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HOP HING GROUP HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 47)

GRANT OF SHARE OPTIONS UNDER SHARE OPTION SCHEME

GRANT OF SUBSCRIPTION AWARDS UNDER SHARE AWARD SCHEME

ISSUE OF NEW SHARES PURSUANT TO SHARE AWARD SCHEME AND UNDER GENERAL MANDATE

GRANT OF SHARE OPTIONS UNDER SHARE OPTION SCHEME

The Board is pleased to announce that subject to acceptance of the Grantees, 300,000,000 Share Options to subscribe for 300,000,000 Shares were granted on 9 April 2015 under the Share Option Scheme adopted by the Company on 12 March 2008 and became effective on 25 April 2008. The number of Share Options granted representing approximately 2.998% of the existing issued share capital of the Company or 2.911% of the enlarged issued share capital after taking into account the options granted.

GRANT OF SUBSCRIPTION AWARDS UNDER SHARE AWARD SCHEME AND ISSUE OF NEW SHARES PURSUANT TO SHARE AWARD SCHEME AND UNDER GENERAL MANDATE

The Board is also pleased to announce on 9 April 2015, the Board resolved to grant Subscription Awards under the Share Award Scheme in respect of 64,143,400 Shares to the Selected Participants, by way of issue of new Shares pursuant to the general mandate granted by the shareholders of the Company at the annual general meeting held on 5 June 2014, representing approximately 0.641% of the Company's existing issued share capital and approximately 0.637% of the Company's enlarged issued share capital after the allotment pursuant to the Subscription Awards.

GRANT OF SHARE OPTIONS UNDER SHARE OPTION SCHEME

The Board of directors (the “**Board**”) of Hop Hing Group Holdings Limited (the “**Company**”) is pleased to announce that subject to acceptance of the grantees (the “**Grantees**”), 300,000,000 share options (the “**Options**”) to subscribe for 300,000,000 ordinary shares of HK\$0.10 each in the Company (the “**Shares**”) were granted on 9 April 2015, being the date of grant (the “**Date of Grant**”), under the share option scheme adopted by the Company on 12 March 2008 and became effective on 25 April 2008 (the “**Share Option Scheme**”). A summary of the grant is set out below:

Date of grant	:	9 April 2015
Exercise price of Options granted	:	HK\$0.127
Number of Options granted	:	300,000,000
Closing price of the Shares on the date of grant	:	HK\$0.127 per Share
Validity period of the Options	:	Ten years, from 9 April 2015 to 8 April 2025
Vesting dates of the Share Options	:	The Share Options granted will vest in the respective proportions and on the respective dates specified in the offer letter. If vesting conditions are not met, the unvested Share Options granted to the Grantees would lapse

Save for 72,500,000 Options were granted to an executive director of the Company with details as follow, all other Options were granted to eligible employees of the Company:

Name of Director	Position held with the Company	No. of Options granted
Wong Kwok Ying	Executive Director and Company Secretary	72,500,000

The number of Share Options granted representing approximately 2.998% of the existing issued share capital of the Company or 2.911% of the enlarged issued share capital after taking into account the options granted.

GRANT OF SUBSCRIPTION AWARDS UNDER SHARE AWARD SCHEME AND ISSUE OF NEW SHARES PURSUANT TO SHARE AWARD SCHEME AND UNDER GENERAL MANDATE

Pursuant to the terms of the Company's share award scheme (the "**Share Award Scheme**"), the independent trustee of the Share Award Scheme, Computershare Hong Kong Trustees Limited (the "**Trustee**") will, at the discretion of the Board (and depending on the form of the award made), either subscribe for new Shares to be issued by the Company at the relevant benchmarked price as stipulated in the Listing Rules ("**Subscription Awards**") or purchase existing Shares on the Stock Exchange, in each case, at the cost of the Company.

On 9 April 2015, the Board resolved to grant Subscription Awards in respect of 64,143,400 Shares, to selected participants (the "**Selected Participants**"), by way of issue of new Shares pursuant to the general mandate granted by the shareholders of the Company at the annual general meeting held on 5 June 2014, under which the maximum number of Shares that can be issued and allotted are 1,000,628,838 Shares (except for the Shares to be issued as mentioned in this announcement, at the date of this announcement, no new Share has been issued or allotted under the aforesaid general mandate). The new Shares to be issued and allotted by the Company to the Trustee pursuant to the Subscription Awards represent approximately 0.641% of the Company's existing issued share capital and approximately 0.637% of the Company's enlarged issued share capital after the allotment. The Trustee will hold the Shares on trust for the Selected Participants, until the Shares become vested. The Shares granted will vest in the respective proportions and on the respective dates specified in the letter of grant. Vested shares will be transferred to the Selected Participants at no cost. The Subscription Awards and the Shares to be issued pursuant to the Subscription Awards are not subject to shareholders' approval.

Details of the Subscription Awards are as follows:

Date of grant	: 9 April 2015
Securities to be issued	: 64,143,400 Shares
Issue price	: HK\$0.127 per Share

Market price of the Shares:

- (i) the closing price of the Shares on 9 April 2015 (being the date of grant) quoted on the Stock Exchange is HK\$0.127 per Share; and

- (ii) the average closing price of the Shares for the five (5) consecutive trading days immediately prior to 9 April 2015 (being the earlier of the date of this announcement, the date of grant, or the date on which the issue price is fixed) as quoted on the Stock Exchange is HK\$0.127 per Share.

Funds to be raised : No funds will be raised by the Company as a result of the issue and allotment of the Shares pursuant to the Subscription Awards.

Reasons for the issue : To provide the Selected Participants with the opportunity to acquire proprietary interests in the Company and to enable the Company and its subsidiaries (the “**Group**”) (i) to recognise and motivate the contribution of the key management personnel, employed experts and core employees of the Group; (ii) to enhance the value of the Company and further align the interests of the Selected Participants directly to the shareholders of the Company through ownership of Shares; (iii) to help the Group to retain the Selected Participants in attaining the long-term business objectives of the Company; and (iv) to attract suitable personnel for further development of the Group.

Identity of the allottee : There will only be one allottee of the Shares to be issued in respect of the Subscription Awards, being the Trustee (Computershare Hong Kong Trustees Limited), which will hold 64,143,400 Shares on trust in accordance with the terms of the Share Award Scheme for the Selected Participants. The Selected Participants of the Subscription Awards is not a director, chief executive or substantial shareholder of the Company, nor an associate (as defined under the Listing Rules) of any of them.

Fund raising activities in the past 12 months : The Company has not conducted any equity fund raising activities in the 12 months immediately preceding the date of this announcement.

Status of the Shares : The new Shares, when issued and fully paid, will rank pari passu in all respect with the Shares in issue (except that the rules of the Share Award Scheme provide that the Trustee shall not exercise the voting rights in respect of the Shares held by it on trust), with the right to receive all dividends and other distributions declared, made or paid on or after the date of allotment.

Application will be made by the Company to the Listing Committee of the Stock Exchange for the granting of the listing of, and permission to deal in, the 64,143,400 awarded Shares. Apart from the requirement to obtain listing permission in respect of the awarded Shares, the grant of the Subscription Awards is not subject to any other conditions.

By Order of the Board
Hop Hing Group Holdings Limited
Wong Kwok Ying
Executive Director and Company Secretary

Hong Kong, 9 April 2015

As at the date of this announcement, the executive directors of the Company are Mr. Hung Ming Kei, Marvin and Mr. Wong Kwok Ying. The non-executive directors of the Company are Mr. Hung Hak Hip, Peter (Chairman) and Ms. Lam Fung Ming, Tammy. The independent non-executive directors of the Company are Mr. Seto Gin Chung, John (Vice Chairman), Dr. Hon. Wong Yu Hong, Philip, GBS, Mr. Sze Tsai To, Robert, Mr. Cheung Wing Yui, Edward, BBS, Hon. Shek Lai Him, Abraham, GBS, JP and Mr. Siu Wai Keung.