



(Incorporated in the Cayman Islands with Limited Liability)

Stock Code: 0575

15 October 2020

ANNOUNCEMENT



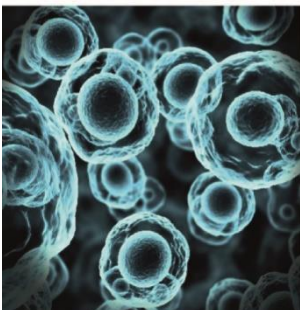
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OFFERS TO GRANT SHARE OPTIONS

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



The directors (the “**Directors**” or the “**Board**”) of the Company announces that on 14 October 2020, the Company offered to grant options (the “**Option(s)**”) to subscribe for an aggregate 62,718,000 shares of US\$0.01 each in the Company (“**Share(s)**”) to certain eligible participants (the “**Grantee(s)**”) in accordance with the rules of the share option scheme of the Company adopted on 10 June 2016, named “Share Option Scheme (2016)”, subject to the acceptance by the Grantees (the “**Offer(s)**”).



Details of the Offers/Options are set out below:

1. Date of the Offers (the “Offer Date”) : 14 October 2020.
2. Date of grant of the Options : The Offers will remain open for acceptances by the Grantees for a period of **28 days** (inclusive of and from the Offer Date), which is expiring on 10 November 2020, or the Offers will lapse. The Options **shall, following the acceptances, be deemed to have been granted and to have taken effect on the Offer Date.**
3. Exercise price of the Options : HK\$0.149, being the **higher** of:
 - (i) the nominal amount of a Share (US\$0.010 or HK\$0.078);
 - (ii) the closing price of the Shares as stated in the daily quotations sheet of the HK Stock Exchange on the Offer Date, which must be a business day; and
 - (iii) the average closing price of the Shares as stated in the daily quotations sheets of the HK Stock Exchange for the five business days immediately preceding the Offer Date.
4. Market price of Shares on the date of grant of the Options/Offer Date : HK\$0.149.
5. Exercise period of the Options : The Options, when granted, may be exercised at any time after the first anniversary date of the date of grant of the respective Options but within 10 years from that date of grant, and within such exercise period, the option holder is entitled to exercise one-third of the Option at each of the first, second and third anniversary dates after the date of grant, provided that the option holder remains as an “eligible participant”. Any entitlements unexercised in any prior period may be carried forward to the following periods but, in any event, must be exercised within 10 years from the date of grant of the relevant Option. All entitlements of the Option that remain unexercised at the tenth anniversary date of the date of grant will lapse.

Among the above, Options to subscribe for an aggregate of 25,718,000 Shares were offered to the Directors, Chief Executive and substantial shareholders of the Company, which are set out in details below:

Name	Position	Number of Shares subject to the Options offered
James Mellon	Non-Executive Chairman of the Board and Substantial Shareholder	1,837,000
Jamie Gibson	Executive Director and Chief Executive Officer	18,370,000
Julie Oates	Independent Non-Executive Director	1,837,000
Mark Searle	Independent Non-Executive Director	1,837,000
Jayne Sutcliffe	Non-Executive Director	1,837,000
		25,718,000

The Offers to grant Options to the above Directors, Chief Executive Officer and substantial shareholder of the Company have been duly approved, by separate resolutions, by the Independent Non-Executive Directors of the Company (excluding the Independent Non-Executive Director who is the Grantee of the respective Option) pursuant to Rule 17.04(1) of the HK Listing Rules.

Shareholders please note that:

- (1) No Offers have been made to an associate of any of the Directors, the Chief Executive Officer and the substantial shareholders of the Company;
- (2) No Offers have been made to any Grantees in respect of an Option to subscribe for the number of Shares which are in excess of the individual limit referred to in Rule 17.03(4) of the HK Listing Rules; and
- (3) No Offers have been made to any of the substantial shareholders or Independent Non-Executive Directors of the Company in respect of an Option to subscribe for the number of shares which are in excess of the limit referred to in Rule 17.04(1) of the HK Listing Rules.

Note: Unless otherwise specified herein, amounts denominated in US\$ have been translated, for the purpose of illustration only, into HK\$ using the exchange rate of US\$1.00 = HK\$7.80.

On Behalf of the Board of
Regent Pacific Group Limited

Jamie Gibson
Executive Director

Directors of the Company:

James Mellon (*Chairman*)*

Jamie Gibson (*Chief Executive Officer*)

David Comba[#]

Julie Oates[#]

Mark Searle[#]

Jayne Sutcliffe*

* *Non-Executive Directors*

Independent Non-Executive Directors

Hong Kong, 15 October 2020