

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



MADISON GROUP[®]

Madison Holdings Group Limited

麥迪森控股集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8057)

GRANT OF SHARE OPTIONS

This announcement is made pursuant to Rule 23.06A of the Rules Governing the Listing of Securities on the GEM of The Stock Exchange of Hong Kong Limited (the “**GEM Listing Rules**”).

The board (the “**Board**”) of directors (the “**Directors**”) of Madison Holdings Group Limited (the “**Company**”) announces that the Board had resolved to grant an aggregate of 219,000,000 share options (the “**Options**”) to the grantees (the “**Grantees**”) of the Company on 3 April 2018 (the “**Date of Grant**”), to subscribe, in aggregate, for up to 219,000,000 ordinary shares (each a “**Share**”) of HK\$0.001 each in the share capital of the Company subject to acceptance of the Grantees, under the share option scheme (the “**Share Option Scheme**”) adopted by the Company on 21 September 2015 and the payment of HK\$1.00 by each of the Grantees upon acceptance of the Options.

Details of the Options granted are set out below:

Date of Grant : 3 April 2018

Exercise price : HK\$1.89 per Share, representing the highest of (i) the closing price of HK\$1.89 per Share as stated in the daily quotations sheets issued by the Stock Exchange on the Date of Grant; (ii) the average closing price of HK\$1.658 per Share as stated in the daily quotation sheets issued by the Stock Exchange for the five business days immediately preceding the Date of Grant; and (iii) HK\$0.001, being the nominal value of a Share

Number of Options granted : 219,000,000 Options

Closing price of the Shares as quoted on the Stock Exchange on the Date of Grant	:	HK\$1.89 per Share
Validity period of the Options	:	Ten years, from the Date of Grant to 2 April 2028 (both days inclusive)
Exercise period	:	None of the Options granted to the Grantees shall be exercised within 3 months from the Date of Grant. The Grantees are entitled to exercise the Options after three months from the Date of Grant
Exercise of the Options	:	(i) holders of the Options, which are less than 1,000,000 Options, shall exercise any number of Options during the exercise period; and (ii) holders of the Options, which exceed 1,000,000 Options, shall exercise the Options at the minimum number of 1,000,000 Options or at integral multiples thereof during the exercise period

Among the total of 219,000,000 Options granted, 12,900,000 Options were granted to the Directors, with details as follows:

Name of Director	Position held with the Company	Number of Options granted
Mr. Zhu Qin	deputy chairman and executive Director	2,000,000
Mr. Teoh Ronnie Chee Keong	chief executive officer and executive Director	5,000,000
Ms. Kuo Kwan	executive Director	5,000,000
Ms. Fan Wei	independent non-executive Director	300,000
Mr. Chu Kin Wang Peleus	independent non-executive Director	300,000
Mr. Ip Cho Yin, <i>J.P.</i>	independent non-executive Director	<u>300,000</u>
Total:		<u><u>12,900,000</u></u>

The grant of the Options to each of the above Directors has been approved by the independent non-executive Directors in accordance with Rule 23.04(1) of the GEM Listing Rules.

Save as disclosed above, none of the Grantees is a Director, chief executive or substantial shareholder of the Company, or any of their respective associates (as defined under the GEM Listing Rules).

By order of the Board
Madison Holdings Group Limited
Ting Pang Wan Raymond
Chairman and executive Director

Hong Kong, 3 April 2018

As at the date of this announcement, the executive Directors are Mr. Ting Pang Wan Raymond, Mr. Zhu Qin, Mr. Teoh Ronnie Chee Keong and Ms. Kuo Kwan; and the independent non-executive Directors are Ms. Fan Wei, Mr. Chu Kin Wang Peleus and Mr. Ip Cho Yin, J.P.

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 in this announcement misleading.

This announcement will remain on the GEM website at <http://www.hkgem.com> on the “Latest Company Announcements” page for at least seven days from the date of its posting and the Company’s website at <http://www.madison-wine.com>.