*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.*

# REGAL PARTNERS HOLDINGS LIMITED
# 皇庭智家控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*
**(Stock Code: 1575)**

## CONDITIONAL GRANT OF SHARE OPTIONS

The Board announces that on the Date of Grant (i.e. 17 November 2026), the Company has conditionally granted to the Conditional Grantees (being a Director and employees of the Group) the Conditional Options to subscribe for an aggregate of 125,450,000 Shares under the New Share Option Scheme, subject to acceptance by the Conditional Grantees.

The Conditional Grant is conditional upon the Shareholders' approval of the proposed adoption of the New Share Option Scheme at the EGM.

Details of the Conditional Options granted under the Conditional Grant are as follows:

| | | |
|---|---|---|
| Date of Grant | : | 17 November 2026 |
| Number of Shares in respect of which the Conditional Options were granted | : | 125,450,000 Shares, each Conditional Option shall entitle the holder of the Conditional Option to subscribe for one (1) Share |
| Exercise price of the Conditional Options granted | : | HK$0.0502 per Share, being not lower than the highest of (i) the closing price of HK$0.0450 per Share as stated in the daily quotations sheet of the Stock Exchange on the Date of Grant; (ii) the average closing price of HK$0.0502 per Share as stated in the daily quotations sheets of the Stock Exchange for the five (5) Business Days immediately preceding the Date of Grant; and (iii) the nominal value of a Share, which is US$0.001 (equivalent to approximately HK$0.0078) |

| | | |
|---|---|---|
| Closing price of the Shares on the Date of Grant | : | HK$ 0.0450 per Share |
| Vesting period of the Conditional Options | : | The Conditional Options shall be vested to the Conditional Grantees in two (2) tranches whereby:<br><br>(i) 50% of the Conditional Options shall be vested on the day falling 12 months after the Date of Grant; and<br><br>(ii) 50% of the Conditional Options shall be vested on the day falling 24 months after the Date of Grant. |
| Exercise period of the Conditional Options | : | The Conditional Options vested are exercisable for a period of ten (10) years commencing from the Date of Grant. |
| Performance targets | : | There is no performance target stipulated as a condition to vesting of the Conditional Options granted.<br><br>Taking into account:<br><br>(i) the grant of Conditional Options to the Conditional Grantees is a recognition for their individual performance and contributions, their roles within the Group and future potential contributions to the Group;<br><br>(ii) the Conditional Options are subject to vesting periods and are subject to the clawback mechanism. The value of the Conditional Options is linked to the future price of the Shares which is in turn linked to the operating and financial performance of the Company; and<br><br>(iii) the Conditional Grantees are executive Director and key employees of the Group who had or are expected to have direct contributions to the operations and growth of the Group; |

| | | |
|---|---|---|
| | | the Remuneration Committee is of the view that the Conditional Grant: (a) aligns the interests of the Conditional Grantees with those of the Group and the Shareholders; (b) motivates the Conditional Grantees to commit themselves to the continued competitiveness, operating results and future development and expansion of the Group; and (c) reinforces the Conditional Grantees' commitment to long-term services with the Group, and hence is consistent with the purpose of the New Share Option Scheme, being to incentivise and reward the Grantees' contributions to the Group. |
| Clawback mechanism | : | All outstanding Conditional Options held by a Conditional Grantee shall lapse and not be exercisable subject to the terms as set out in the New Share Option Scheme including, but not limited to, that the Conditional Grantee ceases to be a Participant by reason of the termination of his/her employment for misconduct, that he/she has become insolvent or has been convicted of any criminal offence involving his/her integrity or honesty. The Company (for itself and on behalf of the other members of the Group) reserves the right to seek damages, compensation or other remedies from a Conditional Grantee whose Option is clawed back, including the right to require such Conditional Grantee to duly return to the Company any Share subscribed upon exercise of Option or benefits derived therefrom (and/or, where applicable, to duly compensate the Company by financial and/or other means). |
| Financial assistance | : | There is no arrangement for the Group to provide any financial assistance to the Conditional Grantees to facilitate their purchase of Shares under the New Share Option Scheme. |
| Number of Shares available for future grant | : | After the grant of the Conditional Options, the number of Shares available for future grant(s) under the scheme mandate limit of the New Share Option Scheme is 221,950,000 Shares. |

Details of Conditional Options granted to Director(s), chief executive(s) or substantial shareholder(s) of the Company or their respective associate(s) are set out as follows:

| Name of Conditional Grantee | Capacity | Number of Conditional Options granted |
|---|---|---|
| Mr. Chan Wing Kit | Executive Director and chief executive officer | 38,600,000 |

Amongst the 125,450,000 Conditional Options granted, 38,600,000 Conditional Options in aggregate were granted to the Director(s), chief executive(s) or substantial shareholder(s) of the Company or their respective associate(s), and 86,850,000 Conditional Options in aggregate were granted to employees of the Group.

Pursuant to Rule 17.04(1) of the Listing Rules, the grant of Conditional Options to Mr. Chan Wing Kit has been approved by the independent non-executive Directors.

Save as disclosed above, as at the date of this announcement, none of the Conditional Grantees is (i) a Director, chief executive or substantial shareholder of the Company, or their respective associates; (ii) a Participant with options and awards granted and to be granted exceeding the 1% individual limit within the meaning of Rule 17.03D(1) of the Listing Rules; or (iii) a related entity participant (as defined under the Listing Rules) or service provider (as defined under the Listing Rules) of the Company.

**DEFINITIONS**

Unless the context otherwise requires, capitalized terms used in this announcement shall have the following meanings:

| | |
|---|---|
| "associate(s)" | has the meaning ascribed to it under the Listing Rules |
| "Board" | the board of Directors |
| "Business Day" | any day on which securities are traded on the Stock Exchange |
| "chief executive(s)" | has the meaning ascribed to it under the Listing Rules |
| "Company" | Regal Partners Holdings Limited, a company incorporated in the Cayman Islands with limited liability, whose shares are listed on the Main Board of the Stock Exchange (stock code: 1575) |
| "Conditional Grant" | the conditional grant of the Conditional Options to the Conditional Grantees pursuant to the New Share Option Scheme |

| | |
|---|---|
| "Conditional Grantee(s)" | the Participant(s) to whom the Company has conditionally granted the Conditional Options under the New Share Option Scheme |
| "Conditional Option(s)" | an aggregate of 125,450,000 Options granted by the Company to the Conditional Grantees under the Conditional Grant |
| "Date of Grant" | 17 November 2026, the date of the Condition Grant |
| "Director(s)" | the director(s) of the Company |
| "EGM" | the extraordinary general meeting to be convened and held by the Company for the Shareholders to consider and, if thought fit, approve, amongst others, the proposed adoption of the New Share Option Scheme |
| "Grantee" | any Participant who accepts an Offer in accordance with the terms of the New Share Option Scheme or (where the context so permits) his/her personal representative(s) |
| "Group" | the Company and its subsidiaries |
| "HK$" | Hong Kong dollar, the lawful currency of Hong Kong |
| "Hong Kong" | the Hong Kong Special Administrative Region of the PRC |
| "Listing Rules" | the Rules Governing the Listing of Securities on the Stock Exchange |
| "New Share Option Scheme" | the share option scheme proposed for adoption by the Company at the EGM, in its present or any amended form |
| "Offer" | means an offer of the grant of an Option |
| "Option(s)" | option(s) to subscribe for Shares granted pursuant to the New Share Option Scheme |
| "Participant(s)" | any directors and employees of the Company or its subsidiaries (including persons who are granted Options under the New Share Option Scheme as an inducement to enter into employment contracts with the Group) who, in the sole opinion of the Board, will contribute or have contributed to the Group |
| "PRC" | the People's Republic of China |

| | |
|---|---|
| "Share(s)" | ordinary share(s) of a par value of US$0.001 each in the share capital of the Company |
| "Shareholder(s)" | holder(s) of Shares |
| "Stock Exchange" | The Stock Exchange of Hong Kong Limited |
| "subsidiary" | a subsidiary (within the meaning of the Companies Ordinance, Chapter 622 of the Laws of Hong Kong) of the Company for the time being |
| "substantial shareholder(s)" | has the meaning ascribed to it under the Listing Rules |
| "US$" | United States dollar, the lawful currency of the United States of America |
| "%" | per cent. |

By order of the Board
**Regal Partners Holdings Limited**
**Tse Wun Cheung**
*Chairman and Executive Director*

Hong Kong, 17 November 2026

*As at the date of this announcement, the executive Directors are Mr. Tse Wun Cheung, Mr. Chan Wing Kit and Mr. Bai Yu; and the independent non-executive Directors are Professor Sit Wing Hang Alfred, Professor Lee Chack Fan, Professor Kwan Pun Fong Vincent and Ms. Chen Jianhua.*