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Beisen Holding Limited

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9669)

GRANT OF RESTRICTED SHARE UNITS UNDER THE SHARE AWARD SCHEME

Pursuant to Rules 17.06A, 17.06B and 17.06C of the Listing Rules, the Board hereby announces that on 1 August 2025, the Company granted a total of 4,095,845 RSUs, representing an aggregate of 4,095,845 Shares, to 63 Grantees pursuant to the Share Award Scheme, subject to the acceptance by the Grantees. The Grant of RSUs is under a share scheme that complies with Chapter 17 of the Listing Rules.

A summary of the aforesaid grant is set out below:

Grant Date:	1 August 2025
Number of Grantees:	63 (all being employee participants)
Total number of RSUs granted:	4,095,845 RSUs
Purchase price for the RSUs:	Nil
Closing price of the Shares on the Grant Date:	HK$8.74 per Share
Vesting period of the RSUs:	The total vesting period for the RSUs granted (i.e. the period between the Grant Date and the last vesting date) ranges from 17 months to 48 months, where the RSUs may vest by several batches. The period between the Grant Date and the first vesting date of such RSUs is not less than 12 months. In any event, the Board has the discretion to accelerate the vesting schedule of the RSUs, subject to compliance of the requirements under Rule 17.03F of the Listing Rules as and when appropriate.

Performance target:	The 4,095,845 RSUs granted to 63 employee participants are subject to either (a) time-based vesting schedule with no performance targets attached; or (b) certain performance target and other requirements as set out in the grant letters entered into between the employee participants and the Company, including: *Individual level performance: personal key tasks resolving and completion* The Group will evaluate the employees' performance and their contribution to the Group. The vesting of the RSUs to the Grantees shall be determined based on the performance ranking of the employee participants in the relevant period. The performance ranking is linked to the performance of the employee participants (and in some cases, the departments of the employee participants) in the relevant period as assessed by the Group. Having considered that (i) the Grant of RSUs can bring about immediate incentivization effect to the employee participants, which is considered a more attractive motivation for their continuing contribution; and (ii) the Grant of RSUs with performance target is consistent with the Company's customary practice on previous grants of share incentives to the employees, the Remuneration Committee considers that, with performance targets in place, the Grant of RSUs to employee participants could align the interests of the Grantees with 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 Award Scheme.

Clawback mechanism:	The Grant of RSUs to the Grantees are subject to the clawback mechanism under the Share Award Scheme in the event that the Grantee fails to reach his or her performance targets; such relevant Grantee's Award Shares and/or related income shall be subject to potential cancellation, recoupment, rescission, payback or other action in accordance with the terms of the clawback policy of the Company as amended from time to time (the "**Clawback Policy**"). Any award so affected by the Clawback Policy will be treated as lapsed and will not be counted for the purpose of calculating the Scheme Limit. In addition, in the event a Grantee ceases to be an eligible person under the Share Award Scheme by reason of the termination of his/her employment, any RSU granted to him/her shall lapse automatically.
Arrangement for the Group to provide financial assistance to a Grantee to facilitate the purchase of Shares:	There are no arrangements for the Company or any of its subsidiaries to provide financial assistance to any Grantees to facilitate the purchase of RSUs under the Share Award Scheme.

To the best of the Directors' knowledge, information and belief having made all reasonable enquiries, none of the Grantees is (i) a Director, a chief executive, or a substantial shareholder of the Company, or an associate of any of them; (ii) a participant with options and awards granted and to be granted exceeding the 1% individual limit under Rule 17.03D of the Listing Rules; or (iii) a related entity participant or Service Provider with options and awards granted and to be granted in any 12-month period exceeding 0.1% of the total issued Shares (excluding treasury shares). None of the grant will be subject to approval by the Shareholders.

Number of Shares Available for Future Grant

On 19 June 2025, the Board has resolved to amend the Share Award Scheme to allow the use of treasury shares to satisfy the RSU(s) granted. Since the alternation to the Scheme Rules is not of a material nature and does not affect the provisions relating to the matters set out under Rule 17.03 of the Listing Rules to the advantage of participants, such alternation is not subject to approval of the Shareholders in general meeting.

The Grant of RSUs will be satisfied by issuance of new Shares and/or transfer of treasury shares in accordance with the Scheme Rules. After the Grant of the RSUs, an aggregate of 31,416,131 Shares will be available for further grant pursuant to the Share Award Scheme.

The current number of Shares available for future grant under the Service Providers Limit is 3,417,456 Shares.

Reasons for and Benefits of the Grant of RSUs

The purposes and the objectives of the Share Award Scheme include to: (i) align the interests of eligible persons under the Share Award Scheme 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 (ii) encourage, attract and retain eligible persons to make contributions to the long-term growth and profits of the Group.

The reasons for the Grant of RSUs are to provide incentives for the Grantees to exert maximum efforts and reward continued efforts for the success of the Group, and to provide a means by which the Grantees may be given an opportunity to benefit from increases in value of the Shares through the Grant of RSUs. The Board considered that the grants under Share Award Scheme will provide incentives to the employee participants of the Group to further contribute to the Group and to align their interests with the best interests of the Company and the Shareholders as a whole. The Grant of RSUs forms part of the remuneration to the Grantees.

DEFINITIONS

In this announcement, the following expressions have the meanings set out below unless the context otherwise requires:

"Award Share(s)"	the Shares granted to a Grantee
"associate(s)"	shall having the meaning ascribed to it under the Listing Rules
"Board"	the board of Directors
"Company"	Beisen Holding Limited, an exempted company with limited liability incorporated in the Cayman Islands, the Shares of which are listed on the Main Board of the Stock Exchange
"Director(s)"	the director(s) of the Company

"employee participant(s)"	shall having the meaning as set out in Rule 17.03A of the Listing Rules
"Grantee(s)"	the grantees who are granted with an aggregate of 4,095,845 RSUs under the Share Award Scheme
"Grant Date"	1 August 2025
"Grant of RSUs"	the grant of an aggregate of 4,095,845 RSUs to 63 Grantees in accordance with the terms of the Share Award Scheme on 1 August 2025
"Group"	the Company, its subsidiaries and the consolidated affiliated entity
"HK$"	Hong Kong Dollars, the lawful currency of Hong Kong
"Hong Kong"	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, as amended from time to time
"related entity participant(s)"	shall have the meaning as set out in Rule 17.03A of the Listing Rules
"Remuneration Committee"	the remuneration committee of the Board
"RSU(s)"	restricted share unit(s) granted under the Share Award Scheme
"Scheme Limit"	the limit on grants of share awards over new shares of the Company under the Share Award Scheme, i.e. 41,009,476 Shares

"Service Provider(s)"	any persons (natural person or corporate entity) who provide services to the Group on a continuing and recurring basis in the ordinary course of business of the Group which are in the interests of the long term growth of the Group, including independent contract, consultant and/or advisors for the R&D, product commercialization, marketing, innovation upgrading, strategic/commercial planning on corporate image and investor relations in investment environment of the Company (excluding any placing agents or financial advisers providing advisory services for fundraising, mergers or acquisition, and service providers such as auditors or valuers who provide assurance, or are required to perform their services with impartiality and objectivity)
"Service Providers Limit"	the maximum aggregate number of Shares which may be issued upon the vesting or exercise of the awards to be granted to Service Providers pursuant to the Share Award Scheme shall not exceed 0.5% of the issued Shares at the relevant time without Shareholders' approval by way of an ordinary resolution (excluding the awards lapsed in accordance with the terms of the Share Award Scheme)
"Share(s)"	ordinary share(s) of US$0.00001 each in the share capital of the Company
"Share Award Scheme"	the restricted share unit plan of the Company adopted by the Board on 31 December 2021, as amended from time to time, the terms of which comply with Chapter 17 of the Listing Rules
"Scheme Rules"	the rules of the Share Award Scheme, which have been amended by the Board on 19 June 2025 to allow the use of treasury shares to satisfy the RSU(s) granted
"Shareholder(s)"	the holder(s) of the Share(s)
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary" or "subsidiaries"	shall have the meaning ascribed to it under the Listing Rules

"substantial shareholder"	shall have the meaning ascribed to it under the Listing Rules
"treasury shares"	shall have the meaning ascribed to it under the Listing Rules
"US$"	United States dollars, the lawful currency of the United States of America
"%"	per cent

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

By order of the Board
Beisen Holding Limited
WANG Zhaohui
Chairman and Executive Director

PRC, 1 August 2025

As at the date of this announcement, the executive Directors are Mr. WANG Zhaohui, Mr. JI Weiguo and Ms. LIU Xianna, and the independent non-executive Directors are Mr. DU Kui, Mr. ZHAO Hongqiang and Mr. GE Ke.