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ANGELALIGN TECHNOLOGY INC.

時代天使科技有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 6699)

GRANT OF RESTRICTED SHARE UNITS UNDER THE POST-IPO RSU SCHEME

AND

GRANT OF OPTIONS UNDER THE POST-IPO SHARE OPTION SCHEME

Reference is made to (i) the announcements of Angelalign Technology Inc. (the “**Company**”, together with its subsidiaries, the “**Group**”) dated April 28, 2023, May 4, 2023, June 12, 2023, July 19, 2023, September 13, 2023, March 20, 2024 and April 30, 2024 in relation to the grant of restricted share units (“**RSU(s)**”) and options (“**Option(s)**”) to the directors (the “**Director(s)**”) and employees of the Company; and (ii) the announcement of the Company dated March 21, 2024, the circular of the Company dated April 23, 2024 and the poll results announcement of the Company dated June 28, 2024 in relation to, among others, the amendments to the Company’s post-IPO RSU scheme (the “**Post-IPO RSU Scheme**”) and the post-IPO share option scheme (the “**Post-IPO Share Option Scheme**”), which were adopted on May 20, 2021 (as amended on June 29, 2023 and June 28, 2024), and the expansion of the limit on grant of share awards over new shares of the Company (the “**Shares**”) under the Post-IPO RSU Scheme and the limit on grants of options over new Shares under the Post-IPO Share Option Scheme.

This announcement is made by the Company 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**”).

GRANT OF RSUS UNDER THE POST-IPO RSU SCHEME

The board of Directors (the “**Board**”) of the Company announces that to provide long-term motivation to key employees, on July 17, 2024 (the “**RSU Grant Date**”), the Company granted 684,361 RSUs, representing a total of 684,361 ordinary shares (the “**Share(s)**”) of the Company, to 246 grantees (the “**RSU Grantee(s)**”) under the Post-IPO RSU Scheme (the “**RSU Grants**”), subject to acceptance of the RSU Grantees.

The details of the RSU Grants are set out below:

RSU Grant Date: July 17, 2024

RSU Grantees: 246 employee(s) of the Group

To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiry, none of the RSU Grantees is (i) a Director, chief executive, senior management, or substantial shareholder of the Company, or an associate of any of them; (ii) a participant with options and awards granted and to be granted exceeding the 1% individual limit under Rule 17.03D of the Listing Rules; or (iii) a related entity participant or service provider with options and awards granted and to be granted in any 12-month period exceeding 0.1% of the total issued Shares (excluding treasury shares).

Total number of RSUs granted:	684,361 RSUs, representing 684,361 Shares
Purchase price for the Grant of RSUs:	Nil
Closing price of the Shares on the RSU Grant Date:	HK\$56.45 per Share
Vesting schedule of the RSUs:	<p>680,456 RSUs granted shall vest in four tranches of 30%, 30%, 20% and 20% on September 30, 2024, September 30, 2025, September 30, 2026 and September 30, 2027, respectively; and</p> <p>3,905 RSUs granted shall vest in three tranches of 50%, 25% and 25% on the second, the third and the fourth anniversary of the hire date of the RSU Grantee, respectively.</p> <p>The vesting period for part of the RSUs is less than 12 months. Pursuant to the Post-IPO RSU Scheme, the vesting period of RSUs granted to employee participants may, at the discretion of the Board, be shorter where the grants of RSUs has a total vesting period of more than 12 months. As such, it is permissible for the vesting period of part of the RSUs granted under the RSU Grants to be less than 12 months. The Directors and the remuneration committee (the “Remuneration Committee”) of the Board is of the view that the vesting period as detailed above enables the Company to offer competitive remuneration and reward packages to the RSU Grantees, on an ad hoc basis, in such circumstances that would be justified and reasonable, which is also consistent with the Listing Rules and the former practice of the Company and peer companies in the Group’s industry. Accordingly, the above vesting period for part of the RSUs is considered appropriate and aligns with the purpose of the Post-IPO RSU Scheme.</p>
Performance target:	<p>The vesting of 657,056 RSUs granted is subject to the achievement of performance target. The performance evaluation results of such RSU Grantees for the year before vesting shall be higher than a specific level as determined by the Board based on the Group’s all-rounded performance evaluation system, which takes into account the macro economic environment, the operating and financial results of the Group and the actual work taken up by the RSU Grantees for the relevant year.</p> <p>There is no performance target attached to other RSUs granted.</p>
Clawback mechanism:	The unvested RSUs granted to the RSU Grantees will lapse immediately if the RSU Grantees, among others, (i) cease to be eligible persons under the Post-IPO RSU Scheme by reason of death, incapacitation, non-renewal of employment contract upon expiry, voluntary resignation, retirement without post-retirement employment, layoff or discontinuance of relevant business segment or other internal reorganization; or (ii) make any attempt or take any action to sell, transfer, assign, charge, mortgage, encumber, hedge or create any interest in favor of any other person over or in relation to any RSUs or any interests or benefits pursuant to the RSUs.

In addition, the unvested RSUs and vested but unexercised RSUs shall automatically lapse if the RSU Grantees (i) are guilty of serious misconduct or are found to have seriously breached the terms of employment or services during his or her employment or services; (ii) commit an act of bankruptcy or become insolvent or make any arrangement or composition with his or her creditors generally; (iii) are convicted of any criminal offence involving their integrity or honesty or (if so determined by the Board) on any other ground on which an employer would be entitled to terminate their employment at law or pursuant to any applicable laws or under the RSU Grantee's service contract with any member of the Group; (iv) breach any non-compete and/or non-solicitation obligations or commit other misconducts which seriously damage the interests, image or reputation of the Company; or (v) breach any confidentiality agreement or invention assignment agreement between the RSU Grantees and the Company (or any affiliate of the Company) or unauthorized use or disclosure of any proprietary information or trade secrets of the Company or any other party to whom such RSU Grantees owe an obligation of nondisclosure as a result of their relationship with the Company.

Financial assistance: There are no arrangements for the Company or any of its subsidiaries to provide any financial assistance to the RSU Grantees to facilitate the purchase of Shares for the RSU Grants under the Post-IPO RSU Scheme.

GRANT OF OPTIONS UNDER THE POST-IPO SHARE OPTION SCHEME

The Board announces that to provide long-term motivation to key employees, on July 17, 2024 (the “**Option Grant Date**”), the Company granted 60,000 Options to one grantee (the “**Option Grantee**”, and together with the RSU Grantee(s), the “**Grantee(s)**”) with rights to subscribe for an aggregate of 60,000 Shares upon exercise of such Options in accordance with the terms of the Post-IPO Share Option Scheme (the “**Option Grants**”), subject to acceptance of the Option Grantee.

The details of the Option Grants are set out below:

Option Grant Date: July 17, 2024

Option Grantee: one employee of the Group

To the best of the Directors' knowledge, information and belief, having made all reasonable enquiry, the Option Grantee is not (i) a Director, chief executive, senior management, or substantial shareholder of the Company, or an associate of any of them; (ii) a participant with options and awards granted and to be granted exceeding the 1% individual limit under Rule 17.03D of the Listing Rules; or (iii) a related entity participant or service provider with options and awards granted and to be granted in any 12-month period exceeding 0.1% of the total issued Shares (excluding treasury shares).

Total number of Options granted: 60,000 Options (each Option shall entitle the Option Grantee to subscribe for one Share)

Exercise price of the Options granted:	HK\$58.75 per Share, which is the higher of (i) the average closing price of the Shares as stated in the Stock Exchange's daily quotation sheet for the five business days (as defined in the Listing Rules) immediately preceding the Option Grant Date, being HK\$58.75; and (ii) the closing price of the Shares as stated in the Stock Exchange's daily quotation sheet on the Option Grant Date, being HK\$56.45.
Closing price of the Shares on the Grant Date:	HK\$56.45 per Share
Exercise period of the Options:	Ten years from the date of grant of the relevant Options.
Vesting schedule of the Options:	<p>The Options granted shall vest in 4 tranches of 25%, 25%, 25% and 25% on April 30, 2025, April 30, 2026, April 30, 2027 and April 30, 2028, respectively.</p> <p>The vesting period for part of the Options is less than 12 months . Pursuant to the Post-IPO Share Option Scheme, the vesting period of Options granted to employee participants may, at the discretion of the Board, be shorter where the grants of Options has a total vesting period of more than 12 months. As such, it is permissible for the vesting period of part of the Options granted under the Option Grants to be less than 12 months. The Directors and the Remuneration Committee is of the view that the vesting period as detailed above enables the Company to offer competitive remuneration and reward packages to the Option Grantee, on an ad hoc basis, in such circumstances that would be justified and reasonable, which is also consistent with the Listing Rules and the former practice of the Company and peer companies in the Group's industry. Accordingly, the above vesting period for part of the Options is considered appropriate and aligns with the purpose of the Post-IPO Share Option Scheme.</p>
Performance target:	The vesting of the Options granted is subject to the achievement of performance target. The performance evaluation results of the Option Grantee for the year before vesting shall be higher than a specific level as determined by the Board based on the Group's all-rounded performance evaluation system, which takes into account the macro economic environment, the operating and financial results of the Group and the actual work taken up by the Option Grantee for the relevant year.

Clawback mechanism:	Subject to the rules of the Post-IPO Share Option Scheme, the unexercised Options granted to the Option Grantee shall (i) lapse after the end of a certain period as set forth in the Post-IPO Share Option Scheme upon, among others, the Option Grantee ceasing to be eligible employee under the Post-IPO Share Option Scheme by reason of (a) non-renewal of his or her employment contract upon termination, or retirement, or internal reorganization; or (b) death or incapacitation; or (ii) lapse automatically if, among others, the Option Grantee cease to be eligible employees under the Post-IPO Share Option Scheme by reason of the termination of their employment on any one or more of the grounds that they voluntarily resign, or have been found to be guilty of misconduct or have breached the terms of employment leading to a material loss or damage to the Group, or their failure to pass the annual evaluation, or they have been found guilty of misconduct, or have committed an act of bankruptcy or have become insolvent or have made any arrangement or composition with their creditors generally, or have been convicted of any criminal offence involving their integrity or honesty.
Financial assistance:	There are no arrangements for the Company or any of its subsidiaries to provide any financial assistance to the Option Grantee to facilitate the purchase of Shares for the Option Grants under the Post-IPO Share Option Scheme.

REASONS FOR AND BENEFITS OF THE RSU GRANTS AND THE OPTION GRANTS

The Board and the Remuneration Committee consider that the purpose of the RSU Grants and the Option Grants is to (i) recognize the contributions made to the Group by the Grantees; (ii) encourage, motivate and retain the Grantees, whose contributions are beneficial to the continual operation, development and long-term growth of the Group; and (iii) closely align the interests and benefits of and risk sharing among the shareholders, the Company and the Grantees in order to maximize the motivation of the employees. The RSU Grants and the Option Grants recognizes their past contributions to the Group's business performance and aims to secure their long-term support and commitment to the Group which are vital to the future development of the Group. The Company believes that the RSU Grants and the Option Grants serve as an important incentive to motivate them to bring a higher return to the Company.

NUMBER OF SHARES AVAILABLE FOR FUTURE GRANT

The maximum number of Shares that may be issued under the Post-IPO RSU Scheme and the Post-IPO Share Option Scheme shall not exceed 3,381,955 Shares and 10,145,867 Shares, respectively. As of the date of this announcement and after the RSU Grants and the Option Grants, 1,449,977 Shares and 6,099,471 Shares are available for future grant under the scheme limits of the Post-IPO RSU Scheme and the Post-IPO Share Option Scheme, respectively. No service provider sublimit has been adopted under the Post-IPO RSU Scheme and the Post-IPO Share Option Scheme.

By Order of the Board
Angelalign Technology Inc.
Mr. FENG Dai
Chairman

Hong Kong, July 17, 2024

As at the date of this announcement, the Board comprises Mr. HU Jiezhong, Mr. HUANG Kun, Mr. SONG Xin and Ms. DONG Li as executive Directors; Mr. FENG Dai as a non-executive Director; Mr. HAN Xiaojing, Mr. SHI Zi and Mr. ZHOU Hao as independent non-executive Directors.