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GRANT OF SHARE OPTIONS

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

The board of directors (the “**Board**”) of Digital China Holdings Limited (the “**Company**”) hereby announces that on 27 April 2020, totally 7,570,000 share options (the “**Share Options**”) were granted to 29 core management and 25 core employees of the Company and/or its subsidiaries (the “**Grantees**”), subject to the acceptance of the Grantees under the share option scheme adopted by the Company on 15 August 2011. The Grantees are the core management and core employees who continue to make outstanding contributions to the Company. In view of that they are likely to be the team for the execution of the Company’s future strategies, the Board believes that the grant of share options will enhance the Company’s compensation competitiveness, attract and retain the core management and core employees of the Company and is in the interests of the Company and its shareholders as a whole.

The followings are the details of the Share Options granted:

Date of grant	:	27 April 2020
Number of Share Options granted	:	7,570,000 Share Options representing the rights to subscribe for up to a total of 7,570,000 new ordinary shares of HK\$0.10 each in the Company (the “ Shares ”)
Exercise price of Share Options granted	:	HK\$4.17 per Share, representing the highest of: (i) the closing price of HK\$4.17 per Share as stated in the daily quotation sheets of the Stock Exchange on the date of grant; (ii) the average closing price of HK\$3.972 per Share

as stated in the Stock Exchange's daily quotation sheets for the five business days immediately preceding the date of grant; and

(iii) the nominal value of HK\$0.10 per Share

Closing price of the Shares : HK\$4.17 per Share
on the date of grant

The validity period of the Share Options will be from 27 April 2020 to 26 April 2028.

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 Listing Rules).

By order of the Board
Digital China Holdings Limited
(神州數碼控股有限公司)
GUO Wei
Chairman and Chief Executive Officer

Hong Kong, 27 April 2020

As at the date of this announcement, the Board comprises nine directors, namely:-

Executive Directors: Mr. GUO Wei (Chairman and Chief Executive Officer) and Mr. LIN Yang (Vice Chairman)

Non-executive Directors: Mr. YU Ziping and Mr. PENG Jing

Independent Non-executive Directors: Mr. WONG Man Chung, Francis, Ms. NI Hong (Hope), Dr. LIU Yun, John, Ms. YAN Xiaoyan and Mr. William KING

Website: www.dcholdings.com

**For identification purpose only*