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通達集團
TONGDA GROUP

TONGDA GROUP HOLDINGS LIMITED
通達集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 698)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

Reference is made to the annual report of the Tongda Group Holdings Limited for the year ended 31 December 2024 (the "**2024 Annual Report**"). Unless otherwise defined, capitalised terms used herein have the same meanings as defined in the 2024 Annual Report.

In addition to the disclosure under the section headed "Share Option and Share Award Schemes" in the Report of the Directors and Note 27 to the Financial Statement as set out in the 2024 Annual Report, the Company would like to provide the following additional information in relation to the Share Award Scheme pursuant to Rule 17.07(1) of the Listing Rules.

The table below sets forth additional details on the share awards granted as set out in pages 128-129 of the 2024 Annual Report (with changes underlined and bold):

						Number of awarded shares										
Grantee	Grant date	Fair value per share at grant date *(HK$)*	Issue price per share *(HK$)*	Closing price per share immediately before date of grant *(HK$)*	Vesting period	As at 1 January 2023	Granted	Vested	Terminated/ **lapsed**	**Cancelled**	As at 31 December 2023 and 1 January 2024	Granted	Vested	Terminated/ **lapsed**	**Cancelled**	As at 31 December 2024
Employees of the Group	17 January 2022	0.243	0.1232 *(Note 2)*	0.245	17 January 2022 to 17 January 2023	16,650,000	-	(16,350,000)	(300,000)	**-**	-	-	-	-	**-**	-
	17 January 2022	0.240	0.1232 *(Note 2)*	0.245	17 January 2023 to 17 January 2024	16,650,000	-	-	(300,000)	**-**	16,350,000	-	-	(3,900,000)	**-**	12,450,000
	17 January 2022	0.237	0.1232 *(Note 2)*	0.245	17 January 2024 to 17 January 2025	22,200,000	-	-	(400,000)	**-**	21,800,000	-	-	(5,200,000)	**-**	16,600,000
					Total	55,500,000	-	(16,350,000)	(1,000,000)	**-**	38,150,000	-	-	(9,100,000)	**-**	29,050,000

Notes:

1. The 64,500,000 awarded shares were allotted and issued pursuant to the general mandate granted by the shareholders of the Company at the annual general meeting of the Company held on 14 May 2021.

2. The issue price of HK$0.1232 was determined in accordance with the terms of the Share Award Scheme at an issue price not less than the higher of (a) the par value of the shares; (b) 50% of the closing price of the shares as quoted on the Stock Exchange on the date of grant; and (c) 50% of the average of the closing prices of the shares as quoted on the Stock Exchange for the five consecutive trading days immediately preceding the date of grant. The grantees of the awarded shares shall pay the aggregate issue price, representing an aggregate issue price of HK$7,946,400 as at the date of grant, to the Company within 5 business days after the date of acceptance of the awarded shares. The aggregate issue price of the terminated share awards of the Company in 2024 was HK$1,121,120 (2023: HK$123,200).

3. During the year ended 31 December 2023, a total of 16,350,000 awarded shares were vested. The weighted average closing price per share as quoted on the Stock Exchange immediately before the date on which such awarded shares were vested was HK$0.125.

4. As at 31 December 2024, a total number of 12,450,000 awarded shares with vesting period from 17 January 2023 to 17 January 2024 have not been vested given certain vesting conditions stated in the relevant award letters have not been fulfilled. If the vesting conditions for these awarded shares fail to satisfy as at 17 January 2025, the total issue price paid for these awarded shares will be refunded in full to the relevant selected employee according to the Share Award Scheme.

5. Subsequent to the reporting period and at the last vesting date, certain vesting conditions of these awarded shares have not been fulfilled and all awarded shares of 29,050,000 are lapsed. Total issue price paid for the awarded shares will be refunded accordingly. Up to the date of this report, the refund is in a process and has not been completed.

Save as disclosed in this announcement, there are no other changes to the content of the 2024 Annual Report, and the supplemental information provided in this announcement does not affect other information contained in the 2024 Annual Report.

By order of the Board
Tongda Group Holdings Limited
Wang Ya Nan
Chairman

Hong Kong, 22 September 2025

As at the date of this announcement, the Board comprises Mr. Wang Ya Nan, Mr. Wang Hung Man, Mr. Wong Ming Sik, Mr. Wong Ming Yuet and Mr. Hui Wai Man as executive directors; Ms. Chan Sze Man as non-executive director; and Dr. Yu Sun Say, GBM, GBS, SBS, JP, Mr. Cheung Wah Fung, Christopher, GBS, SBS, JP, Mr. Ting Leung Huel Stephen and Mr. Sze Irons, GBS, BBS, JP as independent non-executive directors.