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中国奇点国峰控股有限公司

China Qidian Guofeng Holdings Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1280)

GRANT OF AWARD SHARES PURSUANT TO THE SHARE AWARD SCHEME

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The Board announces that on 29 July 2025, the Company granted 23,400,620 Award Shares, representing approximately 1.29% of the total issued Shares as at the Grant Date, to the Grantees under the Share Award Scheme. If any grant of the Award Shares as detailed below has not been accepted by any particular Grantee or is not otherwise in compliance with any applicable laws and regulations, such grant in respect of the particular Grantee would not proceed or be effective for legal and regulatory purposes.

The Award Shares shall be 23,400,620 shares in total, which shall be granted to in aggregate 941 service providers of the Company. Details of the Grants are as follows:

Grant Date:	29 July 2025
Grantees:	Service providers of the Group
Consideration for the Award Shares:	Nil
Number of Award Shares:	23,400,620 shares
Closing price of the Shares on the Grant Date:	HK$3.750 per Share

Vesting period:	Within twelve (12) months from the Grant Date, subject to the acceptance by the Grantees.
Lock-up period:	All Award Shares are subject to a 12-month lock-up period upon vesting.
Performance targets:	There is no performance target for the Grantees. In considering the Grants made to the Grantees, the Remuneration Committee has taken into account the following factors: (i) the expected value of the Award Shares subject to the future market price of the Shares, which in turn depends on the business performance of the Group; and (ii) the sales performance and contributions made by the Grantees during the year 2024.
Clawback mechanism:	Unless determined otherwise by the Board, the Award Shares, granted but not yet vested, will be automatically and immediately cancelled when the Grantee cease to be an eligible participant as defined in the Share Award Scheme in the following circumstances: (i) where such person has committed any act of fraud or dishonesty or serious misconduct, whether or not in connection with his employment or engagement or service to any member of the Group and whether or not it has resulted in his employment or engagement or service being terminated by the relevant member of the Group; (ii) where such a person has been declared or adjudged to be bankrupt by a competent court or governmental body or has failed to pay his debts as they fall due (after the expiry of any applicable grace period) or has entered into any arrangement or composition with his creditors generally or an administrator has taken possession of any of his assets; (iii) where such person has been convicted of any criminal offence;

(iv) where such person has been convicted of or is being held liable for any offence under or any breach of the SFO or other securities laws or regulations in Hong Kong or any other applicable laws or regulations in force from time to time; or

(v) where such person commits a material breach of contract(s) between any member of the Group and the eligible participant(s).

Reasons for and Benefits of the Grants

The reason for the grant of Award Shares is to provide incentives and rewards to Grantees for their contributions to and continuing efforts to promote the interests of the Company. The Grants align the interests of such Grantees with those of the Group through ownership of Shares, dividends and other distributions paid on Shares and/or the increase in value of the Shares, and to encourage and retain such Grantees to make contributions to the long-term growth and profits of the Group.

To the best knowledge of the Directors, as at the date of this announcement, (i) none of the Grantees 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 the Award Shares granted and to be granted exceeding the 1% individual limit under the Listing Rules; (iii) none of the Grantees is a service provider with the Award Shares granted and to be granted exceeding 0.1% limit in any 12-month period; and (iv) no financial assistance has been provided by the Group to the Grantees for the purchase of Shares under the Share Award Scheme.

Number of Shares Available for Future Grant

The Grants of Award Shares shall be satisfied by the issue of new Shares or purchase of existing Shares within the mandate limit under the Share Award Scheme. The remaining number of Shares available for further grant under the Share Award Scheme upon the Grant of Awards shall be 58,667,985 shares.

As of the date of this announcement, the number of Shares for future grant to service providers under the Share Award Scheme shall be 37,667,778 shares.

The trustee shall hold 23,400,620 Award Shares on trust for the Grantees. Such Shares will then be transferred to the Grantees at no cost upon satisfaction of the above-mentioned vesting condition. Accordingly, no funds will be raised from the any possible issue of new Shares under the Share Award Scheme.

In this announcement, the following expressions shall have the following meanings unless the context requires otherwise.

"Award Shares"	the award shares granted under the Share Award Scheme, each representing a contingent right to receive one Share
"Board"	the board of Directors
"Company"	China Qidian Guofeng Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange (stock code: 1280)
"Director(s)"	the directors of the Company
"Grants"	23,400,620 Award Shares to be granted to the Grantees in accordance with the Share Award Scheme on the Grant Date
"Grant Date"	29 July 2025
"Grantees"	the Director, employees and service providers of the Group who will be granted Award Shares in accordance with the Share Award Scheme
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollar, the lawful currency of the Hong Kong Special Administrative Region of the People's Republic of China
"Listing Rules"	the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited
"Scheme Mandate Limit"	the maximum number of Shares which may be purchased, issued, allotted and allocated under the Share Award Scheme which initially shall not in aggregate exceed 10% of the Shares in issue as at the date of approval of the Share Award Scheme by the Shareholders and thereafter, if refreshed, shall not exceed 10% of the Shares in issue as at the date of approval of the refreshed limit by the Shareholders

"Share Award Scheme"	the share award scheme adopted on 16 June 2023 and 25 January 2024, and amended on 19 July 2024, respectively, by the Company
"Shareholders"	holder(s) of Shares in the Company
"Shares"	ordinary share(s) of US$0.02 each in the share capital of the Company
"US$"	U.S dollars, the lawful currency of the United States of America

By order of the Board
China Qidian Guofeng Holdings Limited
Yuan Li
Chairman of the Board

Shenzhen, the PRC, 29 July 2025

As at the date of this announcement, the executive Directors of the Company are Mr. Yuan Li, Mr. Sun Yue, Mr. Yuan Lijun and Mr. Zhuang Liangbao; the non-executive Director of the Company is Mr. Wang Xianfu; and the independent non-executive Directors of the Company are Mr. Zhang Yihua, Mr. Chen Rui and Ms. Tang Chung Kwan Brenda.