



China International Holdings Limited

中 翔 國 際 集 團 有 限 公 司

(Incorporated in Bermuda with limited liability)

(Bermuda Company Registration No. 23356)

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1. APPLICATION OF THE CHINA INTERNATIONAL HOLDINGS LIMITED SCRIP DIVIDEND SCHEME TO THE FY2022 FINAL DIVIDEND (AS DEFINED HEREIN); AND
 2. NOTICE OF BOOKS CLOSURE DATE AND DIVIDEND PAYMENT DATE
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1. APPLICATION OF THE SCHEME TO THE FY2022 FINAL DIVIDEND

The Board of Directors (the “**Board**”) of China International Holdings Limited (the “**Company**”), and together with its subsidiaries (the “**Group**”) refers to the scrip dividend scheme named as the “China International Holdings Limited Scrip Dividend Scheme”, as adopted on 3 April 2017 and modified on 15 May 2017 (the “**Scheme**”).

The Board is pleased to announce that the Scheme will be applied to the final tax-exempt dividend of 1 Singapore cent per share for the financial year ended 31 December 2022 (“**FY2022 Final Dividend**”). The FY2022 Final Dividend was approved by the Shareholders at the Annual General Meeting held on Monday, 24 April 2023 at 10.00 a.m.

The Scheme provides holders of fully-paid ordinary shares in the Company (the “**Shares**”) (the “**Shareholders**”) the option to receive fully paid ordinary shares in the capital of the Company (the “**New Shares**”) *in lieu* of part only or all of the cash amount of the FY2022 Final Dividend declared on the Shares held by them as at **5.00 p.m. on 12 May 2023** (the “**Books Closure Date**”).

Participation in the Scheme is optional. Shareholders who wish to receive the FY2022 Final Dividend wholly in CASH need not take any action PROVIDED they have not previously made permanent elections to receive New Shares in lieu of cash. Shareholders who have previously made permanent elections under the Scheme (and which have not been cancelled or deemed cancelled) will receive New Shares in lieu of cash if they do not take any action.

1.1 Eligibility

All Shareholders entitled to the FY2022 Final Dividend will be eligible to participate in the Scheme subject to the restrictions on Foreign Shareholders (unless the Directors determine otherwise) more particularly described below.

Foreign Shareholders

Shareholders with registered addresses outside Singapore (“**Foreign Shareholders**”) who have not provided to the Company c/o Boardroom Corporate & Advisory Services Pte Ltd (the “**Company’s Share Registrar**”) or (as the case may be) The Central Depository (Pte) Limited (“**CDP**”), with addresses in Singapore for the service of notices and documents by **5.00 p.m. on 4 May 2023** (being not later than five (5) market days prior to the Books Closure Date) will not be eligible to participate in the Scheme.

Where a Shareholder gives notice to the Company’s Share Registrar or (if the Shareholder is a Depositor, to CDP) of a change of his registered address for the service of notices and documents from an address within Singapore to an address outside Singapore, he shall

thereupon be considered a Foreign Shareholder. **Any permanent election given by him shall be deemed to have been cancelled if his registered address as at the Books Closure Date is outside Singapore.**

Foreign Shareholders who wish to be eligible to participate in the Scheme should provide an address in Singapore for the service of notices and documents, by notifying the Company c/o the Company's Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd at 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632 or, if the Foreign Shareholder is a Depositor, to CDP at 11 North Buona Vista Drive, #06-07, The Metropolis Tower 2, Singapore 138589, not later than 5.00 p.m. on 4 May 2023.

A Shareholder's participation in the Scheme is subject to the requirement that it will not result in a breach by the Shareholder of any restriction on such Shareholder's holding of Shares which may be imposed by any statute, law or regulation in force in Singapore or any other relevant jurisdiction, or by the Bye-laws of the Company.

1.2 Notices of Election

Notices of Election ("**Notices of Election**") will be dispatched to eligible Shareholders as soon as practicable after the Books Closure Date and the determination of the issue price of the New Shares in accordance with the terms of the Scheme ("**Issue Price**").

Eligible Shareholders may elect to participate in the Scheme in respect of **all or part only** of their holding of Shares or to make a permanent election to participate in respect of **all (and not part only)** of their holding of Shares. **Permanent election is NOT available to any Shareholder who elects to receive Shares in respect of part only of his holding of Shares.** The available options will be stated in the Notices of Election.

Shareholders who have not received their Notices of Election by 31 May 2023 should notify the Company's Share Registrar or CDP, as the case may be, at the addresses set out above.

1.3 Permanent Elections (for ALL Shares ONLY)

Shareholders who have previously made permanent elections under the Scheme (and whose permanent elections have not been cancelled or deemed cancelled) will receive New Shares in lieu of the cash amount of the FY2022 Final Dividend. They will receive Scrip Dividend Entitlement Advices instead of Notices of Election.

Shareholders who have not received their Scrip Dividend Entitlement Advice by 31 May 2023 should notify the Company's Share Registrar or CDP, as the case may be, at the addresses set out above.

Where an eligible Shareholder chooses to make or has previously made a permanent election, the permanent election will be effective for all future qualifying dividends unless and until a notice of cancellation in such form as the Directors may approve (the "**Notice of Cancellation**") is received by the Company's Share Registrar or CDP, as the case may be.

1.4 Take-over Code

The attention of Shareholders is drawn to Rule 14 of the Singapore Code on Take-overs and Mergers. In particular, a Shareholder should note that he may be under an obligation to make a mandatory take-over offer for the Company if:

- (i) he acquires, by participating in the Scheme in relation to any dividend to which the Scheme applies, whether at one time or different times, New Shares which (together

with Shares held or acquired by him or persons acting in concert with him) carry 30% or more of the voting rights of the Company; or

- (ii) he, together with persons acting in concert with him, holds 30% or more but not more than 50% of the voting rights of the Company, and either alone or together with persons acting in concert with him, acquires additional New Shares by participating in the Scheme or otherwise acquires additional Shares that would increase his percentage of the voting rights of the Company by more than 1% in any period of 6 months.

1.5 Issue Price

For the purposes of the application of the Scheme to the FY2022 Final Dividend, the price at which each New Share is to be issued (the “**Issue Price**”) will be determined in accordance with the terms and conditions of the Scheme. The Company will announce the Issue Price after the Books Closure Date.

1.6 Fractional Entitlements

Shareholders who elect to receive New Shares in lieu of the cash amount of the FY2022 Final Dividend may receive such New Shares in odd lots. Fractional entitlements to the New Shares shall be rounded down to the nearest whole number or otherwise dealt with in such manner as the Directors may deem fit in the best interests of the Company and as may be acceptable to the Singapore Exchange Securities Trading Limited (“**SGX-ST**”).

2. NOTICE OF BOOKS CLOSURE DATE AND DIVIDEND PAYMENT DATE

NOTICE IS HEREBY GIVEN that the Share Transfer Books and Register of Members of the Company will be closed at **5.00 p.m. on 12 May 2023** for the purpose of determining the entitlements of Shareholders to the FY2022 Final Dividend to be paid on the Dividend Payment Date (as defined below).

Duly completed registrable transfers received by the Company’s Share Registrar, Boardroom Corporate & Advisory Services Pte Ltd, at 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632 up to 5.00 p.m. on 12 May 2023 will be registered before entitlements to the FY2022 Final Dividend are determined. Shareholders whose securities accounts with CDP are credited with Shares as at 5.00 p.m. on 12 May 2023 will be entitled to the FY2022 Final Dividend.

The FY2022 Final Dividend, if approved by Shareholders at the forthcoming Annual General Meeting, will be paid on 26 June 2023 (the “**Dividend Payment Date**”). The New Shares are also expected to be listed on 26 June 2023.

2.1 Important Indicative Dates and Events

Shareholders should take note of the following important dates and events. All references to dates and times below are to Singapore dates and times. In the event of a change, the Company will announce such change through an SGXNET announcement.

<u>Indicative Dates</u>	<u>Event</u>
5.00 p.m. on 4 May 2023 (Thursday)	Last day for Foreign Shareholders to provide Singapore addresses
10 May 2023 (Wednesday)	Last day on which Shares quoted “cum-dividend”
11 May 2023 (Thursday)	First day on which Shares quoted “ex-dividend”

11 May 2023 (Thursday) to 12 May 2023 (Friday) (both dates inclusive)	Period for determining the Issue Price
5.00 p.m. on 12 May 2023 (Friday)	Books Closure Date
15 May 2023 (Monday)	Announcement of Issue Price
On or around 22 May 2023 (Monday)	Despatch of Notices of Election and Scrip Dividend Entitlement Advice
7 June 2023 (Wednesday)	Last day for eligible Shareholders to submit Notices of Election and Notices of Cancellation
26 June 2023 (Monday)	Dividend Payment Date (for cash and New Shares)

BY ORDER OF THE BOARD
CHINA INTERNATIONAL HOLDINGS LIMITED

Shan Chang
Chairman
2 May 2023