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GoFintech Innovation Limited

國富創新有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 290)

Website: <https://290.com.hk>

GRANT OF SHARE OPTIONS UNDER THE SHARE OPTION SCHEME

This announcement is made pursuant to Rules 17.06A, 17.06B and 17.06C of the Listing Rules.

The Board wishes to announce that on 27 March 2024, the Company granted Options to the Grantees to subscribe, in aggregate, for up to 91,500,000 Shares in accordance with the terms of the Share Option Scheme.

Details of the Option Grant

Details of the Options are set out below:

Date of Grant	:	27 March 2024
Number of Grantee(s)	:	17 (including 1 executive Director and 16 full-time employees of the Group)
Number of Options granted	:	91,500,000 Options (each Option shall entitle its holder to subscribe for one Share)
Consideration for the grant	:	A Grantee shall pay a consideration of HK\$1.00 on acceptance of the Options granted
Exercise Price of the Options granted	:	HK\$0.480 per Share, which represents the highest of: (i) the average closing price of the Shares as stated in the Stock Exchange's daily quotation sheets for the five business days

immediately preceding the Date of Grant, being HK\$0.406 per Share;

(ii) the closing price of the Shares as stated in the Stock Exchange's daily quotation sheet on the Date of Grant, being HK\$0.480 per Share; and

(iii) the nominal value of HK\$0.10 per Share

Closing Price of Shares : HK\$0.480 per Share
on the Date of Grant

Vesting Period of : The Options shall be vested on 1 April 2025
Options

Exercise Period of the : From 1 April 2025 to 31 March 2026
Options

Performance Target : The vesting of the Options to the Grantees above is subject to satisfaction of the performance targets for the 2024 fiscal year to be determined by the Board based on the internal assessment system of the Group. The assessment will be made based on the Grantee's overall performance, performance of the team or department that the Grantee belongs to and the performance of the Group.

Clawback Mechanism : As set out in the Share Option Scheme, the Options granted are subject to, among others (i) clawback mechanism in the event of misconduct; and (ii) lapse of Options upon occurrence of certain events, including but not limited to cessation of employment of the Grantees.

Financial Assistance : There is no arrangement for the Group to provide any financial assistance to the Grantees to facilitate the subscription of Shares under the Share Option Scheme.

All the Grantees are Directors or full-time employees of the Group, details of which are set out below:

Name / class of Grantee	Position	Number of Options granted
Ms. SUN Qing	Executive Director	4,168,000
Mr. ZHANG Huachen	Co-Chief Executive Officer	32,000,000
Mr. YUAN Tianfu	Co-Chief Executive Officer	32,000,000
Other 14 full-time employees		23,332,000
Total		91,500,000

In accordance with Rule 17.04(1) of the Listing Rules, the grant of Options to the Director and the Co-Chief Executive Officer as disclosed above has been approved by the independent non-executive Directors. Ms. SUN Qing, an executive Director, has abstained from voting in respect of resolutions of the Board for the approval of the grant of Options to her. Save as disclosed, none of the other Directors had any interest in the Options and therefore no other Directors abstained from voting on the relevant resolutions of the Board in respect of the grant of Options.

Save as disclosed above, to the best knowledge, information and belief of the Directors, and having made all reasonable enquiries, as of the date of this announcement, (i) none of the Grantees (other than Ms. SUN Qing, Mr. ZHANG Huachen and Mr. YUAN Tianfu) is a director, chief executive or substantial shareholder of the Company or an associate (as defined under the Listing Rules) of any of them; (ii) none of the Grantees is a participant with options and awards granted and to be granted exceeding the 1% individual limit under the Listing Rules; and (iii) none of the Grantees is a related entity participant or a service provider (as defined under the Listing Rules) of the Company with options and awards granted and to be granted in any 12-month period exceeding 0.1% of the relevant class of shares in issue.

Following the grant of the Options, a total of 30,788 Shares will be available for future grant pursuant to the Share Options Scheme.

DEFINITIONS

“associate(s)”	has the meaning ascribed to it under the Listing Rules
“Board”	the board of Directors
“Company”	GoFintech Innovation Limited, a company incorporated in the Cayman Islands with limited liability, the issued shares of which are listed on the main board of the Stock Exchange (stock code: 290)
“Date of Grant”	27 March 2024, being the date on which the grant of the Options is made to the Grantees
“Director(s)”	the director(s) of the Company
“Grantee(s)”	Ms. SUN Qing, Mr. ZHANG Huachen, Mr. YUAN Tianfu and 14 other full-time employees of the Group
“Group”	the Company and its subsidiaries
“Hong Kong”	the Hong Kong Special Administrative Region of the PRC

“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Option(s)”	rights granted for the subscription of Share(s) pursuant to the Share Option Scheme
“PRC”	the People’s Republic of China which, for the purpose of this announcement only, excluding Hong Kong, the Macao Special Administrative Region of the People’s Republic of China and Taiwan
“Share Option Scheme”	the share option scheme adopted by the Company on 7 September 2021
“Share(s)”	the ordinary shares in the issued share capital of the Company, in the par value of HK\$0.10
“Stock Exchange”	the Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“%”	per cent

By order of the Board
GoFintech Innovation Limited
CHAN Kin Sang

Chairman and Independent Non-executive Director

Hong Kong, 27 March 2024

As at the date of this announcement, the Board consists of one executive Director, namely Ms. SUN Qing; four non-executive Directors, namely Mr. HAN Hanting, Dr. NIE Riming, Mr. LI Chunguang and Mr. HUA Yang; and four independent non-executive Directors, namely Mr. CHAN Kin Sang (Chairman), Mr. CHIU Kung Chik, Mr. LI Gaofeng and Ms. LUI Mei Ka.