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Haosen Fintech Group Limited

浩森金融科技集團有限公司

(formerly known as Wealthy Way Group Limited)

(incorporated in Cayman Islands with limited liability)

(Stock code: 3848)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

The board (the “**Board**”) of directors (the “**Director(s)**”) of Haosen Fintech Group Limited (the “**Company**”, together with its subsidiaries, collectively the “**Group**”) announces that on 23 April 2024 (the “**Date of Grant**”), the Company granted a total of 15,000,000 share options (the “**Share Options**”) to certain eligible participants (the “**Grantees**”), in accordance with the share option scheme of the Company adopted on 30 June 2023 (the “**Share Option Scheme**”), which became effective on 30 June 2023, subject to acceptance by the Grantees. The Share Options entitle the Grantees to subscribe for a total of 15,000,000 new ordinary shares of HK\$0.01 each in the capital of the Company (the “**Share(s)**”).

Details of the Share Options are set out below:

Date of Grant:	23 April 2024
Exercise price of Share Options granted:	HK\$2.20 per Share (which is not less than the highest of: (i) the closing price of HK\$2.00 per Share as stated in the daily quotation sheets issued by the Stock Exchange on the Date of Grant; (ii) the average closing price of HK\$2.19 per Share as stated in the daily quotation sheets issued by the Stock Exchange for the five business days immediately preceding the Date of Grant; and (iii) the par value of the Shares of HK\$0.01 each)
Number of Share Options granted:	15,000,000 Share Options (each Share Option will entitle the holder of the Share Option to subscribe for one new Share)
Validity period of the Share Options granted:	From 23 April 2024 to 22 April 2029, both dates inclusive

Consideration for the grant: HK\$1.00 to be paid by each Grantee upon acceptance of the Share Options

Holding period: 15,000,000 Share Options are exercisable from 23 April 2024 to 22 April 2029.

Clawback mechanism: There is no clawback mechanism attached to the 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 satisfied the objectives of (i) motivate the grantees to optimise their performance efficiency for the benefit of the Group and (ii) attract and retain the grantees whose contributions are or will be beneficial to the long-term growth of the Group.

Having considered that (i) the Grantees are employees 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 of Options to the Grantees is a recognition for their past contributions to the Group; and (iii) the Options are subject to the terms of the Share Option Scheme which provides for circumstances under which the Options or any part thereof shall lapse in the event that the Grantees cease to be an employee of the Group or commit a breach of the rules of the Share Option Scheme, the Remuneration Committee and the Board consider that without additional clawback mechanism, the grant of the Options could align the interests of the Grantees with that of the Company and the Shareholders, reward and provide incentive to the Grantees to work towards successes of the Group, and reinforce their commitment to long-term services of the Group, which is in line with the purpose of the Share Option Scheme.

No financial assistance: The Group has not provided any financial assistance to the Grantees to facilitator the purchase of Shares under the Share Option Scheme.

All Share Options were granted to 10 Grantees who are employees of the Group. To the best knowledge of the Directors, as of the date of this announcement, none of the Grantees is (i) a director, chief executive or 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 the Listing Rules; or (iii) a related entity participant or a service provider (as defined under the Listing Rules) of the Company. The above grant would not result in the share options granted and to be granted to each Grantee in the 12-month period up to and including the date of such grant in aggregate to exceed 1% of the Shares in issue. None of the grant will be subject to approval by the Shareholders.

After the grant of the Options, a total of 658,300 Shares will be available for future grant pursuant to the Share Options Scheme.

By order of the Board
Haosen Fintech Group Limited
LO Wai Ho
Chairman and Executive Director

Hong Kong, 23 April 2024

As at the date of this announcement, the Board comprises Mr. LO Wai Ho; Mr. WU Jiaqi as non-executive Director; and Mr. HA Tak Kong, Mr. IP Chi Wai and Mr. KAM Wai Man as independent non-executive Directors.