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**翠華集團®**

**TSUI WAH GROUP**

**Tsui Wah Holdings Limited**

**翠華控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1314)**

## SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE 2023 ANNUAL REPORT

Reference is made to the annual report of Tsui Wah Holdings Limited (the “**Company**”) for the financial year ended 31 March 2023 (“**2023 Annual Report**”). Unless otherwise provided, capitalised terms used in this announcement shall have the same respective meanings as those used in the 2023 Annual Report.

The Company would like to provide the following details of the Share Award Scheme and Share Option Scheme:

Set out below are the details of the awarded Shares granted under the Share Award Scheme during the Year:

Grantees	Date of grant	Vesting period	Changes in number of awarded Shares during the Year					Not yet vested as at 31 March 2023	Closing price of the Shares immediately before the date of grant	Weighted average closing price of the Shares immediately before the dates of grant
			Not yet vested as at 1 April 2022	Granted	Vested	Lapsed	Cancelled			
Mr. James Wong	28 September 2022	Notes	—	2,500,000	750,000	—	—	1,750,000	HK\$0.184	N/A
Mr. Jeff Goh	ditto	Notes	—	2,500,000	750,000	—	—	1,750,000	HK\$0.184	N/A
Mr. Duncan Tang	ditto	Notes	—	2,500,000	750,000	—	—	1,750,000	HK\$0.184	N/A
Mr. Freeman Yim	ditto	Notes	—	2,500,000	750,000	—	—	1,750,000	HK\$0.184	N/A

*Note:*

- (1) There was no vesting period for the first batch of 750,000 Shares granted to each of the grantees;
- (2) The second batch of 750,000 Shares will be vested to each of the grantees upon the 1st anniversary of the date of grant;
- (3) The third batch of 1,000,000 Shares will be vested to each of the grantees upon the 2nd anniversary of the date of grant; and
- (4) No consideration was required to be given by each of the grantees for the awarded Shares.

As disclosed in the section headed “Movements in the Share Award Scheme” in the Report of the Directors on p.41 of the 2023 Annual Report, during the Year, the aggregate fair value of the awarded Shares granted to the Directors on 28 September 2022 under the Share Award Scheme was HK\$579,000. As disclosed in the “Shares held for the Share Award Scheme” of the “Share-based payments” of “Note 3.1 Summary of significant accounting policies” under the section headed “Notes to Financial Statements” on p.80 of the 2023 Annual Report, upon vesting, the related costs of the vested awarded Shares purchased from the market ..... are credited to shares held for the Share Award Scheme, with a corresponding decrease in the share-based compensation reserve for awarded shares .....

As disclosed in Note 29 of Reserves of the above “Notes to Financial Statements” on p.109 of the 2023 Annual Report, the purposes of the Share Award Scheme are to recognise and incentivise certain employees, directors, agents and consultants (the “**Participant(s)**”) and to recruit additional Participants and to provide them with a direct economic interest in attaining the long term business objectives of the Company.

As disclosed in the section headed “Maximum Number of Shares to be Granted” on p.40 of the 2023 Annual Report, the maximum number of Shares which may be granted to a selected participant at any one time or in aggregate may not exceed one per cent. (1%) of the issued share capital of the Company as at its adoption date (i.e. 9 August 2018).

The total number of Shares available for issue (or for existing Shares) under the Share Award Scheme was 131,122,645 Shares, representing approximately 9.29% of the entire issued share capital of the Company as at the date of the 2023 Annual Report. As disclosed in the section headed “Share Option Scheme” on P.35 of the 2023 Annual Report, the Share Option Scheme expired on 25 November 2022 and no option had been granted under the Option Scheme since its adoption.

Save as disclosed in this announcement, all other information set out in the 2023 Annual Report remains unchanged. This announcement is supplemental to and should be read in conjunction with the 2023 Annual Report.

By order of the Board  
**Tsui Wah Holdings Limited**  
**LEE Yuen Hong**  
*Chairman and Executive Director*

Hong Kong, 14 November 2023

*As at the date of this announcement, the Board comprises the following members:*

- (a) Mr. LEE Yuen Hong (Chairman), Mr. LEE Kun Lun Kenji (Group Chief Executive Officer) and Ms. LEE Yi Fang as executive Directors;*
- (b) Mr. CHENG Chung Fan and Mr. WONG Chi Kin as non-executive Directors; and*
- (c) Mr. GOH Choo Hwee, Mr. TANG Man Tsz and Mr. YIM Kwok Man as independent non-executive Directors.*