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# K Group

## K GROUP HOLDINGS LIMITED

### 千盛集團控股有限公司

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

**(Stock Code: 8475)**

## 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 the GEM of the Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”).

The board (the “**Board**”) of directors (the “**Directors**”) of K Group Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) hereby announces that a total of 1,888,000 share options (the “**Options**” and each an “**Option**”) were granted by the Company to eligible participants of the Group (the “**Grantees**”) under the share option scheme adopted by the Company on 23 July 2018 (the “**Share Option Scheme**”), subject to acceptance by the Grantees. The following are the details of the Options granted:

Date of grant:	27 October 2023 (the “ <b>Date of Grant</b> ”)
Exercise price of the Options granted:	HK\$0.319 to subscribe for one ordinary share of the Company (the “ <b>Share</b> ”), which is the highest of: <ul style="list-style-type: none"><li>(i) The closing price of HK\$0.310 per Share as quoted on the Stock Exchange on the Date of Grant;</li><li>(ii) The average closing price of HK\$0.319 per Share as quoted on the Stock Exchange for the five business days immediately preceding the Date of Grant; and</li><li>(iii) The nominal value of HK\$0.1 each of the Share.</li></ul>
Number of Options granted:	1,888,000 Options (each Option shall entitle the holder of the Option to subscribe for one Share)

Validity period of the Options:	The Options shall be valid for 5 years commencing from the Date of Grant
Vesting schedule:	100% of the Options will be vested on, and exercisable from the Date of Grant
	The Board and the remuneration committee of the Board are of the view that a vesting period shorter than 12 months or no vesting period, as the case may be, is appropriate considering that the grants of the Share Options serve as a recognition of the Grantees' past contribution to the Group and as an incentive to the Grantees to continuous contribution to the development of the Group.
Exercise period of the Options:	5 years commencing from 27 October 2023 and expiring on 26 October 2028, both dates inclusive.
Performance target:	There is no performance target attached to the Options.
	The purpose of the Share Option Scheme is to provide incentive to eligible participants in order to promote the development and success of the business of the Group. The Options to be granted will give the Grantees an opportunity to have a personal stake in the Company and will help motivate the Grantee in optimizing their performance and efficiency. The number of Options to be granted are based on the work performance and potential of the Grantee and no additional performance target is imposed before the Options are vested to the Grantee. In view of the above, the remuneration committee of the Company considered the grant of Options aligned with the purpose of the Share Option Scheme.
Clawback mechanism:	The Options granted were subject to the clawback mechanism as set out in the terms of the Share Option Scheme, including but not limited to the lapse of Options upon the cessation of employment of the Grantees.
Financial assistance:	There is no arrangement for the Group to provide any financial assistance to any of the Grantees to facilitate the purchase of Shares under the Share Option Scheme.

All the Grantees are employees of the Group. None of the Grantees of the Options is a Director, chief executive nor substantial shareholder of the Company or an associate (as defined in the GEM Listing Rules) of any of them.

The Company believes that the grant of options to the employees provides motivations for them to continue to create value for the Company without affecting the operating cost of the Company. The number of Options granted to them is determined with reference to the market conditions and the potential benefits and/or income they may bring to the Group with the work they are involved in.

After the grant of the Options, there will be no Shares available for future grant under the Share Option Scheme.

By Order of the Board  
**K Group Holdings Limited**  
**Zhou Junqi**  
*Chairman and Executive Director*

Hong Kong, 27 October 2023

*As at the date of this announcement, the executive Directors are Mr. Zhou Junqi (Chairman), Mr. Chiang Ming Chun, Ms. Wong Pui Kei Peggy, Mr. Yeap Wei Han, Melvyn and Mr. Li Junjian; the non-executive Director is Mr. Su Shiyi; and the independent non-executive Directors are Mr. Chau Wing Nam, Mr. Lee Ming Yeung, Michael and Mr. Lei Xiongpeng.*

*This announcement, for which 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 Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk) for a minimum period of seven days from the date of its publication and on the Company's website at [www.kgroup.com.hk](http://www.kgroup.com.hk)*