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# Blue Moon Group Holdings Limited
# 藍月亮集團控股有限公司

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 6993)**

# VOLUNTARY ANNOUNCEMENT AMENDMENTS TO THE 2021 SHARE AWARD PLAN AND THE 2022 SHARE AWARD PLAN

Reference is made to the announcements of the Company dated 3 June 2021, 30 March 2022 and 26 March 2024 (the "**Announcements**") in relation to, among other things, the adoption of, and the subsequent amendments to, (i) the 2021 share award plan (the "**2021 Share Award Plan**") and (ii) the 2022 share award plan (the "**2022 Share Award Plan**", together with the 2021 Share Award Plan, the "**Share Award Plans**"). Unless otherwise defined, capitalised term in this announcement shall have the same meanings as defined in the Announcements.

Pursuant to the rules of the Share Award Plans, such rules may be altered by the prior sanction of a Board resolution together with the prior written consent of the Trustee of the 2021 Share Award Plan or the 2022 Share Award Plan (as the case may be), provided that no such alteration shall operate to affect adversely any rights of any Selected Participant in respect of those Awarded Shares which remain unvested except with the consent in writing of the majority of the Selected Participants whose Awarded Shares remain unvested on the date of amendment.

The Board has resolved to amend the Share Award Plans and adopt the amended and restated rules of the Share Award Plans. In connection with the 2021 Plan Amendments and 2022 Plan Amendments (as defined hereinbelow), the Company has, in accordance with the Share Award Plans, obtained the written consent of the requisite majority of the Selected Participants whose Awarded Shares remain unvested as of the date of the amendments. The Trust Deed in relation to the 2021 Share Award Plan and the Trust Deed in relation to the 2022 Share Award Plan have also been amended and restated to reflect certain amendments to the 2021 Share Award Plan and the 2022 Share Award Plan to the extent applicable.

## AMENDMENTS TO THE 2021 SHARE AWARD PLAN

Salient terms of the amendments to the 2021 Share Award Plan (the "**Amended 2021 Share Award Plan**") include, without limitation, the following:-

## (1) Post-termination Vesting Entitlement

Automatic vesting of the Awarded Shares on the date of termination of the Amended 2021 Share Award Plan shall cease to apply. Subject to the decision of the Board and the applicable provisions relating to death, permanent disability and retirement, the Awarded Shares shall vest in the Selected Participants in accordance with the terms of the relevant Grant Notice (save in respect of a Total Lapse or Partial Lapse).

## (2) Post-termination Disposal Arrangements

The post-termination disposal arrangements shall be expanded. Upon termination of the Amended 2021 Share Award Plan and subject to written instructions from the Board, the Trustee shall sell on market any shares which have not been set aside in favour of any Selected Participant (the "**Remaining Shares**") and any non-cash income remaining in the trust fund, and/or transfer any Remaining Shares to the trustee of any other share award plan of the Company.

## (3) Others

To make other consequential and housekeeping amendments in relation to the aforementioned amendments.

(collectively, the "**2021 Plan Amendments**").

# AMENDMENTS TO THE 2022 SHARE AWARD PLAN

Salient terms of the amendments to the 2022 Share Award Plan (the "**Amended 2022 Share Award Plan**") include, without limitation, the following:-

## (1) Plan Limit

The plan limit and the limit for the grant of awards to an individual Selected Participant will be increased. With effect from the Amendment Date, the maximum number of Shares to be transferred and/or purchased by the Trustee for the purpose of the Plan shall not exceed 6% of the total number of issued Shares as at the Adoption Date, being 347,937,195 Shares, excluding any treasury shares held by the Company. The Board shall not instruct the Trustee to subscribe for and/or purchase any Shares for the purpose of the Plan when such subscription and/or purchase will result in such threshold being exceeded. The total number of Shares which may be subject to the Award to a Selected Participant under the Amended 2022 Share Award Plan shall be amended to not exceeding 2% of the total number of issued Shares in aggregate as at the date of the 2022 Plan Amendments, excluding any treasury shares held by the Company.

## (2) Post-termination Vesting Entitlement

Automatic vesting of the Awarded Shares on the date of termination of the Amended 2022 Share Award Plan shall cease to apply. Subject to the decision of the Board and the applicable provisions relating to death, permanent disability and retirement, the Awarded Shares shall vest in the Selected Participants in accordance with the terms of the relevant Grant Notice (save in respect of a Total Lapse or Partial Lapse).

## (3) Post-termination Disposal Arrangements

The post-termination disposal arrangements shall be expanded. Upon termination of the Amended 2022 Share Award Plan and subject to written instructions from the Board, the Trustee shall sell on market any shares which have not been set aside in favour of any Selected Participant (the "**Remaining Shares**") and any non-cash income remaining in the trust fund, and/or transfer any Remaining Shares to the trustee of any other share award plan of the Company.

## (4) Others

To make other consequential and housekeeping amendments in relation to the aforementioned amendments.

(collectively, the "**2022 Plan Amendments**").

# GENERAL

The Board considers that the amendments to the Share Award Plans are in the interests of the Shareholders as a whole as it provides for the continuing operation of the Share Award Plans for a longer term and enhances the ability for the Company to recognise and reward the contribution of Eligible Participants to the growth and development of the Group and to be able to provide incentives for retention in the interest of the continual operation and development of the Group for the long run and to attract suitable personnel for further development of the Group. The 2021 Plan Amendments and the 2022 Plan Amendments shall not affect any share awards granted prior to the date of the amendments.

# LISTING RULES IMPLICATIONS

The Amended 2021 Share Award Plan and the Amended 2022 Share Award Plan do not constitute share schemes involving the issue of new Shares by the Company under Chapter 17 of the Listing Rules and Shareholders' approval is not required for the 2021 Plan Amendments and the 2022 Plan Amendments. The Amended 2021 Share Award Plan and the Amended 2022 Share Award Plan involve only existing Shares and shall be subject to the applicable disclosure requirements under Chapter 17 of the Listing Rules.

By Order of the Board
**Blue Moon Group Holdings Limited**
**PAN Dong**
*Chairman & Executive Director*

Hong Kong, 18 November 2026

*As at the date of this announcement, the Board comprises Ms. PAN Dong, Mr. LUO Qiuping, Ms. LUO Dong, Mr. POON Kwok Leung, Ms. XIAO Haishan as Executive Directors; and Ms. NGAN Edith Manling and Mr. HU Yebi as Independent Non-executive Directors.*