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## **China Opto Holdings Limited**

**中國新進控股有限公司**

*(Incorporated in Bermuda with limited liability)*

*Website: [www.chinaopto.com.hk](http://www.chinaopto.com.hk)*

**(Stock Code: 1332)**

### **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 “Board”) of China Opto Holdings Limited (the “Company”) announces that share options (“Options”) carrying the rights to subscribe for 119,700,000 ordinary shares of HK\$0.01 each of the Company (the “Shares”) were granted under the share option scheme of the Company adopted on 18 May 2012 and scheme mandate limit of which has been refreshed at the special general meeting of the Company held on 20 October 2016 to employees of the Company (the “Grantees”), subject to the acceptance by the Grantees. Details of the Options are as follows:

Date of grant : 25 January 2017

Exercise price of Options granted : 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\$0.335 per Share, which is higher than the highest of:

- (a) the closing price of HK\$0.285 per Share as quoted on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) on the last trading day;
- (b) the average closing price of HK\$0.303 per Share as quoted on the Stock Exchange for the 5 consecutive trading days immediately prior to the last trading day; and
- (c) the nominal value of a Share of HK\$0.01.

- Number of Options granted : 119,700,000 Options, each Option shall entitle the Grantee to subscribe for one Share
- Closing price of the Shares on the date of grant : HK\$0.285 per Share
- Vesting date of the Options : The Options will be vested to the Grantees on 2 July 2018.
- Validity period of Options : The Options are exercisable for a period of 4 years from 2 July 2018 to 1 July 2022 (both days inclusive) according to the following vesting schedule:
- (i) 25% of the Options (rounded down to the nearest whole number) shall be exercisable from 2 July 2018 to 1 July 2022;
  - (ii) 25% of the Options (rounded down to the nearest whole number) shall be exercisable from 2 July 2019 to 1 July 2022;
  - (iii) 25% of the Options (rounded down to the nearest whole number) shall be exercisable from 2 July 2020 to 1 July 2022; and
  - (iv) 25% of the Options (rounded down to the nearest whole number) shall be exercisable from 2 July 2021 to 1 July 2022.

The Grantee is neither a director, chief executive or substantial shareholder of the Company nor an associate (as defined under the Listing Rules) of any of them.

By order of the Board  
**China Opto Holdings Limited**  
**Wang Liang**  
*Chairman*

Hong Kong, 25 January 2017

As at the date of this announcement, the Board comprises the following directors:-

*Executive Directors*

Mr. Wang Liang (*Chairman*)  
Mr. Du Dong  
Mr. Lo Yuen Wa Peter

*Non-executive Director*

Mr. Chen Hui

*Independent Non-executive Directors*

Mr. Cheung Wing Ping  
Mr. Ha Kee Choy Eugene  
Mr. To Shing Chuen