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DINGYI GROUP INVESTMENT LIMITED

鼎億集團投資有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 508)

GRANT OF SHARE OPTIONS

This announcement is made by DINGYI GROUP INVESTMENT LIMITED (the "**Company**", together with its subsidiaries, the "**Group**") 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 "**Directors**") of the Company hereby announces that on 11 August 2025 (the "**Date of Grant**"), the Company granted options (the "**Options**") to certain eligible persons (the "**Grantees**") to subscribe for a total of 49,500,000 ordinary shares of HK$0.10 each (the "**Share(s)**") in the share capital of the Company pursuant to the share option scheme (the "**Share Option Scheme**") adopted by the Company on 3 November 2023, subject to the acceptance of the Grantees.

Details of the Options granted are set out as follows:

Date of Grant	:	11 August 2025
Number of the Options granted	:	49,500,000 Options (each Option shall entitle the Grantees to subscribe for one Share)
Exercise price of the Options granted	:	HK$0.35 per Share, which represents the highest of (i) the closing price of HK$0.35 per Share on the Date of Grant; (ii) the average closing price of HK$0.35 per Share for the five business days immediately preceding the Date of Grant; and (iii) the nominal value of HK$0.10 per Share
Closing price of the Shares on the Date of Grant	:	HK$0.35 per Share
Exercise period of the Options	:	The Options are valid for 3 years from 11 August 2026 to 10 August 2029.

Vesting period of the Options	:	11 August 2025 to 10 August 2026 (being not less than 12 months from the Date of Grant)
Performance targets	:	There is no performance target attached to the Options. The purpose of the Share Option Scheme is to, among others, allow the Company to grant Options to the eligible persons as rewards or incentives for their contributions to the Group; and motivate the Grantees to optimise their performance and efficiency for the benefit of the Group. Having considered that, (i) the grant of Share Options to the Grantees being a recognition of the Grantees' past contributions to the Group and enabling them to benefit from the business success where they made contribution to; (ii) the grant of Share Options has already taken into account the ability of the Grantees' future potential contributions to the overall management, operations, development and long-term growth of the Group; (iii) the vesting period stated above and the value of the Share Options being linked with the future price of the Shares which will ensure that the long term interests of the Grantees and the Company are aligned and the Grantees will be motivated to contribute towards the Group's development which is in line with the purpose of the Share Option Scheme, the remuneration committee of the Company is of the view that it is not necessary to set performance targets for the Grantees.
Clawback mechanism	:	The Options granted to the Grantees are not subject to any clawback mechanism but shall lapse and/or be cancelled (to an extent not already exercised) under various scenarios provided under the Share Option Scheme. The Remuneration Committee considers that a specific clawback mechanism is not necessary, having considered that the lapse and cancellation of the Options upon the Grantee(s) ceasing to be an eligible person under the Share Option Scheme is in line with the purpose of the Share Option Scheme and in the interests of the Company.
Financial assistance	:	The Group has not provided any financial assistance to the Grantees to facilitate their purchase of Shares under the Share Option Scheme.

Among the total of 49,500,000 Options granted, 21,550,000 Options were granted to the Directors as follows:

Name of Grantees	Position held in the Company		Number of Options granted
Mr. Su Xiaonong	Executive Director		4,000,000
Mr. Zeng Shan	Executive Director		7,000,000
Mr. Yue Ying	Non-executive Director		8,000,000
Mr. Chow Shiu Ki	Independent Non-executive Director		850,000
Mr. Ip Chi Wai	Independent Non-executive Director		850,000
Mr. Cheung Chi Wai	Independent Non-executive Director		850,000
		Sub-total	21,550,000
	Other Employees		27,950,000
		Total	49,500,000

The grant of the Options to the above Directors has been approved by the Independent Non-executive Directors (excluding the Independent Non-executive Director who is the Grantee of the Options) in accordance with Rule 17.04(1) of the Listing Rules.

Save as disclosed above, none of the Grantees is (i) a Director, chief executive or substantial shareholder of the Company, or any of their respective associates (as defined in the Listing Rules); (ii) a participant with share options granted and to be granted exceeding the 1% individual limit under the Listing Rules; or (iii) a related entity participant (as defined in the Listing Rules) or a service provider (as defined in the Listing Rules) with share options granted and to be granted in any 12-month period exceeding 0.1% of the Shares in issue (excluding any treasury Shares).

After the above grant of Options, assuming all Grantees have accepted such grant, the number of Shares available for future grant under the scheme mandate limit of the Share Option Scheme is 24,067,830 Shares.

By Order of the Board
DINGYI GROUP INVESTMENT LIMITED
YUE Ying
Chairman

Hong Kong, 11 August 2025

As at the date of this announcement, the Board comprises Mr. SU Xiaonong (Chief Executive Officer) and Mr. ZENG Shan as Executive Directors; Mr. YUE Ying (Chairman) and Ms. LIU Miaomiao as Non-executive Directors; and Mr. CHOW Shiu Ki, Mr. IP Chi Wai and Mr. CHEUNG Chi Wai as Independent Non-executive Directors.