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## **MINTH GROUP LIMITED**

### **敏實集團有限公司**

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

**(Stock Code: 425)**

### **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 "Listing Rules").

The board (the "Board") of directors ("Directors") of Minth Group Limited (the "Company") announces that on 31 May 2012 ("Date of Grant"), the Company offered to grant share options (the "Share Options") to a number of grantees (the "Grantees") to subscribe for up to 2,690,000 shares of HK\$0.10 each (the "Shares") in the issued share capital of the Company pursuant to the share option scheme adopted by the Company on 22 May 2012 (the "Scheme"). Details of the grant of the Share Options are set out below.

Date of Grant:	31 May 2012
Exercise price of the Share Options:	HK\$9.13 per share, which represents the highest of (i) the closing price of HK\$9.10 per Share as stated in the daily quotations sheet of the Stock Exchange on 31 May 2012, being the Date of Grant; (ii) the average closing price of HK\$9.13 per Share as stated in the daily quotations sheet of the Stock Exchange for the five business days immediately preceding the Date of Grant; and (iii) the nominal value of the Share on the Date of Grant.
Number of Share Options granted:	a total of 2,690,000 Share Option
Closing price of the Shares on the Date of Grant:	HK\$9.10 per share
Validity period of the Share Options:	from 30 May 2013 to 30 May 2017 (both days inclusive)

- Exercise restrictions:
- (i) up to 30% of the Share Options granted to each of the Grantees on or after 30 May 2013;
  - (ii) up to a further 30% of the Share Options granted to each of the Grantees on or after 30 May 2014; and
  - (iii) all of the remaining Share Options granted to each of the Grantees on or after 30 May 2015,
- and in each case, not later than 30 May 2017.

Each Share Option shall entitle the Grantee to subscribe for one Share upon exercise of such Share Option at a subscription price of HK\$9.13 per Share.

The Grantees are all eligible participants under the Scheme. None of the Grantees of the Share Options is a Director, chief executive or substantial shareholder of the Company, or an associate (as defined under the Listing Rules) of any of them.

By Order of the Board  
**MINTH GROUP LIMITED**  
**Chin Jong Hwa**  
*Chairman*

Hong Kong, 31 May 2012

*As of the date of this notice, the board of directors comprises Mr. Chin Jong Hwa, Mr. Shi Jian Hui, Mr. Zhao Feng and Mr. Kawaguchi Kiyoshi, being executive Directors, Ms. Yu Zheng, Mr. He Dong Han and Mr. Mu Wei Zhong, being non-executive Directors, Mr. Wu Fred Fong, Dr. Wang Ching and Mr. Zhang Liren, being independent non-executive Directors.*