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ManpowerGroup®

MANPOWERGROUP GREATER CHINA LIMITED

万宝盛华大中华有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2180)

GRANT OF RESTRICTED SHARE UNITS PURSUANT TO THE RSU SCHEME

Reference is made to the announcement (the “**Announcement**”) of ManpowerGroup Greater China Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) dated 10 June 2021 in relation to, among other things, the adoption of the restricted share unit scheme (the “**RSU Scheme**”) by the Company.

On 10 June 2021, the board (the “**Board**”) of directors (the “**Directors**”) of the Company approved the adoption of the RSU Scheme to recognize and reward employees, directors and officers of any member of the Group (collectively, the “**Participants**”) for their contributions to the Group and to attract, retain or otherwise maintain an on-going business relationship with the Participants whose contributions are or will be beneficial to the long-term growth of the Group.

Details of the RSU Scheme are set out in the Announcement. The RSU Scheme does not constitute a share option scheme pursuant to Chapter 17 of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and is a discretionary scheme of the Company.

The Board announces that on 9 September 2021, restricted share units (“**RSUs**”) representing 91,105 ordinary shares of the Company (the “**Shares**”) were granted to four non-executive Directors and three independent non-executive Directors under the RSU Scheme to reward their devotion and commitment to the Company. The underlying Shares involved represent an aggregate of approximately 0.044% of the issued share capital of the Company as at the date of this announcement. Accordingly, the Board does not consider that the grant of RSUs to the independent non-executive Directors would affect or hinder their independence pursuant to Rule 3.13(1) of the Listing Rules.

The RSUs granted have a market value of approximately HK\$0.83 million, based on the closing price of HK\$9.060 per Share as quoted on the Stock Exchange on 9 September 2021. An independent consultant has been engaged by the Company to advise the Board on the value of the grant, taking into account the prevailing market remuneration for similar positions at comparable market peers.

Details of the RSUs granted to the Directors are as follows:

Name	Position held with the Company	Number of RSUs granted
Mr. Darryl E GREEN	Non-executive Director	13,015
Mr. John Thomas MCGINNIS	Non-executive Director	13,015
Mr. ZHANG Yinghao	Non-executive Director	13,015
Mr. ZHAI Feng	Non-executive Director	13,015
Mr. Thomas YEOH Eng Leong	Independent Non-executive Director	13,015
Ms. WONG Man Lai Stevie	Independent Non-executive Director	13,015
Mr. Victor HUANG	Independent Non-executive Director	13,015

Note: The market value of grant to each of the above Directors amounts to approximately HK\$117,916, based on the closing price of HK\$9.060 per Share as quoted on the Stock Exchange on 9 September 2021.

The grant of RSUs to the above Directors will be satisfied with existing Shares to be purchased and held on trust prior to vesting by Unity Trust Limited, the trustee of the RSU Scheme, and will form part of the remuneration package under their respective appointment letters with the Company. Accordingly, such grant is exempt from the reporting, announcement and independent shareholders' approval requirements pursuant to Rule 14A.73(6) and Rule 14A.95 of the Listing Rules.

The newly granted RSUs shall vest on 9 September 2024 (the “**Vesting Date**”), subject to the relevant Director remaining as a director of the Company or its subsidiaries as at the Vesting Date. The above Directors are not required to make any payment in respect of the RSUs granted.

In accordance with the RSU Scheme, the grant of RSUs to the above Directors has been approved by all the Directors (including the independent non-executive Directors) and each of the above Directors had abstained from voting on the resolution relating to the RSUs granted to him/herself and had not been counted towards the quorum of the Board meeting in respect of such resolution.

No new Shares will be issued by the Company as a result of the grant of the RSUs as mentioned in this announcement, and accordingly, the granting of the RSUs will not result in any dilution effect on the shareholdings of existing shareholders of the Company.

By order of the Board
ManpowerGroup Greater China Limited
CUI Zhihui
Executive Director and Chief Executive Officer

Hong Kong, 9 September 2021

As at the date of this announcement, the Board comprises Mr. CUI Zhihui as executive Director; Mr. Darryl E GREEN, Mr. John Thomas MCGINNIS, Mr. ZHANG Yinghao and Mr. ZHAI Feng as non-executive Directors; and Mr. Thomas YEOH Eng Leong, Ms. WONG Man Lai Stevie and Mr. Victor HUANG as independent non-executive Directors.