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## **SINO GOLF HOLDINGS LIMITED**

**順龍控股有限公司\***

*(Incorporated in Bermuda with limited liability)*

(Stock Code: 00361)

### **GRANT OF SHARE OPTIONS**

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

The board (the “**Board**”) of directors of Sino Golf Holdings Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) hereby announces the Board had resolved to grant share options (the “**Options**”) to certain individuals (the “**Grantees**”) to subscribe for a total of 8,000,000 ordinary shares of HK\$0.10 each in the share capital of the Company (each a “**Share**”), subject to acceptance of the Grantees, under the share option scheme adopted by the Company on 5 June 2012 (the “**Share Option Scheme**”) and the payment of HK\$1.00 by each of the Grantees upon acceptance of the Options. Details of the Options granted are set out below:

Date of grant	:	11 July 2013 (the “ <b>Date of Grant</b> ”)
Exercise price of Options granted	:	HK\$0.370 per Share (subject to adjustments, if any, in accordance with the terms of the Share Option Scheme and the Listing Rules)  (being not less than the highest of (i) the closing price of HK\$0.370 per Share as quoted in the Stock Exchange’s daily quotation sheet on the Date of Grant; (ii) the average closing price of HK\$0.349 per Share as quoted in the Stock Exchange’s daily quotation sheets for the five business days immediately preceding the Date of Grant; and (iii) the nominal value of HK\$0.10 per Share)
Total number of Options granted	:	8,000,000
Exercise period of Options	:	From the date of acceptance of the Options granted to 10 July 2015 (both dates inclusive)

\* *For identification purpose only*

Lock-up period : From the Date of Grant to 1 February 2015 (both dates inclusive), each of the Grantees undertakes and warrants to the Company not to offer, lend, sell, contract to sell, pledge, grant any option to purchase or otherwise dispose of, any of the Shares to be allotted and issued upon the exercise of an Option granted to him (the “**Exercised Shares**”) or enter into a transaction (including a derivative transaction) having an economic effect similar to that of a sale or enter into any swap or similar agreement that transfers, in whole or in part, the economic risk of ownership of any of the Exercised Shares, whether any such transaction described above is to be settled by delivery of any of the Exercised Shares, in cash or otherwise or publicly announce any intention to offer, lend, sell, pledge, contract to sell, grant any option to purchase or otherwise dispose of, any of the Exercised Shares or enter into by any swap or similar agreement described above or deposit any of the Exercised Shares in any depository receipt facility, without prior written consent of the Company.

In the event of any breach of the aforesaid undertaking or any other terms of the Options on the part of the Grantee(s), without prejudice to any other rights and remedies of the Company, the Company shall be entitled to take all necessary remedial actions which it considers appropriate including but not limited to requesting the Grantee(s) in default to surrender all the Exercised Shares and to indemnify against any loss, liability, damages, claims, expenses and costs which may be suffered by the Company and cancellation of all outstanding Options.

None of the Grantees is a director, chief executive or substantial shareholder of the Company or any of their respective associates (as defined under the Listing Rules). All Grantees are employees of the Group.

By order of the Board  
**Sino Golf Holdings Limited**  
**CHU Chun Man, Augustine**  
*Chairman*

Hong Kong, 11 July 2013

*As at the date hereof, the board of directors of the Company comprises 6 directors, of which 3 are Executive Directors, namely Mr. CHU Chun Man, Augustine; Mr. CHU Yuk Man, Simon and Mr. CHANG Hua Jung; and the rest of 3 are Independent Non-Executive Directors, namely Mr. CHOY Tak Ho; Ms. CHIU Lai Kuen, Susanna and Mr. ZHU Shengli.*