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**HARBOUR**  
**BIOMED**  
**和鉑醫藥控股有限公司**  
**HBM Holdings Limited**  
*(incorporated in the Cayman Islands with limited liability)*  
**(Stock Code: 02142)**

## **GRANT OF SHARE OPTIONS AND GRANT OF SHARE AWARDS**

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

The board of directors (the “**Board**”) of HBM Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that on 12 January 2024, the Company granted share options (the “**Options**”) and share awards (the “**Awards**”) to eligible participants under the share option scheme adopted by the shareholders of the Company (the “**Shareholders**”) on 23 November 2020 (the “**Share Option Scheme**”) and the share award scheme adopted by the Shareholders on 23 November 2020 (the “**Share Award Scheme**”), respectively, subject to the acceptance of the grantees.

### **GRANT OF SHARE OPTIONS**

Details of the grant of Options (the “**Option Grants**”) are as follows:

Date of grant:	12 January 2024
Number of Options granted:	1,297,000
Number of grantees:	2 non-connected employees (not including senior management) of the Group (the “ <b>Option Grantees</b> ”)
Exercise price of the Options granted:	HK\$1.73 per Share. The exercise price represents a premium over the highest of (i) the closing price of HK\$1.70 per Share as stated in the daily quotation sheets of the Stock Exchange on the date of grant; (ii) the average closing price of HK\$1.73 per Share as stated in the Stock Exchange’s daily quotation sheets for the five consecutive trading days immediately preceding the date of grant; and (iii) the nominal value of US\$0.000025 per Share.
Market price of the Shares on the date of grant:	HK\$1.70 per Share
Exercise period:	10 years from the date of grant.

- Vesting period:
- (i) 25% of the Options shall vest on 31 March 2025;
  - (ii) 25% of the Options shall vest on 31 March 2026;
  - (iii) 25% of the Options shall vest on 31 March 2027; and
  - (iv) the remaining 25% of the Options shall vest on 31 March 2028.
- Performance targets: There are no performance targets attached to the Options.
- Clawback mechanisms: Where the following events as specified in the rules of the Share Option Scheme arises, any outstanding Options shall be immediately lapsed,
- (i) the Option Grantee, being an employee whose employment is terminated by the Group by reason of the employer terminating the contract of employment without notice or payment in lieu of notice;
  - (ii) the Option Grantee having been convicted of any criminal offence involving his/her integrity or honesty; or
  - (iii) the Option Grantee is declared bankrupt or becomes insolvent or makes any arrangements or composition with his/her creditors generally.

None of the Option Grants is subject to approval by the Shareholders, and none of the Option Grantees is a director, chief executive or substantial shareholder (as defined in the Listing Rules) of the Company or an associate (as defined in the Listing Rules) of any of them.

The Option Grants would not result in the options and awards granted and to be granted to each individual grantee in the 12-month period up to and including the date of such grant in aggregate to exceed 1% of the Shares in issue.

### **Reasons for and benefits of the Option Grants**

The purpose of the Option Grants is to provide the Option Grantees with the opportunity to acquire proprietary interests in the Company and to encourage the Option Grantees to work towards enhancing the value of the Company and its Shares for the benefit of the Company and the Shareholders as a whole.

## GRANT OF SHARE AWARDS

Details of the grant of Awards (the “**Award Grants**”) are as follows:

Date of grant:	12 January 2024
Number of Awards granted:	501,000
Number of grantees:	2 non-connected employees (not including senior management of the Group) of the Group (the “ <b>Award Grantees</b> ”)
Purchase price of the Awards granted:	Nil
Market price of the Shares on the date of grant:	HK\$1.70 per Share
Vesting period:	(i) 25% of the Awards shall vest on 31 March 2025; (ii) 25% of the Awards shall vest on 31 March 2026; (iii) 25% of the Awards shall vest on 31 March 2027; and (iv) the remaining 25% of the Awards shall vest on 31 March 2028.
Performance targets:	There are no performance targets attached to the Awards.
Clawback mechanisms:	Where the following events as specified in the rules of the Share Award Scheme arises, any unvested Awards shall be immediately lapsed,  (i) the Award Grantee, being an employee whose employment is terminated by the Group by reason of the employer terminating the contract of employment without notice or payment in lieu of notice;  (ii) the Award Grantee having been convicted of any criminal offence involving his/her integrity or honesty; or  (iii) the Award Grantee is declared bankrupt or becomes insolvent or makes any arrangements or composition with his/her creditors generally.

None of the Award Grants is subject to approval by the Shareholders, and none of the Award Grantees is a director, chief executive or substantial shareholder (as defined in the Listing Rules) of the Company or an associate (as defined in the Listing Rules) of any of them.

The above Award Grants would not result in the options and awards granted and to be granted to each individual grantee in the 12-month period up to and including the date of such grant in aggregate to exceed 1% of the Shares in issue.

## **Reasons for and benefits of the Award Grants**

The purposes of the Award Grants are to align the interests of the Award Grantees' with those of the Group through ownership of Shares, dividends and other distributions paid on Shares and/or the increase in value of the Shares, and to encourage and retain the Award Grantees to make contributions to the long-term growth and profits of the Group.

## **Shares available for future grant under the Share Option Scheme and the Share Award Scheme**

The total number of Shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other share option schemes of the Company is 76,789,116, being no more than 10% of the Shares in issue on the listing date of the Company. As at the date of this announcement (after taking into account of the Option Grants), 38,601,166 Shares were available for grant under the Share Option Scheme.

The aggregate number of award Shares underlying all grants made pursuant to the Share Award Scheme (excluding award Shares which have been forfeited in accordance with the Share Award Scheme) will not exceed 38,394,558 Shares, subject to an annual limit of 1% of the total number of issued Shares at the relevant time. As at the date of this announcement (after taking into account of the Award Grants), 35,574,808 Shares were available for grant under the Share Award Scheme.

The Share Option Scheme and the Share Award Scheme were adopted before the new Chapter 17 of the Listing Rules came into effect on 1 January 2023. The Company will comply with the new Chapter 17 to the extent required by the transitional arrangements for the existing share schemes.

By order of the Board  
**HBM Holdings Limited**  
**Dr. Jingsong Wang**  
*Chairman and Executive Director*

Hong Kong, 12 January 2024

*As at the date of this announcement, the board of directors of the Company comprises Dr. Jingsong Wang and Dr. Yiping Rong as executive Directors; Ms. Weiwei Chen as non-executive Director; Dr. Robert Irwin Kamen, Dr. Xiaoping Ye, Mr. Ka Chi Yau and Dr. Albert R. Collinson as independent non-executive Directors.*