

If you are in doubt as to the meaning or effect of this circular, please consult your stockbroker or other registered securities dealer, bank, lawyer, accountant or other professional adviser.

If you have sold or transferred your shares in Silver Grant International Holdings Group Limited, you should nevertheless immediately inform the person(s) to whom you sold or transferred the shares of the above information, and that this circular and the information contained herein may be important to them.

This circular is for the purpose of providing information only and does not constitute an offer, solicitation of an offer or recommendation to buy or sell securities, or to exercise any rights attached to securities, or to enter into any transaction, in any jurisdiction. It is not intended to induce any person to buy or sell securities, or to exercise any rights attached to securities, or to enter into any transaction, in any jurisdiction.



SILVER GRANT INTERNATIONAL HOLDINGS GROUP LIMITED
銀建國

**(1) MAJOR TRANSACTIONS:
DISPOSALS OF THE TARGET PROPERTIES
AND 100% INTEREST IN AND LOAN TO THE TARGET COMPANY
AND
(2) NOTICE OF EXTRAORDINARY GENERAL MEETING**

The Board of Directors of Silver Grant International Holdings Group Limited (the "Company") has resolved to convene an Extraordinary General Meeting (EGM) of the Company on 22 November 2022 at 2:00 p.m. (H.K. time) at the Hong Kong Convention and Exhibition Centre, 5th Floor, 100 Middle Road, Hong Kong, to consider and, if appropriate, to approve the resolutions set out in the notice of meeting.

For the purpose of the EGM, the Company has appointed Tricor Finance Limited as the sole agent for the EGM. The notice of meeting and the proxy form are enclosed for your reference.

The proxy form and the notice of meeting are available on the Company's website (<https://spot-emeeting.tricor.hk>) and the Company's Hong Kong Stock Exchange website (<https://www.hkex.com.hk>). The proxy form is also available at the Company's registered office, 100 Middle Road, 5th Floor, Hong Kong Convention and Exhibition Centre, Hong Kong.

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[illegible][illegible][illegible]

DEFINITIONS

DEFINITIONS

1. *Journal of the American Medical Association*, 1997; 277: 1033-1036.

1. The first step in the process of determining the appropriate level of protection is to identify the potential risks to the environment. This involves a thorough assessment of the proposed project and the surrounding area.

2. Once the risks have been identified, the next step is to evaluate the potential impacts of the project. This is done by comparing the proposed project against the existing conditions and the environmental standards.

3. The third step is to develop a mitigation plan. This plan should outline the measures that will be taken to avoid, minimize, or compensate for the impacts of the project.

4. The fourth step is to implement the mitigation plan. This involves working with the relevant authorities and stakeholders to ensure that the plan is followed.

5. Finally, the fifth step is to monitor the project and the environment. This is done to ensure that the mitigation measures are effective and that the environment is protected.

[illegible][illegible]

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1. *Journal of the American Medical Association*, 1997; 277: 1039-1043.

DEFINITIONS



SILVER GRANT INTERNATIONAL HOLDINGS GROUP LIMITED
銀建國

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(*h e* *xe-ht ve ff-er*)

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LETTER FROM THE BOARD

Assets to be disposed of:

The Board has approved the disposal of the following assets:

- 1. The disposal of the 10% shareholding in the subsidiary company, ABC Company Limited, for a net proceeds of \$ 2 million.
- 2. The disposal of the 22% shareholding in the subsidiary company, DEF Company Limited, for a net proceeds of \$ 22 million.
- 3. The disposal of the interest-bearing loan to the subsidiary company, GHI Company Limited, for a net proceeds of \$ 10 million.

First Consideration:

The Board has considered the disposal of the above assets and has concluded that the disposal of the assets is in the best interests of the Company. The Board has also considered the impact of the disposal of the assets on the Company's financial position and has concluded that the disposal of the assets will not have a material impact on the Company's financial position.

The Board has also considered the impact of the disposal of the assets on the Company's operations and has concluded that the disposal of the assets will not have a material impact on the Company's operations.

The Board has also considered the impact of the disposal of the assets on the Company's reputation and has concluded that the disposal of the assets will not have a material impact on the Company's reputation.

The Board has also considered the impact of the disposal of the assets on the Company's employees and has concluded that the disposal of the assets will not have a material impact on the Company's employees.

The Board has also considered the impact of the disposal of the assets on the Company's shareholders and has concluded that the disposal of the assets will not have a material impact on the Company's shareholders.

The Board has also considered the impact of the disposal of the assets on the Company's creditors and has concluded that the disposal of the assets will not have a material impact on the Company's creditors.

The Board has also considered the impact of the disposal of the assets on the Company's customers and has concluded that the disposal of the assets will not have a material impact on the Company's customers.

The Board has also considered the impact of the disposal of the assets on the Company's suppliers and has concluded that the disposal of the assets will not have a material impact on the Company's suppliers.

The Board has also considered the impact of the disposal of the assets on the Company's competitors and has concluded that the disposal of the assets will not have a material impact on the Company's competitors.

The Board has also considered the impact of the disposal of the assets on the Company's industry and has concluded that the disposal of the assets will not have a material impact on the Company's industry.

The Board has also considered the impact of the disposal of the assets on the Company's community and has concluded that the disposal of the assets will not have a material impact on the Company's community.

The Board has also considered the impact of the disposal of the assets on the Company's environment and has concluded that the disposal of the assets will not have a material impact on the Company's environment.

The Board has also considered the impact of the disposal of the assets on the Company's future and has concluded that the disposal of the assets will not have a material impact on the Company's future.

- [illegible]

[illegible]

Second Completion:

[illegible]

5. 在 1990 年 12 月 31 日, 某公司有一项 100 万元的应付账款, 账龄在 1 年以内。根据以往的经验, 账龄在 1 年以内的应付账款, 有 5% 的可能性不能如期支付。据此估计, 该项应付账款的坏账损失为 5 万元。

INFORMATION ON THE TARGET COMPANY AND THE TARGET PROPERTIES

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(Convertible Bonds)

Tricor is a leading provider of corporate governance and compliance solutions, offering a range of services to help companies meet their regulatory obligations. Tricor's services include:

- **Corporate Governance:** Tricor provides a comprehensive range of corporate governance services, including board advisory, director education, and corporate governance documentation.
- **Compliance:** Tricor offers a range of compliance services, including anti-bribery, anti-money laundering, and data protection.
- **ESG:** Tricor provides a range of ESG services, including ESG reporting, ESG risk assessment, and ESG advisory.

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- **ESG:** Tricor provides a range of ESG services, including ESG reporting, ESG risk assessment, and ESG advisory.

(<https://spot-meeting.tricor.hk>)

ADDITIONAL INFORMATION

1. The first part of the document is a list of the names of the authors of the papers presented at the conference.

2. The second part of the document is a list of the titles of the papers presented at the conference.

3. The third part of the document is a list of the abstracts of the papers presented at the conference.

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 (Mr. Chu)
 (Mr. Chen)

$$2 \quad (4) \quad \left(\frac{2}{3} \right)^2 = \frac{4}{9}$$
[illegible][illegible]

[illegible][illegible]

3. FINANCIAL AND TRADING PROSPECTS

[illegible]

漢華評值有限公司

[illegible]

[illegible][illegible]

GREATER CHINA APPRAISAL LIMITED

[illegible]

SUMMARY OF VALUES

No.	Real Properties	Market Value in existing state as at 31 August 2023 ()
1	1	
	● 1	
2	1	
	/	
1	1	
2	2	
	→ 1	
	→ 1	
	1	
Total:		<u>HK\$261,000,000</u>

VALUATION CERTIFICATES

Group I — Real property interest held for investment and to be disposed of by the Group in Hong Kong

No.	Real
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APPENDIX II PROPERTY VALUATION REPORT

APPENDIX II PROPERTY VALUATION REPORT

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	Comparable 1	Comparable 2	Comparable 3	Comparable 4
1. Company Name	ABC Company	DEF Company	GHI Company	JKL Company
2. Industry	Technology	Healthcare	Finance	Retail
3. Market Capitalization	\$1.2B	\$850M	\$2.1B	\$950M
4. Revenue (2022)	\$500M	\$320M	\$680M	\$410M
5. Profit (2022)	\$120M	\$75M	\$150M	\$90M
6. Operating Margin (%)	24%	23%	22%	22%
7. EBITDA (2022)	\$180M	\$110M	\$220M	\$130M
8. Debt to Equity Ratio	0.5x	0.7x	0.4x	0.6x
9. Current Ratio	1.8x	1.5x	2.0x	1.6x
10. Dividend Yield (%)	1.5%	2.0%	1.2%	1.8%
11. Analyst Rating	Strong Buy	Buy	Strong Buy	Buy
12. ESG Score	78	72	85	75

[illegible]

Adjustment Factor	Considerations
1. Age	Older patients may have reduced renal function, affecting the clearance of the drug. Adjust the dose based on the patient's age and renal function.
2. Weight	Obese patients may require higher doses due to increased volume of distribution. Conversely, underweight patients may require lower doses.
3. Renal Function	Patients with impaired renal function may have reduced clearance of the drug. Adjust the dose based on the patient's renal function, often using creatinine clearance (CrCl) or estimated glomerular filtration rate (eGFR).
4. Liver Function	Patients with impaired liver function may have reduced metabolism of the drug. Adjust the dose based on the patient's liver function, often using liver enzymes (ALT, AST) and bilirubin levels.
5. Concomitant Medications	Other medications may interact with the drug, affecting its pharmacokinetics or pharmacodynamics. Adjust the dose based on the patient's concomitant medications and potential drug-drug interactions.
6. Genetics	Genetic variations may affect the metabolism or transport of the drug. Adjust the dose based on the patient's genetic profile, if known.
7. Comorbidities	Other medical conditions may affect the drug's pharmacokinetics or pharmacodynamics. Adjust the dose based on the patient's comorbidities.
8. Adherence	Patients may not take the medication as prescribed, leading to subtherapeutic levels. Adjust the dose based on the patient's adherence.
9. Drug Resistance	Patients may develop resistance to the drug, leading to reduced efficacy. Adjust the dose based on the patient's drug resistance profile.
10. Therapeutic Monitoring	Regular monitoring of drug levels and clinical response is essential for dose adjustment. Adjust the dose based on the patient's therapeutic monitoring results.

APPENDIX II PROPERTY VALUATION REPORT

APPENDIX II PROPERTY VALUATION REPORT

Adjustment Factor	Considerations			
1. Location	Proximity to major roads, public transportation, and amenities.			
2. Condition	Age of the property, quality of construction, and overall maintenance.			
3. Market Trends	Current market conditions, interest rates, and local economic factors.			
4. Comparable Properties	Recent sales of similar properties in the area.			
5. Seller's Motivation	Whether the seller is motivated to sell quickly or at a higher price.			
6. Financing Options	Availability of financing options and the buyer's financial strength.			
7. Legal Considerations	Title issues, zoning regulations, and other legal factors.			
8. Environmental Factors	Proximity to environmental hazards and the overall health of the neighborhood.			
9. Future Potential	Potential for future development or appreciation in the area.			
10. Negotiation Skills	The skill of the buyer and seller in negotiating the price.			

Adopted Unit Rate on saleable area for the residential portion of the Real Property (per sq.ft.)

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APPENDIX II

PROPERTY VALUATION REPORT

APPENDIX II

PROPERTY VALUATION REPORT

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Adopted Unit Rate for the car parking space of the Real Property (per car parking space)

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[illegible]

**Market Value in
existing state as at
31 August 2023
()**

[illegible]

No.	Real Property	Descriptions and Tenure	Particulars of Occupancy	Market Value in existing state as at 31 August 2023 ()
2	<p>2</p> <p>Real Property)</p> <p>(Real</p> <p>Lot)</p>	<p>2</p> <p>Real</p> <p>Lot</p> <p>&</p> <p>2</p> <p>2</p> <p>\$</p>	<p>2</p> <p>2</p> <p>2</p> <p>2</p> <p>2</p>	<p>(</p> <p>●</p> <p>)</p>

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APPENDIX II

PROPERTY VALUATION REPORT

APPENDIX II PROPERTY VALUATION REPORT

Adjustment Factor	Considerations
1. Geographical Location:	<ul style="list-style-type: none"> Proximity to major roads and highways. Accessibility to public transportation. Local infrastructure and services.
2. Market Demand:	<ul style="list-style-type: none"> Current and projected population growth. Local economic conditions and employment opportunities. Presence of major employers or industries.
3. Infrastructure:	<ul style="list-style-type: none"> Availability of water supply and sewerage systems. Quality of roads and bridges. Presence of schools, hospitals, and other essential services.
4. Environmental Factors:	<ul style="list-style-type: none"> Proximity to natural resources (e.g., forests, water bodies). Presence of protected areas or wildlife reserves. Climate and weather patterns.
5. Political and Social Stability:	<ul style="list-style-type: none"> Local government efficiency and corruption levels. Community safety and crime rates. Social cohesion and ethnic diversity.
6. Cost of Living:	<ul style="list-style-type: none"> Availability and cost of housing. Local food and grocery prices. Healthcare and education costs.
7. Future Development:	<ul style="list-style-type: none"> Planned infrastructure projects. Government policies and regulations. Investment opportunities and foreign direct investment.

Adjustment	Comparable 1	Comparable 2	Comparable 3	Comparable 4
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Adopted Unit Rate on saleable area for the reference unit, Office 1 (per sq.ft.)

\$ 2

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

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(Code)

Long positions in the Shares

Name of Director	Capacity	Number of Shares interested	Approximate percentage of the issued Shares $(\downarrow \theta_{te}^0)$
Mr. J. A. ...	Chairman of the Board	22	2 %
Mr. B. C. ...	Member of the Board	...	$\downarrow (\theta_{te}^0 - 2)$
Mr. D. E. ...	Member of the Board	...	%
Mr. F. G. ...	Member of the Board	...	%
Mr. H. I. ...	Member of the Board	...	$\downarrow (\theta_{te}^0 - 3)$

<p> θ_{1e} </p>	
	<p> (2) </p>
	<p> (Rong De) </p>
<p> 2 </p>	<p> % </p>
	<p> (Zhuguang Holdings) </p>
	<p> (Splendid Reach) </p>
	<p> 22 </p>
	<p> 22 </p>

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

Long positions in the Shares

Name of substantial Shareholder	Capacity	Number of Shares interested	Approximate percentage of the issued Shares (\downarrow $\theta_{te 1}$)
中國人壽保險股份有限公司 (China Cinda)	直接持有 (\downarrow $\theta_{te 2}$)		%
中國人壽保險股份有限公司 (Regent Star)	直接持有 (\downarrow $\theta_{te 2}$)		%
中國人壽保險股份有限公司	直接持有 (\downarrow $\theta_{te 3}$)	22	2 %
中國人壽保險股份有限公司	直接持有 (\downarrow $\theta_{te 3}$)	22	2 %
中國人壽保險股份有限公司	直接持有 (\downarrow $\theta_{te 3}$)	22	2 %
中國人壽保險股份有限公司	直接持有 (\downarrow $\theta_{te 3}$)	22	2 %
\downarrow $\theta_{te 2}$			
中國人壽保險股份有限公司 (2)			
2	%		%
%	%		%
%	%		%
%	%		%

Long positions in the underlying Shares

[illegible]

3. DIRECTORS' SERVICE CONTRACTS

[illegible]

4. LITIGATION

[illegible]

5. COMPETING INTERESTS

During the year ended 31 March 2022, the Directors have not been aware of any competing interests of any Director or any of the Directors' close family members in relation to the business of the Company.

6. DIRECTORS' INTERESTS IN ASSETS, CONTRACTS OR ARRANGEMENTS

During the year ended 31 March 2022, the Directors have not been aware of any interests of any Director or any of the Directors' close family members in any assets, contracts or arrangements of the Company, which may conflict with the interests of the Company.

7. MATERIAL ADVERSE CHANGE

During the year ended 31 March 2022, the Directors have not been aware of any material adverse change in the financial position of the Company.

8. EXPERT AND CONSENT

The Directors have obtained the consent of the independent expert, Mr. [REDACTED], to act as the independent expert for the Company.

Name

Qualification

[REDACTED]

[REDACTED]

() [REDACTED]

9. MATERIAL CONTRACTS

()

10. GENERAL

()

[illegible]

11. DOCUMENTS ON DISPLAY

$$\left(\frac{1}{\sqrt{2}} \begin{pmatrix} 1 & 0 \\ 0 & 1 \end{pmatrix} \right) \frac{1}{\sqrt{2}} \begin{pmatrix} 1 & 0 \\ 0 & 1 \end{pmatrix} = \frac{1}{2} \begin{pmatrix} 1 & 0 \\ 0 & 1 \end{pmatrix} \begin{pmatrix} 1 & 0 \\ 0 & 1 \end{pmatrix} = \frac{1}{2} \begin{pmatrix} 1 & 0 \\ 0 & 1 \end{pmatrix}.$$

() 1 3

[illegible][illegible]



SILVER GRANT INTERNATIONAL HOLDINGS GROUP LIMITED
銀建國

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN

(EGM)

(Company)

ORDINARY RESOLUTIONS

THAT

() **Agreement** **(First Sale and Purchase**

() **(Directors)**

NOTICE OF EXTRAORDINARY GENERAL MEETING

2 THAT

() 2 2 (Second Sale and Purchase Agreement)
22 2 2
(Circular)

()
Silver Grant International Holdings Group Limited
Ng Hoi Leung, Leo
22 2 2

note

2

(<https://spot-emeeting.tricor.hk>)
2 2)
2 2 2 2

... 2 2 ...

(Listing Rules)

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...