619)**

### **PROPOSED ADOPTION OF NEW SHARE OPTION SCHEME**

The board (the “**Board**”) of directors (the “**Director(s)**”) of South China Financial Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) is pleased to announce that, the Board has resolved to propose the adoption of a new share option scheme (the “**New Share Option Scheme**”) for the approval by the shareholders of the Company (the “**Shareholder(s)**”) at the extraordinary general meeting (the “**EGM**”) to be convened by the Company.

#### **THE EXISTING SHARE OPTION SCHEME**

The Company adopted a share option scheme on 5 June 2012 with a valid period of ten (10) years effective on 11 June 2012 and will be expired on 11 June 2022 (the “**2012 Share Option Scheme**”). For details, please refer to the circular of the Company dated 27 April 2012 and the announcement of the Company dated 5 June 2012.

#### **THE NEW SHARE OPTION SCHEME**

Upon soon expiration of the 2012 Share Option Scheme, the Board proposes to recommend to the Shareholders at the EGM to approve the adoption of the New Share Option Scheme so as to enable the Company to continue to grant share options to (i) eligible participants as incentives or rewards for their contributions to the Group; and (ii) attract and retain employees of the Group. The provisions of the New Share Option Scheme shall comply with the requirements of Chapter 17 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The proposed adoption of the New Share Option Scheme is subject to (i) the approval of the Shareholders by way of the ordinary resolution at the EGM; and (ii) the Listing Committee of the Stock Exchange granting the approval of the New Share Option Scheme for the listing of, and permission to deal in, the shares of the Company which may be allotted and issued by the Company pursuant to the exercise of the share options in accordance with the terms and conditions of the New Share Option Scheme.

An application will be made to the Listing Committee of the Stock Exchange for approval of the listing of, and permission to deal in, the shares of the Company which may be issued and allotted pursuant to the New Share Option Scheme.

A circular containing, among other things, details and related matters of the proposed adoption of the New Share Option Scheme together with the notice of the EGM and the proxy form for the EGM will be despatched to the Shareholders in accordance with the requirements of the Listing Rules in due course.

**The New Share Option Scheme is subject to the approval of the Shareholders. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.**

By Order of the Board  
**South China Financial Holdings Limited**  
南華金融控股有限公司  
**Ng Yuk Mui Jessica**  
*Executive Director*

Hong Kong, 9 June 2022

*As at the date of this announcement, the Directors are (1) Mr. Ng Hung Sang, Ms. Cheung Choi Ngor and Ms. Ng Yuk Mui Jessica as executive Directors; and (2) Mrs. Tse Wong Siu Yin Elizabeth, Hon. Raymond Arthur William Sears, Q.C. and Mr. Tung Woon Cheung Eric as independent non-executive Directors.*