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## **CL GROUP (HOLDINGS) LIMITED**

### **昌利（控股）有限公司**

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

**(Stock Code: 8098)**

## **GRANT OF SHARE OPTIONS**

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

The board of directors (the “**Board**”) of CL Group (Holdings) Limited (the “**Company**”) announces that on 9 April 2014, 50,000,000 share options (the “**Share Options**”) to subscribe for ordinary shares (the “**Share**”) of HK\$0.01 each of the Company was granted, subject to the acceptance of the grantee, under the share option scheme of the Company adopted on 22 February 2011, to the directors and certain employee of the Company and eligible participants (collectively the “**Grantees**”) with details as follows:

Date of grant	:	9 April 2014
Exercise Price of Share Options Granted	:	HK\$0.455 per Share, which is the highest of:  (a) the closing price of HK\$0.41 per Share as stated in the Stock Exchange’s daily quotations sheets on the date of grant; (b) the average closing price of HK\$0.455 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, subject to adjustments
Number of Share Options granted	:	50,000,000 Share Options (each Share Option shall entitle the holder of the Share Options to subscribe for one Share)
Exercise period of the Share Options	:	9 April 2014 to 8 April 2023 (both days inclusive)

Among the total 50,000,000 Share Options, 30,000,000 Share Options were granted to the directors of the Company with details as follows:

<b>Name of Directors</b>	<b>Position</b>	<b>Number of Options</b>
Mr. KWOK Kin Chung	Executive Director	10,000,000
Mr. LAU Kin Hon	Executive Director	10,000,000
Ms. YU Linda	Executive Director	<u>10,000,000</u>
		<u><u>30,000,000</u></u>

By Order of the Board  
**CL Group (Holdings) Limited**  
**Kwok Kin Chung**  
*Executive Director*

Hong Kong, 9 April 2014

The Directors of the Company as at the date of this announcement are:

*Non-executive Director:*

Mr. Alexis Ventouras (*Chairman*)

*Executive Directors:*

Mr. Kwok Kin Chung (*Chief Executive Officer*)

Mr. Lau Kin Hon

Ms. Yu Linda

*Independent non-executive Directors:*

Mr. Au-Yeung Tai Hong Rorce

Ms. Choy Wing Man

Mr. Chiu Wai Keung

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the Growth Enterprise Market (the “GEM”) of The Stock Exchange of Hong Kong Limited 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 appear on the GEM website (www.hkgem.com) on the “Latest Company Announcements” page for at least 7 days from the date of its posting and on the website of the Company at www.cheongleesec.com.hk*