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Tiangong International Company Limited

天工國際有限公司*

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 826)

GRANTING OF SHARE OPTIONS

This announcement is made 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 ("**Board**") of directors (the "**Directors**") of Tiangong International Company Limited (the "**Company**", together with its subsidiaries, the "**Group**") announces that the Company has granted an aggregate of 30,000,000 share options ("**Share Options**") to the Directors and employees of the Group (collectively, the "**Grantees**"), subject to acceptance by the Grantees and pursuant to the share option scheme adopted by the Company on 26 May 2017 (the "**Share Option Scheme**"). The Grantees are entitled to subscribe for ordinary shares of US$0.0025 each in the share capital of the Company ("**Shares**"), representing approximately 1.10% of the 2,725,000,000 Shares in issue on 20 January 2026 (the "**Date of Grant**"). The details of the Share Options granted are as follows:-

Each Share Option shall entitle the holder of the Share Option to subscribe for one Share upon exercise of such Share Option at an exercise price of HK$3.50 per Share, which is higher than the highest of (1) the nominal value of a Share; (2) the closing price of HK$3.43 per Share as stated in the daily quotation sheets issued by The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") on the Date of Grant; and (3) the average closing price of HK$3.366 per Share as stated in the daily quotation sheets issued by the Stock Exchange for the five business days immediately preceding the Date of Grant.

Performance targets and vesting period

The Share Options granted shall vest in the proposed Grantees in accordance with the performance targets below, each with an exercise period commencing from the 31 March 2029 ("**Vesting Date**") and ending on 31 December 2029:

Performance targets	**Percentage of Share Options**
Consolidated audited revenue of the Company for the year ending 31 December 2026 represents an increase of 25% or more as compared to that of the year ended 31 December 2025.	One-third of the total number of Share Options granted
Consolidated audited revenue of the Company for the year ending 31 December 2027 represents an increase of 25% or more as compared to that of the year ended 31 December 2026.	One-third of the total number of Share Options granted
Consolidated audited revenue of the Company for the year ending 31 December 2028 represents an increase of 25% or more as compared to that of the year ended 31 December 2027.	One-third of the total number of Share Options granted

The exercise of the Share Options is also conditional upon each Grantee remaining employed on the exercising date. Pursuant to the Listing Rules and the rules of the Share Option Scheme, the Board reserves its rights to specify appropriate performance targets and conditions that must be achieved before the exercise of the Share Options for each of the individual Grantees at its absolute discretion. The Share Options are granted are also subject to the clawback mechanism as set out in the terms of the Share Option Scheme, including that the Share Options would lapse upon cessation of employment of the Grantees.

Among the total of 30,000,000 Share Options granted, 2,040,000 Share Options were granted to certain directors of the Company as follows:

Name / Category of Grantee(s)	**Position**	**No. of Share Options granted**
Zhu Xiaokun	Chairman and Executive Director	600,000
Zhu Zefeng	Executive Director and Chief Executive Officer	600,000
Wu Suojun	Executive Director	600,000
Jiang Guangqing	Executive Director	240,000
	Sub-total:	**2,040,000**
Employee Participants	Employees of the Group	27,960,000
	Total:	**30,000,000**

In accordance with Rule 17.04(1) of the Listing Rules, the grant of the Share Options to each of the above Grantee has been approved by the Remuneration Committee of the Company, which comprised of all the independent non-executive directors (the "**INEDs**") and the chairman of the Company and chairman of the Company has abstained from voting in favour of his own grant.

Save as disclosed above, to the best knowledge of the Directors, as at the date of this announcement, (i) none of the other Grantees is a director, chief executive or substantial shareholder of the Company or any of their respective associates (as defined under the Listing Rules); (ii) None of the Grantees is a participant with options and award granted and to be granted exceeding the 1% individual limit for the purpose of Rule 17.03D of the Listing Rules; (iii) none of the Grantees is a related entity participant or service provider (as defined in the Listing Rules) with options and awards granted and to be granted in any 12-month period exceeding 0.1% of the total issued Shares; and (iv) no financial assistance has been provided by the Group to the Grantees for the purchase of the Shares under the Share Option Scheme.

Reason and benefits for the Grant

In order to enable each Grantee to establish long-term common interests with the Company and share the benefits brought by the Company's rapid growth, in addition to traditional compensation models such as salaries and bonuses, this Share Option incentive plan is specially launched to maximize benefits and maximize the enthusiasm and contribution of each Grantee.

Shares available for future grant under the Share Option Scheme

The total number of Shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other share option schemes of the Company is 30,000,000, being no more than 10% of the Shares in issue on the listing date of the Company. As at the date of this announcement (after taking into account the Share Options grant), 132,008,000 Shares were available for grant under the Share Option Scheme.

By Order of the Board
Tiangong International Company Limited
Zhu Xiaokun
Chairman

Hong Kong, 20 January 2026

As at the date of this announcement, the directors of the Company are:

Executive Directors: ZHU Xiaokun, ZHU Zefeng, WU Suojun and JIANG Guangqing
Independent non-executive Directors: LEE Cheuk Yin, Dannis, WANG Xuesong and Qin Ke

** For identification purpose only*