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Ficus Technology Holdings Limited
細葉榕科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8107)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 23.06A of the Rules (the "**GEM Listing Rules**") Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**").

THE PROPOSED GRANT OF SHARE OPTIONS

The board (the "**Board**") of directors (the "**Director(s)**") of Ficus Technology Holdings Limited (the "**Company**", together with its subsidiaries, the "**Group**") announces that, on 28 July 2026 (the "**Date of Grant**"), a total of 97,500,000 share options (the "**Share Option(s)**") to subscribe for 97,500,000 ordinary shares of HK$0.01 each (the "**Share(s)**") in the share capital of the Company were granted to 25 eligible participants (collectively the "**Grantee(s)**"), subject to acceptance with the payment of HK$1.00 by each of the Grantees, under the share option scheme of the Company adopted on 16 April 2018 (the "**Share Option Scheme**"). The Share Options represent, upon full exercise, approximately 7.10% of the total number of issued Shares as at the date of this announcement.

Details of the Share Options granted are as follows:

Date of Grant	:	28 July 2026
Number of Share Options granted	:	97,500,000 Share Options (each Share Option shall entitle the holder of the Share Option to subscribe for one Share)
Exercise price of the Share Options granted	:	HK$0.112 per Share, representing a premium over the highest of: (i) the closing price of HK$0.095 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$0.1114 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 HK$0.01 per Share.

Validity period of the Share Options:	:	The validity period of the Share Options shall be four years from the Date of Grant and the Share Options shall lapse at the expiry of the validity period (i.e. 28 July 2026 to 27 July 2030, both days inclusive)
Consideration for the grant	:	HK$1.00 per Grantee
Vesting period and exercise period of the Share Options	:	The Share Options will be vested in the Grantees on the first anniversary of the Date of Grant ("**Vesting Date**") and shall become exercisable from 28 July 2027 to 27 July 2030 (both days inclusive).
Performance targets	:	The vesting of the 80,000,000 Share Options granted to Ir Prof. Young Andrew Meng Cheung, Mr. Wen Yuan, Mr. Fung King Him Daniel and 11 other employees is subject to their satisfaction of certain performance targets as stipulated in the offer letters by the Vesting Date and may vary among the Grantees. There is no performance target attached to the remaining 17,500,000 Share Options granted to Mr. Chan Ting, Ms. Chan Siu Sarah, Dr. Liu Ta-pei, Mr. Choi Man On, Mr. Jan Ting Wai, Ms. Chan King Shan Karen and five other employees.

Having considered that (i) the number of Share Options to be granted is based on, among other things, the work performance, past contribution to the Group and potential of the Grantees; (ii) the Share Options to be granted will give the Grantees an opportunity to have a personal stake in the Company, which will help motivate the Grantees in optimising their performance and efficiency; and (iii) the Share Options is subject to the vesting period and the value of the Share Options is subject to the market price of the Shares, which in turn depends on the business performance of the Group, to which the Grantees would directly contribute, and the Grantees will benefit more from the Share Options if the price of the Shares increases, the remuneration committee of the Company (the "**Remuneration Committee**") considered that notwithstanding the absence of the performance targets for such Grantees, the grant of the Share Options aligns the interests of the Grantees with that of the Company and its shareholders (the "**Shareholders**") by providing the Grantees with incentives for their continuous commitments and contributions towards the sustainable growth of the Group so as to enhance the long term value of the Company and the Shares, which is in line with the purpose of the Share Option Scheme.

Clawback mechanism : The Share Options granted to the Grantees of the Group are not subject to any clawback mechanism but shall lapse and/or be cancelled (to an extent not already exercised) under various scenarios provided under the Share Option Scheme such as on the date on which the grantee ceases to be an eligible participant by reason of a termination of employment on any one or more of the grounds that he has been guilty of persistent or serious misconduct, or has become bankrupt or has become insolvent or has made any arrangement or composition with his creditors generally, or has been convicted of any criminal offence.

The Remuneration Committee considers that a specific clawback mechanism is not necessary, having considered that the lapse and cancellation of the Share Options upon the Grantee(s) ceasing to be an eligible person under the Share Option Scheme is in line with the purpose of the Share Option Scheme and in the interests of the Company.

No financial assistance : The Group has not provided any financial assistance to the Grantees to facilitate the purchase of Shares upon the exercise of Share Options under the Share Option Scheme.

NUMBER OF SHARES AVAILABLE FOR FUTURE GRANT

After the grant of the Share Options, the number of Shares available for future grant under the mandate of the Share Option Scheme is 2,500,000.

THE GRANTEES

Among the total 97,500,000 Share Options, 36,000,000 Share Options were granted to the following Directors, chief executives or substantial shareholders of the Company, or any of their respective associates and 16 other employees with details as follows:

Names of the Grantees	**Position in the Group**	**Number of Share Options granted**
Directors and/or Substantial Shareholder		
Ir Prof. Young Andrew Meng Cheung	Chief Executive Officer and an Executive Director	10,000,000
Mr. Wen Yuan	Executive Director and Group PRC COO	10,000,000
Mr. Fung King Him Daniel	Executive Director and Group HK COO	10,000,000
Mr. Chan Ting *(Note 1)*	Chairman of the Board and an Executive Director	1,000,000
Ms. Chan Siu Sarah *(Note 1)*	Executive Director	1,000,000
Dr. Liu Ta-pei	Independent Non-executive Director	1,000,000
Mr. Choi Man On	Independent Non-executive Director	1,000,000
Mr. Jan Ting Wai	Independent Non-executive Director	1,000,000
Employees		
Ms. Chan King Shan Karen *(Note 2)*	Corporate Finance Director	1,000,000
16 other employees		61,500,000
Total:		97,500,000

Notes:

(1) Mr. Chan Ting is a controlling shareholder (as defined under the GEM Listing Rules) of the Company and the brother of Ms. Chan Siu Sarah.

(2) Ms. Chan King Shan Karen is the daughter of Mr. Chan Ting and niece of Ms. Chan Siu Sarah.

The grant of the Share Options to the Directors, chief executive or substantial shareholder of the Company, or any of their respective associates above has been approved by the Board (including all the independent non-executive Directors) pursuant to Rule 23.04(1) of the GEM Listing Rules, save that each of the Directors had abstained from approving the resolutions relating to the grant of Share Options to him/her or to his/her associate.

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiries, save and disclosed above, as at the date of this announcement, none of the Grantees is (i) a Director, chief executive or substantial shareholder of the Company, or an associate (as defined under the GEM Listing Rules) of any of them; (ii) a participant with share options and awards granted and to be granted exceeding the 1% individual limit (as defined under the GEM Listing Rules); or (iii) a related entity participant or service provider (as defined under the GEM Listing Rules) with share options and awards granted and to be granted in any 12-month period exceeding 0.1% of the total issued Shares.

By order of the Board
Ficus Technology Holdings Limited
Mr. Chan Ting
Chairman and Executive Director

Hong Kong, 28 July 2026

As at the date of this announcement, the Board comprises (i) five executive Directors, namely, Mr. Chan Ting (Chairman), Ms. Chan Siu Sarah, Ir Prof. Young Andrew Meng Cheung, Mr. Wen Yuan and Mr. Fung King Him Daniel; and (ii) three independent non-executive Directors, namely Dr. Liu Ta-pei, Mr. Choi Man On and Mr. Jan Ting Wai.