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## **KING FORCE GROUP HOLDINGS LIMITED**

### **冠輝集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 08315)**

### **GRANT OF SHARE OPTIONS AND THE CHANGE OF CHAIRMAN OF THE NOMINATION COMMITTEE**

This announcement is made by King Force Group Holdings Limited (the “**Company**”, which together with its subsidiaries, the “**Group**”) pursuant to Rule 23.06A of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) the Company is pleased to announce that on 30 June 2017, the Company has granted to certain eligible participants (the “**Grantees**”), subject to acceptance of the Grantees, share options (the “**Share Options**”) to subscribe for a total of 544,000,000 ordinary shares (the “**Option Shares**”) of HK\$0.001 each (each a “**Share**”) in the share capital of the Company under its share option scheme adopted on 31 July 2014. A summary of the grant of the Share Options is set forth below:

Date of grant:	30 June 2017 (the “ <b>Date of Grant</b> ”)
Exercise price for each Option Share:	HK\$0.02 per Option Share (being the highest of: (i) the closing price of HK\$0.018 per Share as stated in the Stock Exchange’s daily quotations sheets on the Date of Grant; (ii) the average closing price of HK\$ 0.0198 per Share as stated in the Stock Exchange’s daily quotations sheets for the five business days immediately preceding the Date of Grant; and (iii) the nominal value of the Share on the Date of Grant)
Number of Option Shares to be allotted and issued upon exercise in full of the Share Options granted:	544,000,000 Option Shares (each Share Option shall entitle the holder thereof to subscribe for one Share)

Closing price of each Share  
on the Date of Grant: HK\$0.018

Validity period of the  
Share Options: From 30 June 2017 to 29 June 2020 (both dates  
inclusive), subject to acceptance of the Share  
Options

Vesting conditions: All the Share Options granted have no vesting period  
or vesting condition

Among the Share Options granted above, Share Options to subscribe for up to a total of  
(i) 147,200,000 Option Shares were granted to five Directors; and (ii) 396,800,000  
Option Shares were granted to other Grantees, details of which are set out as follows:

<b>Name of Grantees</b>	<b>Position held with the Company</b>	<b>Number of Option Shares to be allotted and issued upon exercise in full of the Share Options granted</b>
1. Directors		
(a) Li Mingming	Executive Director	64,000,000
(b) Li Liping	Executive Director	64,000,000
(c) Xiong Hong	Independent non-executive Director	6,400,000
(d) Wan Tat Wai David	Independent non-executive Director	6,400,000
(e) Ho Yuk Ming Hugo	Independent non-executive Director	6,400,000
2. Other employees of the Group		396,800,000
Total:		544,000,000

The grant of the Share Options to all Directors has been approved by the independent non-executive Directors and each of the independent non-executive Directors has abstained from voting on the resolution in respect of the grant of Share Option(s) to himself.

Each of the Grantees has also abstained from voting at the board meeting(s) so far as the resolution(s) for approval of the grant of the Share Option(s) to each of them was concerned.

Save as disclosed in this announcement, none of the Grantees is a director, chief executive or substantial shareholder (as defined in the GEM Listing Rules) of the Company, nor associates (as defined in the GEM Listing Rules) of any of them.

### **CHANGE OF CHAIRMAN OF THE NOMINATION COMMITTEE**

As at the date of this announcement, Mr. Li Mingming has ceased to be the chairman of the nomination committee. Mr. Chen Yunchuo (“**Mr. Chen**”), the chairman and an executive Director of the Company, has been appointed as the chairman of the nomination committee of the Company with effect from 30 June 2017.

Following the appointment of Mr. Chen as the chairman of the nomination committee of the Company, the Company has fulfilled the requirements of the Code Provision of the A.5.1 of the Corporate Governance Code set out in Appendix 15 to the GEM Listing Rules.

By order of the Board  
**King Force Group Holdings Limited**  
**Chen Yunchuo**  
*Chairman*

Hong Kong, 30 June 2017

*As at the date of this announcement, the executive Directors are Mr. Li Mingming, Mr. Cheng Rui, Ms. Li Liping and Mr. Chen Yunchuo; and the independent non-executive Directors are Mr. Xiong Hong, Mr. Wan Tat Wai David and Mr. Ho Yuk Ming Hugo.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) and, in the case of this announcement, on the “Latest Company Announcements” page for at least 7 days from the date of its posting. This announcement will also be published on the Company’s website at [www.kingforce.com.hk](http://www.kingforce.com.hk).*