

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.



南旋控股有限公司

NAMESON HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1982)

GRANT OF SHARE OPTIONS

The board (the “**Board**”) of directors (the “**Directors**”) of Nameson Holdings Limited (the “**Company**”) announces that on 28 August 2017, the Company has offered to grant a total of 59,800,000 share options to certain eligible participants of the Company under the share option scheme adopted by the Company on 29 January 2016.

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 announces that on 28 August 2017, the Company has offered to grant a total of 59,800,000 share options (the “**Share Options**”) to certain eligible participants of the Company (the “**Grantees**”) under the share option scheme adopted by the Company on 29 January 2016 (the “**Share Option Scheme**”), subject to acceptance of such Grantees, to subscribe for 59,800,000 ordinary shares of HK\$0.01 each (the “**Shares**”) in the capital of the Company, representing approximately 2.88% of the issued share capital of the Company.

Details of the Share Options granted are as follows:

Date of Grant: 28 August 2017

Exercise price of Share Options granted: HK\$1.462 per Share, which represents the highest of:

- (i) the closing price of HK\$1.460 per Share as stated in the daily quotation sheets issued by the Stock Exchange on the Date of Grant, i.e. 28 August 2017;

(ii) the average closing price of HK\$1.462 per Share as stated in the daily quotation sheets issued by the Stock Exchange for five trading days immediately preceding the Date of Grant; and

(iii) the nominal value of a Share of HK\$0.01 each.

Number of Share Options granted: 59,800,000 Share Options (each Share Option shall entitle the holder to subscribe for one Share)

Validity period of the Share Options: 10 years from the Date of Grant to 27 August 2027

Exercise periods of the Share Options: The Share Options may be exercised, in whole or in part and, other than where it is exercised to the full extent outstanding, shall be exercised in integral multiples of such number of Shares as shall represent one board lot for dealing in the Shares on the Stock Exchange in accordance with the Share Option Scheme. The Share Options granted to the Grantees shall be vested and exercisable in three equal tranches and subject to the following exercise periods:

- i. one-third of the Share Options (rounded to the nearest number of Share Options which represents an integral multiple of one board lot) shall be vested and exercisable from the first anniversary of the Date of Grant;
- ii. another one-third of the Share Options (rounded to the nearest number of Share Options which represents an integral multiple of one board lot) shall be vested and exercisable from the second anniversary of the Date of Grant; and
- iii. the remaining Share Options shall be vested and exercisable from the third anniversary of the Date of Grant.

Of the 59,800,000 Share Options, 13,000,000 Share Options were granted to the Directors and 46,800,000 Share Options were granted to other employees of the Company and its subsidiaries (collectively, the “**Group**”) with details as follows:

Name of Grantee	Position(s) held within the Group and relationship with the Group	Number of Share Options granted
Mr. Li Po Sing	Chief sales officer and executive Director	2,000,000
Ms. Chan Mei Hing, Aurora	Finance director and executive Director	2,000,000
Mr. Tam Wai Hung, David	Consultant and non-executive Director	1,500,000
Ms. Fan Chiu Fun, Fanny	Independent non-executive Director	1,500,000
Mr. Kan Chung Nin, Tony	Independent non-executive Director	1,500,000
Mr. Ong Chor Wei	Independent non-executive Director	1,500,000
Mr. Fan Chun Wah, Andrew	Independent non-executive Director	1,500,000
Ms. Lee Bik Kee, Betty	Independent non-executive Director	1,500,000
Other employees of the Group	Employees of the Group	46,800,000
		59,800,000

The grant of the Share Options to each of the above Directors has been reviewed and approved by the independent non-executive Directors (save for the relevant independent non-executive Director who has abstained from voting on the relevant resolution in respect of the grant of Share Options to each of themselves) in accordance with Rule 17.04(1) of the Listing Rules.

Save as disclosed above, none of the Grantees is a Director, chief executive or substantial shareholder of the Company, or any of his/her associates (as defined under the Listing Rules).

By order of the Board of
Nameson Holdings Limited
Mr. Wong Ting Chung *BBS, JP*
Chairman

28 August 2017

As at the date of this announcement, the Board comprises Mr. Wong Ting Chung BBS, JP (Chairman and chief executive officer), Mr. Wong Wai Wing, Raymond, Mr. Wong Ting Chun, Mr. Li Po Sing and Ms. Chan Mei Hing, Aurora, as executive Directors; Mr. Tam Wai Hung, David, Mr. Wong Ting Kau, Mr. Wong Wai Yue and Mr. Lau Ka Keung MH, JP, as non-executive Directors; Ms. Fan Chiu Fun, Fanny GBM, GBS, JP, Mr. Kan Chung Nin, Tony SBS, JP, Mr. Ong Chor Wei, Mr. Fan Chun Wah, Andrew JP and Ms. Lee Bik Kee, Betty, as independent non-executive Directors.