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JF SmartInvest Holdings Ltd
九方智投控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 9636)

GRANT OF RESTRICTED SHARE UNITS

This announcement is made by the Company pursuant to Rules 17.06A, 17.06B and 17.06C of the Listing Rules.

The Board hereby announces that on January 23, 2026, the Company granted a total of 6,583,000 RSUs to certain employees in accordance with the terms of the 2025 Share Incentive Scheme, subject to acceptance of the Grantees (as defined below).

DETAILS OF THE RSUS GRANTED UNDER THE 2025 SHARE INCENTIVE SCHEME

Date of grant:	January 23, 2026
Grantees and number of RSUs granted:	6,583,000 RSUs, representing 6,583,000 Shares, were granted to 348 employees of the Group (the "**Grantee(s)**"), including: (i) 6,481,000 RSUs, representing 6,481,000 Shares, were granted to 345 employees of the Group; (ii) 71,000 RSUs, representing 71,000 Shares, were granted to two employees of the Group who are connected persons at the subsidiary level; and (iii) 31,000 RSUs, representing 31,000 Shares, were granted to SONG Binghui (宋秉惠) (together with the two employees as mentioned in (ii), the "**Connected Grantees**"), an associate of Mr. YAN Ming, our non-executive Director.
Consideration for the grant of RSUs:	Nil
Closing price of the Shares on the date of grant:	HK$56.80 per Share

Vesting period:	902,000 RSUs shall vest in two tranches, with 80% and 20% vesting on each anniversary of the date of grant for the next two years, respectively; 60,000 RSUs shall vest in three equal tranches, with one-third vesting on each anniversary of the date of grant for the next three years; and 5,621,000 RSUs (including those granted to the Connected Grantees) shall vest in four tranches, with 20%, 25%, 25% and 30% vesting on each anniversary of the date of grant for the next four years, respectively.
Performance targets:	The vesting of the RSUs is conditional upon fulfilment of the performance targets based on, among other things, financials (including revenue and operating profits of the Group), business (non-financial, e.g., the number of registered users and active users), operations and creation of capital value for the Group's business segments (e.g. increase in revenue and net profit).

Clawback

Without prejudice to the terms of the 2025 Share Incentive Scheme, in the case that a Participant commits a misconduct or is involved in a material misstatement in the Company's financial statements, all Awards of such Participant shall automatically lapse. The Board and/or the Administrator may, at its absolute discretion, determine whether a Participant commits a misconduct or is involved in a material misstatement in the Company's financial statements. If the Board and/or the Administrator exercises its discretion under this provision, it will give the relevant Participant written notice of such determination and the Board's and/or the Administrator's interpretation of and determination pursuant to this provision shall be final, conclusive and binding.

REASONS FOR AND BENEFITS OF THE GRANT OF RSUS

The grant of RSUs is to reward the Grantees for their services and contribution to the success of the Group, and to provide incentives to them to further contribute to the Group.

The grant of RSUs to the above associate of our Director has been approved by the independent non-executive Directors pursuant to Rule 17.04(1) of the Listing Rules. Save as disclosed above, to the best knowledge of the Directors, for the RSUs granted this time pursuant to the 2025 Share Incentive Scheme, as at the date of this announcement, (i) none of the Grantees is a director, chief executive or substantial shareholder of the Company, nor an associate of any of them; (ii) none of the Grantees has been granted and will be granted RSUs which exceed the individual limit of 1% as required under the Listing Rules; (iii) none of the Grantees is a service provider or a related entity participant (as defined under the Listing Rules); and (iv) no financial assistance was provided by the Group to the Grantees for the purchase of Shares under the 2025 Share Incentive Scheme.

NUMBER OF SHARES AVAILABLE FOR FUTURE GRANT

Upon the above grant of RSUs, 21,518,420 Shares underlying the RSUs will be available for future grants under the Scheme Limit.

The Company confirms that the grant of the RSUs under the 2025 Share Incentive Scheme shall be conducted in compliance with the requirements under the Chapter 17 of the Listing Rules.

DEFINITIONS

"2025 Share Incentive Scheme"	means this 2025 share incentive scheme adopted at the extraordinary general meeting of the Company held on October 27, 2025 or any amended form
"Administrator"	means any person(s) designated by the Board to exercise its power and authority under the 2025 Share Incentive Scheme from time to time
"associate(s)"	has the meaning ascribed to it under the Listing Rules
"Award(s)"	means award(s) of RSUs and/or Options granted to a Grantee pursuant to this 2025 Share Incentive Scheme
"Board"	the board of Directors
"Company"	JF SmartInvest Holdings Ltd, an exempted company incorporated in the Cayman Islands with limited liability on May 3, 2021
"connected person(s) at the subsidiary level"	has the meaning ascribed to it under the Listing Rules
"Director(s)"	the director(s) of the Company
"Group"	the Company and its subsidiaries
"HK$"	Hong Kong dollars, the lawful currency of Hong Kong
"Hong Kong"	Hong Kong Special Administrative Region of the PRC
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited as amended, supplemented or otherwise modified from time to time
"Participant(s)"	means the participant under the 2025 Share Incentive Scheme
"PRC"	the People's Republic of China, except where the context requires otherwise, excluding Hong Kong, the Macau Special Administrative Region of the PRC and Taiwan

"RSU(s)"	means restricted share unit(s), a contingent right to receive either Share(s) or an equivalent value in cash with reference to the market value of the Share(s) on or about the date of vesting, as determined by the Board in its sole discretion
"Scheme Limit"	subject to the terms and conditions of the 2025 Share Incentive Scheme, the total number of Shares underlying the 2025 Share Incentive Scheme, which shall not in aggregate exceed 28,101,420, representing six (6)% of the issued share capital of the Company as of October 27, 2025, the date of the adoption of the 2025 Share Incentive Scheme
"Share(s)"	ordinary share(s) in the share capital of our Company with a par value of HK$0.00001 each
"Stock Exchange"	The Stock Exchange of Hong Kong Limited
"subsidiary(ies)"	has the meaning ascribed to it in the Listing Rules
"substantial shareholder(s)"	has the meaning ascribed to it in the Listing Rules
"%"	percentage

By order of the Board
JF SmartInvest Holdings Ltd
CHEN Wenbin
Chairman of the Board

Hong Kong, China, January 23, 2026

As at the date of this announcement, the executive Directors are Mr. CHEN Wenbin, Mr. CHEN Jigeng and Mr. ZHANG Peihong, the non-executive Directors are Mr. YAN Ming and Ms. CHEN NINGFENG and the independent non-executive Directors are Dr. ZHAO Guoqing, Mr. FAN Yonghong and Mr. TIAN Shu.