

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.

TIAN CHENG HOLDINGS LIMITED

天成控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2110)

**(1) PROPOSED CAPITAL REORGANISATION INVOLVING
(A) SHARE CONSOLIDATION; (B) CAPITAL REDUCTION; AND
(C) SUB-DIVISION OF AUTHORISED AND UNISSUED
CONSOLIDATED SHARES;
AND
(2) PROPOSED CHANGE IN BOARD LOT SIZE**

**PROPOSED CAPITAL REORGANISATION INVOLVING (A) SHARE
CONSOLIDATION; (B) CAPITAL REDUCTION; AND (C) SUB-DIVISION OF
AUTHORISED AND UNISSUED CONSOLIDATED SHARES**

The Board proposes that the Share Consolidation be implemented on the basis that every ten (10) issued and every ten (10) unissued Existing Shares with a par value of HK\$0.1 each be consolidated into one (1) Consolidated Share with a par value of HK\$1.0.

The Board further proposes that immediately after the Share Consolidation becomes effective, the Capital Reduction and the Share Sub-division be implemented in the following manner:

- (i) the issued share capital of the Company be reduced by cancelling the paid-up capital to the extent of HK\$0.9 on each of the then issued Consolidated Shares such that the par value of each issued Consolidated Share is reduced from HK\$1.0 to HK\$0.1; and
- (ii) immediately following the Capital Reduction, each of the authorised but unissued Consolidated Shares with a par value of HK\$1.0 each be sub-divided into ten (10) New Shares with a par value of HK\$0.1 each.

PROPOSED CHANGE OF BOARD LOT SIZE

As at the date of this announcement, the Existing Shares are traded on the Stock Exchange in the board lot size of 10,000 Existing Shares. The Board proposes to change the board lot size for trading on the Stock Exchange from 10,000 Existing Shares to 2,000 New Shares per board lot, conditional upon the Capital Reorganisation becoming effective.

GENERAL

The EGM will be convened and held for the Shareholders to consider and, if thought fit, approve the special resolution in respect of the Capital Reorganisation. The Circular containing, among other things, information regarding the Capital Reorganisation and a notice of EGM will be sent to the Shareholders on or before Thursday, 6 August 2026.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholders have a material interest in the Capital Reorganisation and no Shareholders are required to abstain from voting at the EGM.

As the Capital Reorganisation is subject to the satisfaction of conditions, it may or may not become effective. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

I. THE CAPITAL REORGANISATION

A. The Share Consolidation

As at the date of this announcement, the authorised share capital of the Company is HK\$150,000,000 divided into 1,500,000,000 Existing Shares with a par value of HK\$0.1 each, of which 432,000,000 Existing Shares have been issued and are fully paid or credited as fully paid. The Board proposes to implement the Share Consolidation on the basis that every ten (10) issued and every ten (10) unissued Existing Shares with a par value of HK\$0.1 each be consolidated into one (1) Consolidated Share with a par value of HK\$1.0.

Effect of the Share Consolidation

Immediately after the Share Consolidation becomes effective but before the Capital Reduction and the Share Sub-division become effective, and assuming there will be no change in the number of Existing Shares in issue between the date of this announcement and the effective date of the Share Consolidation, the authorised share capital of the Company will become HK\$150,000,000 divided into 150,000,000 Consolidated Shares with a par value of HK\$1.0 each, of which 43,200,000 Consolidated Shares will be in issue and fully paid or credited as fully paid.

Upon the Share Consolidation becoming effective, the Consolidated Shares shall rank *pari passu* in all respects with each other and the Share Consolidation will not result in any change in the relative rights of the Shareholders.

Other than the expenses to be incurred in relation to the Share Consolidation, the implementation thereof will not alter the underlying assets, business operations, management or financial position of the Company or the proportionate interests or rights of the Shareholders, save that any fractional Consolidated Shares will not be allocated to the Shareholders who may otherwise be entitled thereto.

Adjustments in relation to other securities of the Company

According to the rules of the 2020 Share Option Scheme and 2024 Share Option Scheme, in the event of any alteration in the capital structure of the Company whilst any Share Option remains exercisable, whether by way of capitalisation of profits or reserves, rights issue, consolidation, subdivision or reduction of the share capital of the Company (other than an issue of Shares as consideration in respect of a transaction to which any member of the Group is a party), such corresponding adjustments (if any) shall be made in the number of Shares subject to the option so far as unexercised; and/or the subscription prices, as the auditors of or independent financial adviser to the Company shall certify or confirm in writing (as the case may be) to the Board to be in their opinion fair and reasonable in compliance with the relevant provisions of the Listing Rules, or any guideline or supplemental guideline issued by the Stock Exchange from time to time (no such certification is required in case of adjustment made on a capitalisation issue), provided that any alteration shall give a grantee the same proportion of the issued share capital of the Company as that to which he was previously entitled, but no adjustment shall be made to the extent that the effect thereof would be to enable a Share to be issued at less than its nominal value.

As at the date of this announcement, there are a total of 22,240,000 outstanding Share Options granted under the 2020 Share Option Scheme entitling the holders thereof to subscribe for up to an aggregate of 22,240,000 Existing Shares, and no Share Options had been granted under the 2024 Share Option Scheme. The 22,240,000 outstanding Share Options were granted on 16 September 2024 and are exercisable until 12 November 2030. The Company will make further announcement(s) on the adjustment(s) to the Share Options as and when appropriate pursuant to the Listing Rules.

Save as disclosed above, as at the date of this announcement, the Company has no outstanding options, derivatives, warrants or other securities in issue which are convertible into, or give rights to subscribe for, convert or exchange into, any Existing Shares or Consolidated Shares, as the case may be.

B. The Capital Reduction and the Share Sub-division

The Board further proposes that immediately after the Share Consolidation becomes effective, the Capital Reduction and the Share Sub-division be implemented in the following manner:

- (i) the issued share capital of the Company be reduced by cancelling the paid-up capital to the extent of HK\$0.9 on each of the then issued Consolidated Shares such that the par value of each issued Consolidated Share is reduced from HK\$1.0 to HK\$0.1; and
- (ii) immediately following the Capital Reduction, each of the authorised but unissued Consolidated Shares with a par value of HK\$1.0 each be sub-divided into ten (10) New Shares with a par value of HK\$0.1 each.

The New Shares arising from the Capital Reduction and the Share Sub-division shall rank *pari passu* in all respects with each other in accordance with the Articles of Association and shall have the rights and privileges, and be subject to the restrictions, provided for in the Articles of Association.

Effects of the Capital Reduction and the Share Sub-division

Immediately upon the Capital Reorganisation becoming effective, and assuming no further Shares or (as the case may be) Consolidated Shares will be issued or repurchased from the date of this announcement up to and including the date on which the Capital Reduction and the Share Sub-division become effective, the authorised share capital of the Company shall be HK\$150,000,000 divided into 1,500,000,000 New Shares with a par value of HK\$0.1 each, of which 43,200,000 New Shares will be in issue and fully paid or credited as fully paid.

Based on the 432,000,000 Existing Shares in issue as at the date of this announcement or (as the case may be) 43,200,000 Consolidated Shares in issue as at the date on which the Share Consolidation becomes effective, and assuming no further Shares or (as the case may be) Consolidated Shares will be issued or repurchased prior to the date on which the Capital Reduction and the Share Sub-division become effective, a credit amounting to HK\$38,880,000 will arise as a result of the Capital Reduction. It is proposed that the credit arising from the Capital Reduction will be credited to the distributable reserve account of the Company, which will be utilised by the Company in such manner as the Board may deem fit and permitted under all applicable laws and the Articles of Association.

Assuming that there is no change in the number of issued Shares from the date of this announcement up to and including the date on which the Capital Reorganisation becomes effective, the share capital structure of the Company will be as follows:

	As at the date of this announcement	Immediately upon the Share Consolidation becoming effective but prior to the Capital Reduction and the Share Sub-division becoming effective	Immediately upon the Capital Reorganisation (the Share Consolidation, Capital Reduction and Share Sub-division) becoming effective
Par Value	HK\$0.1 per Existing Share	HK\$1.0 per Consolidated Share	HK\$0.1 per New Share
Number of authorised Shares	1,500,000,000 Existing Shares	150,000,000 Consolidated Shares	1,500,000,000 New Shares
Total authorised share capital	HK\$150,000,000	HK\$150,000,000	HK\$150,000,000
Number of issued Shares	432,000,000 Existing Shares	43,200,000 Consolidated Shares	43,200,000 New Shares
Total issued share capital	HK\$43,200,000	HK\$43,200,000	HK\$4,320,000

All New Shares in issue immediately following the Capital Reorganisation becoming effective will rank *pari passu* in all respects with each other and the Capital Reorganisation will not result in any change in the relative rights of the Shareholders.

Other than the expenses to be incurred in relation to the Capital Reduction and Share Sub-division, the implementation thereof will not alter the underlying assets, business operations, management or financial position of the Company or the proportionate interests or rights of the Shareholders. The Directors are of the view that the Capital Reduction and the Share Sub-division will not have any material adverse effect on the financial position of the Group and are in the interests of the Company and the Shareholders as a whole.

C. Conditions of the Capital Reorganisation

The Capital Reorganisation is conditional upon the following conditions:

- (i) the passing of a special resolution by the Shareholders at the EGM to approve the Capital Reorganisation;
- (ii) the Listing Committee of the Stock Exchange granting the listing of, and permission to deal in, the New Shares upon the Capital Reorganisation becoming effective; and
- (iii) the Company's compliance with all relevant procedures and requirements under the applicable laws of the Cayman Islands and the Listing Rules to effect the Capital Reorganisation.

The Capital Reorganisation will become effective when the conditions mentioned above are fulfilled. None of the above conditions can be waived. After the EGM, assuming that the special resolution referred to above is passed, the Company will file the requisite documents with the Cayman Registrar.

As at the date of this announcement, none of the above conditions have been fulfilled.

D. Proposed Change in Board Lot Size

As at the date of this announcement, the Existing Shares are traded on the Stock Exchange in the board lot size of 10,000 Existing Shares. The Board proposes to change the board lot size for trading on the Stock Exchange from 10,000 Existing Shares to 2,000 New Shares per board lot, conditional upon the Capital Reorganisation becoming effective.

Based on the closing price of HK\$0.090 per Existing Share (equivalent to the theoretical closing price of HK\$0.90 per New Share) as at the date of this announcement, (i) the value of each existing board lot of Existing Shares is HK\$900; (ii) the value of each board lot of 10,000 New Shares would be HK\$9,000 on the assumption that the Capital Reorganisation becomes effective; and (iii) the value of each board lot of 2,000 New Shares would be HK\$1,800 on the assumption that the Change in Board Lot Size has also become effective.

The Change in Board Lot Size will not result in any change in relative rights of the Shareholders.

E. Reasons for the Capital Reorganisation and Change in Board Lot Size

The Share Consolidation and Change in Board Lot Size

Pursuant to Rule 13.64 of the Listing Rules, where the market price of the securities of an issuer approaches the extremities of HK\$0.01 or HK\$9,995.00, the Stock Exchange reserves the right to require the issuer either to change the trading method or proceed with a consolidation or splitting of securities. Further, the “Guide on Trading Arrangements for Selected Types of Corporate Actions” issued by the Hong Kong Exchanges and Clearing Limited on 28 November 2008 and updated in June 2026 has further stated that the expected board lot value should be greater than HK\$1,000, taking into account the minimum transaction costs for a securities trade.

Based on the closing price of HK\$0.090 per Existing Share as at the date of this announcement and the current board lot size of 10,000 Existing Shares, the value per current board lot of 10,000 Existing Shares is HK\$900, which is less than HK\$1,000. Based on the closing price of HK\$0.090 per Existing Share as at the date of this announcement, (i) the value of each board lot of 10,000 New Shares would be HK\$9,000 on the assumption that the Capital Reorganisation becomes effective; and (ii) the value of each board lot of 2,000 New Shares would be HK\$1,800 on the assumption that the Change in Board Lot Size has also become effective.

The Board considers that the Share Consolidation would bring about a corresponding upward adjustment in the trading price per Consolidated Share on the Stock Exchange. Further, the Share Consolidation would reduce the overall transaction and handling costs of dealings in the Shares as a proportion of the market value of each board lot, since most of the banks/securities houses will charge minimum transaction costs for each securities trade. In view of the above reasons, the Board considers that the Share Consolidation is justifiable notwithstanding the potential costs and impact arising from the creation of odd lots to Shareholders. The Change in Board Lot Size would help to maintain the value of each board lot at a reasonable level upon the Share Consolidation becoming effective in order to attract more investors and to broaden the shareholder base of the Company. Accordingly, the Board is of the view that the Share Consolidation and the Change in Board Lot Size will be beneficial to, and in the interests of, the Company and the Shareholders as a whole.

As at the date of this announcement, the Company intends to carry out future fund raising action, which has not been finalised and is still under negotiation, including issue of new shares. As at the date of this announcement, save for the aforementioned, the Company has no other plan to carry out any future corporate actions in the next twelve months which may have an effect of undermining or negating the intended purpose of the Share Consolidation and change in board lot size. Nevertheless, the Board cannot rule out the possibility that the Company will conduct debt and/or equity fund raising exercises when suitable fund-raising opportunities arise in order to support future development of the Group. The Company will make further announcement in this regard in accordance with the Listing Rules if and when appropriate.

The Board believes that the Share Consolidation will not have any material adverse effect on the financial position of the Group or result in a change in the relative rights of the Shareholders.

The Capital Reduction and Share Sub-division

Pursuant to the Articles of Association, the Company may not issue shares at a discount to the nominal value of such shares. Immediately after completion of the Share Consolidation but before implementation of the Capital Reduction and the Share Sub-division, the nominal value of the Consolidated Shares will be HK\$1.0 per Consolidated Share. The Capital Reduction and the Share Sub-division will bring the nominal value of the New Shares to a lower amount of HK\$0.1 per New Share, which will allow for greater flexibility in the pricing for any issue of new Shares in the future.

The Board considers that the Capital Reduction and the Share Sub-division will be beneficial to, and in the interests of, the Company and the Shareholders as a whole.

F. Other Arrangements

Application for listing of the New Shares

An application will be made by the Company to the Listing Committee of the Stock Exchange for the listing of, and the permission to deal in, the New Shares upon the Capital Reorganisation becoming effective.

Subject to the granting of listing of, and permission to deal in, the New Shares on the Stock Exchange upon the Capital Reorganisation becoming effective, as well as compliance with the stock admission requirements of the HKSCC, the New Shares will be accepted as eligible securities by HKSCC for deposit, clearance and settlement in CCASS with effect from the commencement date of dealings in the New Shares on the Stock Exchange or such other date as determined by

HKSCC. Settlement of transactions between participants of the Stock Exchange on any trading day is required to take place in CCASS on the second settlement day thereafter. All activities under CCASS are subject to the General Rules of HKSCC and HKSCC Operational Procedures in effect from time to time. All necessary arrangements will be made for the New Shares to be admitted into CCASS established and operated by HKSCC.

None of the securities (being equity or debt) are listed or dealt in any other stock exchange other than the Stock Exchange, and at the time the Capital Reorganisation becomes effective, the New Shares in issue will not be listed or dealt in on any stock exchange other than the Stock Exchange, and no such listing or permission to deal is being or is proposed to be sought.

Fractional entitlement to the New Shares

Fractional New Shares arising from the Capital Reorganisation, if any, will be disregarded and will not be allocated to the Shareholders, but will be aggregated and, if possible, sold for the benefit of the Company. Fractional New Shares will only arise in respect of the entire shareholding of a holder of the Existing Shares regardless of the number of share certificates held by such holder.

Shareholders who are concerned about losing out on any fractional entitlement are recommended to consult their licensed securities dealer, bank manager, solicitor, professional accountant or other professional advisers about the possibility of buying or selling the Shares in a number sufficient to make up an entitlement to receive a whole number of New Shares.

Arrangement on odd lot trading

In order to facilitate the trading of odd lots (if any) of the New Shares arising from the Capital Reorganisation, the Company will appoint a securities firm as an agent to provide matching services, on a best effort basis, to those Shareholders who wish to acquire odd lots of the New Shares to make up a full board lot, or to dispose of their holding of odd lots of the New Shares.

Holders of odd lots of the New Shares should note that the matching of the sale and purchase of odd lots of the New Shares is not guaranteed. Shareholders who are in any doubt about the odd lots matching arrangement are recommended to consult their own professional advisers.

Details of the odd lot arrangement will be set out in the Circular to be despatched to the Shareholders.

Free exchange of share certificates for the New Shares

Subject to the Capital Reorganisation becoming effective, Shareholders may submit their existing share certificates in green colour for the Existing Shares from Thursday, 3 September 2026 to 4:30 pm on Monday, 12 October 2026 (both days inclusive) to the Company's branch Share Registrar and transfer office in Hong Kong, Tricor Investor Services Limited at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong during business hours in exchange for new share certificates in yellow colour for the New Shares at the expense of the Company. It is expected that the new share certificates for the New Shares will be available for collection within ten (10) Business Days after submission of the existing share certificates to the Registrar for exchange.

Shareholders should note that after the prescribed time for free exchange of new share certificates for the New Shares, a fee of HK\$2.50 (or such other amount as may be specified by the Stock Exchange from time to time) will be payable by Shareholders for each share certificate for the Existing Shares submitted for cancellation or each new share certificate issued for the New Shares, whichever is the higher of the number of certificates cancelled or issued.

The existing share certificates will only be valid for delivery, trading, settlement and registration purposes for the period up to 4:10 p.m. on Thursday, 8 October 2026, and thereafter will not be accepted for delivery, trading, settlement and registration purposes and trading will only be in New Shares. However, the existing share certificates will continue to be good evidence of title to the New Shares on the basis of every ten (10) Existing Shares for one (1) New Share. The new share certificates for the New Shares will be issued in yellow colour in order to distinguish them from the share certificates for the Existing Shares which are in green colour.

II. EXPECTED TIMETABLE

The expected timetable for the Capital Reorganisation is set out below. It is subject to the results of the EGM and satisfaction of the conditions to the Capital Reorganisation and is therefore for indicative purpose only. Any change to it will be announced in a separate announcement by the Company as and when appropriate. All times and dates in this announcement refer to Hong Kong local times and dates.

Time and date

Expected date of dispatch of Circular, the notice
of EGM and the form of proxy of the EGM. By Thursday, 6 August 2026

Latest date and time for lodging transfer documents
in order to qualify for attending and voting at EGM 4:30 p.m. on Friday,
14 August 2026

Closure of register of members for determining the
identity of the Shareholders entitled to attend and
vote at the EGM (both dates inclusive) Monday, 17 August 2026 to
Friday, 21 August 2026

Latest date and time for lodging the proxy form
for the EGM 11:00 a.m. on Wednesday,
19 August 2026

Record date for EGM Friday, 21 August 2026

Expected date and time of the EGM 11:00 a.m. on Friday,
21 August 2026

Publication of announcement of poll results of
the EGM Friday, 21 August 2026

**The following events are conditional upon the fulfilment of the conditions for the
implementation of the Capital Reorganisation, and are therefore indicative only.**

Effective date of the Share Consolidation, Capital
Reduction and Share Sub-division. Thursday, 3 September 2026

First day for free exchange of existing share
certificates for new share certificates of the
New Shares. Thursday, 3 September 2026

Dealings in the New Shares commence. 9:00 a.m. on Thursday,
3 September 2026

Original counter for trading in Existing Shares in
board lots of 10,000 Existing Shares (in the form
of existing share certificates) temporarily closes. 9:00 a.m. on Thursday,
3 September 2026

Time and date

Temporary counter for trading in New Shares in board lots of 1,000 New Shares (in the form of existing share certificates) opens	9:00 a.m. on Thursday, 3 September 2026
Effective date of Change in Board Lot Size	9.00 a.m. on Thursday, 17 September 2026
Original counter for trading in New Shares in board lots of 2,000 New Shares (in the form of new share certificates for New Shares) re-opens	9:00 a.m. on Thursday, 17 September 2026
Parallel trading in the New Shares (in the form of new share certificates for the New Shares and existing share certificates) commences	9:00 a.m. on Thursday, 17 September 2026
Designated broker starts to stand in the market to provide matching services for the sale and purchase of odd lots of the New Shares.	9:00 a.m. on Thursday, 17 September 2026
Designated broker ceases to stand in the market to provide matching services for sale and purchase of odd lots of the New Shares	4:00 p.m. on Thursday, 8 October 2026
Temporary counter for trading in New Shares in board lots of 1,000 New Shares (in the form of existing share certificates) closes	4:10 p.m. on Thursday, 8 October 2026
Parallel trading in New Shares (in the form of new share certificates for the New Shares and existing share certificates) ends	4:10 p.m. on Thursday, 8 October 2026
Last date and time for free exchange of existing share certificates for the new share certificates of the New Shares.	4:30 p.m. on Monday, 12 October 2026

III. GENERAL

The EGM will be convened and held for the Shareholders to consider and, if thought fit, approve the special resolution in respect of the Capital Reorganisation. The Circular containing, among other things, information regarding the Capital Reorganisation and a notice of EGM will be sent to the Shareholders on or before Thursday, 6 August 2026.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, no Shareholders have a material interest in the Capital Reorganisation and no Shareholders are required to abstain from voting at the EGM.

As the Capital Reorganisation is subject to the satisfaction of conditions, it may or may not become effective. Shareholders and potential investors of the Company are advised to exercise caution when dealing in the securities of the Company.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following expressions have the following meanings:

“Articles of Association”	the current articles of association of the Company
“Board”	the board of Directors
“Business Day(s)”	a day (other than a Saturday, Sunday, public holiday and any day on which a tropical cyclone warning signal no. 8 or above is hoisted or a “black” rainstorm warning signal is in force or remains in force in Hong Kong at any time between 9:00 a.m. and 5:00 p.m.) on which licensed banks in Hong Kong are generally open for business throughout their normal business hours
“Capital Reduction”	the proposed reduction of the issued share capital of the Company whereby the par value of each of the issued Consolidated Shares will be reduced from HK\$1.0 to HK\$0.1 by cancelling the paid-up capital to the extent of HK\$0.9 on each issued Consolidated Share
“Capital Reorganisation”	collectively, the Share Consolidation, the Capital Reduction and the Share Sub-division
“Cayman Registrar”	the Registrar of Companies of the Cayman Islands

“CCASS”	Central Clearing and Settlement System, a securities settlement system used within the Hong Kong Exchanges and Clearing Limited market system
“Change in Board Lot Size”	the proposed change in board lot size of the Shares for trading on the Stock Exchange from 10,000 Existing Shares to 2,000 New Shares
“Circular”	the circular to be sent to the Shareholders containing, among other things, details of the Capital Reorganisation and the notice of EGM
“Companies Act”	the Companies Act (as revised) of the Cayman Islands as amended, supplemented or otherwise modified from time to time
“Company”	Tian Cheng Holdings Limited, an exempted company incorporated in the Cayman Islands with limited liability, the issued Shares in which are listed on the Main Board of the Stock Exchange
“Consolidated Share(s)”	the ordinary share(s) with a par value of HK\$1.0 each in the share capital of the Company upon the Share Consolidation becoming effective but prior to the Capital Reduction and the Share Sub-division becoming effective
“Director(s)”	the director(s) of the Company
“EGM”	the extraordinary general meeting of the Company to be convened and held for the Shareholders to consider and, if thought fit, approve the Capital Reorganisation
“Existing Shares”	issued and unissued ordinary share(s) with a par value of HK\$0.1 each in the share capital of the Company prior to the Share Consolidation becoming effective
“Group”	the Company and its subsidiaries
“HKSCC”	Hong Kong Securities Clearing Company Limited
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong

“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“New Shares”	the issued and unissued ordinary shares with a par value of HK\$0.1 each in the share capital of the Company upon the Capital Reorganisation becoming effective
“Registrar” or “Share Registrar”	the branch share registrar and transfer office of the Company in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong
“Share(s)”	Existing Share(s), Consolidated Share(s) and/or New Share(s) (as applicable)
“Share Consolidation”	the proposed consolidation of every ten (10) issued and every ten (10) unissued Existing Shares with a par value of HK\$0.1 each in the share capital of the Company into one (1) Consolidated Share with a par value of HK\$1.0 in the share capital of the Company
“Share Option(s)”	the option(s) to subscribe for new shares in the share capital of the Company granted under the 2020 Share Option Scheme
“Share Sub-division”	the proposed sub-division of each of the authorised but unissued Consolidated Shares with a par value of HK\$1.0 each in the share capital of the Company into ten (10) New Shares with a par value of HK\$0.1 each in the share capital of the Company
“Shareholder(s)”	registered holder(s) of issued Shares
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“2020 Share Option Scheme”	the Share Option Scheme adopted by the Company on 13 November 2020

“2024 Share Option Scheme”

the Share Option Scheme adopted by the Company on
27 November 2024

By Order of the Board
Tian Cheng Holdings Limited
Zheng Yanling
Chairman and Executive Director

Hong Kong, 27 July 2026

As at the date of this announcement, the executive Directors of the Company are Ms. Zheng Yanling, Mr. Luo Hao, Mr. Ouyang Jianwen, Ms. Jiang Chunxia, Mr. Zheng Qinggui and Mr. Nie Zheng; and the independent non-executive Directors are Mr. Wan San Fai Vincent, Mr. Wen Xiaoxiao and Mr. Yin Jun.