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GRAND T G GOLD HOLDINGS LIMITED

大唐潼金控股有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8299)

GRANT OF SHARE OPTIONS

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

The board (the “**Board**”) of directors (the “**Directors**”) of Grand T G Gold Holdings Limited (the “**Company**” together with its subsidiaries, the “**Group**”) hereby announces that the Board had resolved to grant an aggregate of 59,871,286 share options (the “**Options**”) to the grantees (the “**Grantees**”) of the Company on 31 August 2023 (the “**Date of Grant**”), to subscribe, in aggregate, for up to 59,871,286 ordinary shares (each a “**Share**”) of HK\$0.01 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 2021 and the payment of HK\$1.00 by each of the Grantees upon acceptance of the Options. The Company is entitled to issue 149,678,216 Options to the participants under the Share Option Scheme and that a total of 89,247,286 Options have been issued as of the date of this announcement.

Details of the Options granted are set out below:

Date of Grant	:	31 August 2023
Exercise price	:	HK\$0.117 per Share, representing the highest of (i) the closing price of HK\$0.116 per Share as stated in the daily quotations sheet issued by the Stock Exchange on the Date of Grant; (ii) the average closing price of HK\$0.117 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\$0.01, being the nominal value of a Share
Number of Options granted	:	59,871,286 Options (each Option shall entitle the Grantees to subscribe for one Share)
Closing price of the Shares on the Date of Grant	:	HK\$0.116 per Share
The average closing price of the Shares as quoted on the Stock Exchange for the five business days immediately preceding the Date of Grant	:	HK\$0.117 per Share
Validity period of the Options	:	Subject to the Share Option Scheme, the Options are valid and exercisable in whole or in parts from the date of acceptance of the Options to ten (10) years from Date of Grant
Validity conditions of the Options	:	The Grantees may not exercise any of the Options granted on 31 August 2023 during the first three years from the Date of the Grant until 30 August 2026. The Grantees may exercise (i) 30% of the Options granted on 31 August 2023 for the period from 31 August 2026 to 30 August 2033; (ii) 30% of the Options granted on 31 August 2023 for the period from 31 August 2027 to 30 August 2033; and (iii) 40% of the Options granted on 31 August 2023 for the period from 31 August 2028 to 31 August 2033.

Among the total of 59,871,286 Options granted, 56,877,722 Options were granted to the directors of the Company and a director of its subsidiaries, the details of which are as follows:

Name of Director	Position held with the Company	Number of Options granted
Dr. Li Dahong	Executive Director and chairman of the Board	23,948,516
Ms. Ma Xiaona	Executive Director	20,954,950
Mr. Guo Wei	Independent non-executive Director	2,993,564
Mr. Lam Albert Man Sum	Independent non-executive Director	2,993,564
Mr. Cheung Wai Hung	Independent non-executive Director	2,993,564
Mr. Lan Bo	Director of Tongguan Taizhou Mining Company Limited (“ Tongguan Taizhou Mining ”) and SSC Sino Gold Mining Investment Company Limited, non wholly-owned subsidiaries of the Company	2,993,564

The Company will also grant 2,993,564 Options to Zhang Jiying, financial controller of Tongguan Taizhou Mining.

Under Rule 23.04(1) of the GEM Listing Rules and the provision of the Share Option Scheme, each grant of Options to a Director, chief executive or substantial shareholder of the Company, or any of their respective associates, must be approved by the independent non-executive Directors. The grants of the Options to each of Dr. Li Dahong and Ms. Ma Xiaona have been approved by all the independent non-executive Directors of the Company in a board meeting dated 31 August 2023.

To the best knowledge, information and belief of the Directors, having made all reasonable enquiries, save as disclosed above, none of the Grantees is a director of the Company, chief executive or substantial shareholder of the Company, or any of their respective associates (as defined in the GEM Listing Rules) as at the date of this announcement.

The total of 59,871,286 Shares to be subscribed under the Options granted represent approximately 1.0% of the existing issued Share capital as at the date of this announcement and approximately 0.99% of the enlarged issued Share capital immediately upon full exercise of the Options.

No option of the Company has been accepted by any of the Grantees within the 12-month period prior to the grant of Options.

By Order of the Board
Grand T G Gold Holdings Limited
Li Dahong
Chairman

Hong Kong, 31 August 2023

As at the date of this announcement, the Board comprises of Dr. Li Dahong (executive Director), Ms. Ma Xiaona (executive Director), Mr. Guo Wei (independent non-executive Director), Mr. Lam Albert Man Sum (independent non-executive Director) and Mr. Cheung Wai Hung (independent non-executive Director).

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of the Stock Exchange 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 herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Information” page of the Stock Exchange’s website at www.hkexnews.hk for at least seven days from the date of its publication and on the websites of the Company at <http://www.grandtg.com/>.

* For identification purposes only