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TESSON HOLDINGS LIMITED

天臣控股有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 1201)

CHANGE OF EXECUTIVE DIRECTORS

RESIGNATION OF EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (the “**Director(s)**”) of Tesson Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that Mr. Wei Qingwen (“**Mr. Wei**”) has tendered his resignation as an executive Director with effect from 13 February 2026 due to his own business engagement which requires more of his attention and dedication.

Mr. Wei has confirmed that there is no disagreement between him and the Board and there are no matters relating to his resignation that needs to be brought to the attention of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the shareholders of the Company. The Board would like to express its gratitude to Mr. Wei for his contributions to the Company during his term of service.

APPOINTMENT OF EXECUTIVE DIRECTORS

The Board hereby further announces that each of Ms. Cheng Hung Mui (“**Ms. Cheng**”) and Mr. Li Yuqi (“**Mr. Li**”) has been appointed as an executive Director with effect from 13 February 2026.

Detail of the new Directors are set out below:

Ms. Cheng Hung Mui

Ms. Cheng Hung Mui, aged 55, is a Hong Kong resident and an individual investor. Ms. Cheng was previously appointed as an executive Director of the Company on 27 June 2014 and resigned on 20 October 2024. Ms. Cheng also served as a director of a subsidiary of the Company from 14 December 2016 to 10 January 2025.

Ms. Cheng has entered into a service agreement with the Company, specifying that (i) the appointment is for an initial term of three years commencing on the date of her appointment, and would continue thereafter unless and until a notice of termination is served by either party; and (ii) she will be entitled to receive a director's fee of HK\$180,000 per annum and salary of HK\$1,200,000 per annum, which is approved by the remuneration committee of the Company and the Board based on Ms. Cheng's educational background, work experience, responsibilities and prevailing market conditions.

As at the date of this announcement, Ms. Cheng indirectly holds 210,781,543 shares (or approximately 57.02% of the total issued shares) of the Company through Double Key International Limited ("**Double Key**"), which is wholly-owned by Ms. Cheng and a controlling shareholder of the Company. Ms. Cheng is also a director of Double Key.

Mr. Wei Mingren, an executive Director and the Chairman of the Board, is the nephew-in-law of Ms. Cheng.

To the best of the Director's knowledge, information and belief, having made all reasonable enquiries and save as disclosed above:

- (i) Ms. Cheng did not hold any other directorship in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; nor does she hold any other positions in the Company and other members of the Group, or have any other major appointments or professional qualifications;
- (ii) Ms. Cheng does not have any relationships with other Directors, senior management, substantial shareholders or controlling shareholders of the Company;
- (iii) there are no other matters concerning the appointment of Ms. Cheng that need to be brought to the attention of the shareholders of the Company; nor is there any information required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange (the "**Listing Rules**").

Mr. Li Yuqi

Mr. Li Yuqi, aged 45, graduated from Nankai University in 2003 with a bachelor's degree in chemistry. From August 2003 to June 2006, Mr. Li served as the head and manager of operations of Guangxi Black Five Group Co., Ltd.* (廣西黑五類食品集團有限責任公司). From June 2006 to July 2007, he served as a marketing planner of China Overseas Property (Xi'an) Co., Ltd.* (中海地產(西安)有限公司). From August 2007 to August 2011, he served as the Deputy General Manager of Guangxi Jiayuan Real Estate Co., Ltd.* (廣西佳園房地產有限公司). From August 2011 to August 2018, he served as the General Manager of Nanfang Black Sesame (Guangxi) E-Commerce Co., Ltd.* (南方黑芝麻(廣西)電子商務有限公司). From August 2018, Mr. Li serves as the Vice President of Nanfang Black Sesame Group Co., Ltd.* (南方黑芝麻集團股份有限公司) ("**Nanfang Black Sesame**"), the shares of which are listed on the Shenzhen Stock Exchange (stock code: 000716). He currently also serves as an executive director of each of Jiangxi Xiaoheixiaomi Food Co., Ltd.* (江西小黑小蜜食品有限責任公司), Jiangxi Southern Energy Storage Co., Ltd.* (江西南方儲能有限責任公司) and Nanfang Black Sesame (Rongxian) Health Granary Investment Co., Ltd.* (南方黑芝麻(容縣)健康糧倉投資有限公司), each a subsidiary of Nanfang Black Sesame.

Mr. Li was appointed as the non-independent director of Nanfang Black Sesame during the period from 9 April 2020 to 8 August 2024, and a member of its Remuneration and Assessment Committee for the period from 3 February 2021 to 8 August 2024.

Mr. Li has entered into a service agreement with the Company, specifying that (i) the appointment is for an initial term of three years commencing on the date of his appointment, and would continue thereafter unless and until a notice of termination is served by either party; and (ii) he will be entitled to receive a director's fee of HK\$180,000 per annum, which is approved by the remuneration committee of the Company and the Board based on Mr. Li's educational background, work experience, responsibilities and prevailing market conditions.

As at the date of this announcement, Mr. Li holds 12,000,000 shares of the Company, representing approximately 3.25% of the total issued shares of the Company.

Mr. Li is a cousin of Mr. Li Yuwei, one of the shareholders of the Company who holds approximately 5.27% of the total issued shares of the Company as at the date of this announcement.

To the best of the Director's knowledge, information and belief, having made all reasonable enquiries and save as disclosed above:

- (i) Mr. Li did not hold any other directorship in any public companies, the securities of which are listed on any securities market in Hong Kong or overseas in the last three years; nor does he hold any other positions in the Company and other members of the Group, or have any other major appointments or professional qualifications;
- (ii) Mr. Li does not have any relationships with other Directors, senior management, substantial shareholders or controlling shareholders of the Company;
- (iii) there are no other matters concerning the appointment of Mr. Li that need to be brought to the attention of the shareholders of the Company; nor is there any information required to be disclosed pursuant to Rule 13.51(2)(h) to (v) of the Listing Rules.

The Board would like to extend a warm welcome to Ms. Cheng and Mr. Li for joining the Board.

By order of the Board
Tesson Holdings Limited
Wei Mingren
Chairman

Hong Kong, 13 February 2026

** for identification purpose only*

As at the date of this announcement, the Board comprises Ms. Cheng Hung Mui, Mr. Wei Mingren, Mr. Chan Wei, Ms. Yu Xiaolei, Mr. Li Jingquan, Mr. Li Yang and Mr. Li Yuqi as executive Directors, and Dr. Ng Ka Wing, Mr. See Tak Wah and Mr. Wang Jinlin as independent non-executive Directors.