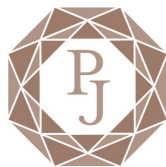


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PERFECT GROUP INTERNATIONAL HOLDINGS LIMITED

保發集團國際控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 3326)

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**”).

On 31 May 2017, the board (the “**Board**”) of directors (the “**Director(s)**”) of Perfect Group International Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) resolved to grant a total of 13,494,000 share options (the “**Share Options**”) to certain Directors and employees of the Group (the “**Grantees**”) to subscribe for shares of HK\$0.01 each in the Company (the “**Share(s)**”), subject to acceptance of the Grantees, under the share option scheme adopted by the Company on 14 December 2015 as rewards for the Grantees’ contribution to the continual operation and development of the Group.

Each of the Share Options shall entitle the holder thereof to subscribe for one Share upon exercise of such Share Option at an exercise price of HK\$3.21 per Share.

Details of the grant of the Share Options are as follows:

Date of grant:	31 May 2017
Exercise price of the Share Options granted:	HK\$3.21 per Share, which is at least the highest of (a) the closing price of HK\$3.21 per Share as stated in the daily quotation sheets issued by the Stock Exchange on the date of grant; (b) the average closing price of HK\$2.946 per Share as stated in the daily quotation sheets issued by the Stock Exchange for the five business days immediately preceding the date of grant; and (c) the nominal value of each Share of HK\$0.01

Number of the Share Options granted:	13,494,000 Share Options
Closing price of the Shares on the date of grant:	HK\$3.21 per Share
Vesting condition:	Subject to vesting in two tranches of: (a) 6,747,000 Share Options starting from 31 May 2018 (the first tranche); and (b) 6,747,000 Share Options starting from 31 May 2019 (the second tranche)
Exercise period of the Share Options:	(a) For the first tranche: from 31 May 2018 to 30 May 2023 (b) For the second tranche: from 31 May 2019 to 30 May 2024
Exercise restriction:	If as a result of the exercise of the Share Options (a) the public float as required under the Listing Rules, currently being 25% of the issued share capital of the Company as enlarged by the issue of the Shares upon the exercise of the Share Options, cannot be maintained; or (b) the Grantees and/or the parties acting in concert with them will be obliged to make a general offer for all the Shares and other securities of the Company not already owned by them under Rule 26 of the Codes on Takeovers and Mergers and Share Buy-backs (the “ Takeovers Code ”), then the Share Options may only be exercised by the Grantees to the extent allowable under the Listing Rules or the Takeovers Code (as the case may be) the result of which will not violate the public float requirement or trigger any obligation to make a general offer

Among the Share Options granted, 2,490,000 Share Options were granted to the Directors and a substantial shareholder of the Company with details as follows:

Name of Grantees	Relationship with the Company	Number of Share Options
Mr. Kan Kin Kwong	Chairman of the Board, chief executive officer, executive Director and a substantial shareholder of the Company	450,000
Ms. Shek Mei Chun	Executive Director and the spouse of Mr. Kan Kin Kwong	420,000
Mr. Chung Chi Keung	Executive Director	420,000
Mr. He Dingding	Non-executive Director	300,000
Mr. Fan Chor Ho	Independent non-executive Director	300,000
Mr. Li Cheuk Wai	Independent non-executive Director	300,000
Mr. Wong Wai Keung Frederick	Independent non-executive Director	300,000

Save as disclosed above, none of the Grantees is a Director, chief executive or substantial shareholder of the Company or an associate (as defined in the Listing Rules) of any of them.

The grant of the Share Options to the above Directors has been approved by the independent non-executive Directors (with each of the independent non-executive Directors abstaining from voting in respect of the Share Options granted to him) in accordance with Rule 17.04(1) of the Listing Rules and by the remuneration committee of the Board.

By order of the Board
Perfect Group International Holdings Limited
Kan Kin Kwong
Chairman

Hong Kong, 31 May 2017

As at the date of this announcement, the executive Directors are Mr. Kan Kin Kwong, Ms. Shek Mei Chun and Mr. Chung Chi Keung; the non-executive Director is Mr. He Dingding; and the independent non-executive Directors are Mr. Fan Chor Ho, Mr. Li Cheuk Wai and Mr. Wong Wai Keung Frederick.