*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

禹洲集團控股有限公司
YUZHOU GROUP HOLDINGS COMPANY LIMITED
*(Incorporated in the Cayman Islands with limited liability)*
**(Stock Code: 01628)**

# EFFECTIVE DATE OF SHARE CONSOLIDATION
# CHANGE IN BOARD LOT SIZE
# AND
# ADJUSTMENTS TO THE SHARE OPTIONS

Reference is made to the announcements of the Company dated 31 October 2024, 17 January 2025, 5 February 2025, 20 February 2025, 1 April 2025, 15 July 2025, 25 August 2025 and 29 August 2025 (the "**Announcement(s)**") and the circular of the Company dated 13 December 2024 (the "**Circular**"). Unless otherwise defined, capitalised terms used in this announcement have the same respective meanings defined in the Announcements and the Circular.

## EFFECTIVE DATE OF SHARE CONSOLIDATION

As all the conditions of the Share Consolidation as stated in the Circular have been fulfilled, the Board is pleased to announce that the Share Consolidation will become effective on Monday, 15 September 2025. Dealings in the Consolidated Shares will commence at 9:00 a.m. on Monday, 15 September 2025.

Please refer to the Announcement dated 25 August 2025 for the expected timetable for the Share Consolidation and the Circular for details on the trading arrangement of the Consolidated Shares and arrangement for the free exchange of share certificates in connection with the Share Consolidation. Shareholders should note that upon the Share Consolidation becoming effective, new share certificates of the Company will be issued in yellow colour.

## CHANGE IN BOARD LOT SIZE

The board lot size for trading in the Shares on the Stock Exchange will be changed from 1,000 Existing Shares to 5,000 Consolidated Shares with effect from 9:00 a.m. on Monday, 29 September 2025.

Please refer to the Announcement dated 25 August 2025 for the expected timetable for the Change in Board Lot Size.

## ARRANGEMENT ON ODD LOT TRADING

In order to facilitate the trading of odd lots of Consolidated Shares arising from the Share Consolidation and the Change in Board Lot Size, the Company has appointed Computershare Hong Kong Investor Services Limited as an agent provide matching services on a best effort basis to the holders of odd lots of Consolidated Shares during the period from 9:00 a.m. on Monday, 29 September 2025 to 4:00 p.m. on Tuesday, 21 October 2025 (both days inclusive).

Shareholders who wish to take advantage of this service either to dispose of their odd lots of the Consolidated Shares or top up their odd lots to a full board lot may contact Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong to make an appointment in advance at telephone number (852) 2862 8555 during office hours (i.e. 9:00 a.m. to 6:00 p.m.) within such period.

Holders of Consolidated Shares in odd lots should note that the matching services mentioned above are on a best effort basis only and successful matching of the sale and purchase of odd lots of Consolidated Shares is not guaranteed and will depend on there being adequate number of odd lots of Consolidated Shares available for matching. Shareholders are advised to consult their professional advisers if they are in doubt about the above arrangements.

## ADJUSTMENTS TO THE SHARE OPTIONS

As at the date of this announcement, there are 111,576,765 outstanding Share Options granted under the Share Option Schemes.

Pursuant to the terms and conditions of the Share Option Schemes and the Listing Rules, the exercise price and the number of Shares to be issued upon exercise of the outstanding Share Options will be adjusted with effect from 15 September 2025, being the effective date of the Share Consolidation.

As a result of the Share Consolidation, the Company has calculated the necessary adjustments (the "**Further Adjustments**") to the exercise price and the number of Shares to be issued upon exercise of the outstanding Share Options in accordance with (i) the terms and conditions of the Share Option Schemes; (ii) Rule 17.03(13) of the Listing Rules; and (iii) the Frequently Asked Question No. 072-2020 (the "**Stock Exchange Supplementary Guidance**").

Details of the Further Adjustments are set out below:

| | | Before the Further Adjustments | | After the Further Adjustments | |
|---|---|---|---|---|---|
| **Date of grant** | **Exercise period** | **Exercise price per Share** [Note] *(HK$)* | **Number of Shares to be issued upon exercise of the outstanding Share Options** | **Adjusted exercise price per Share** *(HK$)* | **Adjusted number of Shares to be issued upon exercise of the outstanding Share Options** |
| 27/1/2016 | 28/1/2019-27/1/2026<br>28/1/2021-27/1/2026<br>28/1/2023-27/1/2026 | 1.564 | 7,034,963 | 15.64 | 703,496 |
| 26/1/2017 | 27/1/2020-26/1/2027<br>27/1/2022-26/1/2027<br>27/1/2024-26/1/2027 | 2.261 | 10,850,832 | 22.61 | 1,085,083 |
| 21/7/2017 | 22/7/2020-21/7/2027<br>22/7/2022-21/7/2027<br>22/7/2024-21/7/2027 | 3.927 | 2,896,954 | 39.27 | 289,695 |
| 25/1/2018 | 26/1/2021-25/1/2028<br>26/1/2023-25/1/2028<br>26/1/2025-25/1/2028 | 5.074 | 15,411,796 | 50.74 | 1,541,179 |
| 24/1/2019 | 25/1/2022-24/1/2029<br>25/1/2024-24/1/2029<br>25/1/2026-24/1/2029 | 3.150 | 17,914,764 | 31.50 | 1,791,476 |
| 22/1/2020 | 23/1/2023-22/1/2030<br>23/1/2025-22/1/2030<br>23/1/2027-22/1/2030 | 3.688 | 24,239,394 | 36.88 | 2,423,939 |
| 28/1/2021 | 29/1/2024-28/1/2031<br>29/1/2026-28/1/2031<br>29/1/2028-28/1/2031 | 2.394 | 33,228,062 | 23.94 | 3,322,806 |

*Note: Please refer to the Announcement dated 15 July 2025 for details of adjustments to the Share Options in connection with the allotment of Rights Shares under the Rights Issue.*

Save for the Further Adjustments, all other terms and conditions of the outstanding Share Options granted under the Share Option Schemes remain unchanged.

The Company's independent financial adviser has confirmed in writing that the Further Adjustments made to the exercise price and the number of Shares to be issued upon the exercise of the outstanding Share Options are in compliance with (i) the terms and conditions of the Share Option Schemes; (ii) Rule 17.03(13) of the Listing Rules; and (iii) the Stock Exchange Supplementary Guidance.

By order of the Board
**Yuzhou Group Holdings Company Limited**
**Kwok Ying Lan**
*Chairman*

Hong Kong, 12 September 2025

*As at the date of this announcement, the executive directors of the Company are Ms. Kwok Ying Lan (Chairman) and Mr. Lin Conghui, the non-executive directors of the Company are Mr. Lam Lung On (J.P.) and Mr. Lam Wai Hon, and the independent non-executive directors of the Company are Mr. Lam Kwong Siu, Mr. Wee Henny Soon Chiang and Mr. Yu Shangyou.*