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Cowell e Holdings Inc.

高偉電子控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1415)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of Cowell e Holdings Inc. (the “**Company**”, together with its subsidiaries as the “**Group**”) announces that the Board has resolved to grant share options (the “**Options**”) to certain eligible persons (the “**Grantees**”), being certain employees of the Group, to subscribe for a total of 17,200,000 ordinary shares of US\$0.004 each in the share capital of the Company (each a “**Share**”), subject to acceptance of the Grantees, under the share option scheme adopted by the Company on 5 May, 2021 and the payment of HK\$1 by each of the Grantees upon acceptance of the Options.

Details of the Options granted are set out below:

| | |
|---------------------------------|---|
| Date of grant | : 15 October 2021 (the “ Date of Grant ”) |
| Exercise price | : HK\$4.84 per Share (which represents the higher of (i) the nominal value of US\$0.004 per Share, subject to adjustments; (ii) the closing price of HK\$4.84 per Share as quoted in the Stock Exchange’s daily quotation sheet on the Date of Grant; and (iii) the average closing price of approximately HK\$4.758 per Share as quoted in the Stock Exchange’s daily quotation sheets for the five business days immediately preceding the Date of the Grant) |
| Total number of Options granted | : 17,200,000 Options |

- Validity period of the Options : The Options shall be valid for a period from 15 October 2021 to 14 October 2031, both dates inclusive, subject to the vesting conditions as stated in the offer letters to the Grantees.
- Exercise period of the Options : 20% of the Options shall be vested on the date falling the first anniversary of the Date of Grant and exercisable from 15 October 2022 to 14 October 2031, both dates inclusive.
- 20% of the Options shall be vested on the date falling the second anniversary of the Date of Grant and exercisable from 15 October 2023 to 14 October 2031, both dates inclusive.
- 20% of the Options shall be vested on the date falling the third anniversary of the Date of Grant and exercisable from 15 October 2024 to 14 October 2031, both dates inclusive.
- 20% of the Options shall be vested on the date falling the fourth anniversary of the Date of Grant and exercisable from 15 October 2025 to 14 October 2031, both dates inclusive.
- 20% of the Options shall be vested on the date falling the fifth anniversary of the Date of Grant and exercisable from 15 October 2026 to 14 October 2031, both dates inclusive.
- Vesting conditions : In each of the aforesaid exercise period, if a Grantee's performance appraisal result for the preceding calendar year before an exercise period is level B or C, the Board is entitled to cancel some Options exercisable in that exercise period of that Grantee; and if a Grantee's performance appraisal result for the preceding calendar year before an exercise period is level D, the Board is entitled to cancel all Options exercisable in that exercise period of that Grantee.

All Grantees who were granted a total of 17,200,000 Options are employees of the Group.

The Grantees are neither a Director, chief executive nor substantial shareholder of the Company nor associates (as defined in the Listing Rules) of any of them.

By the order of the Board
Cowell e Holdings Inc.
Meng Yan
Chairman

Hong Kong, 15 October 2021

As at the date of this announcement, the Board comprises Mr. Meng Yan and Mr. Wu Ying-Cheng as executive Directors; Mr. Chen Han-Yang and Mr. Yang Li as non-executive Directors and Ms. Su Yen-Hsueh, Mr. Tsai Chen-Lung and Ms. Liu Xia as independent non-executive Directors.