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VALUE CONVERGENCE HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

Website: <http://www.vcgroup.com.hk>

(Stock Code: 821)

GRANT OF SHARE OPTIONS

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

The board (the “**Board**”) of directors (“**Directors**”) of Value Convergence Holdings Limited (the “**Company**”) announces that, on 24 January 2018, the Company granted a total of 66,256,000 share options (the “**Share Options**”) to the eligible grantees (collectively, the “**Grantees**”), subject to acceptance of the Grantees, under the Company’s share option scheme adopted on 8 June 2009. The Share Options shall entitle the Grantees to subscribe for a total of 66,256,000 new ordinary shares (the “**Shares**”) in the capital of the Company. Details of the Share Options granted are set out below:

Date of grant	: 24 January 2018
Exercise price of Share Options granted	: HK\$1.67 per Share (Being the highest of (i) the closing price of HK\$1.62 per Share as stated in the Stock Exchange’s daily quotations sheet on the date of the grant of the Share Options; and (ii) the average closing price of HK\$1.67 per Share as stated in the Stock Exchange’s daily quotations sheets for the five business days immediately preceding the date of grant of the Share Options.)
Number of Share Options granted	: 66,256,000
Closing price of the Share on the date of grant	: HK\$1.62

Validity period of the Share Options : Three years, from 24 January 2018 to 23 January 2021 (both dates inclusive)

Among the Share Options granted above, 9,332,000 Share Options were granted to the Directors and a substantial shareholder of the Company, with details as follows:-

<u>Name of Directors</u>	<u>Position(s) held with the Company</u>	<u>Number of Share Options</u>
Mr. Chung Chi Shing, Eric	Chairman, Executive Director and Substantial Shareholder	792,000
Mr. Lin Hoi Kwong, Aristo	Executive Director	7,940,000
Mr. Wong Chung Kin, Quentin	Independent Non-executive Director	200,000
Mr. Wong Kam Choi, Kerry, MH	Independent Non-executive Director	200,000
Mr. Siu Miu Man, Simon	Independent Non-executive Director	200,000

Each grant of the Share Options to the above Directors and substantial shareholder of the Company has been approved by the independent non-executive Directors pursuant to Rule 17.04(1) of the Listing Rules (save and except for the relevant independent non-executive Directors who is the Grantee whom has abstained from voting towards the respective resolutions in relation to the grant of Options to himself on 24 January 2018.)

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

By Order of the Board of
Value Convergence Holdings Limited
Chung Chi Shing, Eric
Chairman and Executive Director

Hong Kong, 24 January 2018

As at the date of this announcement, the board of Directors comprises five Executive Directors, namely, Mr. Chung Chi Shing, Eric (Chairman), Mr. Zhou, Francis Bingrong (Vice Chairman), Mr. Tin Ka Pak, Timmy (Chief Executive Officer), Mr. Lin Hoi Kwong, Aristo and Mr. Xie Jintai; and three Independent Non-executive Directors, namely, Mr. Wong Chung Kin, Quentin, Mr. Wong Kam Choi, Kerry, MH and Mr. Siu Miu Man, Simon.