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Sino Distillery Group Limited
中國釀酒集團有限公司
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 00039)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”). The board of directors (the “**Directors**”) of Sino Distillery Group Limited (the “**Company**”) hereby announces that on 23 July 2014, the Company granted options (the “**Options**”) to certain eligible persons (the “**Grantees**”) to subscribe for a total of 78,600,000 ordinary shares of HK\$0.1 each in the share capital of the Company (the “**Share(s)**”) pursuant to the share option scheme (the “**Scheme**”) adopted by the Company on 23 May 2007, subject to the acceptance of the Grantees. Details of the Options are set out as follows:

Date of grant	:	23 July 2014
Exercise price of the Options granted	:	HK\$0.754 per Share, which represents the highest of (i) the closing price of HK\$0.75 per Share on the date of grant; (ii) the average closing price of HK\$0.754 per Share for the five business days immediately preceding the date of grant; and (iii) the nominal value of HK\$0.1 per Share
Number of the Options granted	:	78,600,000

Closing price of the Share : HK\$0.75 per Share
on the date of grant

Validity period of the Options : (i) the first 50% of the Options shall become exercisable from the date of grant, i.e. 23 July 2014, to 22 July 2016; and
(ii) the remaining 50% of the Options shall become exercisable from the date falling the first anniversary of the date of grant, i.e. 23 July 2015, to 22 July 2017.

Among the total of 78,600,000 Options granted, 13,100,000 Options were granted to the Directors and the chief executive officer of the Company as follows:

Name of Grantees	Position	No. of Options granted
Mr. Jiang Jianjun	Executive Director, Chairman	100,000
Mr. Li Jianqing	Executive Director, Chief Executive Officer	10,000,000
Mr. Qu Shuncaï	Executive Director	500,000
Mr. Jiang Jiancheng	Executive Director	500,000
Mr. Huang Qingxi	Non-executive Director	500,000
Dr. Loke Yu	Independent Non-executive Director	500,000
Mr. Li Xiaofeng	Independent Non-executive Director	500,000
Mr. Ho Man Fai	Independent Non-executive Director	500,000
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		13,100,000
Employees		
Other Employees		5,000,000
Consultants		60,500,000
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Total:		<u>78,600,000</u>

The grant of the Options to the above Directors and the chief executive officer has been approved by the Independent Non-executive Directors (excluding the Independent Non-executive Director who is the Grantee of the Options).

Save as disclosed above, none of the Grantees is a Director, chief executive or substantial shareholder of the Company, or their respective associates (as defined in the Listing Rules).

By Order of the Board
Sino Distillery Group Limited
Jiang Jianjun
Chairman

Hong Kong, 23 July 2014

As at the date of this announcement, the Executive Directors are Mr. Jiang Jianjun, Mr. Li Jianqing, Mr. Qu Shuncaï and Mr. Jiang Jiancheng; the Non-executive Director is Mr. Huang Qingxi; and the Independent Non-executive Directors are Dr. Loke Yu alias Loke Hoi Lam, Mr. Li Xiaofeng and Mr. Ho Man Fai.