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BCI GROUP HOLDINGS LIMITED

高門集團有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock code: 8412)

GRANT OF SHARE OPTIONS

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

The board (“**Board**”) of directors (“**Directors**”) of BCI Group Holdings Limited (“**Company**”) announces that on 8 March 2021, a total of 68,800,000 share options (“**Share Options**”) to subscribe for 68,800,000 ordinary shares of par value of HK\$0.01 each of the Company (“**Shares**”) were granted to individuals (“**Grantees**”), subject to the acceptance of the Grantees, by the Company pursuant to the share option scheme adopted by the Company on 14 March 2017 (“**Share Option Scheme**”), representing approximately 7.17% of the issued share capital of the Company. Details of the Share Options granted are as follows:

Date of grant: 8 March 2021 (“**Date of Grant**”)

Number of Share Options granted: 68,800,000 Share Options (each Share Option shall entitle the holder thereof to subscribe for one Share)

Closing price of the Shares on the Date of Grant: HK\$0.37 per Share

Date of Grant:

Exercise price of Share Options: HK\$0.385 per Share, which represents the

granted: highest of (i) HK\$0.37, being the closing price of the Shares as stated in the daily quotations sheet issued by the Stock Exchange on the Date of Grant; (ii) HK\$0.385, being the average of the closing prices of the Shares as stated in the daily quotations sheet 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 each Share

Consideration for the grant of the Share Options: HK\$1.00 to be paid by each of the Grantees upon acceptance of the Share Options granted

Validity period of the Share Options (“**Option Period**”): The Share Options granted shall be valid for a period of 5 years from the Date of Grant (i.e.: from 8 March 2021 to 7 March 2026, both days inclusive)

The Share Options may be exercisable at any time during the Option Period.

Among the Share Options, a total of 1,200,000 Share Options were granted to the following Directors, details of which are as follows:

<u>Name of Grantees</u>	<u>Position</u>	<u>Number of Share Options granted</u>
Hui Wai Hung	Independent non-executive Director	400,000
Jiang Qiaowei	Independent non-executive Director	400,000
Pong Chun Yu	Independent non-executive Director	400,000

The grant of Share Options to each of the above Directors has been approved by the independent non-executive Directors (with the respective independent non-executive Director who is the Grantee of the Share Option abstaining from voting on the resolution in relation to the grant of the Share Options to him) pursuant to 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 associate (as defined in the GEM Listing Rules) at the date of the announcement.

By order of the Board
BCI Group Holdings Limited
Wong Chi Yung
Chairman of the Board

Hong Kong, 8 March 2021

As at the date of this announcement, the executive Directors are Mr. Ng Shing Chun Ray and Mr. Wong Kui Shing Danny, the non-executive Director is Mr. Wong Chi Yung and the independent non-executive Directors are Mr. Hui Wai Hung, Mr. Jiang Qiaowei and Mr. Pong Chun Yu.

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 beliefs 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 Company Announcements” page of the GEM website at www.hkgem.com for a minimum period of seven days from the date of its publication and on the Company’s website at www.bcigroup.com.hk.