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SOUTH CHINA HOLDINGS COMPANY LIMITED

南華集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 00413)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2022

Reference is made to the annual report for the year ended 31 December 2022 (the “**Annual Report**”) of South China Holdings Company Limited (the “**Company**”, together with its subsidiaries, the “**Group**”), which was published on 24 April 2023. Unless the context requires otherwise, all capitalized terms used herein shall have the same meanings as those defined in the Annual Report.

In addition to the disclosures under the sub-section headed “Employees’ Share Award Scheme” in the “Directors’ Report” section on page 28 of the Annual Report, the Company would like to provide the following information in relation to the Share Award Scheme pursuant to Rule 17.09 and Rule 17.12(2) of the Listing Rules:

1. Purpose of the Share Award Scheme : (i) to selected employees in recognition of their contributions to the Group;

(ii) as incentive to retain the selected employees for supporting the operations and on-going development of the Group; and

(iii) to attract suitable personnel for further development of the Group.
2. Participants of Share Award Scheme : The Board may, from time to time, select any employee of the Group for participation in the Share Award Scheme (the “**Selected Employee**”).
3. Total number of Shares available for issue under the Share Award Scheme : As at the date of the Annual Report, the number of shares available for grant was 206,160,593 (representing approximately 1.56% of the issued share capital as at the date of the Annual Report).

4. Maximum entitlement of each selected participant under the Share Award Scheme : No maximum entitlement of each selected participant was set.
5. Exercisable period under the Share Award Scheme : No exercise period for awarded shares was set.
6. Vesting period of the Share Award Scheme : The vesting period of the share awards shall be determined by the Board at the time of grant of such share awards.

In respect of a Selected Employee who died or retired at his/her normal retirement date or earlier by agreement with the Company or any subsidiary of the Company at any time prior to a vesting date, all the awarded shares and all income derived from a share of the Selected Employee shall be deemed to be vested on the date immediately prior to his/her death or retirement at his/her normal retirement date or earlier by agreement with the Company or any subsidiary of the Company.

7. Acceptance price : No amount is payable on acceptance of the grant of a share award under the Share Award Scheme.
8. Basis of determining the purchase price of shares awarded : The purchase price of each awarded share shall be determined by the Board at the time of grant of the share awards under the Share Award Scheme.
9. Remaining life of the Share Award Scheme : Subject to early termination of the Share Award Scheme pursuant to the terms of the Share Award Scheme, the Share Award Scheme shall be valid and effective for a term of fifteen (15) years commencing on 18 March 2011 (the adoption date of the Share Award Scheme). The remaining life of the Share Award Scheme shall be approximately 2.5 years.
10. Voting rights of unvested shares of the Share Award Scheme : The trustee shall not exercise the voting rights in respect of any shares held under the trust constituted by the trust deed dated 18 March 2011 entered into between the Company and the trustee.

By Order of the Board
South China Holdings Company Limited
南華集團控股有限公司
Cheung Choi Ngor
Executive Director

Hong Kong, 6 July 2023

As at the date of this announcement, the Directors are:

Executive Directors:

*Mr. Ng Hung Sang
Ms. Cheung Choi Ngor
Mr. Ng Yuk Yeung Paul*

Non-executive Directors:

*Ms. Ng Yuk Mui Jessica
Mr. Ng Yuk Fung Peter
Ms. Li Yuen Yu Alice
Mr. Yu Pui Hang*

Independent Non-executive Directors:

*Mrs. Tse Wong Siu Yin Elizabeth
Mr. Kam Yiu Shing Tony
Ms. Pong Scarlett Oi Lan, BBS, J.P.
Mr. Wong Chun Tat, J.P.*