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TCL MULTIMEDIA TECHNOLOGY HOLDINGS LIMITED

TCL 多媒體科技控股有限公司

(the “Company”)

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 01070)

GRANT OF SHARE OPTIONS

AND

GRANT OF RESTRICTED SHARES

The Board of the Company hereby announces that on 23 January 2018, the Company granted:

- (1) Share Options to subscribe for a maximum of a total of 103,007,712 Shares under the Share Option Scheme to the Option Grantees entitled under the Share Option Scheme, subject to their acceptance; and
- (2) 44,315,290 Restricted Shares to the Restricted Shares Grantees under the Share Award Scheme, subject to their acceptance. Among the 638 Restricted Shares Grantees, 35 of them who are granted a total of 10,981,683 Restricted Shares are connected persons of the Company.

Grant of Share Options

The board (the “Board”) of directors (the “Directors”) of TCL Multimedia Technology Holdings Limited (the “Company”, together with its subsidiaries, collectively the “Group”) hereby announces that on 23 January 2018, the Company granted to certain participants in their capacity as employee(s), officer(s) (including director(s)) and/or consultant(s) of the Group (the “Option Grantees”) entitled under the share option scheme adopted by the Company on 18 May 2016 (the “Share Option Scheme”), subject to their acceptance, share options (the “Share Options”) carrying rights to subscribe for a maximum of a total of 103,007,712 ordinary shares of the Company of HK\$1.00 each (the “Shares”) under the Share Option Scheme.

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

- Date of grant : 23 January 2018
- Maximum number of Shares to be issued upon exercise of the Share Options granted in full : 103,007,712 Shares
- Exercise price of Share Options granted : HK\$4.152, which represents the highest of:
- (i) the closing price of the Shares of HK\$4.02 on the date of grant;
 - (ii) the average closing price of the Shares of HK\$4.152 for five business days immediately preceding the date of grant; and
 - (iii) the par value of the Shares of HK\$1.00
- Closing price of the Shares on the date of grant : HK\$4.02
- Exercise period of the Share Options
- 1) Depending on fulfillment/achievement of the certain performance conditions (including among others, KPI, profit performance target and/or individual results performance target etc.) (“Targets”) for the year ending 31 December 2018 as set out in the respective letters of grant, up to about one-sixth of the Share Options are exercisable commencing from 18 May 2019 to 22 January 2024 and up to another about one-sixth of Share Options are exercisable commencing from 9 January 2020 to 22 January 2024;
 - 2) Further, depending on fulfillment/achievement of the Targets for the year ending 31 December 2019 as set out in the respective letters of grant, up to about one-sixth of the Share Options are exercisable commencing from 18 May 2020 to 22 January 2024 and up to another about one-sixth of Share Options are exercisable commencing from 9 January 2021 to 22 January 2024; and

- 3) In addition, depending on fulfillment of the Targets for the year ending 31 December 2020 as set out in the respective letters of grant, up to about one-sixth of the Share Options are exercisable commencing from 18 May 2021 to 22 January 2024 and up to another about one-sixth of Share Options are exercisable commencing from 9 January 2022 to 22 January 2024.

If all or part of the Targets for any of the years ending 31 December 2018, 2019 and 2020 are not achieved/fulfilled, all or part of the Share Options (as the case may be) corresponding to the Targets of the relevant years shall not become exercisable as scheduled.

The actual number of Share Options which would become exercisable would be determined by the Company based on the fulfilment/achievement of the Targets.

Validity period of the Share Options : Up to 22 January 2024

Among the abovementioned Share Options granted, Share Options carrying rights to subscribe for a total of maximum of 11,801,472 Shares were granted to the following persons who are a Director, a chief executive or a substantial shareholder (within the meaning as ascribed to it under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”)) of the Company, or any of their respective associate(s) (within the meaning as ascribed to it under the Listing Rules):

Name	Position(s) held with the Company	Maximum number of Shares to be issued upon exercise of the Share Options granted
Mr. BO Lianming	Executive Director and Chairman	4,301,397
Mr. WANG Cheng Kevin	Executive Director and Chief Executive Officer	4,301,397
Mr. YAN Xiaolin	Executive Director	116,442

Name	Position(s) held with the Company	Maximum number of Shares to be issued upon exercise of the Share Options granted
Mr. WANG Yi Michael	Executive Director and Chief Financial Officer	2,150,700
Mr. Albert Thomas DA ROSA, Junior	Non-executive Director	116,442
Mr. HUANG Xubin	Non-executive Director	116,442
Mr. ZHANG Zhiwei	Non-executive Director	116,442
Mr. LIU Hong	Non-executive Director	116,442
Mr. Robert Maarten WESTERHOF	Independent non-executive Director	116,442
Dr. TSENG Shieng-chang Carter	Independent non-executive Director	116,442
Professor WANG Yijiang	Independent non-executive Director	116,442
Mr. LAU Siu Ki	Independent non-executive Director	116,442

Each of the grant of the Share Options to the above Option Grantee(s) who is/are a Director, chief executive or substantial shareholder (within the meaning as ascribed to it under the Listing Rules) of the Company, or any of their respective associates has been approved by all the independent non-executive Directors (with the relevant independent non-executive Director abstained from voting in the relevant resolution relating to the grant of Share Options to him) pursuant to Rule 17.04(1) of the Listing Rules and the provisions of the Share Option Scheme.

Save as disclosed in this announcement, none of the Option Grantees is a Director, chief executive or substantial shareholder (within the meaning as ascribed to it under the Listing Rules) of the Company, or any of their respective associate(s) (within the meaning as ascribed to it under the Listing Rules).

The Company will be fully responsible for all the costs incurred for the grant of Share Options.

Grant of Restricted Shares

On 23 January 2018, the Company also granted 44,315,290 restricted shares (“Restricted Shares”) to 638 grantees (“Restricted Shares Grantees”), subject to their acceptance, under the restricted share award scheme adopted by the Company on 6 February 2008 (as amended or revised from time to time) comprising the trust for management (including connected persons) and the trust for employees and others (who are not connected persons) (the “Share Award Scheme”). Among the 638 Restricted Shares Grantees, 35 of them who are granted a total of 10,981,683 Restricted Shares are connected persons (as defined under Chapter 14A of the Listing Rules) of the Company. Each of such grants to the Restricted Shares Grantees who are connected persons is *de minimis* transaction is fully exempt.

This disclosure is made pursuant to the circular of the Company dated 27 July 2015, in which it was stated that the Company would make further announcement as soon as practicable after the grant of share award under the Share Award Scheme in respect of, inter alia, any grant of Restricted Shares using existing shares to connected persons (as defined under Chapter 14A of the Listing Rules) of the Company.

On behalf of the Board
BO Lianming
Chairman

Hong Kong, 23 January 2018

As at the date of this announcement, the Board comprises Mr. BO Lianming, Mr. WANG Cheng Kevin, Mr. YAN Xiaolin and Mr. WANG Yi Michael as executive directors, Mr. Albert Thomas DA ROSA, Junior, Mr. HUANG Xubin, Mr. ZHANG Zhiwei and Mr. LIU Hong as non-executive directors and Mr. Robert Maarten WESTERHOF, Dr. TSENG Shieng-chang Carter and Professor WANG Yijiang and Mr. LAU Siu Ki as independent non-executive directors.