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# TESSON HOLDINGS LIMITED
# 天臣控股有限公司

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1201)**

## VOLUNTARY ANNOUNCEMENT
## FRAMEWORK AGREEMENT ON POTENTIAL NEW ENERGY HEAVY-DUTY TRUCK CHARGING STATION PROJECT

This announcement is made by Tesson Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") on a voluntary basis to provide the shareholders of the Company (the "**Shareholders**") and potential investors an update on the latest business development of the Group.

**Framework Agreement**

The board of directors (the "**Board**") of the Company hereby announces that on 28 July 2025, the Company entered into a framework cooperation agreement (the "**Framework Agreement**") with Shenzhen Shendian Power Supply New Energy Co., Ltd.* (深圳市深電供電新能源有限公司) (the "**Partner**"). Pursuant to the Framework Agreement, the Company and the Partner intend to establish a joint venture company tentatively named "Shenzhen Tesson Shendian New Energy Co., Ltd."* (深圳市天臣深電新能源有限公司), with a proposed registered capital of RMB 30 million, and its equity interest will be held by the Company and the Partner by 66% and 34% respectively.

The joint venture is expected to engage in the investment, establishment and operation of charging stations for new energy heavy-duty trucks in Shenzhen, China and the surrounding areas (the "**Project**").

The Framework Agreement is non-legally binding save as to confidentiality. If the transactions contemplated under the Framework Agreement materialize, formal agreement with concrete terms will be entered into between the Company and the Partner (or their respective subsidiaries).

**Possible Disclosable Transaction**

In the event any formal agreement is entered into, the transaction may constitute a disclosable transaction for the Company under Chapter 14 of the Listing Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Listing Rules**"). The Company will duly comply with all applicable disclosure requirements prescribed under the Listing Rules, including the publication of further announcements.

**Board Opinion**

The Board considers that the Project is in line with the Company's strategic objectives to expand its business in the new energy sector. The Project is expected to facilitate the development of an integrated charging infrastructure network, thereby reinforcing the Company's long-term competitiveness and contributing to the enhancement of shareholder value.

**Shareholders and Potential Investors Reminder**

As at the date of this announcement, no legally binding agreement (save as to confidentiality) in respect of the Project has been entered into between the Company and the Partner. Accordingly, the Project may or may not proceed. The Company will make further announcements as and when appropriate in accordance with the Listing Rules and applicable laws and regulations.

**Shareholders and potential investors are advised to exercise caution when dealing in the securities of the Company.**

By Order of the Board
**Tesson Holdings Limited**
**Wei Mingren**
*Chairman*

Hong Kong, 28 July 2025

** for identification purpose.*

*As at the date of this announcement, the Board comprises Mr. Wei Qingwen, Mr. Wei Mingren, Mr. Chan Wei and Ms. Yu Xiaolei as executive Directors, and Dr. Ng Ka Wing, Mr. See Tak Wah and Mr. Wang Jinlin, as independent non-executive Directors.*