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D&G TECHNOLOGY HOLDING COMPANY LIMITED

德基科技控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1301)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 17.06A of the Rules Governing the Listing of Securities (the “**Listing Rules**”) on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of Directors (the “**Directors**”) of D&G Technology Holding Company Limited (the “**Company**”) announces that, on 20 April 2016, the Board resolved to grant a total of 24,700,000 share options (the “**Options**”) to certain eligible participants (the “**Grantees**”) to subscribe for ordinary shares of the Company (the “**Shares**”) under the share option scheme adopted by the Company on 6 May 2015, subject to acceptance of the Grantees. Details of the Options granted are set out below:

Date of grant:	20 April 2016
Exercise price of Options granted:	HK\$0.88, being not less than the higher of (i) the closing price of HK\$0.86 per Share as stated in the Stock Exchange’s daily quotations sheet on the date of grant; (ii) the average closing price of HK\$0.88 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 HK\$0.01 per Share
Number of Options granted:	24,700,000 Options, each Option shall entitle the holder of the Option to subscribe for one Share

Validity period of the Options: 8,060,000 Options are exercisable during the period from 1 October 2016 to 19 April 2021 (both dates inclusive)

8,060,000 Options are exercisable during the period from 1 October 2017 to 19 April 2021 (both dates inclusive)

8,580,000 Options are exercisable during the period from 1 October 2018 to 19 April 2021 (both dates inclusive)

Among the total of 24,700,000 Options granted, 19,700,000 Options were granted to the Directors with details as follows:

Name of Directors	Position	Number of Options granted
Mr. Choi Hung Nang	Executive Director	4,000,000
Ms. Choi Kwan Li, Glendy	Executive Director	4,000,000
Mr. Choi Hon Ting, Derek	Executive Director	4,000,000
Mr. Liu Tom Jing-zhi	Executive Director	2,000,000
Mr. Lao Kam Chi	Executive Director	2,000,000
Mr. Yu Ronghua	Executive Director	2,000,000
Mr. Chan Lewis	Non-executive Director	300,000
Mr. Law Wang Chak, Waltery	Independent	400,000
	Non-executive Director	
Mr. Li Zongjin	Independent	300,000
	Non-executive Director	
Mr. Lee Wai Yat, Paco	Independent	300,000
	Non-executive Director	
Mr. Fok Wai Shun, Wilson	Independent	400,000
	Non-executive Director	

The grant of Options to the executive Directors and chief executives of the Company had been approved by the independent non-executive Directors and is not subject to approval by shareholders of the Company under Rule 17.04(1) of the Listing Rules.

Each Director (including the independent non-executive Directors) had abstained from voting on the resolution relating to the Options granted to himself and his respective associates and had not been counted towards the quorum of the Board meeting in respect of such resolution.

Save as disclosed above, none of the grantees is a Director, chief executive or substantial shareholder of the Company, nor any of their respective associates (as defined under the Listing Rules) of any of them.

By Order of the Board
D&G Technology Holding Company Limited
Choi Hung Nang
Chairman

Hong Kong, 20 April 2016

As at the date of this announcement, the executive directors of the Company are Mr. Choi Hung Nang, Ms. Choi Kwan Li, Glendy, Mr. Choi Hon Ting, Derek, Mr. Liu Tom Jing-zhi, Mr. Lao Kam Chi and Mr. Yu Ronghua; the non-executive director of the Company is Mr. Chan Lewis; and the independent non-executive directors of the Company are Mr. Law Wang Chak, Waltery, Mr. Li Zongjin, Mr. Lee Wai Yat, Paco and Mr. Fok Wai Shun, Wilson.