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## **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 board (the “**Board**”) of directors (the “**Directors**”) of China Uptown Group Company Limited hereby announces that on 13 July 2017, the Company granted a total of 64,000,000 share options (the “**Share Options**”) to subscribe for 64,000,000 ordinary shares of HK\$0.10 each of the Company (the “**Shares**”) to 14 eligible individuals (the “**Grantees**”) subject to the acceptance of the Grantees, pursuant to the share option scheme adopted by the Company on 30 November 2009.

Details of the Share Options granted are as follows:

Date of grant	:	13 July 2017
Number of Share Options granted	:	64,000,000
Closing price of the Shares on the date of grant	:	HK\$0.249 per Share

Exercise price of Share Options : HK\$0.25 per Share  
granted

Validity period of the Share Options : The option period of the Share Options shall be five years from the date of grant and the Share Options shall lapse at the expiry of the option period.

Among the total of 64,000,000 Share Options granted, 45,000,000 Share Options were granted to the substantial shareholders, directors and chief executive as follows:

<b>Name of Grantee</b>	<b>Number of Share Options granted</b>
<i>Executive Directors and beneficial owner of a substantial shareholder of the Company</i>	
Mr. Liu Zhongxiang ( <i>Note</i> )	15,000,000
<i>Executive Directors</i>	
Mr. Liu Feng	4,000,000
Mr. Chen Xian	10,000,000
Mr. Lau Sai Chung	8,000,000
Ms. Xia Dan	5,000,000
<i>Independent Non-Executive Directors</i>	
Mr. Poon Lai Yin, Michael	1,000,000
Mr. Char Shak Ngor Stephen	1,000,000
Ms. Li Jiansheng	1,000,000

*Note:* China Sugar Holdings Limited, a substantial shareholder of the company, is 100% owned by Mr. Liu Zhongxiang. Mr. Liu Zhongxiang is deemed to have interest of ordinary shares of the Company held by China Sugar Holdings Limited.

The above offers of Share Options to each of the above Directors had been approved by the Independent Non-executive Directors of the Company in accordance with Rule 17.04(1) of the Listing Rules.

Save as disclosed above, none of the other grantees of the Share Options are the Directors, chief executives or substantial shareholders of the Company, nor an associate (as defined under the Listing Rules) of any of them.

By order of the Board  
**China Uptown Group Company Limited**  
**Fu Lui**  
*Company Secretary*

Hong Kong, 13 July 2017

*As at the date of this announcement, the Board comprises Mr. Liu Feng, Mr. Chen Xian, Mr. Lau Sai Chung, Ms. Xia Dan and Mr. Liu Zhongxiang as executive Directors, and Mr. Poon Lai Yin Michael, Ms. Li Jiansheng and Mr. Char Shik Ngor Stephen as independent non-executive Directors.*