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KINGMAKER FOOTWEAR HOLDINGS LIMITED

信星鞋業集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 01170)

GRANT OF SHARE OPTIONS

On 15 January 2013, the Board has resolved to grant options to the Directors and employees of the Group to subscribe for 19,620,000 Shares.

The board of directors (the “**Board**”) of Kingmaker Footwear Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that on 15 January 2013, 19,620,000 share options (the “**Options**”) to subscribe for the ordinary shares of HK\$0.10 each in the capital of the Company (the “**Shares**”) were granted, subject to acceptance of the grantees (the “**Grantees**”), under the share option scheme adopted by the Company on 29 August 2011 as rewards for the Grantees’ contribution to the continual operation and development of the Group.

Each Option shall entitle the holder of the Option to subscribe for one Share upon exercise of such Option at an exercise price of HK\$1.196 per Share, which is the highest of (i) the closing price of HK\$1.18 per Share as stated in the daily quotation sheets of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on the date of grant; (ii) the average closing price of HK\$1.196 per Share as stated in the daily quotation sheets of the Stock Exchange for the five business days immediately preceding the date of grant; and (iii) the nominal value of HK\$0.10 per Share.

Each Grantee with one-year or more work experience within the Group shall exercise the Options during the following option period:–

- (a) up to 40% of the Options granted to each Grantee (rounded down to the nearest whole number) after 15 January 2013;
- (b) up to another 30% of the Options granted to each Grantee (rounded down to the nearest whole number) after 1 January 2014; and
- (c) the remaining 30% of the Options granted to each Grantee (rounded down to the nearest whole number) after 1 January 2015;

and in each case, not later than 28 August 2021.

Each Grantee with less than one-year work experience within Group shall exercise the Options during the following option period:–

- (a) up to 40% of the Options granted to each Grantee (rounded down to the nearest whole number) after 1 January 2014;
- (b) up to another 30% of the Options granted to each Grantee (rounded down to the nearest whole number) after 1 January 2015; and
- (c) the remaining 30% of the Options granted to each Grantee (rounded down to the nearest whole number) after 1 January 2016;

and in each case, not later than 28 August 2021.

Out of the aggregate of 19,620,000 Options, 3,180,000 Options were granted to the directors of the Company (the “**Directors**”) with details as follows, and the remaining 16,440,000 Options were granted to employees of the Group:

Name of Grantees	Relationship with the Company	Number of Options
Mr. Chen Ming Hsiung, Mickey	Executive director	500,000
Mdm. Huang Hsiu Duan, Helen	Executive director	180,000
Mr. Kimmel, Phillip Brian	Executive director	500,000
Mr. Wong Hei Chiu	Executive director	400,000
Mr. Chow Wing Kin, Anthony	Non-executive director	300,000
Mr. Chan Ho Man, Daniel	Non-executive director	400,000
Mr. Tam King Ching, Kenny	Independent non-executive director	300,000
Mr. Yung Tse Kwong, Steven	Independent non-executive director	300,000
Ms. Chan Mei Bo, Mabel	Independent non-executive director	300,000
	Total:	<u>3,180,000</u>

In accordance with Rule 17.04(1) of the Rules Governing the Listing of Securities on the Stock Exchange, the grant of the Options to each of the above Directors has been approved by the independent non-executive Directors (with the respective independent non-executive Directors abstaining from voting on the relevant resolution approving the grant of Options to him/her). Save as disclosed above, none of the Grantees is a Director, chief executive or substantial shareholder of the Company, or an associate of any of them.

By Order of the Board
Kingmaker Footwear Holdings Limited
Chen Ming Hsiung, Mickey
Chairman

Hong Kong, 15 January 2013

As of the date of this announcement, the Board consists of four executive directors, namely Mr. CHEN Ming Hsiung, Mickey, Mdm. HUANG Hsiu Duan, Helen, Mr. KIMMEL Phillip Brian and Mr. WONG Hei Chiu; two non-executive directors, namely Mr. CHOW Wing Kin, Anthony and Mr. CHAN Ho Man, Daniel; and three independent non-executive directors, namely Mr. TAM King Ching, Kenny, Mr. YUNG Tse Kwong, Steven and Ms. CHAN Mei Bo, Mabel.

* *For identification purposes only*