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SY HOLDINGS GROUP LIMITED

盛業控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6069)

GRANT OF SHARE OPTIONS AND RESTRICTED SHARE AWARDS

GRANT OF SHARE OPTIONS UNDER SHARE SCHEME

Pursuant to Rules 17.06A, 17.06B and 17.06C of the Listing Rules, the Board hereby announces that pursuant to its share scheme adopted on 21 May 2024, the Company granted an aggregate of 5,000,000 Share Options to one eligible person on 24 June 2026 to subscribe for ordinary shares of the Company listed on the Stock Exchange at HK\$8.09 per Share, subject to acceptance of the Share Options by the Grantee.

A summary of the Share Options granted is set out below:

Date of Grant	:	24 June 2026
Number of Grantee(s)	:	One Grantee, being an employee of the Group (non-Director)
Number of Share Options Granted	:	5,000,000 Share Options (each Share Option shall entitle the Grantee to subscribe for one Share)
Exercise Price of Share Options Granted	:	HK\$8.09 per Share (which represents the highest of (i) the closing price of HK\$7.82 per Share as stated in the Stock Exchange's daily quotation sheet on the Date of Grant; (ii) the average closing price of HK\$8.09 per Share as stated in the Stock Exchange's daily quotation sheets for the five business days immediately preceding the Date of Grant; and (iii) the nominal value of a Share on the Date of Grant).
Closing Price of Shares on Date of Grant	:	HK\$7.82 per Share

Validity Period of Share Options	:	The Share Options shall be valid for 10 years from the Date of Grant and lapse at the expiry of such period.
Vesting Period of Share Options	:	The Share Options granted to the Grantee shall be vested and become exercisable as follows: 25% of the total Share Options granted shall vest on the first anniversary of the Vesting Commencement Date and the remaining 25% and 50% of the total Share Options granted shall vest on the second anniversary and third anniversary of the Vesting Commencement Date respectively, subject to the achievement of both performance and risk control targets as determined by the Board. In case the vesting conditions are not satisfied, the Share Options granted will lapse.
Performance Target	:	The vesting of the Share Options is subject to the satisfaction of certain performance targets and the conduct of the Grantee. The performance target is related to individual performance indicators relevant to the Grantee's roles and responsibilities.
Clawback Mechanism	:	The Share Options granted shall be subject to the clawback mechanism as set out in the terms of the Share Scheme, including but not limited to a Grantee's employment being terminated summarily.
Financial Assistance	:	The Group has not provided any financial assistance to the Grantee for the purchase of Shares under the Share Scheme.

After the grant of Share Options, assuming the Grantee has accepted such grant, the number of Shares available for future grant under the scheme mandate limit of the Share Scheme is 93,975,000 Shares.

GRANT OF RESTRICTED SHARE AWARDS UNDER THE 2025 RSA SCHEME

On a voluntary basis, the Board announces that on 24 June 2026, pursuant to the restricted share award scheme adopted on 17 March 2025 (the “**2025 RSA Scheme**”), which is funded by existing shares of the Company and does not involve the issue of any new shares by the Company, the Company granted an aggregate of 271,985 restricted share awards to three RSA Grantees, subject to acceptance of the RSAs by the RSA Grantees. The RSAs granted represent 271,985 underlying Shares and approximately 0.03% of the issued share capital of the Company as at the date of this announcement. Details of the 2025 RSA Scheme are set out in the “Directors’ Report” section of the Company’s annual report for the year ended 31 December 2025.

A summary of the RSAs granted is set out below:

Date of Grant	:	24 June 2026
Number of RSA Grantees	:	The three RSA Grantees are all employees of the Company, which is determined based on multiple criteria, among others, job rank, length of services, appraisal result and ability assessment. None of the RSA Grantees are connected person of the Company under Chapter 14A of the Listing Rules.
Number of RSAs Granted	:	271,985 RSAs
Exercise Price/purchase price of RSAs Granted	:	None
Closing Price of Shares on Date of Grant	:	HK\$7.82 per Share
Vesting conditions and schedule	:	<p>The RSAs granted to the Grantees shall be vested and become exercisable as follows:</p> <p>25% of the total RSAs granted shall vest on the first anniversary of the Vesting Commencement Date and the remaining 25% and 50% of the total RSAs granted shall vest on the second anniversary and third anniversary of the Vesting Commencement Date respectively, subject to the achievement of both performance and risk control targets as determined by the Board. In case the vesting conditions are not satisfied, the RSAs granted will lapse.</p>
Performance Target	:	The vesting of the RSAs is subject to the satisfaction of certain performance targets and the conduct of the Grantees. The performance target is related to individual performance indicators relevant to the Grantees' roles and responsibilities.
Clawback Mechanism	:	The RSAs granted shall be subject to the clawback mechanism as set out in the terms of the 2025 RSA Scheme, under which the Company may recover or withhold awards granted in the event of serious misconduct, material misstatement in the Company's financial statements or other specified circumstances.
Financial Assistance	:	The Group has not provided any financial assistance to the Grantees for the purchase of RSAs under the 2025 RSA Scheme.

The Company has appointed the RSA Trustee to assist with the administration and vesting of the RSAs. The Trustee will hold the existing shares through purchasing on the open market to settle the RSAs upon vesting, and no new shares will be issued. Accordingly, the grant will not result in any dilution of the shareholdings of the Company's existing shareholders.

After the grant of RSAs, assuming all the Grantees have accepted such grant, the number of Shares available for future grant under the scheme mandate limit of the 2025 RSA Scheme is 96,153,202 Shares.

REASONS FOR AND BENEFITS OF THE GRANTS

The grant of the Share Options and RSAs enables the Company to attract, retain, incentivise, reward and remunerate the Grantees, and encourage them to work towards enhancing the value of the Company and the Shares for the benefit of the Company and Shareholders as a whole.

LISTING RULES IMPLICATIONS

As at the date of this announcement, to the best knowledge, information and belief of the Directors, having made all reasonable enquiries, none of the Grantees of the aforesaid Share Options and RSAs is (i) a Director, chief executive or substantial Shareholder of the Company or their respective associate (as defined in the Listing Rules); or (ii) a participant to whom shares issued and to be issued under all share options and awards granted or to be granted to him/her during the 12-month period up to and including the date of grant exceed the 1% individual limit of the relevant class of shares in issue according to Rule 17.03D of the Listing Rules; or (iii) a related party participant, or a service provider, to whom share options and awards granted or to be granted within any 12-month period exceed 0.1% of the relevant class of shares in issue.

DEFINITIONS

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

“2025 RSA Scheme”	the restricted share award scheme adopted by the Company on 17 March 2025;
“Board”	the board of Directors;
“Company”	SY Holdings Group Limited 盛業控股集團有限公司, an exempted company duly incorporated in the Cayman Islands with limited liability, whose shares are listed on the Stock Exchange (stock code: 6069);
“Controlling Shareholder”	has the meaning ascribed to it under the Listing Rules;
“Date of Grant”	24 June 2026;
“Directors”	the director(s) of the Company;
“Grantee(s)”	the recipient(s) of the grant of the Share Option and/or RSAs on the Date of Grant;

“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 People’s Republic of China;
“Independent Third Party”	any entity or person who is not a connected person of the Company;
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“RSA(s)”	restricted share award(s), a contingent right to receive either Share(s) or an equivalent value in cash with reference to the market value of the Share(s) on or about the date of vesting, as determined by the Board in its sole discretion;
“RSA Trustee”	GIL Trust Limited, a professional trustee who is an Independent Third Party being appointed by the Board to assist with the administration and vesting of RSAs granted;
“Share Option(s)”	the share option(s) to subscribe for Share(s) under the Share Scheme;
“Share Scheme”	the share scheme adopted by the Company on 21 May 2024;
“Share(s)”	the ordinary shares of HKD0.01 each in the share capital of the Company;
“Shareholder(s)”	holder(s) of the Shares;
“Stock Exchange”	The Stock Exchange of Hong Kong Limited;
“Vesting Commencement Date”	24 June 2026;
“%”	per cent.

By Order of the Board
SY Holdings Group Limited
Tung Chi Fung
Chairman

Hong Kong, 24 June 2026

As at the date of this announcement, the Board comprises two Executive Directors: Mr. Tung Chi Fung and Mr. Yuan Ye; one Non-executive Director: Mr. Lo Wai Hung; and three Independent Non-executive Directors: Mr. Tang King San Terence, Ms. Chan Yuk Ying Phyllis and Mr. Sun Wei Yung Kevin.

If there is any inconsistency in this announcement between the Chinese and English versions, the English version shall prevail.