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**Edianyun Limited**  
**易點雲有限公司**

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

**(Stock Code: 2416)**

**GRANT OF SHARE OPTIONS AND SHARE AWARDS  
UNDER THE 2023 SHARE SCHEME**

This announcement is made by Edianyun Limited pursuant to Rule 17.06A, Rule 17.06B and Rule 17.06C of the Listing Rules.

The Board hereby announces that on 27 February 2026, a total of 960,000 Share Options and 100,000 Share Awards were granted by the Company to 2 Eligible Participants (the “**Grantees**”) pursuant to the 2023 Share Scheme and the Refreshed Scheme Mandate Limit to subscribe for ordinary Shares of US\$0.00005 each in the share capital of the Company, subject to acceptance of the Share Options and Share Awards by the Grantees.

A summary of the grant of Share Options and Share Awards is set out below:

Grant Date	:	27 February 2026
Grantees	:	2 employees of the Group, being Employee Participants under the 2023 Share Scheme
Purchase Price of the Share Options and Share Awards granted	:	Nil
Total number of the Share Options granted	:	960,000 Share Options
Total number of the Share Awards granted	:	100,000 Share Awards

Total number of Shares which may be issued upon exercise in full of the Share Options granted	:	960,000 Shares
Total number of Shares in relation to the Share Awards granted	:	100,000 Shares
Exercise price of the Share Options granted	:	HK\$2.58 per Share  (not less than the higher of (a) the closing price of the Shares as stated in the daily quotations sheet issued by the Stock Exchange on the Grant Date, being HK\$2.57 per Share; or (b) the average closing price of the Shares as stated in the daily quotations sheets issued by the Stock Exchange for the five trading days immediately preceding the Grant Date, being HK\$2.58 per Share)
Vesting Price of the Share Awards granted	:	Nil
Closing price of the Shares on the Grant Date	:	HK\$2.57 per Share
Exercise Period of the Share Options	:	The Exercise Period is determined at the discretion of the Board, provided that it shall not exceed 10 years from the Grant Date. The Share Options granted shall lapse automatically and shall not be exercisable (to the extent not already exercised) on the expiry of the 10th anniversary from the Grant Date.
Vesting period of the Share Options and Share Awards	:	The vesting period for the 960,000 Share Options granted to one of the Grantees is 48 months, during which the Share Options granted will vest in four equal tranches of 25% upon the achievement of relevant business and financial milestones and subject to the clawback mechanisms disclosed below.  The vesting period for the 100,000 Share Awards granted to another Grantee has a mixed vesting schedule, whereby 25,000 Share Awards vest over 30 days, with the remaining 75,000 Share Awards vesting in equal annual tranches of 25,000 commencing 30 days after the Grant Date.

Under the 2023 Share Scheme, the Board may, in its sole and absolute discretion, determine that the vesting period of the Awards granted to the Employee Participants can be less than 12 months under certain circumstances, including circumstances where the Awards are granted with a mixed or accelerated vesting schedule. The Board and the remuneration committee of the Board consider that the vesting period of 30 days for the grant of certain Share Awards to the relevant Grantees is appropriate and in line with the objectives of the 2023 Share Scheme. This arrangement serves to incentivize the relevant Grantees to continue providing the necessary input for the Group's long-term strategic development, thereby making significant contributions to the Group's growth and development, and is also in line with the Group's remuneration policy.

Performance target attached to the Share Options and Share Awards : Details of the relevant business and financial milestones in respect of the 960,000 Share Options granted are set out below:

<b>Business milestones – number of devices under subscription</b>	<b>Financial milestones – monthly revenue</b>	<b>Financial milestones – gross profit</b>	<b>Number of Share Options to be exercised/vested</b>
<i>(in 10,000 units)</i>	<i>(RMB100 million)</i>	<i>(RMB100 million)</i>	
180	1.41	0.72	25%
220	1.72	0.88	25%
270	2.11	1.08	25%
330	2.58	1.32	25%

There is no performance target attached to the 100,000 Share Awards granted.

The purpose of the 2023 Share Scheme is to provide incentive to the Eligible Participants in order to promote the development and success of the business of the Group. Those 100,000 Share Awards granted to the Grantees are awarded to them based on their work performance, historical and potential contributions and thus no additional performance target is imposed before the Share Awards are vested to the Grantees.

In view of the above, the Board and the remuneration committee of the Company considered that the 100,000 Share Awards granted having no performance target attached aligns with the purpose of the 2023 Share Scheme.

Clawback mechanisms : Subject to the rules of the 2023 Share Scheme, an Award shall be personal to the Grantee and shall not be assignable and no Grantee shall in any way sell, transfer, charge, mortgage, encumber or create any interest whatsoever in favour of any third party over or in relation to any Award or enter into any agreement so to do. Any breach of the foregoing by a Grantee shall entitle the Company to cancel any Award or any part thereof granted to such Grantee to the extent not already exercised. In the event that prior to or on the Vesting Date, a Grantee is found to be an Excluded Participant or is deemed to cease to be an Eligible Participant, the relevant Award made to such Grantee shall automatically lapse forthwith and the relevant Awarded Shares shall not vest on the relevant Vesting Date and, in the case of a Share Award, it shall remain part of the Trust Fund. In respect of a Grantee who died or retired by agreement with a member of the Group at any time prior to or on the Vesting Date, all the Awarded Interests of the relevant Grantee shall be deemed to be vested and (in the case of Share Options) deemed to be exercised on the day immediately prior to his death or retirement with the relevant member of the Group.

In the event of the death of a Grantee, the Trustee shall directly or indirectly hold the vested Awarded Interests upon trust and transfer the same to the legal personal representatives or lawful successors of the Selected Participant within (i) 2 years of the death of the Grantee (or such longer period as the Trustee and the Board shall agree from time to time); (ii) the duration of the 2023 Share Scheme; or (iii) the Trust Period (whichever is shorter). If such vested Awarded Interests fail to be transferred or would otherwise become bona vacantia for any other reasons, such vested Awarded Interests shall be forfeited and cease to be transferable and the Awarded Interests shall remain part of the Trust Fund.

Unless otherwise determined by the Board: (i) if a Grantee ceases to be an Eligible Participant, or where the Grantee's employment or contractual engagement with the Group is terminated, for reasons other than those set out above; or (ii) where the Grantee's employment or contractual engagement with the Group has been suspended, or the Grantee's position within or in relation to the Group has been vacated for more than six months:

A Grantee may exercise any vested Share Options within 6 months of such cessation or within the Exercise Period, whichever is shorter, or such other period as the Board may decide in their sole and absolute discretion. If a Share Option is not exercised within the period mentioned above, the Share Option shall lapse automatically. Any outstanding Share Awards not yet vested shall be immediately forfeited and shall lapse automatically and any Awarded Interests thereof shall remain part of the Trust Fund, unless the Board determines otherwise at their sole and absolute discretion.

Financial assistance : The Group did not provide any financial assistance to such Grantees for the purchase of Shares under the 2023 Share Scheme.

## **REASONS FOR THE GRANT OF SHARE OPTIONS AND SHARE AWARDS**

The Company granted the above Share Options and Share Awards after considering: (a) the grant herein is for all employees of the Group, taking into account the promotion and appraisal of relevant employees, the length of service provided by the Grantees to the Group and their contributions to the development of the Group, as well as the provision of services provided by the Grantees which are beneficial to the establishment of sound corporate governance by the Group and the long-term development of the Group's business; and (b) the Grantee's Share Options will be exercisable upon the achievement of the performance targets after the grant. The Board believes that the grant of the above Share Options and Share Awards can align the interests of the Grantees with the interests of the Company and its Shareholders, motivate the Grantees to commit to the Company's future sustainable competitiveness, operating results and growth, and strengthen their commitment to long-term service to the Company, and is therefore consistent with the purpose of the 2023 Share Scheme.

## **NUMBER OF SHARES AVAILABLE FOR FUTURE GRANT**

As at the date of this announcement, upon the grant of the above Share Options and Share Awards, the number of Shares available for future grant under the Refreshed Scheme Mandate Limit of the 2023 Share Scheme is 35,482,007 Shares.

## **DEFINITIONS**

“2023 Share Scheme”	the 2023 Share Scheme adopted by the Company on 26 January 2024 (in its present form or as amended from time to time)
“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Award(s)”	an award, which may take the form of a Share Option or a Share Award, granted under the 2023 Share Scheme by the Board to a Selected Participant in accordance with these Scheme Rules
“Awarded Interests”	in respect of a Share Award, the Awarded Shares and/or Awarded Cash, and the Related Income (if any) as awarded under the Award, and in respect of an Award taking the form of a Share Option, the Share Option
“Awarded Share(s)”	new Shares underlying an Award
“Board”	the board of directors of the Company

“Company”	Edianyun Limited, a company incorporated in the Cayman Islands with limited liability whose Shares are listed on the Stock Exchange (stock code: 2416)
“Director(s)”	a director of the Company
“Eligible Participant(s)”	any individual being an Employee Participant or a Related Entity Participant at any time during the duration of the 2023 Share Scheme
“Employee Participant(s)”	directors and employees (including full-time employees and part-time employees) of the Company or any of its subsidiaries (including persons who are granted awards under the 2023 Share Scheme as an inducement to enter into employment contracts with these companies)
“Excluded Participant”	any Eligible Participant falls into the following categories: who resides in a place where the grant of an Award and/or the vesting and transfer of the Awarded Interests pursuant to the terms of the 2023 Share Scheme is not permitted under the laws or regulations of such place or where in the view of the Board or the Trustee (as the case may be), compliance with applicable laws or regulations in such place makes it necessary or expedient to exclude such Eligible Participant
“Exercise Period”	in respect of any Share Option under an Award, the period during which the Selected Participant may exercise the Share Option under an Award
“Grant Date”	the date (which shall be a Business Day) on which the grant of an Award is made to an Eligible Participant, being the date of the grant instrument
“Group”	the Company and its subsidiaries from time to time, and “member of the Group” means any or a specific one of them
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China

“Listing Rules”	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
“PRC”	the People’s Republic of China
“Purchase Price”	the consideration, if any, as determined at the sole and absolute discretion of the Board, payable by a Selected Participant to the Company for acceptance of an Award
“Refreshed Scheme Mandate Limit”	the refreshed scheme mandate limit approved and adopted by the Shareholders at the annual general meeting held on 13 June 2025, representing approximately 10% of the total issued Shares of the Company as at the date of the annual general meeting
“Related Entity Participant(s)”	directors and employees of Related Entities
“Related Entity(ies)”	a holding company (as defined in the Listing Rules), a fellow subsidiary or an associated company of the Company
“Related Income”	any and all cash and non-cash income, dividends or distributions, and non-cash and non-scrip distributions in respect of any Shares less any tax, fees, levies, stamp duty and other charges applicable
“Scheme Rules”	the rules relating to the 2023 Share Scheme as amended from time to time
“Selected Participant(s)”	Eligible Participant(s) selected by the Board for participation in the 2023 Share Scheme (or his legal personal representative or lawful successor, as the case may be)
“Share Award(s)”	share award(s) to be granted under the 2023 Share Scheme to subscribe for Shares in accordance with the terms thereof
“Share Option(s)”	share option(s) to be granted under the 2023 Share Scheme to subscribe for Shares in accordance with the terms thereof

“Share(s)”	ordinary shares of US\$0.00005 each in the share capital of the Company (or of such other nominal amount as shall result from a sub-division, consolidation, reclassification or reconstruction of the share capital of the Company from time to time)
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“subsidiary(ies)”	has the meaning ascribed thereto under the Listing Rules
“Treasury Share(s)”	has the meaning ascribed thereto under the Listing Rules
“Trust”	the trust constituted by the trust deed
“Trust Fund”	the funds and properties held directly or indirectly under the Trust and managed by the Trustee for the benefit of the Selected Participants (other than the Excluded Participants)
“Trust Period”	the duration of the Trust to be set out in the trust deed
“Trustee”	the trustee appointed under the trust deed to act as the trustee of the Trust, and any additional or alternative trustees, being the trustees for the time being of the trusts declared in the trust deed, or such other person(s) who for the time being is duly appointed to be the trustee(s) of the Trust
“US\$”	United States dollars, the lawful currency of the United States of America
“Vesting Date”	in respect of a Selected Participant, the date on which his entitlement to the relevant Award is vested in such Selected Participant in accordance with the Scheme Rules

“Vesting Price” the price payable by a Selected Participant to the Company at the vesting of a Share Award

“%” per cent

By Order of the Board  
**Edianyun Limited**  
**Ji Pengcheng**  
*Chairman and Chief Executive Officer*

Beijing, the PRC, 27 February 2026

*As at the date of this announcement, the Board comprises Dr. Ji Pengcheng, Mr. Zhang Bin, Mr. He Liang and Mr. Tong Jian as executive Directors; and Mr. Hong Weili, Mr. Song Shiji, Mr. Wang Jingbo and Ms. Li Dan as independent non-executive Directors.*