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## Endurance RP Limited

壽康集團有限公司\*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 575)

### GRANT OF SHARE OPTIONS

This announcement is made by Endurance RP Limited (the “**Company**” and together with its subsidiaries, the “**Group**”) pursuant to Rule 17.06A of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of the Company hereby announces that after the market close on 3 May 2023, the Company offered to grant share options (the “**Options**”) to certain eligible employees and a consultant of the Group (the “**Grantees**”), subject to their acceptance, under the share option scheme (the “**Share Option Scheme**”) adopted by the shareholders of the Company (the “**Shareholders**”) on 10 June 2016, to subscribe for a total of 76,400,000 ordinary shares of US\$0.01 each in the share capital of the Company (the “**Grant**”). The Grant is not subject to approval by the Shareholders.

The grant of Options under the Share Option Scheme will serve to protect the value of the Company as well as to achieve the purposes of retaining and motivating the participants to contribute to the development and growth of the Group for the benefits of the Shareholders. Details of the Options granted are set out as follows:

Date of grant	: 3 May 2023 (the “ <b>Date of Grant</b> ”)
Number of Options granted	: 76,400,000 Options, each entitling the holder to subscribe for one ordinary share (the “ <b>Share</b> ”) of US\$0.01 each in the share capital of the Company
Exercise price of the Options	: HK\$0.078 per Share, representing the highest of: <ul style="list-style-type: none"><li>(i) the closing price of HK\$0.055 per Share as stated in the daily quotation sheet issued by the Stock Exchange on the Date of Grant;</li><li>(ii) the average closing price of HK\$0.056 per Share as stated in the daily quotations sheets issued by the Stock Exchange for the five business days immediately preceding the Date of Grant; and</li><li>(iii) the nominal value of a Share, US\$0.01 or equivalent to HK\$0.078.</li></ul>
Closing price of the Shares on the Date of Grant	: HK\$0.055 per Share

- Vesting conditions of the Options : (i) No Options can be exercised within the first 12 months from the Date of Grant;
- (ii) one-third of the Options will be vested and can be exercised upon expiration of 12 months from the Date of Grant;
- (iii) one-third of the Options will be vested and can be exercised upon expiration of 24 months from the Date of Grant; and
- (iv) the remaining one-third of the Options will be vested and can be exercised upon expiration of 36 months from the Date of Grant.
- Exercise period of the Options : 3 May 2024 to 2 May 2033 (both days inclusive)
- The Options granted are exercisable after one year but not exceeding ten years from the Date of Grant.
- Performance targets and clawback mechanism : There is no performance target attached to the Options. In view that (i) the Grantees are employees and/or a consultant of the Group who will contribute directly to the overall business performance, sustainable development and/or good corporate governance of the Group; (ii) the Grant is a recognition for the Grantees' past contributions to the Group; and (iii) the Options are subject to certain vesting conditions and the clawback mechanism under the Share Option Scheme, which is designed (a) to safeguard the interests of the Group, and (b) to allow the Group to retain and incentivise its employees and consultants, the remuneration committee of the Board (the "**Remuneration Committee**") is of the view that the Grant without performance targets is market competitive and aligns with the purpose of the Share Option Scheme.
- The Grant was subject to the clawback mechanism as set out in the terms of the Share Option Scheme, in particular, the lapse of the Options upon cessation to be an eligible participant under the Share Option Scheme and the cancellation of Options at the discretion of the Board.
- Financial assistance : The Group has not provided any financial assistance to the Grantees to facilitate the purchase of Shares under the Share Option Scheme.

Among the total of 76,400,000 Options granted above, (i) 58,000,000 Options were granted to certain eligible employees of the Group; (ii) 18,400,000 Options were granted to FOKI Limited <sup>(Note)</sup>, a consultant (as service provider (as defined under the Listing Rules) of the Group) (the "**Consultant**"), providing services to Deep Longevity Limited ("**DLL**"), a wholly-owned subsidiary of the Company; and (iii) no Options were granted to the Directors, chief executive and substantial shareholder of the Company, or an associate (as defined under the Listing Rules) of any of them.

Note: FOKI Limited, of which Mr Deepankar Nayak (Deep) is a director as well as the only and ultimate beneficial shareholder, is providing consultancy services to DLL. The grant of Options to the Consultant was due to services rendered pursuant to the terms of the consulting agreement entered into between the Consultant and DLL. The Consultant was engaged primarily to act as the chief executive officer

(CEO) of DLL and oversee all aspects of DLL's core business with an overarching objective to commercialise products and significantly grow the revenue base.

The Remuneration Committee considered and the Board concurred that the proposed grant of Options to the Consultant is appropriate for recognition of the Consultant's past performance and is able to incentivise the Consultant for its continued contributions to the growth and development of the Group in the future, and such proposed grant of Options to the Consultant aligns its long-term interest with that of the Shareholders.

As at the date of this announcement, save as disclosed above, to the best of the Directors' knowledge, information and belief, having made all reasonable enquiry, none of the Grantees is (i) a Director, a chief executive or a substantial shareholder of the Company, or an associate (as defined under the Listing Rules) of any of them; (ii) a participant with Options granted and to be granted exceeding the 1% individual limit under Rule 17.03D of the Listing Rules; or (iii) a related entity participant or service provider (as defined under the Listing Rules) with Options granted and to be granted in any 12-month period exceeding 0.1% of the total issued Shares. Subsequent to the grant of the Options above, the number of Shares available for future grant under the mandate of the Share Option Scheme is 113,699,508 Shares, subject to refreshment of the scheme mandate limit.

Note: Unless otherwise specified herein, amounts denominated in US\$ have been translated, for the purpose of illustration only, into HK\$ using the exchange rate of US\$1.00 = HK\$7.80.

By Order of the Board  
**Endurance RP Limited**  
**Jamie Gibson**  
*Executive Director*

Hong Kong, 4 May 2023

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

*Executive Director:*

Jamie Gibson (*Chief Executive Officer*)

*Non-Executive Directors:*

James Mellon (*Chairman*)

Jayne Sutcliffe

*Independent Non-Executive Directors:*

David Comba

Julie Oates

Mark Searle

Adrian Chan

\* For identification purposes only