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Suzhou Novosense Microelectronics Co., Ltd.

蘇州納芯微電子股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 2676)

**(1) GRANT OF H SHARE AWARDS UNDER THE 2026 H SHARE
SCHEME; AND
(2) GRANT OF RESTRICTED SHARES UNDER THE 2026 A SHARE
RESTRICTED SHARE INCENTIVE SCHEME**

References are made to (i) the announcement of Suzhou Novosense Microelectronics Co., Ltd. (the “**Company**”) dated June 22, 2026 in relation to the proposed adoption of the 2026 H Share Scheme and the 2026 A Share Restricted Share Incentive Scheme; (ii) the circular of the Company dated July 3, 2026 (the “**Circular**”); and (iii) the announcement of the Company dated July 23, 2026 in relation to the poll results of the ESM. Unless otherwise defined herein, terms used in this announcement shall have the same meanings as defined in the Circular.

The 2026 H Share Scheme and the 2026 A Share Restricted Share Incentive Scheme were approved at the ESM held on July 23, 2026.

GRANT OF H SHARE AWARDS UNDER THE 2026 H SHARE SCHEME

The Board is pleased to announce that on July 23, 2026, the Company granted a total of 859,226 H Share Awards under the 2026 H Share Scheme, subject to acceptance by the Grantees. Details of which are set out as follows:

Grant Date	:	July 23, 2026
Number of Grantees	:	72 Grantees, including 63 Employee Participants (comprising four Directors and 59 employees of the Group) and nine Service Provider Participants.

Number of H Share Awards granted	:	859,226 H Share Awards
Number of underlying H Shares pursuant to the H Share Awards granted	:	859,226 H Shares
Purchase Price of each H Share Awards granted	:	HK\$72.60
Closing Price of H Shares on the Grant Date	:	HK\$145.20 per H Share
Source of H Share Award Shares	:	The H Share Award Shares shall be satisfied by (i) treasury shares; or (ii) the new H Shares to be allotted and issued by the Company to the Trustee(s) under the Trust.
Vesting Period	:	There are three types of vesting schedules: (1) 254,013 H Share Awards granted to 13 Employee Participants shall vest in three tranches: (i) 34% shall vest on the first anniversary of the Grant Date; (ii) 33% shall vest on the second anniversary of the Grant Date; and (iii) 33% shall vest on the third anniversary of the Grant Date; (2) 126,570 H Share Awards granted to nine Service Provider Participants shall vest in three tranches: (i) 34% shall vest on the first anniversary of the Grant Date; (ii) 33% shall vest on the second anniversary of the Grant Date; and (iii) 33% shall vest on the third anniversary of the Grant Date; and

- (3) 478,643 H Share Awards granted to 56 Employee Participants (comprising four Directors and 52 employees of the Group) shall fully vest on the fourth anniversary of the Grant Date.

Note: Six Employee Participants, all of whom are employees of the Group, were granted H Share Awards subject to the vesting schedules set out in (1) and (3) above.

- Performance Targets : The vesting of the H Share Awards is subject to the achievement of certain performance appraisal indicators and other requirements set out in the respective Award Letter entered into between a Grantee and the Company, including the Company's performance and the Grantee's individual performance. From time to time, the Board will conduct an assessment to compare performance against pre-established targets in order to determine whether and to what extent such targets have been achieved.
- Clawback Mechanism : Upon the occurrence of any of the following events, where (i) the Grantee ceasing to be an Eligible Participant due to termination of employment or contractual engagement (as the case may be) for cause, without notice, or for offences involving dishonesty or integrity issues; (ii) the Grantee committing material breaches of the Group's internal policies or code or agreement with any member of the Group (including non-compete obligations); (iii) the Grantee engaging in serious misconduct or breaches of the terms of the 2026 H Share Scheme; (iv) granting H Share Awards to a Grantee is no longer appropriate or in alignment with the purpose of the 2026 H Share Scheme; or (v) the Company being required to exercise clawback under Applicable Laws, rules and regulations or at the request of regulatory authorities (such as the Hong Kong Stock Exchange), then the Scheme Administrator may, at its absolute discretion, determine that all H Share Awards granted but not yet vested shall lapse immediately, and require the Grantee to transfer back to the Company or its nominee (1) the equivalent number of H Shares, (2) an amount in cash equal to the market value of such H Shares or the cash payment, or (3) a combination of (1) and (2).

Financial Assistance : The Group has not provided any financial assistance to the Grantees to facilitate the purchase of H Shares under the 2026 H Share Scheme.

Among the 859,226 H Share Awards granted, 63,635 H Share Awards were granted to the Directors, details of which are set out as follows:

Name	Position	Number of H Share Awards granted	Approximate percentage of the Company's total share capital (excluding treasury shares) as of the date of this announcement
Mr. Wang Shengyang	Executive Director, chairman of the Board and general manager	19,367	0.0119%
Mr. Sheng Yun	Executive Director, deputy general manager and head of research and development	19,367	0.0119%
Mr. Wang Yifeng	Executive Director and deputy general manager	11,067	0.0068%
Mr. Jiang Chaoshang	Executive Director, Employee Director and secretary to the Board	13,834	0.0085%

Reasons for and Benefits of the Grant

The Board (including the independent non-executive Directors) consider that the grant of H Share Awards to the Employee Participants and the Service Provider Participants is to align the interests of these Grantees with those of the Company and Shareholders by providing them with the opportunity to acquire proprietary interests in the Company and become Shareholders, to encourage them to contribute to the long-term growth, performance and profits of the Company, and to enhance the value of the Company and its Shares for the benefit of the Company and the Shareholders as a whole. In addition, the Company granted H Share Awards to the Service Provider Participants who provide technology research and development service and sales and market expansion service to the Group on a continuing or recurring basis, with the continuity and frequency of their services comparable to those of employees. These Service Provider Participants have extensive experience and industry knowledge, and the grant is intended to incentivize them to contribute their expertise in order to support the development of the Group. Accordingly, the Board (including the independent non-executive Directors) is of the view that the grant to Service Provider Participants to be in line with industry norms and appropriate for enhancing the long-term relationship with these participants by aligning their interests with those of the Company and the Shareholders and consistent with the purpose of the 2026 H Share Scheme.

Listing Rules Implications

The grant of H Share Awards to each of Mr. Wang Shengyang, Mr. Sheng Yun, Mr. Wang Yifeng and Mr. Jiang Chaoshang has been reviewed and approved by the independent non-executive Directors in accordance with Rule 17.04(1) of the Listing Rules and the terms of the 2026 H Share Scheme.

Save as disclosed above, having made all reasonable enquiries and to the best knowledge, information and belief of the Directors, as of the date of this announcement, none of the Grantees is: (i) a Director, chief executive, or substantial Shareholder of the Company, or an associate of any of them; (ii) a participant with options and awards granted and to be granted exceeding the 1% individual limit under Rule 17.03D of the Listing Rules; or (iii) a related entity participant or a Service Provider Participant with options and awards granted and to be granted in any 12-month period exceeding 0.1% of the total number of the relevant class of Shares in issue (excluding treasury shares). None of the grant of H Share Awards will be subject to approval by the Shareholders.

GRANT OF RESTRICTED SHARES UNDER THE 2026 A SHARE RESTRICTED SHARE INCENTIVE SCHEME

The Board is pleased to announce that on July 23, 2026, the Board and the Remuneration and Appraisal Committee resolved that all Granting Conditions have been satisfied and July 23, 2026 was determined as the Grant Date. Details of which are set out as follows:

Grant Date : July 23, 2026

Number of Incentive Participants : 528 Incentive Participants, including 527 PRC nationals and one foreign national who has entered into an employment contract with the Company and is working in the PRC.

The allocation of the Restricted Shares granted among the Incentive Participants is set out in the table below:

Name	Nationality	Position	Number of Restricted Shares granted	Percentage of total equity granted under the 2026 A Share Restricted Share Incentive Scheme	Percentage of the Company's total share capital (including treasury shares) as of the date of this announcement
Chen Qihui	Chinese	Key technical personnel	357	0.08%	0.0002%
Middle-level management, core personnel, and other employees (527 persons)			<u>464,596</u>	<u>99.92%</u>	<u>0.2841%</u>
Total			<u><u>464,953</u></u>	<u><u>100.00%</u></u>	<u><u>0.2844%</u></u>

Notes:

- (1) The Incentive Participants do not include Directors or senior management of the Company, Shareholders or actual controllers or their spouses, parents, or children individually or collectively holding 5% or more of the Shares.
- (2) Discrepancies, if any, between the total amount and the sum of the individual amounts listed above are due to rounding.

Number of Restricted Shares granted : 464,953 Restricted Shares

Grant Price of Restricted Shares : RMB139.87 per Share

The Grant Price of the Restricted Shares shall not be lower than the par value of the Shares, nor lower than the higher of the following prices:

- (1) 50% of the average trading price of the Company's A Shares on the trading day before the announcement date of the draft 2026 A Share Restricted Share Incentive Scheme (calculated as the total trading value/total trading volume on that day), which is RMB139.87 per Share; and
- (2) 50% of the average trading price of the Company's A Shares over the 20 trading days before the announcement date of the draft 2026 A Share Restricted Share Incentive Scheme (calculated as the total trading value/total trading volume over those 20 trading days), which is RMB125.45 per Share.

Closing price of A Shares on the Grant Date : RMB204.45 per A Share

Source of Restricted Shares : The incentive instrument to be used is second-class restricted shares. The source of the Restricted Shares shall be treasury shares and/or new A Shares to be specifically issued to the Incentive Participants.

Vesting Period : The vesting schedule and vesting arrangements for the Restricted Shares are as follows:

Vesting arrangement	Vesting time	Proportion of vested equity interests to total granted equity interests
First vesting tranche	From the first A Share trading day after 12 months following the Grant Date of the Restricted Shares to the last A Share trading day within 24 months from the Grant Date	34%
Second vesting tranche	From the first A Share trading day after 24 months following the Grant Date of the Restricted Shares to the last A Share trading day within 36 months from the Grant Date	33%
Third vesting tranche	From the first A Share trading day after 36 months following the Grant Date of the Restricted Shares to the last A Share trading day within 48 months from the Grant Date	33%

Performance Targets : The performance appraisal indicators for the 2026 A Share Restricted Share Incentive Scheme are divided into two levels, at the Company-level and at the individual-level. The Company shall determine whether the Incentive Participant has met the Vesting Conditions based on the results of the Incentive Participant's performance appraisal for the previous appraisal year. Please refer to the paragraph headed "Letter from the Board – 4. Proposed Adoption of the 2026 A Share Restricted Share Incentive Scheme – Summary of the Restricted Share Incentive Scheme – Performance Appraisal Requirements" in the Circular for details.

Clawback Mechanism : In the event that one of the circumstances set forth in (1) below occurs to the Company, the 2026 A Share Restricted Share Incentive Scheme shall be terminated, and all Restricted Shares that have been granted to the Incentive Participants but not vested shall not vest and shall be cancelled by the Company. In the event that one of the circumstances set forth in (2) below occurs to an Incentive Participant, the Restricted Shares that have been granted to such Incentive Participant shall not vest and shall be cancelled by the Company.

1. With respect to the Company:

- (i) the financial accounting report for the latest fiscal year is audited and issued with an adverse opinion or a disclaimer of opinion by a certified public accountant;
- (ii) the internal control of the financial report for the latest fiscal year is audited and issued with an adverse opinion or a disclaimer of opinion by a certified public accountant;
- (iii) failure to conduct profit distribution in accordance with the Applicable Laws and regulations, the Articles of Association and public undertakings during the last 36 months after listing;
- (iv) prohibition from implementation of an equity incentive scheme by the Applicable Laws and regulations; or
- (v) other circumstances as determined by the CSRC.

2. With respect to the Incentive Participant:

- (i) he or she has been determined by the Shanghai Stock Exchange as an unsuitable candidate in the last 12 months;
- (ii) he or she has been identified by the CSRC and its dispatched offices as an unsuitable candidate in the last 12 months;
- (iii) he or she has been subjected to administrative penalties or market entry bans by the CSRC or its dispatched offices due to material illegal or non-compliant acts in the last 12 months;
- (iv) he or she has circumstances as stipulated in the PRC Company Law that prohibit a person from serving as a Director or senior management of the Company;
- (v) he or she has been prohibited by the Applicable Laws and regulations from participating in equity incentives of listed companies; or
- (vi) other circumstances as determined by the CSRC.

Financial Assistance : The Group has not provided any financial assistance to the Grantees to facilitate the purchase of A Shares under the 2026 A Share Restricted Share Incentive Scheme.

Listing Rules Implications

Having made all reasonable enquiries and to the best knowledge, information and belief of the Directors, as of the date of this announcement, none of the Incentive Participants is: (i) a Director, chief executive, or substantial Shareholder of the Company, or an associate of any of them; (ii) a participant with options and awards granted and to be granted exceeding the 1% individual limit under Rule 17.03D of the Listing Rules; or (iii) a related entity participant or a Service Provider Participant with options and awards granted and to be granted in any 12-month period exceeding 0.1% of the total number of the relevant class of Shares in issue (excluding treasury shares). None of the grant of the Restricted Shares will be subject to approval by the Shareholders.

NUMBER OF SHARES AVAILABLE FOR FUTURE GRANTS

As of the date of this announcement, immediately after the aforementioned grant of H Share Awards under the 2026 H Share Scheme and grant of Restricted Shares under the 2026 A Share Restricted Share Incentive Scheme, 14,888,959 Shares are available for future grant under the Scheme Mandate and 3,116,057 Shares are available for future grant under the Service Provider Sublimit.

By order of the Board
Suzhou Novosense Microelectronics Co., Ltd.
Mr. Wang Shengyang
Chairman of the Board and Executive Director

Hong Kong, July 23, 2026

As of the date of this announcement, the Directors are: (i) Mr. Wang Shengyang, Mr. Sheng Yun, Mr. Wang Yifeng and Mr. Jiang Chaoshang as executive Directors; (ii) Mr. Wu Jie as non-executive Director; and (iii) Dr. Hong Zhiliang, Dr. Chen Xichan, Mr. Wang Ruwei and Ms. Du Linlin as independent non-executive Directors.