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IMAGI INTERNATIONAL HOLDINGS LIMITED
意馬國際控股有限公司*

(incorporated in Bermuda with limited liability)
(Stock Code: 585)

**SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO
ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2022**

Reference is made to the annual report of Imagi International Holdings Limited (the “Company”, together with its subsidiaries collectively referred to as the “Group”) for the year ended 31 December 2022 (the “Annual Report”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Annual Report.

In addition to the information disclosed in the Annual Report, the Company would like to provide the following supplemental information.

Share Award Scheme

Further particulars of the Share Award Scheme that are required to be disclosed under Rule 17.09 of the Listing Rules are as follows:

- | | |
|--|--|
| (1) The total number of shares available for issue under the Share Award Scheme together with the percentage of the issued share capital as at the date of the Annual Report | Subject to listing approval to be granted by the Stock Exchange, 24,897,647 ordinary shares which represent approximately 3% of the issued share capital of the Company as at the date of the Annual Report. |
| (2) The maximum entitlement of each participant under the Share Award Scheme | The maximum number of Shares (including both vested and non-vested Shares) which may be awarded to a selected grantee under the Share Award Scheme shall not exceed 1% of the issued share capital of the Company from time to time. |

* *for identification purpose only*

- | | |
|--|--|
| (3) The vesting period of awards granted under the Share Award Scheme | The Board is entitled to impose any condition with respect to the vesting of the awarded shares on the selected grantee. |
| (4) Amount payable on application or acceptance of the award and the period within which payments or calls must or may be made or loans for such purposes must be repaid | Selected grantees are not required to make any payment to accept awarded shares. |
| (5) The basis of determining the purchase price of shares awarded, if any | Not applicable (any shares awarded will be allotted to the grantees free of payment). |

As stated in the Annual Report, subject to the Share Award Scheme Mandate Limit, a limit equal to 3% of the Company's issued share capital as at the date on which the specific mandate is approved by the Shareholders at the general meeting on annual basis (the "Annual Limit") is set to operate the Share Award Scheme. The Annual Limit is the maximum number of awarded shares which can be issued from the date of general meeting of the Company approving the Annual Limit to the earliest of (a) the conclusion of the next annual general meeting of the Company; (b) the expiration of the period within which the next annual general meeting of the Company is required by its bye-laws or any applicable law to be held; and (c) the revocation or variation of the approval by members of the Company in general meeting. The Company has not granted any shares award during the year of 2022 and the Annual Limit at the beginning and the end of the financial year ended 31 December 2022 was 24,897,647 Shares. No service provider sublimit was set under the Share Award Scheme.

Significant investment

As stated in the Annual Report, since Hope Capital allotted and issued new shares of Hope Capital to its shareholders during the Year under Review, the Group's interest in Hope Capital was eventually diluted to 17.39% on 10 October 2022 and resulted in loss of significant influence by the Group over Hope Capital. The investment in Hope Capital thereafter is reclassified from interest in associates to financial assets designated at FVTOCI. Hope Capital is a company incorporated in BVI with limited liability and its principal activity is investment holding. Hope Securities Limited, the wholly-owned subsidiary of Hope Capital, is licensed to carry out regulated activities in Type 1 (dealing in securities), Type 2 (dealing in futures contracts), Type 4 (advising on securities), Type 5 (advising on futures contracts) and Type 9 (asset management) under the SFO. The Group has always intended to focus on the development and expansion of the Integrated Financial Services. In implementing this strategy, the Group has been active in seeking opportunities to enhance the variety and quality of the Integrated Financial Services so as to being more competitive. The investment in Hope Capital allows the Group to diversify its brokerage business and conforms to the Group's development strategy of forming strategic alliances with other local financial services firms, with the aim of expanding its coverage of the financial services industry.

The following table sets forth the significant investments with a value of 5% or more of the Group total assets as at 31 December 2022:

| Name of investee | Number of shares held as at 31 December 2022 | Investment cost HK\$'000 | Carrying value as at 31 December 2022 HK\$'000 | Realised | Unrealised | Approximate % to the Group's total assets as at 31 December 2022 | Approximate % of shareholding in investee as at 31 December 2022 | Dividend |
|----------------------|--|-----------------------------|---|---|--|--|--|--|
| | | | | gain/(loss) recognised during the year ended 31 December 2022 HK\$'000 | at FVTOCI (non-recycling) during the year ended 31 December 2022 HK\$'000 | | | income recognised during the year ended 31 December 2022 HK\$'000 |
| Hope Capital Limited | 180 | 112,714 | 123,959 | - | 11,245 | 12.79% | 17.39% | - |

The above additional information supplements, and should be read in conjunction with, the Annual Report which does not affect other information contained in the Annual Report. Save as disclosed above, information contained in the Annual Report remains unchanged.

By order of the Board
Imagi International Holdings Limited
Kitchell Osman Bin
Chairman

Hong Kong, 7 July 2023

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

Executive Directors:

Mr. Kitchell Osman Bin (*Chairman*)

Ms. Choi Ka Wing

Mr. Shimazaki Koji

Independent non-executive Directors:

Mr. Chan Hak Kan

Ms. Liu Jianyi

Mr. Miu Frank H.