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KAISA GROUP HOLDINGS LTD.

佳兆業集團控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1638)

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 (the “**Directors**”) of Kaisa Group Holdings Ltd. (the “**Company**”) announces that on 24 January 2019 (the “**Date of Grant**”), the Company granted 18,000,000 share options (the “**Share Options**”) to certain employees of the Company and its subsidiaries, to subscribe for the ordinary shares of HK\$0.10 each (the “**Shares**”) in the capital of the Company, subject to the acceptance of such grantee of the Share Options (the “**Grantees**”, each a “**Grantee**”), under the share option scheme adopted by the Company on 22 November 2009. A summary of the other terms of the Share Options granted is set out below:

- Exercise price : HK\$2.38, which is higher than (i) the closing price of HK\$2.37 per Share as stated in the daily quotation sheets issued by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) on the Date of Grant; (ii) the average closing price of HK\$2.372 per Share as stated in the daily quotation sheets issued by the Stock Exchange for the five trading days immediately preceding the Date of Grant; and (iii) the nominal value of each Share, being HK\$0.10.
- Vesting schedule : The vesting schedule of the Share Options is as follows:
- (i) up to 20% of the Share Options granted at any time after the expiration of 12 months period from the Date of Grant;

* For identification purposes only

- (ii) up to 40% of the Share Options granted at any time after the expiration of 24 months period from the Date of Grant;
- (iii) up to 60% of the Share Options granted at any time after the expiration of 36 months period from the Date of Grant;
- (iv) all the remaining Share Options granted at any time after the expiration of 48 months period from the Date of Grant,

Vesting of the Share Options on a particular vesting date is conditional upon achievement of certain performance targets by the Grantee unless otherwise waived by any one of the Directors.

Exercise period : The Shares Options are exercisable within a period of ten years from the Date of Grant, subject to the vesting schedule.

The Grantees are not the directors, chief executives or substantial shareholders of the Company, or any of their respective associates (as defined in the Listing Rules).

By Order of the Board
KAISA GROUP HOLDINGS LTD.
Kwok Ying Shing
Chairman and Executive Director

Hong Kong, 24 January 2019

As at the date of this announcement, the executive Directors are Mr. Kwok Ying Shing, Mr. Sun Yuenan, Mr. Zheng Yi, Mr. Mai Fan and Mr. Weng Hao; the non-executive Director is Ms. Chen Shaohuan; and the independent non-executive Directors are Mr. Zhang Yizhao, Mr. Rao Yong and Mr. Liu Xuesheng.