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天立国际控股有限公司

Tianli International Holdings Limited

*(Incorporated in Cayman Islands with limited liability)*

**(Stock Code: 1773)**

**VOLUNTARY ANNOUNCEMENT**  
**(1) INCREASE IN SHAREHOLDING IN**  
**THE COMPANY BY A DIRECTOR; AND**  
**(2) ON-MARKET SHARE REPURCHASE**

This announcement is made by Tianli International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) on a voluntary basis.

**INCREASE IN SHAREHOLDING IN THE COMPANY BY A DIRECTOR**

The board (the “**Board**”) of directors (“**Director(s)**”) of the Company was informed by Mr. Luo Shi (“**Mr. Luo**”), an executive Director, the chairman and the chief executive officer of the Company, that on 20 February 2026, Mr. Luo purchased a total of 3,800,000 ordinary shares of the Company (“**Shares**”), representing approximately 0.18% of the total issued Shares (i.e. 2,109,255,000 Shares) of the Company, at an average price of approximately HK\$2.64 per Share on open market transaction. Immediately after the purchase, Mr. Luo directly and indirectly holds an aggregate of 932,834,569 Shares of the Company, representing approximately 44.64% of the total issued Shares (excluding the 13,227,000 Shares repurchased but not yet canceled and the 6,500,000 treasury Shares held by the Company as at the date of this announcement) of the Company as at the date of this announcement. Mr. Luo has also been granted 30,000,000 share options under the Share Option Scheme which entitle him to subscribe for 30,000,000 Shares, none of which has been exercised as at the date of this announcement.

As advised by Mr. Luo, he is confident in the Group’s business outlook and prospects. In compliance with applicable laws and regulatory requirements, Mr. Luo will not rule out the possibility that he may further increase his shareholding in the Company as and when appropriate.

**ON-MARKET SHARE REPURCHASE**

The Board hereby announces that on 20 February 2026, the Company repurchased a total of 200,000 Shares of the Company (the “**Share Repurchases**”), representing approximately 0.0095% of the total issued Shares of the Company, on open market transaction. The repurchased Shares will be held by the Company as treasury Shares.

The Board believes that the Share Repurchases in the present market conditions will demonstrate the Company's confidence in its own business outlook and prospects and would, ultimately, benefit the Company and create value to the shareholders of the Company (the "Shareholders"). The Share Repurchases were conducted under circumstances which the Board considers to be appropriate and in the interest of the Company and the Shareholders as a whole. The Company may further repurchase Shares as and when appropriate in compliance with all applicable laws and regulations.

Based on the public information available to the Company and as far as the Board is aware, following the increase in Mr. Luo's shareholding in the Company and the Share Repurchases, and as at the date of this announcement, the Company has continued to maintain sufficient public float of the issued Shares in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

**Shareholders of the Company and other investors are advised to exercise due caution when dealing in the securities of the Company.**

By order of the Board  
**Tianli International Holdings Limited**  
**Luo Shi**  
*Chairman, Executive Director and Chief Executive Officer*

The PRC, 20 February 2026

*As at the date of this announcement, the Board comprises Mr. Luo Shi as chairman and executive Director and Mr. Wang Rui as executive Director, Mr. Zhang Wenzao, Mr. Pan Ping and Ms. Li Xiaomei as non-executive Directors and Mr. Liu Kai Yu Kenneth, Mr. Yang Dong and Mr. Cheng Yiqun as independent non-executive Directors.*