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A8 New Media Group Limited

A8新媒體集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 800)

GRANT OF SHARE OPTION

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 (“**Stock Exchange**”) (“**Listing Rules**”).

The board (“**Board**”) of directors (“**Directors**”) of A8 New Media Group Limited (“**Company**”) hereby announces that on 5 April 2017, the Company has granted to Mr. Lin Qian (“**Mr. Lin**”), the chief financial officer of the Company, subject to acceptance by Mr. Lin, a share option (“**Option**”) to subscribe for an aggregate of 5,000,000 ordinary shares of HK\$0.01 each in the share capital of the Company (“**Shares**”) (upon exercise in full and subject to adjustment in accordance with the share option scheme adopted by the Company on 26 May 2008 (“**Share Option Scheme**”)) under the Share Option Scheme. Details of the Option are set out below:

Date of grant : 5 April 2017 (“**Date of Grant**”)

Exercise price of Option granted : HK\$0.512 per Share (“**Exercise Price**”)

The Exercise Price represents the highest of:

- (i) the closing price of HK\$0.500 per Share as stated in the daily quotations sheet issued by the Stock Exchange on 5 April 2017, being the Date of Grant;
- (ii) the average closing price of HK\$0.512 per Share as stated in the daily quotations sheet issued by the Stock Exchange for the five business days immediately preceding the Date of Grant; and
- (iii) the nominal value of the Share, which is HK\$0.01.

- Total number of Shares to be issued upon exercise in full of the Option granted : 5,000,000 Shares (representing approximately 0.18% of the total issued share capital of the Company as at the date of this announcement)
- Vesting period of the Option : The Option shall be vested in four equal tranches commencing on 24 December 2017 and on every anniversary thereafter, as to 25% of the Option for the first tranche and 25% of the Option on each of the following three tranches
- Validity period of the Option (subject to acceptance) : Each tranche of the Option is exercisable from the date of vesting to the earlier of (i) the date on which such Option lapses in accordance with the terms of the Share Option Scheme; or (ii) 5 April 2024, being the date falling 7 years from the Date of Grant
- Consideration for the grant of the Option : HK\$1.00 to be paid by Mr. Lin upon the acceptance of the Option granted

As at the Date of the Grant, the Company had 2,766,992,628 Shares in issue.

The grant of the Option to Mr. Lin has been reviewed and approved by the independent non-executive Directors.

On behalf of the Board
A8 New Media Group Limited
Liu Xiaosong
Chairman & Executive Director

Hong Kong, 5 April 2017

As at the date of this announcement, the Board of the Company comprises:

- (1) Executive Directors namely Mr. Liu Xiaosong and Mr. Liu Pun Leung; and*
- (2) Independent Non-Executive Directors namely Mr. Chan Yiu Kwong, Ms. Wu Shihong and Mr. Li Feng.*