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ALTUS .
ALTUS HOLDINGS LIMITED
浩德控股有限公司
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 8149)

GRANT OF SHARE AWARDS PURSUANT TO 2023 SHARE SCHEME

Pursuant to Rule 23.06A of the GEM Listing Rules, the Board is pleased to announce that on 22 December 2023, the Board had resolved to grant an aggregate of 3,160,000 Awarded Shares to 8 Grantees in accordance with the terms of the 2023 Share Scheme (subject to acceptance by the Grantees) for the purposes of rewarding their past contributions and to retain them to contribute and share the future growth of the Group. These Awarded Shares represent approximately 0.3882% of the Shares in issue as at the date of this announcement.

Pursuant to Rule 23.06A of the Rules Governing the Listing of Securities on GEM (the “**GEM Listing Rules**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”), the board (the “**Board**”) of directors (the “**Directors**”) of Altus Holdings Limited (the “**Company**”) is pleased to announce that on 22 December 2023, the Board resolved to award and grant (“**Share Awards**”) an aggregate of 3,160,000 new ordinary shares (“**Awarded Shares**”) of HK\$0.01 each in the share capital of the Company (“**Shares**”), credited as fully paid at a price of HK\$0.01 each, as an incentive bonus to 8 employees (“**Grantees**”) of the Company and its subsidiaries (the “**Group**”). The Grantees are the employee participants under the 2023 Share Scheme which was adopted on 8 August 2023 (“**2023 Share Scheme**”) (“**Employee Participants**”). The Share Awards are in accordance with the terms of the 2023 Share Scheme for the purposes of rewarding their past contributions and to retain them to contribute and share the future growth of the Group.

SHARE AWARDS

Set out below are the particulars of the Share Awards:

1. Date of grant

Date: 22 December 2023

2. Grantees

The Share Awards are granted to Employee Participants under the 2023 Share Scheme.

The grant of the Share Awards would not be subject to approval by the shareholders of the Company in general meeting. To the best knowledge of the Directors, as of the date of this announcement, none of the Grantees is (i) a director, chief executive or substantial shareholder of the Company, or an associate (as defined under the GEM Listing Rules) of any of them; (ii) a participant with options and awards granted and to be granted exceeding 1% individual limit under the GEM Listing Rules; or (iii) a related entity participant or service provider of the Company.

The grant of the Share Awards would not result in the Shares issued and to be issued in respect of all options and awards granted to each grantee in the 12-month period up to and including the date of such grant in aggregate to be over 1% of the Shares in issue.

3. Number of Awarded Shares

The Share Awards involving 3,160,000 Awarded Shares have been granted to the Grantees.

4. Market price of the Shares on the date of grant

The closing price of the Shares on the date of grant was HK\$0.123 per share.

5. Vesting period

All of the Awarded Shares to each of the Grantees have two vesting periods one of which is approximately 6 months (vesting on 30 June 2024) and the other is approximately 12 months (vesting on 31 December 2024). The Share Awards with a vesting period of approximately 6 months are grants that relate to past contributions that form part of a larger bonus package that takes into account such contributions made and potential contributions that are specifically permitted by the 2023 Share Scheme.

6. Vesting and allotment of Shares

Upon vesting, the Grantees will have an unconditional right to obtain the Award Shares.

The Grantees shall take procedures reasonably required by the Company to effect the allotment and issue of the Awarded Shares. The Company shall allot and issue the Awarded Shares on any date (the “**Issue Date**”) as determined by the Company at its discretion, which date in any case shall not be later than one calendar month from the relevant vesting dates.

The Awarded Shares to be issued and allotted to the Grantees shall rank pari passu in all respects with the fully paid Shares in issue on the relevant Issue Date. The Awarded Shares entitle the Grantees to participate in all cash income or other distributions paid or made after the relevant Issue Date, but not in any cash income or distributions previously declared, recommended to be paid or made before the relevant Issue Date.

7. Purpose of the grant

The Share Awards have been granted to reward the Grantees for their past contributions and to retain them to contribute and share the future growth of the Group.

8. Administration

The Share Awards shall be subject to the administration of the Board. The Company shall comply with all applicable disclosure requirements in relation to the administration of the Share Awards, including without limitation those imposed by the GEM Listing Rules from time to time.

NUMBER OF SHARES AVAILABLE FOR FUTURE GRANTS UNDER THE 2023 SHARE SCHEME

The grant of Share Awards will be satisfied by issuance of new Shares within the scheme mandate limit under the 2023 Share Scheme. Subsequent to the grant of Share Awards, the number of Shares available for future grants to be satisfied by new Shares under the 2023 Share Scheme is 67,730,000.

Since the adoption of the 2023 Share Scheme, the Company has granted an aggregate of 10,360,000 Shares of which (i) 1,480,000 Shares had been vested and issued, (ii) 8,880,000 Shares are to be vested and issued; and (iii) none has lapsed.

The Awarded Shares shall be issued for cash credited as fully paid at par with no payment required from the Grantees.

MISCELLANEOUS

The Company is, through its operating subsidiaries, principally engaged in (i) the provision of corporate finance and other consultancy services in Hong Kong, including sponsorship, financial advisory, compliance advisory, equity capital marketing consulting, special situations consulting and investment consulting services to clients; and (ii) proprietary investment in Japan and Hong Kong.

By order of the Board
Altus Holdings Limited
Arnold Ip Tin Chee
Chairman

Hong Kong, 22 December 2023

As at the date of this announcement, the executive Directors are Mr. Arnold Ip Tin Chee (Chairman), Mr. Chang Sean Pey and Ms. Leung Churk Yin Jeanny; and the independent non-executive Directors are Mr. Chao Tien Yo, Mr. Chan Sun Kwong and Mr. Lee Shu Yin.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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.

This announcement will remain on the “Latest Listed Company Information” page of the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least 7 days from the date of its publication. This announcement will also be published and remained on website of the Company at www.altus.com.hk.