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港橋金融控股有限公司

HKBridge Financial Holdings Limited

(Incorporated in Bermuda with limited liability)

(Stock Code: 2323)

TERMINATION OF 2016 SHARE AWARD SCHEME

References are made to (i) the announcement of HKBridge Financial Holdings Limited (the “**Company**”) dated 17 May 2016 (the “**2016 Announcement**”) in relation to the adoption of a share award scheme of the Company (the “**2016 Share Award Scheme**”) and (ii) the circulars dated 5 July 2016 and 30 September 2016 (collectively, the “**Circulars**”) in relation to the grant of 60,000,000 award shares to be issued (subject to certain vesting conditions being met) to Mr. Liu Tingan (“**Mr. Liu**”, an executive director (“**Director**”) of the Company) and Mr. Zhou Huorong (“**Mr. Zhou**”, a former executive Director) respectively under the 2016 Share Award Scheme. Unless the context requires otherwise, terms defined in the 2016 Announcement and the Circulars shall have the same meanings when used in this announcement.

At the special general meetings held on 20 July 2016 and 27 October 2016 respectively, Mr. Liu and Mr. Zhou as the executive Director of the Company will be entitled under the certain vesting conditions to receive an aggregate of 60,000,000 new Shares in the following five years respectively pursuant to the 2016 Share Award Scheme.

Up to the date of this announcement, 12,000,000 Award Shares for the year of 2016 and 12,000,000 Award Shares for the year of 2017 were issued and vested to Mr. Liu, 12,000,000 unissued Award Shares for the year of 2018 were forfeited. Mr. Liu indicated his willingness to relinquish his right of entitlement to 12,000,000 unissued Award Shares for year of 2019 and 12,000,000 unissued Award Shares for the year of 2020 voluntarily. Furthermore, a total of 12,000,000 Award Shares for the year of 2016 were issued and vested to Mr. Zhou and the remaining 48,000,000 unissued Award Shares became lapsed due to Mr. Zhou ceased to be an executive Director with effect from 26 July 2017.

Mr. Liu, as the executive Director and Chief Executive Officer of the Company, proposed the Board to consider the termination of the 2016 Share Award Scheme in order to reduce the operating cost and due to the changes of the operating strategies of the Group as reported at the Board meeting held on 27 March 2020. The Board resolved (i) to enter into an agreement with Mr. Liu for the termination and cancellation of the remaining 24,000,000 unissued Award Shares, and (ii) to terminate and cancel the 2016 Share Award Scheme, and as a result, no further grant of Award Shares will be made thereunder with effect from 27 March 2020 (the “**Termination**”).

Following the Termination of the 2016 Share Award Scheme, the Company will take steps to inform the Trustee to terminate the service agreement in connection therewith and will work together with the Trustee on other matters involved in the Termination. As at the date of this announcement, the Trustee did not hold any Shares as the trustee for the 2016 Share Award Scheme.

By order of the Board
HKBridge Financial Holdings Limited
SU Zhiyang
Company Secretary

Hong Kong, 27 March 2020

As at the date of this announcement, the Board comprises Mr. Liu Tingan, Mr. Cheok Ho Fung and Mr. Shan Yongxin being executive Directors; and Mr. Li Yongjun being non-executive Director; and Mr. Ng Man Kung, Mr. Lau Fai Lawrence and Mr. Mak Kwok Kei being independent non-executive Directors.