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TIAN CHENG HOLDINGS LIMITED

天成控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 2110)

CAPITAL REORGANISATION BECOMING EFFECTIVE; CHANGE IN BOARD LOT SIZE; AND ADJUSTMENTS TO THE OUTSTANDING SHARE OPTIONS

Reference is made to the circular (the “**Circular**”) of Tian Cheng Holdings Limited (the “**Company**”) dated 6 August 2026 in relation to, among others, the proposed Capital Reorganisation, change in board lot size and the notice of extraordinary general meeting. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

CAPITAL REORGANISATION BECOMING EFFECTIVE

The Board is pleased to announce that all the conditions precedent to the Capital Reorganisation as stated in the Circular, have been fulfilled and the Capital Reorganisation will become effective on Thursday, 3 September 2026. Dealings in the New Shares will commence at 9:00 a.m. on Thursday, 3 September 2026.

Please refer to the Circular and the expected timetable therein for further details including the trading arrangement, the arrangement for free exchange of share certificates and matching services for odd lots in connection with the Capital Reorganisation. The Shareholders should note that, upon the Capital Reorganisation becoming effective, 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.

CHANGE IN BOARD LOT SIZE

As a result of the Capital Reorganisation becoming effective, the Change in Board Lot Size will come into effect on Thursday, 17 September 2026. The board lot size of the Shares for trading on the Stock Exchange will be changed from 10,000 Existing Shares to 2,000 New Shares. The original counter for trading in the New Shares in the new board lot size of 2,000 New Shares will be re-open at 9:00 a.m. on Thursday, 17 September 2026. For details of the trading arrangement, please refer to the Circular and the expected timetable therein.

ADJUSTMENTS TO THE OUTSTANDING SHARE OPTIONS

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.

As a result of the Capital Reorganisation becoming effective, the exercise prices of the outstanding Share Options and the number of New Shares to be issued upon exercise of the outstanding Share Options will be adjusted in accordance with the terms of the 2020 Share Option Scheme in the following manner:

Date of grant	Before adjustment		After adjustment	
	Exercise price (per Existing Share)	Number of Existing Shares to be issued upon exercise of all Share Options	Adjusted exercise price (per New Share)	Adjusted number of New Shares to be issued upon exercise of all Share Options
16 September 2024	HK\$0.107	22,240,000	HK\$1.07	2,224,000

The aforesaid adjustments in relation to the outstanding Share Options have come into effect following the Capital Reorganisation becoming effective. Save for the above adjustments, all other terms and conditions of the outstanding Share Options remain unchanged.

Draco Capital Limited, the independent financial advisor, appointed by the Company has confirmed to the Directors in writing that the adjustments made to the exercise prices of the outstanding Share Options and the number of New Shares to be issued upon exercise of the outstanding Share Options are in accordance with (i) the terms of the 2020 Share Option Scheme; (ii) Rule 17.03(13) of the Listing Rules and the Supplementary Guidance on the Rule 17.03(13) of the Listing Rules; and (iii) the Note Immediately after the Rule attached to the Frequently Asked Question No. 072-2020 issued by the Stock Exchange on 6 November 2020 (the “**Supplementary Guidance**”) in relation to the adjustments of share options.

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

Hong Kong, 2 September 2026

As at the date of this announcement, the executive Directors of the Company are Ms. Zheng Yanling (Chairman), 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.