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Shenzhen International Holdings Limited
深圳國際控股有限公司
(Incorporated in Bermuda with limited liability)
(Stock Code: 00152)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A, 17.06B and 17.06C of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of Shenzhen International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that 55,454,000 share options (the “**Share Options**”) to subscribe for up to a total of 55,454,000 ordinary shares of HK\$1.00 each (the “**Shares**”) of the Company were granted to certain individuals (the “**Grantees**”) under the share option scheme of the Company on 1 November 2023, subject to acceptance of the Share Options by the Grantees. Details of the Share Options are as follows:

Date of grant:	1 November 2023 (the “ Date of Grant ”)
Exercise price of Share Options granted:	HK\$5.370 per Share, representing the highest of: (i) the closing price of HK\$5.370 per Share on the Date of Grant; (ii) the average closing price of HK\$5.122 per Share for the five business days immediately preceding the Date of Grant; and (iii) the nominal value of the Share, which is HK\$1.00.
Number of Share Options granted:	55,454,000 (each Share Option shall entitle the holder thereof to subscribe for one Share)

Closing price of the Shares on the Date of Grant:	HK\$5.370 per Share
Validity period of the Share Options:	5 years from the Date of Grant
Vesting dates of the Share Options:	<ul style="list-style-type: none"> (i) the first 40% of the Share Options granted will be vested on the second anniversary from the Date of Grant; (ii) the next 30% of the Share Options granted will be vested on the third anniversary from the Date of Grant; and (iii) the remaining 30% of the Share Options granted will be vested on the fourth anniversary from the Date of Grant.
Performance Target:	The performance targets comprise a mixture of attaining satisfactory key performance indicators components (including the business performance and financial performance of the Group and individual performance based on the annual performance assessment results).
Clawback Mechanism:	<p>If the Grantee ceases to be an employee of the Group or hold office as a director of the Group, associated company and joint ventures on any one or more of the following grounds, the Share Options shall lapse automatically (to the extent not already exercised):</p> <ul style="list-style-type: none"> (i) the Grantee has been guilty of serious misconduct or has committed an act of bankruptcy or has become insolvent, etc.; (ii) the Grantee has been convicted of any criminal offence involving his integrity or honesty; and (iii) on any other grounds on which the Group would be entitled to terminate the Grantee's employment with immediate effect in accordance with applicable laws and regulations or the service contract.
Financial Assistance:	The Group has not provided any financial assistance to any Grantee to facilitate the purchase of Shares under the share option scheme.

Among the Share Options granted above, 6,730,000 Share Options were granted to the Directors and 48,724,000 Share Options were granted to certain employees of the Group, details of which are as follows:

Name of Grantee	Capacity	Number of Share Options
Directors:		
Mr. Li Haitao	Executive Director and Chairman	1,844,000
Mr. Liu Zhengyu	Executive Director and Chief Executive Officer	1,752,000
Mr. Wang Peihang	Executive Director	1,567,000
Mr. Zhou Zhiwei	Non-executive Director	1,567,000
Employee Participants:		
Employees of the Group	Employee	48,724,000

The grant of Share Options to Messrs. Li Haitao, Liu Zhengyu, Wang Peihang and Zhou Zhiwei has been approved by the independent non-executive Directors of the Company in accordance with Rule 17.04(1) of the Listing Rules.

Save as disclosed above, to the best knowledge, information and belief of the Directors, and having made all reasonable enquiry, (i) none of the other Grantees is a Director, chief executive or substantial shareholder of the Company or an associate (as defined under the Listing Rules) of any of them; (ii) none of the Grantees is a participant with options and awards granted and to be granted exceeding the 1% individual limit under the Listing Rules; or (iii) none of the Grantees is a related entity participant or a service provider (as defined under the Listing Rules) of the Company. As at the date of this announcement, the grant of Share Options will not result in the share options granted and to be granted to each Grantee in the 12-month period up to and including the Date of Grant exceeding 1% of the Shares in issue.

After the above grant of Share Options, a total of 89,168,586 Shares will be available for future grant under the scheme mandate limit.

By Order of the Board
Shenzhen International Holdings Limited
Liu Wangxin
Joint Company Secretary

1 November 2023

As at the date of this announcement, the Board consists of Messrs. Li Haitao, Liu Zhengyu, Wang Peihang and Dr. Dai Jingming as executive Directors, Dr. Zhou Zhiwei as non-executive Director and Mr. Pan Chaojin, Dr. Zeng Zhi and Dr. Wang Guowen as independent non-executive Directors.