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**Almana Limited**

曼纳有限公司

*(Incorporated in Bermuda with limited liability)*  
(Stock Code: 0 8 1 8 6)

## **SUPPLEMENTAL ANNOUNCEMENT**

Reference is made to the annual report of Almana Limited (the “Company”) for the year ended 31 December 2023. Unless otherwise specified, capitalized terms used in this announcement shall have the same meanings as those defined in the annual report.

### **SHARE SCHEMES**

#### **Share Option Scheme**

The Company adopted the share option scheme (the “Share Option Scheme”) pursuant to the resolution passed by its shareholders on 30 June 2023. No share option was granted during the year ended 31 December 2023 and there was share option outstanding as at 31 December 2023.

The principal terms of the Share Option Scheme are summarised as follow:

*(a) Purpose of the Share Option Scheme*

The purpose of the Share Option Scheme is to recognise the past contribution of the eligible participants and to provide incentives to them for their future contribution to the Group.

*(b) Participants of the Share Option Scheme and the basis of determining their eligibility*

The eligible participants of the Share Option Scheme include (i) directors and employees of the Group and its related entities and (ii) service providers of the Group. Their eligibility shall be determined by the Board from time to time based on the Board’s opinion as to the eligible participants’ contributions to the development and growth of the Group.

*(c) Exercise price*

The exercise price in respect of any share option shall be at the discretion of the Directors, and shall be at least the highest of (i) the closing price of the shares of the Company on the date on which the share option is offered; (ii) the average closing price of the shares of the Company for the 5 business days immediately preceding the date on which the share option is offered; and (iii) the nominal value of the shares of the Company.

*(d) Grant price of options and acceptance of an offer*

The Eligible participants shall pay HK\$1 to the Company as consideration for the grant of the share option upon their acceptance.

(e) *Maximum number of Shares available for issue*

The total number of shares of the Company which may be allotted and issued upon exercise of all share options under the Share Option Scheme and any other share scheme of the Company must not in aggregate exceed 10% of the total number of shares in issue as at the adoption date on 30 June 2023, i.e. 2,846,716 shares (based on the 28,467,160 shares in issue on 30 June 2023).

(f) *Maximum entitlement of each eligible participant*

Unless approved by the shareholders of the Company in general meeting in the manner prescribed in the GEM Listing Rules, the Board shall not grant share options to any eligible participant if the acceptance of such share options would result in the total number of shares issued and to be issued to such eligible participant upon on exercise of his/her options during any 12-month period exceeding 1% of the total shares of the Company then in issue.

(g) *Term of subscription of shares upon exercise of the share options*

Share options may be exercised in accordance with the terms of the Share Option Scheme at any time during a period as the Board may determine which shall not exceed ten years from the date of grant subject to the provisions of early termination thereof.

(h) *Minimum period for which a share option must be held before it can be exercised*

The Board may in its absolute discretion set a minimum period for which the share option must be held before the share option can be exercised, subject to a minimum period of 12 months.

(i) *Life of the Share Option Scheme*

The Share Option Scheme has a term of ten years commencing on 30 June 2023 (subject to early termination provisions contained in the Share Option Scheme).

## **Share Award Scheme**

The Company adopted the Share Award Scheme (the “Share Award Scheme”) pursuant to the resolution passed by the shareholders of the Company on 30 June 2023. The Company did not grant any share award to any person during the reporting period and there was no share award outstanding as at 31 December 2023.

The principal terms of the Share Award Scheme are summarised as follow:

(a) *Purpose of the Share Award Scheme*

The purpose of the Share Award Scheme is to recognise the past contribution of the eligible participants and to provide incentives to them for their future contribution to the Group.

(b) *Participants of the Share Award Scheme and the basis of determining the eligibility of the participants*

The eligible participants of the Share Award Scheme include (i) directors and employees of the Group and its related entities and (ii) service providers of the Group. Their eligibility shall be determined by the Board from time to time on the basis of the Board’s opinion as to the eligible participant’s contribution to the development and growth of the Group.

(c) *Maximum number of shares available for grant*

The total number of shares of the Company which may be allotted and issued upon grant of share awards under the Share Award Scheme and any other share scheme of the Company must not in aggregate exceed 10% of the total number of Shares in issue as at the adoption date on 30 June 2023, i.e. 2,846,716 shares (based on the 28,467,160 shares in issue on 30 June 2023).

(d) *Maximum entitlement of each participant*

Unless approved by the shareholders of the Company in general meeting in the manner prescribed in the GEM Listing Rules, the Board shall not grant share awards to any eligible participant if the acceptance of those share awards would result in the total number of shares issued and to be issued to such eligible participant during any 12-month period exceeding 1% of the total shares of the Company then in issue.

(e) *Vesting period under Share Award Scheme*

The vesting period of a share award granted under the Share Award Scheme shall be determined by the Board subject to a minimum period of 12 months, or a shorter vesting period at the discretion of the Board under certain circumstances in relation to the grant of an offer to the director or employee if the Group.

(f) *Remaining life of the Share Award Scheme*

The Share Award Scheme has a term of ten years commencing on 30 June 2023, subject to early termination provisions contained in the Share Award Scheme.

## **USE OF PROCEEDS**

As disclosed in the annual report, the net proceeds raised from the rights issue amounted to HK\$18 million and is intended to apply as to (i) HK\$7.5 million for repayment/fulfilment of advance from customers; (ii) HK\$5 million for acquisition of operating assets; and (iii) the remaining balance for working capital of business operations and general corporate and administrative expenses. During the year ended 31 December 2023, HK\$7.5 million and HK\$1 million has been utilised for repayment/fulfilment of advance and general corporate and administrative expenses. The Company will, in line with the intended use, apply the unutilised balance of the proceeds of HK\$9.5 million as to HK\$5 million for acquisition of operating assets and \$4.5 million for general corporate and administrative expenses.

On behalf of the Board  
**Leung Ka Ho**  
Company Secretary

Hong Kong, 1 August 2024

*As at the date of this announcement, the Board comprises Mr. Jin Guangwu (Chairman) and Ms. Chan Ho Yee as executive directors; and Ms. Pang King Sze, Rufina, Mr. Hong Bingxian and Mr. Huang Zhe as independent non-executive directors.*

*This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

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