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## **GREATERCHINA PROFESSIONAL SERVICES LIMITED**

**漢華專業服務有限公司\***

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

**(Stock Code: 8193)**

### **GRANT OF SHARE OPTIONS**

This announcement is made pursuant to Rule 23.06A of the Rules (the “**GEM Listing Rules**”) Governing the Listing of Securities on The Growth Enterprise Market (the “**GEM**”) of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of Greater China Professional Services Limited (the “**Company**”, together with its subsidiaries as the “**Group**”) hereby announces on 3 August 2015 (the “**Date of Grant**”), the Board had resolved to grant a total of 26,570,000 share options (the “**Options**”) to two directors of the Company and a director of a subsidiary of the Company (the “**Director Grantees**”) and an employee of the Company (the “**Other Grantee**”, together with the Director Grantees, the “**Grantees**”), subject to the acceptance of the Grantees, under the share option scheme adopted by the Company on 18 May 2011 (the “**Share Option Scheme**”).

Details of the Options granted to the Director Grantees are as follows:

Date of grant	:	3 August 2015
Exercise price of Options granted	:	HK\$0.453 per share of HK\$0.01 each of the Company (each, a “ <b>Share</b> ”), representing the highest of (i) the closing price of HK\$0.43 per Share as quoted in the Stock Exchange’s daily quotations sheet on the Date of Grant; (ii) the average closing price of HK\$0.453 per Share as quoted 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	:	25,725,000 Options (each Option shall entitle the holder of the Option to subscribe for one Share)
Closing price of the Shares on the Date of Grant	:	HK\$0.43 per Share

\* *For identification purpose only*

- Validity period of the Options : Three years from 3 August 2015 to 2 August 2018 (both days inclusive)
- Exercise period of the Options : The Options granted to the Director Grantees shall be exercisable from 3 August 2015 to 2 August 2018 (both dates inclusive)

Among the 25,725,000 Options granted above, a total of 17,150,000 Options were granted to two Directors, the details of which are as follows:

<b>Name of Directors</b>	<b>Position held with the Company</b>	<b>Number of Options granted</b>
Yip Chung Wai, David	Executive Director	8,575,000
Wu Di	Executive Director	<u>8,575,000</u>
		<u><u>17,150,000</u></u>

Details of the Options granted to the Other Grantee are as follows:

- Date of grant : 3 August 2015
- Exercise price of Options granted : HK\$0.453 per Share, representing the highest of (i) the closing price of HK\$0.43 per Share as quoted in the Stock Exchange's daily quotations sheet on the Date of Grant; (ii) the average closing price of HK\$0.453 per Share as quoted 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 : 845,000 Options (each Option shall entitle the holder of the Option to subscribe for one Share)
- Closing price of the Shares on the Date of Grant : HK\$0.43 per Share
- Validity period of the Options : Three years from 3 August 2015 to 2 August 2018 (both days inclusive), subject to the vesting condition as stated below
- Vesting Condition and exercise period of the Options : The Options granted to the Other Grantee shall be vested on the date falling the first anniversary of the Date of Grant and exercisable from 3 August 2016 to 2 August 2018 (both dates inclusive)

Each grant of Options to Mr. Yip Chung Wai, David and Mr. Wu Di has been approved by the independent non-executive Directors pursuant to Rule 23.04(1) of the GEM Listing Rules. Save as disclosed above, none of the Grantees is a Director, chief executive or substantial shareholder of the Company or an associate (as defined under the GEM Listing Rules) of any of them.

Given that the grant of Options to each of the Grantees will not result in the Shares issued and to be issued upon exercise of all Options already granted and to be granted (including Options exercised and outstanding) to each of the Grantees, collectively in the 12-month period up to and including the Date of Grant, representing in aggregate over 1% of the Shares in issue, the grant of Options to the Grantees is not required to be approved by the shareholders of the Company at general meeting pursuant to Rule 23.04(1) of the GEM Listing Rules.

By order of the Board  
**GreaterChina Professional Services Limited**  
**Ip Kwok Kwong**  
*Executive Director*

Hong Kong, 3 August 2015

*As at the date of this announcement, the Board comprises Mr. Ip Kwok Kwong (Managing Director), Mr. Yip Chung Wai, David and Mr. Wu Di as executive Directors; Ms. Ma Lin as non-executive Director; Mr. Tso Ping Cheong, Brian (Chairman), Mr. Chu Siu Lun, Ivan and Mr. So Chung Shing as independent non-executive Directors.*

*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 “Latest Company Announcements” page of the website of GEM ([www.hkgem.com](http://www.hkgem.com)) for at least 7 days from its date of publication and on the website of the Company at [www.gca.com.hk](http://www.gca.com.hk).*