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中國動力
China Dynamics

China Dynamics (Holdings) Limited

中國動力(控股)有限公司

(Incorporated in Bermuda with limited liability)

(Stock Code: 476)

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 of directors (the “Board”) of China Dynamics (Holdings) Limited (the “Company”) announces that on 10 March 2016 (the “Date of Grant”), the Company has granted a total of 370,000,000 share options (the “Options”) under the Company’s share option scheme adopted on 30 August 2013 (the “Scheme”) to certain Participants (as defined in the rules of the Scheme) of the Company (the “Grantees”), subject to acceptance by the Grantees. The Options shall entitle the Grantees to subscribe for a total of 370,000,000 new shares of HK\$0.01 each (“Share(s)”) in the capital of the Company. The details of the Options granted are set out below:

Date of Grant : 10 March 2016

Closing price of Options granted : HK\$0.285 per Share
on the Date of Grant

Exercise price of Options granted : HK\$0.30 per Share, which is not less than the highest of:
(a) the closing price of HK\$0.285 per Share as stated in the Stock Exchange’s daily quotations sheets on the Date of Grant;

- (b) the average closing price of HK\$0.271 per Share as stated in the Stock Exchange's daily quotations sheets for the five business days immediately preceding the Date of Grant; and
- (c) the nominal value of the Share

Number of Options granted : 370,000,000

Validity period of Options : The option period of the Options shall be ten years from the Date of Grant. Among the Options,

- (i) up to 20% of total number of Options granted can be exercised immediately;
- (ii) up to 40% of total number of Options granted can be exercised on or after 11 March 2017;
- (iii) up to 60% of total number of Options granted can be exercised on or after 11 March 2018;
- (iv) up to 80% of total number of Options granted can be exercised on or after 11 March 2019; and
- (v) up to 100% of total number of Options granted can be exercised on or after 11 March 2020.

58,500,000 of the above Options were offered to the following Grantees, each of whom is a Director of the Company:

<u>Name</u>	<u>Position in the Company</u>	<u>Number of Options offered</u>
Mr. Cheung Ngan	Executive Director	3,700,000
Mr. Lai Kwok Wai	Executive Director	30,000,000
Mr. Zhao Hong Feng	Non-executive Director	10,000,000
Mr. Zhou Jin Kai	Non-executive Director	3,700,000

Mr. Chan Francis Ping Kuen	Independent non-executive Director	3,700,000
Mr. Hu Guang	Independent non-executive Director	3,700,000
Mr. Chan Chak Paul	Independent non-executive Director	3,700,000

For and on behalf of the Board
China Dynamics (Holdings) Limited
Cheung Ngan
Chairman

Hong Kong, 10 March 2016

As at the date of this announcement, the Board comprises two executive Directors, namely Messrs. Cheung Ngan and Lai Kwok Wai, two non-executive Director, namely Messrs. Zhao Hong Feng and Zhou Jin Kai, and three independent non-executive Directors, namely Messrs. Chan Francis Ping Kuen, Hu Guang and Chan Chak Paul.