

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.



透云科技
Ty. Technology

China Touyun Tech Group Limited

中國透雲科技集團有限公司

(Incorporated in Bermuda with limited liability)

Website: www.chinatouyun.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 (the “**Board**”) of directors (the “**Directors**” and individually, a “**Director**”) of China Touyun Tech Group Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) announces that on 12 December 2017, the Company granted share options (the “**Options**”) under the share option scheme of the Company adopted on 18 May 2012 (the “**Share Option Scheme**”) to certain Directors and employees of the Group and eligible participants (as defined in the rules of the Share Option Scheme) (the “**Grantees**”) to subscribe for a total of 97,750,000 ordinary shares of HK\$0.01 each in the capital of the Company (the “**Shares**”), subject to acceptances by the Grantees. Details of the share options granted are set out as follows:

- | | |
|-----------------------------------|--|
| Date of grant | : 12 December 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: <ul style="list-style-type: none">(a) the closing price of HK\$0.325 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\$0.33 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 : 97,750,000 Options, each Option shall entitle the Grantee to subscribe for one Share
- Closing price of the Shares on the date of grant : HK\$0.31 per Share
- Vesting date of the Options : The Options will be vested to the Grantees on 10 June 2019.
- Validity period of Options : The Options are exercisable for a period of 4 years from 10 June 2019 to 9 June 2023 (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 10 June 2019 to 9 June 2023;
 - (ii) 25% of the Options (rounded down to the nearest whole number) shall be exercisable from 10 June 2020 to 9 June 2023;
 - (iii) 25% of the Options (rounded down to the nearest whole number) shall be exercisable from 10 June 2021 to 9 June 2023; and
 - (iv) 25% of the Options (rounded down to the nearest whole number) shall be exercisable from 10 June 2022 to 9 June 2023.

Out of the share options granted, share options to subscribe for a total of 20,500,000 Shares were granted to Directors with details as follows:

| Name of Grantees | Number of Shares that may be subscribed under the Share Options |
|----------------------------------|--|
| <i>Executive Directors:</i> | |
| Mr. Wang Liang (<i>Note 1</i>) | 6,000,000 |
| Mr. Du Dong | 5,000,000 |
| Mr. Lo Yuen Wa Peter | 1,500,000 |
| <i>Non-executive Director:</i> | |
| Mr. Chen Hui | 5,000,000 |

| Name of Grantees | Number of Shares that may be subscribed under the Share Options |
|---|--|
| <i>Independent Non-executive Directors:</i> | |
| Mr. Ha Kee Choy Eugene | 1,000,000 |
| Mr. Cheung Wing Ping | 1,000,000 |
| Mr. To Shing Chuen | 1,000,000 |

Note 1: As at the date of this announcement, Mr. Wang Liang is also the Chairman of the Board and substantial shareholder of the Company.

Pursuant to Rule 17.04(1) of the Listing Rules and the provisions of the Share Option Scheme, the grant of share options to each of the abovementioned Directors and substantial shareholder have been approved by the independent non-executive Directors.

By order of the Board
China Touyun Tech Group Limited
Wang Liang
Chairman

Hong Kong, 12 December 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