

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中國投資基金有限公司

CHINA INVESTMENT FUND COMPANY LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00612)

SUPPLEMENTAL ANNOUNCEMENT GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A and Rule 17.06B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Reference is made to the announcement of the Company dated 20 January 2023 in relation to the grant under the share option scheme adopted by the Company on 13 May 2021 (“**Share Option Scheme**”) of a total of 3,000,000 Options on 20 January 2023 (“**Date of Grant**”) particularised in Table A therein, of which the 2,700,000 Options granted to the executive and non-executive Directors are particularised in Table B therein with the balance, that is, 300,000 Options, granted to other Grantee who is an employee, while none of the Grantees falls within the meaning of a participant or a related entity participant or a service provider in Rule 17.06A(2)(b) or (c).

This Announcement is made to supplement the above mentioned announcement. Terms and expressions herein shall bear the same meanings as used in the above announcement unless the context requires otherwise.

Vesting Period and Performance Target

The Share Option Scheme provides no minimum period for which an Option must be held or a performance target that must be achieved before an Option can be exercised, and that the Board may impose restrictions on the exercise of an Option during the validity (exercisable) period of the Options granted which may include, if applicable, a minimum period for which all or part of the Options may be exercised and performance targets which must be achieved before the Options can be exercised.

The Board and the remuneration committee of the Company (the “**Remuneration Committee**”), having regard to the provisions of the Share Option Scheme as referred to above, and taking into account the 12-month vesting period required in Rule 17.03F of the Listing Rules (“**Required Minimum Vesting Period**”), have resolved that (a) in relation to the Options granted, the vesting period shall be the Required Minimum Vesting Period and shall commence from the Date of Grant and end on the last date of the Required Minimum Vesting Period; and that (b) the Options granted shall vest equally on a monthly basis over the course of the Required Minimum Vesting Period.

There is no performance target attached to the Options granted.

The Remuneration Committee have noted that the purpose of the Share Option Scheme is to provide incentive or to reward the Grantees for their contribution to the Group and the Share Option Scheme does not restrictively specify the contribution. The Remuneration Committee have also considered that (a) under the remuneration practice of the Group, the remuneration of the Grantees (including that of the Directors) include the grant of options to incentivise their performance and to make continuous contributions to the growth and development of the Group; (b) in relation to the Directors, their respective remuneration packages have been reviewed by the Remuneration Committee to be in line with the industry practice and in recognition of their leading roles and responsibilities towards the management and strategic development of the Company; and (c) in relation to other Grantees, their respective remuneration packages have been determined having regard to their industry experience, tenure and roles with the Group and contribution to the growth and development of the Group. The Remuneration Committee, in recommending the grant of Options, have assessed the Grantee’s contribution to the growth and development to the Group from qualitative and quantitative perspectives, having regard to a wide variety of factors including financial and operational goals from time to time, and peer and industry wide comparison in the prevailing circumstances, and will make any such assessment as and when appropriate. In view of the above, the Remuneration Committee is of the view that the grant of the Options without any performance target is market competitive and aligns with the purpose of the Share Option Scheme.

Clawback Mechanism

Any Option granted shall lapse and not be exercisable with immediate effect if the Grantee, who is an employee (including any executive director), ceases to be an employee or an executive director on grounds including, but not limited to, that he has been guilty of serious misconduct, or if the Grantee (not being an employee, or any of his associates) has committed any breach of any contract or arrangement entered into between himself (or any of his associates) on the one part and any member of the Group, or where such Grantee has ceased to have any business relation with any member of the Group.

Approval by independent non-executive Directors

The independent non-executive Directors of the Company have approved the Options granted.

Amount payable upon acceptance

Upon acceptance of the grant, the amount payable by each Grantee was HK\$1.00.

Number of Shares available for future grant

After the grant of the Options, the number of Shares available for future grant pursuant to the Share Option Scheme is 130,161,400 Shares.

Financial Assistance

There is no arrangement for the Group to provide any financial assistance to the Grantees to facilitate the purchase of the Shares under the Share Option Scheme.

By Order of the Board
China Investment Fund Company Limited
Luk Hong Man, Hammond
Executive Director

Hong Kong, 2 February 2023

As at the date of this announcement, the executive Directors are Mr. Luk Hong Man, Hammond and Mr. Zhang Xi; the non-executive directors are Ms. Ma Xiaoqiu, Mr. Leung Ka Fai and Mr. Wang Mengtao; and the independent non-executive Directors are Ms. Jing Siyuan, Mr. Zhang Aimin and Mr. Zhang Qiang.