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鷹君集團有限公司
Great Eagle
Holdings Limited

於百慕達註冊成立之有限公司
Incorporated in Bermuda with limited liability

(Stock Code: 41)

GRANT OF OPTIONS

The Board of the Company announces that on 27 February 2014, 3,537,000 Options were granted at an exercise price of HK\$26.05 per Share, subject to acceptance of the grantees, under the Share Option Scheme. 630,000 Options of the above Options were conditionally granted to Dr. Lo Ka Shui, the Chairman, Managing Director and a substantial shareholder of the Company, and 600,000 Options of the above Options were granted to the other Executive Directors.

Due to the postponement of the 2013 Annual Grant of Options, the number of Shares to be issued upon exercise of the Options granted to Dr. Lo Ka Shui under the 2013 Annual Grant of Options and the 2014 Annual Grant of Options during the past 12-month period representing in aggregate over 0.1% of the issued share capital of the Company and having an aggregate market value in excess of HK\$5 million. Accordingly, the grant of Options to and acceptance thereof by Dr. Lo Ka Shui under the 2014 Annual Grant of Options is conditional upon the approval by the Independent Shareholders pursuant to Rule 17.04 of the Listing Rules.

An ordinary resolution in this regard will be proposed at the forthcoming annual general meeting of the Company.

Reference is made to the announcement of the Company dated 6 June 2013 concerning the 2013 Annual Grant of Options. This announcement is made pursuant to Rules 17.04(1) and 17.06A of the Listing Rules.

The Board of Directors of the Company announces that on 27 February 2014, 3,537,000 Options to subscribe for Shares were granted, subject to acceptance of the grantees, under the Share Option Scheme. The details of the Options granted are set out below:

Date of Grant: 27 February 2014

Exercise price of Options granted: Each Option shall entitle the holder of the Option to subscribe for one Share upon exercise of such Option at an exercise price of HK\$26.05 per Share, being the highest of (i) the closing price of the Shares on the Date of Grant; (ii) HK\$25.43, being the average closing price of the Shares as quoted on the Stock Exchange for the 5 Business Days immediately preceding the Date of Grant; and (iii) HK\$0.5, being the nominal value of a Share

Number of Options granted: 3,537,000 Options

Closing price of the Shares on the Date of Grant: HK\$26.05 per Share

Validity period of the Options: The Options are exercisable for a period of 36 months commencing on the expiry of 24 months after the date upon which the Option is deemed to be granted and accepted, and expiring on the last day of the 36 month-period

With the approval of the Remuneration Committee comprising only the Independent Non-executive Directors, 630,000 Options of the above Options were conditionally granted to Dr. Lo Ka Shui and 600,000 Options of the above Options were granted to the other Executive Directors with details as follows:

<u>Name</u>	<u>Position in the Company</u>	<u>Number of Options</u>
Lo Ka Shui	Executive Director, Chairman and Managing Director	630,000
Lo Kai Shui	Executive Director and Deputy Managing Director	100,000
Lo Hong Sui, Antony	Executive Director	100,000
Law Wai Duen	Executive Director	100,000
Kan Tak Kwong	Executive Director and General Manager	300,000

It is the normal practice of the Company to grant Options to the eligible employees (including Executive Directors) each year shortly after the publication of annual results announcement of the Company in the first quarter. Pursuant to the Listing Rules, the Company is not allowed to grant any options before the publication of the announcement of any inside information. Since the spin-off and separate listing of the three Hong Kong hotel properties was completed in May 2013, the 2013 Annual Grant of Options was postponed to 6 June 2013 (instead of in the first quarter of 2013) and on that date 630,000 Options were granted to Dr. Lo Ka Shui, who being also a substantial shareholder of the Company.

Due to the postponement of the 2013 Annual Grant of Options, the number of Shares to be issued upon exercise of the Options granted to Dr. Lo Ka Shui under the 2013 Annual Grant of Options and the 2014 Annual Grant of Options during the past 12-month period representing in aggregate over 0.1% of the issued share capital of the Company and having an aggregate market value in excess of HK\$5 million. Accordingly, the grant of Options to and acceptance thereof by Dr. Lo Ka Shui under the 2014 Annual Grant of Options is conditional upon the approval by the Independent Shareholders pursuant to Rule 17.04 of the Listing Rules.

An ordinary resolution in this regard will be proposed at the forthcoming annual general meeting of the Company. A circular containing, among others, the details of the Options granted to Dr. Lo Ka Shui and the information required by the Listing Rules, together with the notice of annual general meeting, will be issued to the shareholders of the Company in due course.

DEFINITIONS

In this announcement, the following expression shall have the following meanings unless the context requires otherwise.

“2013 Annual Grant of Options”	annual grant of Options in 2013 as mentioned in the announcement of the Company dated 6 June 2013
“2014 Annual Grant of Options”	annual grant of Options in 2014 as mentioned in this announcement
“Board”	the Board of Directors
“Business Day”	any day on which the Stock Exchange is open for the business of dealing in securities
“Company”	Great Eagle Holdings Limited
“Date of Grant”	27 February 2014
“Director(s)”	the directors of the Company
“Hong Kong”	the Hong Kong Special Administrative Region of the People’s Republic of China
“Independent Shareholders”	shareholders other than the connected persons (as defined under the Listing Rules) of the Company
“Listing Rules”	Rules Governing the Listing of Securities on the Stock Exchange
“Option(s)”	option(s) granted or to be granted under the Share Option Scheme
“Share(s)”	share(s) of HK\$0.5 each in the capital of the Company
“Share Option Scheme”	the share option scheme of the Company adopted on 27 May 2009
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“HK\$”	Hong Kong dollar, the lawful currency of Hong Kong
“%”	per cent

By Order of the Board
Great Eagle Holdings Limited
Wong Mei Ling, Marina
Company Secretary

Hong Kong, 27 February 2014

As at the date of this announcement, the Board comprises five Executive Directors, namely Dr. LO Ka Shui (Chairman and Managing Director), Mr. LO Kai Shui (Deputy Managing Director), Mr. LO Hong Sui, Antony, Madam LAW Wai Duen and Mr. KAN Tak Kwong (General Manager); three Non-executive Directors, namely Madam LO TO Lee Kwan, Mr. LO Hong Sui, Vincent and Dr. LO Ying Sui; and four Independent Non-executive Directors, namely Mr. CHENG Hoi Chuen, Vincent, Professor WONG Yue Chim, Richard, Mrs. LEE Pui Ling, Angelina and Mr. ZHU Qi.