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华科智能
WEALTHINK AI

WEALTHINK AI-INNOVATION CAPITAL LIMITED

華科智能投資有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1140)

SUPPLEMENTAL ANNOUNCEMENT IN RELATION TO THE ANNUAL REPORT FOR THE YEAR ENDED 31 MARCH 2025

Reference is made to the annual report (the “**2024/25 Annual Report**”) of Wealthink AI-Innovation Capital Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) for the year ended 31 March 2025. Unless otherwise defined, capitalised terms used herein shall have the same meaning as those defined in the 2024/25 Annual Report.

In addition to the information disclosed in sub-section headed “SHARE OPTION SCHEME” in the section headed “MANAGEMENT DISCUSSION AND ANALYSIS” on page 26 of the 2024/25 Annual Report, the Company would like to provide the following supplementary information to the shareholders and potential investors of the Company.

SHARE OPTION SCHEME

Options available for grant

As at 1 April 2024 and 31 March 2025, the total number of options available for grant under the share option scheme of the Company (the “**Share Option Scheme**”) were 183,839,600 and 183,839,600 respectively. During the Year, the Board did not grant any share option (“**Share Option(s)**”) under the Share Option Scheme to any Directors or eligible employees of the Group and there were no granted share options exercised (2024: nil). As at 31 March 2025, there were nil (31 March 2024: nil) share options that remained outstanding under the share option scheme. Moreover, there was no service provider sublimit under the Share Option Scheme.

Summary of Share Option Scheme

The Company adopted the Share Option Scheme on 13 May 2016 (the “**Adoption Date**”). The terms of the Scheme are in accordance with the then provisions of Chapter 17 of the Listing Rules. The following is a summary of the principal terms of the Share Option Scheme conditionally approved and adopted by written resolutions of our then Shareholders on 13 May 2016.

(a) Purpose

The purpose of the Share Option Scheme is to attract and retain the best available personnel, to provide additional incentive to employees (full-time and part-time), directors, consultants, advisers, distributors, contractors, subcontractors, agents, clients, business partners or service providers of our Group and to promote the success of the business of our Group.

(b) Eligible Participants

The eligibility of any of the eligible participants of the Share Option Scheme (the “**Eligible Participant(s)**”) to an offer of the Share Options as follows shall be determined by the Directors from time to time on the basis of their contribution to the development and growth of the Group:

- (i) any employee (whether full time or part time, including any executive director but excluding any non-executive director) of the Company, any subsidiary of the Company (“**Subsidiary**”) or any entity in which any member of the Group holds any equity interest (“**Invested Entity**”);
- (ii) any non-executive directors (including independent non-executive directors) of the Company, any Subsidiary or any Invested Entity;
- (iii) any person or entity that provides research, development or other investment support to the Group or any Invested Entity;
- (iv) any shareholder of any member of the Group or any Invested Entity or any holder of any securities issued or proposed to be issued by any member of the Group or any Invested Entity;
- (v) any adviser (professional or otherwise) or consultant to any area of business or business development of any member of the Group or any Invested Entity; and
- (vi) other group or classes of participants who have contributed or may contribute by way of co-investment or investment partnership or other investment arrangements to the growth or development of the Group or any Invested Entity.

(c) Shares Available for Issue under the Share Option Scheme

The maximum number of the shares of the Company (the “**Shares**”) issuable upon exercise of all Share Options to be granted under the Share Option Scheme was 183,839,600 Shares, representing approximately 1.75% of the total number of the Shares in issue as at the date of the 2024/25 Annual Report. The total number of Shares which may be issued upon exercise of all options to be granted under the Share Option Scheme shall not in aggregate exceed 10% of the total number of the Shares in issue as at the date of adoption of the Share Option Scheme (i.e. 1,841,396,000 Shares), unless the Company obtains an approval from its Shareholders.

(d) *Maximum Entitlement of each Eligible Participant under the Share Option Scheme*

1% of the issued Shares from time to time within any 12-month period up to the date of the latest grant. Any further grant of options which would result in the Shares issued and to be issued upon exercise of all options granted and to be granted under the Share Option Scheme to a Eligible Participant (including exercised, cancelled and outstanding Options) in any 12-month period to exceed 1% of the Shares in issue shall be subject to approval by the Shareholders in general meeting with such Eligible Participant and his close associates (as defined under the Listing Rules) abstaining from voting.

(e) *Option Period*

Any option may be exercised at any time during the option period after the option has been granted by the Board but in any event, not longer than 10 years from the date of grant.

(f) *Vesting Period*

No minimum period for which an option must be held before it could be exercised.

(g) *Acceptance of Offer*

Share options granted must be accepted within 21 days of the date of grant, upon payment of HK\$1 per grant.

(h) *Exercise Price*

The exercise price must be at least the highest of: (i) the closing price of the Shares as stated in the Stock Exchange's daily quotations sheet on the date of grant of the share option; (ii) the average closing price of the Shares as stated in the Stock Exchange's daily quotations sheets for the 5 business days immediately preceding the date of grant of the share option; and (iii) the nominal value of a Share.

(i) *Remaining Life of the Share Option Scheme*

The Share Option Scheme was valid and effective for a period of 10 years commencing on the Adoption Date. It will expire on 13 May 2026.

The information contained in this supplemental announcement does not affect the other information contained in the 2024/25 Annual Report. Save as disclosed in this announcement, all the other information and contents in the 2024/25 Annual Report remain unchanged.

By order of the Board
Wealthink AI-Innovation Capital Limited
WANG Qin
Chairman

Hong Kong, 6 November 2025

As of the date of this announcement, the Board comprises four non-executive Directors, namely Dr. Wang Qin, Dr. Fu Weigang, Dr. Wang Shibin and Ms. Sun Qing; and three independent nonexecutive Directors, namely Mr. Yan Xiaotian, Mr. Zhao Kai and Mr. Yang Songbin.