

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Yangtze Optical Fibre and Cable Joint Stock Limited Company*

長飛光纖光纜股份有限公司

(A joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 6869)

**VOLUNTARY ANNOUNCEMENT
COMPLETION OF TRANSFER OF REPURCHASED A SHARES UNDER
THE 2025 EMPLOYEE SHARE OWNERSHIP PLAN
AND
FIRST HOLDERS' MEETING PURSUANT TO THE 2025 EMPLOYEE
SHARE OWNERSHIP PLAN**

AND

**CONNECTED TRANSACTION
SUBSCRIPTION OF UNDERLYING SHARES BY SUPERVISOR PURSUANT
TO THE 2025 EMPLOYEE SHARE OWNERSHIP PLAN**

References are made to the announcement of Yangtze Optical Fibre and Cable Joint Stock Limited Company* 長飛光纖光纜股份有限公司 (the “**Company**”) dated March 28, 2025 (the “**Announcement**”), the circular of the Company dated June 4, 2025 (the “**Circular**”) and the poll results announcement of the annual general meeting of Company dated June 30, 2025 (the “**AGM Results**”) in relation to, among others, the adoption of the 2025 Employee Share Ownership Plan. Unless otherwise indicated, the capitalised terms used in this announcement shall have the same meaning as those defined in the Announcement and the Circular.

**COMPLETION OF TRANSFER OF REPURCHASED A SHARES UNDER THE 2025
EMPLOYEE SHARE OWNERSHIP PLAN**

The Board is pleased to announce that on August 7, 2025, the Company has received the Securities Transfer Registration Confirmation (《過戶登記確認書》) issued by China Securities Depository and Clearing Corporation Limited confirming that 6 million A Shares were transferred to the designated account for the 2025 ESOP by way of non-trading transfer. The transfer price was RMB16.97 per A Share, and the total 6 million A Shares represent 0.79% of the Company's total share capital.

Pursuant to the terms of the 2025 ESOP, its duration is 60 months commencing from the date on which the Company announces its transfer of last tranche of repurchased A Shares to the designated account for the 2025 ESOP. The underlying Shares under the 2025 ESOP held by the relevant Holder shall be unlocked in three tranches. The unlocking time is 12 months, 24 months and 36 months from the date on which the Company announces its transfer of the last tranche of underlying Shares to the designated account for the 2025 ESOP and the proportion of the unlocked underlying Shares in each period is 40%, 30% and 30%, respectively. The actual unlocked proportion and quantity in each period are determined based on the results of the Company's performance appraisals and the individual performance appraisals of the relevant Participants. During the lock-up period, shares derived from distribution of share dividends by the Company and capitalization of capital reserves are also subject to the above lock-up arrangement.

FIRST HOLDERS' MEETING PURSUANT TO THE 2025 EMPLOYEE SHARE OWNERSHIP PLAN

The Board further announces that on August 6, 2025, the first Holders' Meeting of the 2025 ESOP was held and the Holders considered and approved that (i) the management committee for the 2025 ESOP (the "**Management Committee**") shall be set up as the management authority of the 2025 ESOP to supervise its day-to-day management and to exercise shareholders' rights on behalf of the Holders. The Management Committee comprises three members including one officer. The term of office of members of the Management Committee shall be same as the duration of the 2025 ESOP; (ii) in accordance with the relevant terms of the 2025 ESOP and the Management Measures and as authorized by the Shareholders' meeting, Mr. Zhuang Dan (莊丹先生), Mr. Yang Jinpei (楊錦培先生) and Mr. Fan Xing (范星先生) were elected as members of the Management Committee; and (iii) the Management Committee and its authorized persons are authorized to handle matters related to the 2025 ESOP. On the same day, the Management Committee held its first meeting and elected Mr. Zhuang Dan as the officer of the Management Committee, with a term of office the same as the duration of the 2025 ESOP.

SUBSCRIPTION OF UNDERLYING SHARES BY SUPERVISOR PURSUANT TO THE 2025 EMPLOYEE SHARE OWNERSHIP PLAN

Reference is also made to the terms of the 2025 ESOP, pursuant to which, the Board has resolved to grant and allocate certain units and underlying Shares under the 2025 ESOP to Mr. Xiong Zhuang (熊壯), a supervisor of the Company and a Participant.

The Board hereby announces that pursuant to the AMG Results where the Board was authorized to handle matters pertaining to the 2025 ESOP, the Board has decided that Mr. Xiong Zhuan could subscribe for a total of 1,146,069 units, equivalent to 67,535 A Shares of the Company (the "**Relevant Shares**"), at a consideration of RMB1,146,069 under the 2025 ESOP (the "**Subscription**"). Such consideration is determined based on the subscription price of RMB16.97 per A Share which is set out in the 2025 ESOP.

The Relevant Shares represent approximately 1.1256% of the total number of underlying Shares (being 6 million A Shares) held under the 2025 ESOP and approximately 0.0089% of the total share capital of the Company (being 757,905,108 Shares) at the date of this announcement. Details of the Subscription are set out below:

1. Subscription date: August 6, 2025
2. Subscription price: RMB16.97 per A Share, which is pre-determined in the 2025 ESOP
3. Vesting time: pursuant to the 2025 ESOP, the vesting time of the Relevant Shares are set out below:

<u>Vesting Period</u>	<u>Vesting Time</u>	<u>Percentage</u>
First batch	the expiry of 12 months from the date on which the Company announced the transfer of the last tranche of underlying Shares to the designated account for the 2025 ESOP	40%
Second batch	the expiry of 24 months from the date on which the Company announced the transfer of the last tranche of underlying Shares to the designated account for the 2025 ESOP	30%
Third batch	the expiry of 36 months from the date on which the Company announced the transfer of the last tranche of underlying Shares to the designated account for the 2025 ESOP	30%

Reasons for and Benefits of the Subscription

The 2025 ESOP is to (i) establish and enhance the benefit sharing mechanism for the Company's employees and Shareholders, (ii) further enhance the Company's corporate governance structure, (iii) further improve the Company's performance, (iv) maximize the incentives for the Company's core employees (including Mr. Xiong Zhuang), (v) enhance the cohesion of the Company's employees and the competitiveness of the Company, (vi) mobilize the enthusiasm and creativity of the Company's employees (including Mr. Xiong Zhuang), and (vii) facilitate the achievement of the key milestones of the Company and promote the long-term, sustainable and healthy development of the Company.

When assessing whether the allocation of the Relevant Shares to Mr. Xiong Zhuang is fair and reasonable, the Directors (including independent non-executive Directors) have taken into account the positions, historical performance and length of service of Mr. Xiong Zhuang in the Company. The allocation of the Relevant Shares to Mr. Xiong Zhuang can be for the purpose of recognizing his contributions to the business performance and development of the Company, ensuring that he will continually support and devote his efforts to the Company, and motivating him to perform his duties diligently and conscientiously in the future, which is essential to the future development of the Company. The Directors are of the view that the allocation of the Relevant Shares to Mr. Xiong Zhuang is in line with the purpose of the 2025 ESOP.

Information of the Company

The Company is principally engaged in the manufacture and sales of optical fibre preforms, optical fibres and optical fibre cables with various standard specifications that are widely used in the telecommunications industry and the provision of other related products and services.

Listing Rules Implications

As at the date of this announcement, Mr. Xiong Zhuang is a supervisor of the Company and hence a connected person of the Company under the Listing Rules. Accordingly, the Subscription constitutes a connected transaction under the Listing Rules. As all the relevant percentage ratios under the Listing Rules in respect of the Subscription are more than 0.1% but less than 5%, the Subscription is subject to the announcement and reporting requirements but are exempt from the circular and independent shareholders' approval requirements under Chapter 14A of the Listing Rules.

Public Float

Upon the completion of the Subscription, the public float of the Company is still in compliance with the requirements of the Listing Rules.

By Order of the Board
Yangtze Optical Fibre and Cable Joint Stock Limited Company*
長飛光纖光纜股份有限公司
Ma Jie
Chairman

Wuhan, PRC, August 7, 2025

As at the date of this announcement, the Board comprises Mr. Zhuang Dan as executive director; Mr. Ma Jie, Mr. Guo Tao, Mr. Pier Francesco Facchini, Mr. Lars Frederick Persson, Mr. Hamavand Rayomand Shroff, Mr. Xiong Xiangfeng and Mr. Mei Yong as non-executive directors; Mr. Bingsheng Teng, Mr. Song Wei, Ms. Li Chang'ai and Mr. Tsang Hin Fun Anthony as independent non-executive directors.

** For identification purposes only*