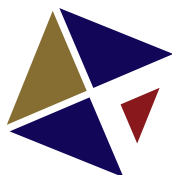


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# **CHINA PROPERTIES INVESTMENT HOLDINGS LIMITED**

**中國置業投資控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 736)**

## **SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE ANNUAL REPORT OF THE COMPANY FOR THE YEAR ENDED 31 MARCH 2024**

Reference is made to the Annual Report of China Properties Investment Holdings Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) for the years ended 31 March 2024 and the Circular (the “**Circular**”) published respectively on 30 and 31 July 2024. Capitalized terms used in this announcement shall have the same meaning as those defined in the 2024 Annual Report and the Circular, unless the context otherwise requires. In addition to the information provided in the 2024 Annual Report and the Circular, the Company would like to further inform the Shareholders and potential investors of the Company the matter mentioned herein.

### **PRINCIPAL TERMS OF THE NEW SHARE OPTION SCHEME ISSUED ON 2 SEPTEMBER 2021**

#### **1. PURPOSE OF THE NEW SHARE OPTION SCHEME**

The purpose of the New Share Option Scheme is to provide incentives or rewards to the Participants thereunder for their contribution to the Group.

#### **2. PARTICIPANTS:**

The Directors may, at their absolute discretion, invite any person belonging to any of the following classes of Participants, to take up Options to subscribe for Shares: (a) any Eligible Employee; and (b) any non-executive director (including any independent non-executive directors) of the Group. The basis of eligibility of any of the above classes of Participants to the grant of any Options shall be determined by the Directors from time to time on the basis of their contribution to the development and growth of the Group.

### 3. MAXIMUM NUMBER OF SHARES AVAILABLE FOR SUBSCRIPTION

- 3.1 The maximum number of Shares to be issued upon exercise of all outstanding Options granted and yet to be exercised under the New Share Option Scheme and any other share option schemes of the Company must not in aggregate exceed 30% of the issued share capital of the Company from time to time. The issued share capital of the Company at 267,166,606 Shares as at the date of 31 March, 2024, the Company can grant Options under the Share Option Scheme to the Participants to subscribe for up to 80,149,981 Shares, representing 30% of the issued share capital of the Company as at the date of 31 March 2024.
- 3.2 The total number of Shares which may be issued upon exercise of all Options (excluding, for this purpose, Options which have lapsed in accordance with the terms of the New Share Option Scheme and any other share option schemes of the Company) to be granted under the New Share Option Scheme and any other share option schemes of the Company must not in aggregate exceed 10% of the Shares in issue as at the date of the approval of the New Share Option Scheme (the “**General Scheme Limit**”).
- 3.3 Subject to sub-paragraph (3.1) above and without prejudice to sub-paragraph below, the Company may seek approval of the Shareholders in general meeting to refresh the General Scheme Limit provided that the total number of Shares which may be issued upon exercise of all Options to be granted under the New Share Option Scheme and any other share option schemes of the Company under the limit as “refreshed” must not exceed 10% of the Shares in issue as at the date of approval of such refreshed limit and for the purpose of calculating the limit as “refreshed”, Options (including those outstanding, cancelled, lapsed or exercised in accordance with the terms of New Share Option Scheme and any other share option schemes of the Company) previously granted under the New Share Option Scheme and any other share option schemes of the Company will not be counted.
- 3.4 Subject to sub-paragraph (3.1) above and without prejudice to sub-paragraph (3.3) above, the Company may seek separate Shareholders’ approval in general meeting to grant Options beyond the General Scheme Limit or, if applicable, the limit referred to in sub-paragraph (3.3) above to Participants specifically identified by the Company before such approval is sought.

### 4. MAXIMUM ENTITLEMENT TO EACH PARTICIPANT

The total number of Shares issued and which may fall to be issued upon exercise of the Options granted under the New Share Option Scheme and any other share option schemes of the Company (including both exercised and outstanding Options) to each Participant in any 12-month period must not exceed 1% of the issued share capital of the Company for the time being (the “**Individual Limit**”). Any further grant of Options to a Participant in excess of the Individual Limit (including exercised, cancelled and outstanding Options) in any 12-month period up to and including the date of such further grant must be subject to Shareholders’

approval in general meeting of the Company with such Participant and his/her associates abstaining from voting. The number and terms (including the Subscription Price) of the Options to be granted to such Participant must be fixed before Shareholders' approval and the date of the meeting of the Board for proposing such further grant of Options should be taken as the date of Offer for the purpose of calculating the Subscription Price.

## **5. TIME OF ACCEPTANCE AND EXERCISE OF AN OPTION**

An Offer is open for acceptance by a Participant for the period specified in the letter of Offer provided that the Offer shall not be open for acceptance after the expiry of the New Share Option Scheme set out in paragraph 6 or after the New Share Option Scheme has been terminated in accordance with the provisions thereof. A consideration of HK\$1 is payable on acceptance of the Offer. An Option may be exercised in accordance with the terms of the New Share Option Scheme at any time during a period to be determined and notified by the Directors to each Grantee, which period may commence on the day on which the Offer is made but shall end in any event not later than 10 years from the Offer Date subject to the provisions for early termination thereof (the “**Option Period**”). Unless the Directors otherwise determined and stated in the Offer to a Participant, there is no minimum period for which an Option granted under the New Share Option Scheme must be held before it can be exercised.

## **6. LIFE OF THE NEW SHARE OPTION SCHEME**

The New Share Option Scheme will remain in force for a period of 10 years commencing on the date on which the New Share Option Scheme is adopted by the Company at a general meeting of the Shareholders on 2 September 2021.

For the Year ended 31 March 2024, there is no share options issued (2023: 0) during the year, under this scheme, and the outstanding share option is 0 (2023: 0), and has remaining life 7.42 years (2023: 8.42 years).

## **7. SUBSCRIPTION PRICE FOR SHARES**

The Subscription Price in respect of any particular Option shall be such price as determined by the Board in its absolute discretion at the time of the making of the Offer (which shall be stated in the letter containing the Offer) but in any case the Subscription Price shall not be less than the highest of (i) the closing price of the Shares as stated in the Stock Exchange's daily quotations sheet on the Offer Date, which must be a Trading Day; (ii) the average closing price of the Shares as stated in the Stock Exchange's daily quotations sheets for the 5 Trading Days immediately preceding the Offer Date; and (iii) the nominal value of a Share. Without prejudice to the generality of the foregoing, the Board may grant Options in respect of which the

Subscription Price is fixed at different prices for different periods during the Option Period provided that the Subscription Price for each of the different periods shall not be less than the Subscription Price determined in the manner set out herein.

By Order of the Board  
**China Properties Investment Holdings Limited**  
**Han Wei**  
*Chairman*

Hong Kong, 5 June 2025

*As at the date of this announcement, the executive Directors are Mr. Han Wei, Mr. Au Tat On and Mr. Wang Linbo and the independent non-executive Directors are Mr. Tang Yiu Kay, Ms. Cao Jie Min and Mr. Liang Kuo-Chieh.*

\* *For identification purpose only*