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INTERNATIONAL BUSINESS SETTLEMENT HOLDINGS LIMITED

國際商業結算控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 00147)

GRANT OF SHARE OPTIONS PURSUANT TO 2023 SHARE OPTION SCHEME

This announcement is made pursuant to Rule 17.06A of the Listing Rules.

The Board is pleased to announce that on 15 October 2025, the Company granted a total of 2,000,000,000 Options to certain Employee Participants in accordance with the terms of the 2023 Share Option Scheme (subject to acceptance by the grantees (the “**Grantee(s)**”)) to subscribe for up to 2,000,000,000 Shares, representing approximately 8.66% of the total Shares in issue (excluding any treasury Shares) as at the date of this announcement.

DETAILS OF GRANT OF OPTIONS

The details of Options granted to the Grantees are as follows:

Date of grant: 15 October 2025 (the “**Date of Grant**”)

Grantees and number of Options granted: Among the total of 2,000,000,000 Options granted to the Grantees, 100,000,000 Options were granted to the Directors (the “**Director Grantees**”), with details as follows:

Name	Position/Relationship	Options granted
Yuen Leong	Executive Director	45,000,000
Chan Siu Tat	Executive Director	40,000,000
Yap Yung	Independent Non-executive Director	5,000,000
Chen Lanran	Independent Non-executive Director	5,000,000
Wong Kin Ping	Independent Non-executive Director	5,000,000

The remaining 1,900,000,000 Options were granted to the Employee Participants, but not Directors, chief executive nor substantial shareholders of the Company, or their respective associates (as defined in the Listing Rules).

Exercise price of
Options granted:

HK\$0.274 per Share, shall be at least the higher of:

- (i) the closing price of the Shares on the Date of Grant, which is HK\$0.247 per Share; and
- (ii) the average closing price of the Shares for the five business days immediately preceding the Date of Grant, which is HK\$0.273 per Share.

Exercise period of
Options granted:

The Options vested according to the paragraph below may be exercised by the Grantees at any time until the expiry of 10 years from the Date of Grant.

Vesting period of
Options granted:

All Options granted shall be vested on the date falling the first anniversary of the Date of Grant.

Performance targets:

There is no performance target attached to the grant of Options. In view that (i) the Grantees are directors or employees of the Group who has been contributing and will contribute directly to the overall business performance and sustainable development of the Group; and (ii) the grant is a recognition for the Grantees' past contributions to the Group and motivation and incentive for future contribution, the remuneration committee of the Company is of the view that the grant of Options to the Grantees without performance targets is market competitive and aligns with the purpose of the 2023 Share Option Scheme.

Clawback/lapse mechanism: The Board has the authority to provide that any Option shall be subject to a clawback if any of the following events occurs:

- (a) if the Grantee of an outstanding Option ceases to be an eligible participant by reason of the termination of his or her employment or engagement on the grounds that he or she has been guilty of fraud or dishonesty or persistent or serious misconduct, or appears either to be unable to pay or to have no reasonable prospect of being able to pay his or her debts or has become bankrupt or has made any arrangement or composition with his or her creditors generally, or has been convicted of any criminal offence involving his or her integrity or honesty or on any other ground on which an employer would be entitled to terminate his or her employment summarily;
- (b) if the Grantee joins a company which the Board believes in its sole and reasonable opinion to be a competitor of the Company; and
- (c) if any other clawback event implicitly or explicitly characterized in the offer letter occurs.

Financial assistance: There have been no arrangements for the Group to provide financial assistance to the Grantees to facilitate the subscription of Shares under the 2023 Share Option Scheme.

Number of Shares Available for Future Grants

After the above grant of Options, assuming all the Grantees have accepted such grant, the number of Shares available for future grants under the Scheme Mandate Limit of the 2023 Share Option Scheme is 31,907,232.

Reasons for Grant of Options

The grant of Options the Employee Participants is to align their interests with those of the Group through ownership of Options which are convertible into Shares, and dividends and other distributions paid on Shares and/or the increase in value of the Shares, and to recognise their contributions and to attract and retain talent for the continuous operations and development of the Group without increasing the operating costs of the Company. The number of the Options granted to them was determined with reference to, among others, their past performance and contributions, the market conditions and the potential benefits and/or income they may bring to the Group with the work they are involved in.

The Grantees have made significant contributions to the Group and the Directors believe that they are important to the future growth of the Group. The Directors believe the grant of Options to the Grantees can incentivize active participation, secure the engagement, enhance their commitment to the business of the Group and encourage them to work towards the interests of the Group, which is the long-term growth and value maximization of the Group. As such, the Board is of the view that the grant of Options to the Grantees aligns with the purpose of the 2023 Share Option Scheme and the long-term interests of the Company and its Shareholders.

LISTING RULES IMPLICATIONS

The grant of Options to the Director Grantees constitute connected transactions of the Company under Chapter 14A of the Listing Rules. As the grant of Options to them forms part of their remuneration packages under their respective service contracts with the Company, such grant is therefore exempt from the reporting, announcement and independent Shareholders' approval requirements under Rule 14A.73(6) and Rule 14A.95 of the Listing Rules.

The grant of Options to Director Grantees has been approved by the independent non-executive Directors according to Rule 17.04(1) of the Listing Rules. The respective Director Grantee has abstained from voting so far as the resolution for the approval of the grant of the Options to him was concerned.

Save as disclosed in this announcement, none of the Grantees is (i) a Director, a chief executive (as defined in the Listing Rules) of the Company or a substantial shareholder (as defined in the Listing Rules) of the Company, or an associate (as defined in the Listing Rules) of any of them; (ii) a participant with Options granted and to be granted exceeding the 1% Individual Limit; or (iii) a related entity participant or a service provider (as defined in the Listing Rules) with Options granted and to be granted in any 12-month period up to and including the Date of Grant exceeding 0.1% of the Shares in issue (excluding any treasury Shares).

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions shall have the following meanings:

“2023 Share Option Scheme”	the share option scheme adopted by the Company on 11 September 2023
“Board”	board of Directors

“Company”	International Business Settlement Holdings Limited (國際商業結算控股有限公司), a company incorporated in Bermuda with limited liability, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 00147)
“Director(s)”	director(s) of the Company
“Employee Participant(s)”	any director and employee (whether full time or part time) of the Company or the Group
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Option(s)”	option(s) to subscribe for Shares to be granted in accordance with the 2023 Share Option Scheme
“Scheme Mandate Limit”	the total number of Shares which may be issued in respect of all options to be granted under the 2023 Share Option Scheme and any other schemes of the Company
“Shares”	ordinary share(s) of HK\$0.001 each in the share capital of the Company
“Shareholder(s)”	shareholder(s) of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“%”	per cent

By order of the Board
International Business Settlement Holdings Limited
Yuen Leong
Executive Director

Hong Kong, 15 October 2025

As at the date of this announcement, the Board comprises Mr. Yuen Leong and Mr. Chan Siu Tat as executive Directors; Mr. Liu Yu as non-executive Director; and Mr. Yap Yung, Ms. Chen Lanran and Mr. Wong Kin Ping as independent non-executive Directors.