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TAO HEUNG HOLDINGS LIMITED

稻香控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 573)

**SUPPLEMENTAL ANNOUNCEMENT
IN RELATION TO
ANNUAL REPORT FOR THE YEAR ENDED 31 DECEMBER 2025
AND
INTERIM REPORT FOR SIX MONTHS ENDED 30 JUNE 2026**

Reference is made to the annual report for the year ended 31 December 2025 (the “**Annual Report**”) and the interim report for six months ended 30 June 2026 (the “**Interim Report**”) of Tao Heung Holdings Limited (the “**Company**”) published on 24 April 2026 and 17 September 2026 respectively. Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Annual Report and the Interim Report (as the case may be). This announcement provides supplemental information in relation to connected and continuing connected transactions disclosed in the Annual Report and the share option scheme of the Company adopted on 25 May 2017 (the “**2017 Share Option Scheme**”) disclosed in the Annual Report and the Interim Report and should be read in conjunction with the Annual Report and the Interim Report (as the case may be).

CONNECTED AND CONTINUING CONNECTED TRANSACTIONS

In the section headed “Connected Transactions” in the Report of the Directors on pages 31 and 32 of the Annual Report, it was disclosed that on 5 June 2024, the Company (the “**Tenant**”) and Dongguan Tian Yao Property Management Limited (the “**Landlord**”) entered into the Master Tenancy Agreement in respect of the Premises for a term of two years commencing on 6 June 2024 and expiring on 5 June 2026 (both days inclusive). Supplemental information relating to the terms of the Master Tenancy Agreement is set out below:

Premises:	portion of the area of and in 東莞市橫瀝鎮石涌村西城三區創宏廠房 1棟
Rental:	Basic Rent of RMB35 per square meter per month for total area of or exceeding 1,000 square meter under one tenancy agreement and RMB60 per square meter per month for total area less than 1,000 square meter under one tenancy agreement OR Turnover Rent at the rate of 8% of the gross receipt (“ Gross Receipt ”) per month of business and/or operation carrying on at the Premises of the tenancy agreement for the restaurant operations and supermarket operations before tax, whichever is higher and Turnover Rent at the rate of 4% of the Gross Receipt per month of business and/or operation carrying on at the Premises of the tenancy agreement for the operation of the peripheral business other than associated with restaurant operations and supermarket operations before tax, whichever is higher. Rental payable is exclusive of management fee and government rates or land tax. Reference of the market rental of the Premises was made to a Valuation Certificate dated 27 May 2024 by the Colliers International (Hong Kong) Limited, an independent property valuer engaged by the Company.
Car parking space:	No additional rent is payable
Management fee:	RMB181,116 per month (RMB18 per square meter per month)
Manner of payment:	Basic Rent or the Turnover Rent of the month which is the higher shall be paid together with management fee not later than 10th day of the following month.

Deposit: A deposit in the sum of RMB3,291,348 (equivalent to the aggregate of the rent and management fee then payable in respect of the Premises for three months and subject to review by the Landlord when there is any increase in the aforesaid charges during the lease term) is payable by the Tenant to the Landlord and subject to the terms of the Master Tenancy Agreement, and is refundable to the Tenant without interest within two months after the expiration or sooner determination of the Master Tenancy Agreement.

The Master Tenancy Agreement constitutes both Connected Transaction and Continuing Connected Transactions of the Company under Chapter 14A of the Listing Rules. Under the Master Tenancy Agreement, (a) the payment of the Basic Rent (fixed lease payment) constitutes one-off Connected Transaction of the Company; and (b) the payment of amount of the Turnover Rent that exceeds the Basic Rent (variable lease payment) constitutes Continuing Connected Transactions of the Company.

Annual review of Continuing Connected Transactions

The independent non-executive directors of the Company have reviewed the above-mentioned continuing connected transactions and confirmed that they have been entered into:

- (i) in the ordinary and usual course of business of the Group;
- (ii) on normal commercial terms; and
- (iii) in accordance with the Master Tenancy Agreement governing them which terms are fair and reasonable and in the interests of the Company's shareholders as a whole.

The Auditor of the Company has reviewed the above-mentioned continuing connected transactions and confirmed that nothing has come to the Auditor's attention that causes it to believe that the above-mentioned continuing connected transactions (a) have not been approved by the Board; (b) were not, in all material respects, in accordance with the pricing policies of the Group; (c) were not entered into, in all material respects, in accordance with the Master Tenancy Agreement governing such transactions; and (d) have exceeded the respective caps as aforesaid.

The Group had the following continuing connected transactions and connected transactions with connected parties during the financial year ended 31 December 2025 and 2024. The table and the notes thereunder shall supersede and replace the table and notes disclosed under the section headed "Connected Transactions" on page 31 of the Annual Report.

Connected Transactions

The Group had the following continuing connected and connected transactions with connected parties during the year:

	<i>Notes</i>	2025 <i>HK\$'000</i>	2024 <i>HK\$'000</i>
Continuing connected transactions			
Legal fee to a related party	(i)	846	681
Lease payment to a related party	(ii)	3,922	5,144
Connected transactions			
Lease payment to a related party	(ii)	4,661	4,994
Management fee to a related party	(ii)	8,373	8,282

Notes:

- (i) The legal fee to a related party, Howell & Co., of which Mr. Fong Siu Kwong, a Non-executive Director of the Company is a principal, was charged based on mutually agreed terms. These transactions are exempt from the reporting, announcement or independent shareholders' approval requirements under Rule 14A.76 of the Listing Rules and the details of the transactions are included herein for information only.
- (ii) The lease payment and management fee to a related party, Dongguan Tian Yao Property Management Limited ("**Dongguan Tian Yao**"), a Company of which Mr. Chung Chun Fung, an executive Director of the Company, is holding 35.15% of the issue shares, was charged based on mutually agreed terms.

2017 SHARE OPTION SCHEME

In relation to the disclosure under the section headed "Share Option Schemes" in the Report of the Directors on page 27 of the Annual Report and on page 33 of the Interim Report, the Company would like to supplement the following information relating to the share option scheme of the Company adopted on 25 May 2017 (the "**2017 Share Option Scheme**").

The 2017 Share Option Scheme did not prescribe any specific vesting period under the scheme rules. Any vesting conditions, if applicable, would be determined by the Board at the time of grant.

No option has been granted under the 2017 Share Option Scheme as of 31 December 2025 and 30 June 2026. The number of share options available for grant under the 2017 Share Option Scheme mandate limit as of 1 January 2025, 31 December 2025, 1 January 2026 and 30 June 2026 was the same, being 101,661,100 shares, representing 10% of the shares of the Company in issue on the date of adoption of the 2017 Share Option Scheme.

As a result of share repurchases conducted by the Company, the total number of issued shares of the Company was reduced to 1,014,348,000 as at the date of the Annual Report and the Interim Report respectively. The total number of shares available for issue under the 2017 Share Option Scheme as of 25 March 2026 and 27 August 2026 was 101,661,100 shares, representing approximately 10.02% of the total number of issued shares of the Company (excluding treasury shares, if any) as of the date of the Annual Report and the Interim Report.

The above supplemental information does not affect other information contained in the Annual Report or the Interim Report. Save as disclosed above and in the clarification announcement of the Company dated the same date of this announcement, all other information in the Annual Report and the Interim Report remains unchanged.

By order of the Board
Chung Wai Ping
Chairman and Chief Executive Officer

Hong Kong, 9 October 2026

As at the date of this announcement, the Board comprises Mr. CHUNG Wai Ping, Mr. WONG Ka Wing, Mr. HO Yuen Wah and Mr. CHUNG Chun Fung as executive directors; Mr. FONG Siu Kwong and Mr. CHAN Yue Kwong, Michael as non-executive directors; and Professor CHAN Chi Fai, Andrew, Mr. MAK Hing Keung, Thomas, Mr. NG Yat Cheung and Ms. WONG Fun Ching as independent non-executive directors.

** For identification purposes only*