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AMASSE CAPITAL
寶積資本

Amasse Capital Holdings Limited
寶積資本控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8168)

GRANT OF SHARE OPTIONS

This announcement is made by Amasse Capital Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") pursuant to Rules 23.06A, 23.06B and 23.06C of The Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the "**GEM Listing Rules**").

The board (the "**Board**") of directors (the "**Director(s)**") of the Company announces that, on 8 April 2026, the Company granted a total of 120,470,000 share options (the "**Share Options**") to 15 eligible participants (the "**Grantee(s)**"), who are the Directors, senior management and employees of the Group, under the Company's share option scheme (the "**Share Option Scheme**") adopted on 18 February 2025, subject to the acceptance by the Grantees.

A summary of the terms and conditions of the grant of the Share Options is set forth below:

Date of grant:	8 April 2026 (the "**Date of Grant**")
Number of Share Options granted:	120,470,000 Share Options
Exercise price of the Share Option:	HK$0.1372, which is determined with reference to: (i) the closing price of HK$0.130 per share (the "**Share**") of the Company as quoted on the Stock Exchange on the Date of Grant;

	(ii) the average closing price of approximately HK$0.1372 per Share as quoted on the Stock Exchange for the five business days immediately preceding the Date of Grant; and (iii) HK$0.01, being the nominal value of each Share.
Closing price of the Shares on the Date of Grant:	HK$0.130 per Share
Exercise period:	For a period of 2 years from the Date of Grant.
Vesting period:	**Category A**: a total of 81,000,000 Share Options to the Directors and an employee 50% of the Share Options shall be vested six months from the Date of Grant and the remaining 50% shall be vested twelve months from the Date of Grant. Under this category, all individuals are recently appointed. **Category B**: a total of 39,470,000 Share Options to the 5 employees 50% of the Share Options shall be vested on the Date of Grant, 25% of the Share Options shall be vested six months from the Date of Grant and 25% of the Share Options shall be vested twelve months from the Date of Grant. Under this category, all individuals are employees whose have joined the Group for over 8 years.

Under the Share Option Scheme, the vesting period in respect of any Option shall not be less than 12 months except under certain circumstances, including where the Share Options are granted with a total vesting and holding period of more than twelve (12) months. The period between the Date of Grant and the first vesting date is less than 12 months while the vesting period covers the day falling on twelve months from the Date of Grant, therefore resulting in a total vesting period that is, in effect, more than twelve months (by one day) from the Date of Grant, which is permitted under the Share Option Scheme. The remuneration committee of the Board considers that such arrangements are appropriate and commercially competitive and reasonable considering the past contribution and the length of employment, as well as the aim to encourage the Grantees to continuously contribute to the operations, development and long-term success and growth of the Group.

Performance targets: There is no performance target attached to the Share Options.

The purpose of the Share Option Scheme is to recognise and acknowledge the contributions the grantees had or may have made to the Group. The Share Option Scheme also provides the grantees with an opportunity to have a personal stake in the Company with the view to satisfy the objectives of (i) motivate the grantees to optimise their performance efficiency for the benefit of the Group; and (ii) attract and retain or otherwise maintain on-going business relationship with the grantees whose contributions are or will be beneficial to the long-term growth of the Group.

	Having considered that (i) the Grantees are the Directors, senior management and employees of the Group who will contribute directly to the overall business performance and sustainable development of the Group; (ii) the grant of Share Options to the Grantees is a recognition for their past contributions and/or an encouragement of future contributions to the Group; and (iii) the Share Options are subject to the terms of the Share Option Scheme which provides for circumstances under which the Share Options shall lapse in the event that the Grantees cease to be an employee of the Group, the remuneration committee of the Board considers that the grant without performance target is market competitive and in line with the purpose of the Share Option Scheme.
Clawback mechanism:	There is no clawback mechanism attached to the Share Options. The remuneration committee of the Board is of the view that a clawback mechanism is not necessary considering the lapse and cancellation of the Share Options under various scenarios have already been provided for under the Share Option Scheme, which could sufficiently safeguard the Company's interests.
No 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 120,470,000 Share Options granted, 74,000,000 Share Options have been granted to the Directors, details of which are as follows:

Name of Director	Position held with the Company	Number of Share Options granted
Mr. Fan Kaiye	Executive Director	14,000,000
Mr. Wu Peisheng	Executive Director	14,000,000
Mr. Chan Wai Kit	Executive Director	14,000,000
Ms. Jiang Dandan	Executive Director	14,000,000
Ms. Li Xianchang	Executive Director	14,000,000
Mr. Liu Zhanqing	Independent non-executive Director	1,000,000
Mr. Lin Haining	Independent non-executive Director	1,000,000
Ms. Wong Chi Yan	Independent non-executive Director	1,000,000
Mr. Xie Jian	Independent non-executive Director	1,000,000

In accordance with Rule 23.04(1) of the GEM Listing Rules, the grant of Share Options to the Directors as disclosed above has been approved by the independent non-executive Directors (excluding the independent non-executive Director who is the grantee of the Share Options concerned).

Save as disclosed above, to the best knowledge of the Directors, as of the date of this announcement, (i) none of the Grantees is a Director, chief executive or substantial shareholder of the Company, or any of their respective associates (as defined under the GEM Listing Rules); (ii) none of the Grantees is a participant with options granted and to be granted exceeding the 1% individual limit under the GEM Listing Rules; and (iii) none of the Grantees is a related entity participant or service provider (as defined under the GEM Listing Rules).

Since the adoption of the Share Option Scheme on 18 February 2025, the Company has not issued any Share Options up to the date of this announcement. After the grant of the 120,470,000 Share Options, there will be no Shares available for future grant under the existing scheme mandate limit of the Share Option Scheme.

By order of the Board
Amasse Capital Holdings Limited
Chan Wai Kit
Executive Director

Hong Kong, 8 April 2026

As at the date of this announcement, the executive Directors are Mr. Chan Wai Kit, Mr. Xie Lei, Mr. Wu Peisheng, Ms. Li Xianchang, Mr. Fan Kaiye and Ms. Jiang Dandan; and the independent non-executive Directors are Mr. Liu Zhanqing, Mr. Lin Haining, Ms. Wong Chi Yan and Mr. Xie Jian.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein orthis announcement misleading.

This announcement will remain on the "Latest Listed Company Information" page of the website of The Stock Exchange of Hong Kong Limited at www.hkexnews.hk for at least 7 days from the date of its publication and the Company website at www.amasse.com.hk.