

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



中 软 国 际

CHINASOFT INTERNATIONAL LIMITED

中 軟 國 際 有 限 公 司 *

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 354)

GRANT OF SHARE OPTIONS

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

The board of directors of Chinasoft International Limited (the “**Company**”) announces that on 16 December, 2015, the Company granted an aggregate of 38,000,000 share options (the “**Options**”) to certain eligible grantees (the “**Grantees**”), subject to acceptance by the Grantees, under the share option scheme of the Company adopted on 20 May, 2013. The Options entitle the Grantees to subscribe for an aggregate of 38,000,000 new ordinary shares of HK\$0.05 each in the capital of the Company (“**Shares**”) upon exercise in full. The exercise price of the Options is HK\$3.27 per Share, which represents the highest of (i) the closing price of HK\$3.27 per Share on the date of grant of the Options; (ii) the average closing price of HK\$3.216 per Share as stated in the daily quotation sheets issued by the Stock Exchange for the five business days immediately preceding the date of grant of the Options; and (iii) the nominal value of the Shares.

The Options are exercisable during the following periods:

- (i) up to 30% of the Options granted to each Grantee from 16 December, 2015 to 15 December, 2018;
- (ii) up to a further 30% of the Options granted to each Grantee from 16 December, 2016 to 15 December, 2018; and
- (iii) up to a further 40% of the Options granted to each Grantee from 15 December, 2017 to 15 December, 2018.

Among the 38,000,000 Options granted, 3,000,000 Options were granted to Dr. Zhang Yaqin, the Independent Non-executive Director of the Company. The granting of Options to Dr. Zhang Yaqin and other Grantees have been reviewed by Remuneration Committee of the Company and approved by the Independent Non-executive Directors of the Company (excluding the Independent Non-executive Director who is the Grantee).

By order of the Board
Chinasoft International Limited
Dr. Chen Yuhong
Chairman and Chief Executive Officer

16 December 2015, Hong Kong

As at the date of this announcement, the Board comprises three executive Directors, namely Dr. Chen Yuhong (Chairman), Dr. Tang Zhenming and Mr. Wang Hui, one non-executive Director, namely Dr. Zhang Yaqin, and three independent non-executive Directors, namely Mr. Zeng Zhijie, Dr. Leung Wing Yin Patrick and Dr. Lai Guanrong.

* *For identification purposes only*