盛源 SHENG YUAN

盛源控股有限公司

SHENG YUAN HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 851)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

Reference is made to the annual report of Sheng Yuan Holdings Limited (the "**Company**") for the year ended 31 December 2024 published on 25 April 2025 (the "**2024 Annual Report**"). Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the 2024 Annual Report. This announcement provides supplemental information to the 2024 Annual Report and should be read in conjunction with the 2024 Annual Report.

SHARE OPTION SCHEME

In addition to the information provided in the 2024 Annual Report, the Company wishes to provide the shareholders and potential investors of the Company with the following additional information in relation to the 2014 Scheme pursuant to the Rules 17.07 and 17.09 of the Listing Rules.

(a) Number of options available for grant

As at 1 January 2024, the number of shares in respect of which options are available for grant under the 2014 Scheme were 16,120,129 (representing approximately 1.83% of the total shares in issue of the Company as at the date of the 2024 Annual Report). As the 2014 Scheme expired on 14 October 2024, therefore, as at 31 December 2024, the number of shares in respect of which options are available for grant is 0 (representing 0% of the total shares in issue of the Company as at the date of the 2024 Annual Report).

(b) participants of the scheme

Eligible participants include (i) any employee (whether full time or part time, including any executive director but excluding any non-executive director) of the Company, any subsidiary of the Company or any member of the Group holds any equity interest ("**Invested Entity**"); (ii) any non-executive directors (including independent non-executive directors) of the Company, any subsidiary of the Company or any Invested Entity; and (iii) any persons approved by the Board of directors.

(c) Total number of shares available for issue

As the 2014 Scheme expired on 14 October 2024, therefore, as at 31 December 2024, the total number of shares available for issue under the 2014 Scheme (excluding treasury shares) is 0 (representing 0% of the total shares in issue of the Company as at 31 December 2024).

(d) Maximum limit

The Board shall not make any further grant of shares under the 2014 Scheme such that the total number of shares granted under the 2014 Scheme will exceed 5% of the total number of issued shares as of the Adoption Date. No maximum entitlement of each participant is prescribed under the 2014 Scheme but the entitlement of each participant shall be in compliance with the Listing Rules.

(e) the period within which the option may be exercised by the grantee under the scheme

An option may be exercised in accordance with the terms of the 2014 Scheme at any time during a period to be determined and notified by the Directors to each grantee, which period may commence on the day on which the offer is made but shall end in any event not later than 10 years from the offer date subject to the provisions for early termination thereof. As the 2014 Scheme expired on 14 October 2024, therefore, as at 31 December 2024, no option may be exercised.

(f) The amount, if any, payable on application or acceptance of the award and the period within which payments or calls must or may be made

An Offer shall have been accepted by an eligible participant when the duplicate letter comprising acceptance of the offer duly signed by the eligible participant together with a remittance in favour of the Company of HK$1.00 by way of consideration for the grant thereof is received by the Company within such time as may be specified in the Offer (which shall not be later than 28 days from the Offer Date). Such remittance shall in no circumstances be refundable.

The above additional information does not affect other information contained in the 2024 Annual Report. Save as disclosed above, all other information in the 2024 Annual Report remains unchanged.

By Order of the Board
Sheng Yuan Holdings Limited
Zhou Quan
Chairman of the Board and Non-executive Director

Hong Kong, 24 November 2025

As at the date of this announcement, the Board consists of Ms. Li Hongli and Mr. Zhao Yun (all being executive directors), Mr. Zhou Quan and Mr. Huang Shuanggang (all being non-executive directors), Mr. Zhang Jinfan, Ms. Huang Qin and Mr. Guo Yaoli (all being independent non-executive directors).