

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.



TAO HEUNG HOLDINGS LIMITED

稻香控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 573)

GRANT OF SHARE OPTIONS

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 board (the “Board”) of directors of Tao Heung Holdings Limited (the “Company”) announces that on 2 December 2016, the Company granted 20,180,000 share options (the “Share Options”) to subscribe for ordinary shares of HK\$0.10 each of the Company (the “Shares”) to certain eligible persons (the “Grantees”) under the share option scheme (the “Scheme”) of the Company adopted on 9 June 2007. The Share Options are subject to acceptance of the Grantees.

Details of such grant are set out below:

Date of grant	:	2 December 2016
Exercise price of Share Options granted	:	HK\$2.080 per Share
Number of Share Options granted	:	20,180,000 Share Options, each Share Option entitling the Grantees to subscribe for one Share
Closing price of the Shares on the date of grant	:	HK\$2.080 per Share
Average closing price of the Shares for the five business days immediately preceding the date of grant	:	HK\$2.052 per Share

Validity and exercise period of Shares Options : The Share Options are valid for a period of 10 years from 2 December 2016 to 1 December 2026 (both dates inclusive), and are exercisable during the periods set out below:

- (a) 50% of the Share Options shall be exercisable from 2 December 2017 to 1 December 2026 (both dates inclusive);
- (b) 50% of the Share Options shall be exercisable from 2 December 2018 to 1 December 2026 (both dates inclusive);

Among the Share Options granted above, 1,300,000 Options granted to directors of the Company (the “Directors”) and to an employee of the Group who is an associate (as defined in the Listing Rules) of an Executive Director of the Company and details of which are as follows:

Name	Position(s) in the Company	Number of options granted
Leung Yiu Chun	Executive Director and Chief Executive Officer	600,000
Ho Yuen Wah	Executive Director	400,000
Chung Wai Leung	Business director and an associate of Executive Director	300,000
	Total options granted:	<hr/> <u>1,300,000</u>

Pursuant to Rule 17.04(1) of the Listing Rules, the grant of the options to each of the Directors and to an employee of the Group who is an associate of an Executive Director of the Company has been approved by the independent non-executive Directors.

Save as disclosed above, none of the Grantees is a director, chief executive or substantial shareholder of the Company, nor an associate (as defined in the Listing Rules) of any of them.

By order of the Board
Tao Heung Holdings Limited
Chung Wai Ping
Chairman

Hong Kong, 2 December 2016

As at the date of this announcement, the executive Directors are Mr. CHUNG Wai Ping, Mr. WONG Ka Wing, Mr. LEUNG Yiu Chun and Mr. HO Yuen Wah, the non-executive Directors are Mr. FONG Siu Kwong and Mr. CHAN Yue Kwong, Michael and the independent non-executive Directors are Professor CHAN Chi Fai, Andrew, Mr. MAK Hing Keung, Thomas and Mr. NG Yat Cheung.

* For identification purposes only