If you are in doubt

If you have sold or transferred **Silver Grant International Holdings Group Limited**

SILVER GRANT INTERNATIONAL HOLDINGS GROUP LIMITED

PRECAUTIONARY MEASURES FOR THE EXTRAORDINARY GENERAL MEETING

DEFINITIONS

Unless the context otherwise requires, capitalised terms used in this circular shall have the same meanings as those defined in the circular (" ") of the Company dated 10 June 2019 in relation to the proposed placing and subscription of the Convertible Bonds, and the following expressions have the following meanings:

北京遠達天化科技有限公司 (English name for identification

信達建潤地產有限公司

DEFINITIONS

DEFINITIONS

廣東建投嘉昱物業服務有限責任公司

銀建國際控股(廣州)有限公司

銀建國際石化有限公司

日駿國際投資有限公司

泰州東泰石化有限公司

泰州銀建能源投資有限公司

銀建能源貿易(廣州)有限公司

References to time and dates in this circular are to Hong Kong time and dates.

SILVER GRANT INTERNATIONAL HOLDINGS GROUP LIMITED
銀建國際控股集團有限公司
(Incorporated in Hong Kong with limited liability)
(Stock Code: 171)

Executive Directors:

(Chairman and Co-Chief Executive Officer)

Non-Executive Director:

Independent Non-Executive Directors:

Registered Office:

To the Shareholders

CONNECTED TRANSACTION: PROPOSED ALTERATION OF TERMS OF THE CONVERTIBLE BONDS

INTRODUCTION

LETTER FROM THE BOARD

Proposed Amendments

Maturity Date

Outstanding Bonds

Details of the Additional Securities Documents

No.	Nature	Name of Additional Securities Documents	Value as at 30 June 2022 *RMB'million*
			(Note 1)
		(Note 2)	*(Note 1)*
		(Note 3)	
		(Note 4)	
		(Note 5)	
		(Note 6)	

Notes:

信達建潤地產有限公司

LTV

Remaining Assets

LETTER FROM THE BOARD

Consideration

Outstanding Interest

Relevant Fee

LETTER FROM THE BOARD

Announcement

Designated Bank Accounts

Bank

Termination Date

Undertaking by the Subscribers

Undertaking by the Company

LETTER FROM THE BOARD

Conditions Precedent

SUMMARY OF THE TERMS OF THE CONVERTIBLE BONDS AFTER THE PROPOSED AMENDMENTS

LETTER FROM THE BOARD

LETTER FROM THE BOARD

Applicable Redemption Amount

Upon occurrence of event(s) of default:

pari passu

pari passu

Effects on shareholding structure of the Company

LETTER FROM THE BOARD

LISTING RULES IMPLICATION

EGM

https://spot-emeeting.tricor.hk

LETTER FROM THE BOARD

CLOSURE OF REGISTER OF MEMBERS

VOTING BY WAY OF POLL

RECOMMENDATION

ADDITIONAL INFORMATION

Silver Grant International Holdings Group Limited
Chu Hing Tsung
Chairman,Co-Chief Executive Officer and Executive Director

Independent Board Committee

Liang Qing	**Zhang Lu**	**Hung Muk Ming**
Independent non-executive Director	*Independent non-executive Director*	*Independent non-executive Director*

LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

THE INDEPENDENT BOARD COMMITTEE

OUR INDEPENDENCE

BASIS OF OUR OPINION

FY

2021 Annual Report

Management

PRINCIPAL FACTORS AND REASONS CONSIDERED

1. Background information of the Group

Table 1: Highlight of the financial results of the Group

	Audited	
	FY2021	**FY2020**
	(HK$'000)	*(HK$'000)*
— Gross rental income	*87,376*	*89,128*
— Dividend income from listed and unlisted securities	*102*	*116*

Source: 2021 Annual Report

Pandemic

Table 2: Highlight of the financial position of the Group

	Audited As at 31 December	
	2021	**2020**
	(HK$'000)	*(HK$'000)*
— Cash and bank balance	*116,755*	*769,767*
— Pledged bank deposits	*24,450*	*23,753*
— Interest-bearing bank and other borrowings	*541,037*	*369,309*
— Convertible bonds	*1,301,494*	*—*
— Interest-bearing bank and other borrowings	*3,193,628*	*1,571,112*
— Convertible bonds	*—*	*1,232,463*
NAV		

LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

2. Information of the Subscribers and the Guarantor

Maturity Date

LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

Outstanding Bonds

Relevant Fee

Announcement

LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

Table 3: List of securities of the Convertible Bonds

No.	Nature	Item	Value as at 30 June 2022 *RMB'million*
			(Note 1)
			(Note 1)
		(Note 2)	
		(Note 3)	
		(Note 4)	
		(Note 5)	
		(Note 6)	

Notes:

5. Comparable analysis

Comparable Amendments

Comparison Period

Note:

LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

LETTER FROM THE INDEPENDENT FINANCIAL ADVISER

RECOMMENDATION

1. RESPONSIBILITY STATEMENT

2. DISCLOSURE OF INTERESTS

(a) Directors' and chief executives' interests and short positions in the securities of the Company or its associated corporations

Code"), to be notified to the

Name of Director	Capacity	Number of Shares interested	Approximate percentage of the issued Shares *(Note 1)*
		(Note 2)	

Notes:

Rong De

Zhuguang Holdings
Splendid Reach

(b) Substantial Shareholders' interests and short positions in Shares and underlying Shares

Name of substantial Shareholder	Capacity	Number of Shares interested	Approximate percentage of issued Shares *(Note 1)*
China Cinda	*(Note 2)*		
Regent Star	Beneficial owner *(Note 2)*	*(Note 2)*	
Splendid Reach	Beneficial owner *(Note 3)*	*(Note 3)*	

Notes:

Name of substantial Shareholder	Capacity	Number of underlying Shares interested	Approximate percentage of issued Shares *(Note 1)*
	(Note 2)	*(Note 3)*	
	(Note 2)	*(Note 3)*	
Regent Star	Beneficial owner *(Note 2)*	193,133,047 *(Note 3)*	8.38%

Notes:

3. DIRECTORS' SERVICE CONTRACTS

SILVER GRANT INTERNATIONAL HOLDINGS GROUP LIMITED

銀建國際控股集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 171)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN **EGM**

Stock Exchange

Directors

Listing Rules