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## **China Smartpay Group Holdings Limited**

**中國支付通集團控股有限公司**

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

**(Stock Code: 8325)**

### **GRANT OF SHARE OPTIONS**

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

The board (the “**Board**”) of directors (“**Director(s)**”) of China Smartpay Group Holdings Limited (the “**Company**”) hereby announces that on 23 August 2021, the Company granted share options (the “**Share Option(s)**”) to certain eligible participants (the “**Grantee(s)**”) to subscribe for a total of 197,300,000 ordinary shares (the “**Share(s)**”) of a nominal or par value of HK\$0.01 each in the share capital of the Company under the share option scheme (the “**Share Option Scheme**”) adopted by the Company at the extraordinary general meeting held on 13 May 2021, subject to acceptance by the Grantees and the terms and conditions of the Share Option Scheme. Details of the Share Options granted are set out as follows:

Date of grant : 23 August 2021 (the “**Date of Grant**”).

Exercise price of the : HK\$0.2 per Share, which is not less than the highest of:  
Share Options granted

- (i) the closing price of HK\$0.183 per Share as stated in the Stock Exchange’s daily quotations sheet on the Date of Grant;
- (ii) the average closing price of HK\$0.1856 per Share as stated in the Stock Exchange’s daily quotations sheets for the five business days immediately preceding the Date of Grant; and
- (iii) the nominal value of HK\$0.01 per Share.

Number of Share Options granted	:	197,300,000 Share Options (Each Share Option shall entitle the Grantees to subscribe for one Share.)
Closing price of the Shares on the Date of Grant	:	HK\$0.183 per Share
Validity period of the Share Options (subject to acceptance)	:	The Share Options shall have a validity period of 3 years from 23 August 2021 to 22 August 2024, subject to the vesting conditions as stated in the offer letter and the provisions contained in the Share Option Scheme.

One third of the Share Options shall be vested on the date falling on the first anniversary of the Date of Grant and exercisable from 23 August 2022 to 22 August 2024, both dates inclusive.

Another one third of the Share Options shall be vested on the date falling on the second anniversary of the Date of Grant and exercisable from 23 August 2023 to 22 August 2024, both dates inclusive.

The remaining of the Share Options shall be vested on 15 August 2024 and exercisable from 15 August 2024 to 22 August 2024, both dates inclusive.

Out of the aforesaid 197,300,000 Share Options granted above, a total of 46,000,000 Share Options were granted to the following Directors, details of which are set out below:

<b>Name of Directors</b>	<b>Position</b>	<b>Number of Share Options granted</b>
Lin Xiaofeng	Executive Director	8,000,000
Song Xiangping	Executive Director	19,000,000
Wu Hao	Executive Director	19,000,000

The grant of the Share Options to the above Directors has been approved by the independent non-executive Directors in accordance with Rule 23.04(1) of the GEM Listing Rules.

Save as disclosed above, none of the Grantees is a Director, chief executive or substantial shareholder of the Company or any of their respective associate(s) (as defined in the GEM Listing Rules).

By Order of the Board  
**China Smartpay Group Holdings Limited**  
**Zhang Xi**  
Chairman

Hong Kong, 23 August 2021

*As at the date of this announcement, the Board comprises (i) four executive Directors, namely, Mr. Zhang Xi, Mr. Wu Hao, Mr. Lin Xiaofeng and Mr. Song Xiangping; and (ii) three independent non-executive Directors, namely, Mr. Wang Yiming, Mr. Lu Dongcheng and Dr. Yuan Shumin.*

*This announcement, for which all the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules 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 remain on the “Latest Listed Company Information” page of the GEM website at <http://www.hkgem.com> for at least 7 days from the date of its posting. The announcement will also be published on the Company’s website at <http://www.chinasmartpay.com>.*