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**IGG INC**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 799)**

**GRANT OF SHARE OPTIONS UNDER THE SHARE OPTION SCHEME  
AND  
GRANT OF AWARDED SHARES UNDER THE SHARE AWARD SCHEME**

This announcement is made pursuant to Rule 17.06A of the Listing Rules.

**GRANT OF SHARE OPTIONS**

On 17 November 2017, the Board (including all independent non-executive Directors) based on the recommendation by the remuneration committee, resolved to grant a total of 270,000 Share Options to subscribe for 270,000 Shares pursuant to the Share Option Scheme, subject to the acceptances by the Share Option Grantees. The details of the Share Options granted are as follows:

Each Share Option shall entitle the holder of the Share Option to subscribe for one Share upon exercise of such Share Option at an exercise price of HK\$10.08 per Share, which represents the highest of (1) the nominal value of the Share; (2) the closing price of HK\$9.48 per Share as stated in the daily quotation sheets issued by the Stock Exchange on the Date of Grant; and (3) the average closing price of HK\$10.08 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.

The Share Options granted shall vest in the Share Option Grantees in accordance with the timetable below, each with an exercise period commencing from the relevant Share Option Vesting Date and ending 10 years after the Date of Grant (for this purpose, the date or each such date on which the Share Options are to vest being hereinafter referred to as a “**Share Option Vesting Date**”):

<b>Share Option Vesting Date</b>	<b>Percentage of Shares Options to Vest</b>
On 17 November 2018	25% of the total number of Share Options granted
On 17 November 2019	25% of the total number of Share Options granted
On 17 November 2020	25% of the total number of Share Options granted
On 17 November 2021	25% of the total number of Share Options granted

None of the Share Option Grantees is a Director, chief executive or substantial shareholder of the Company, nor an associate of any of them.

## **AWARDED SHARES**

### **Grant of Awarded Shares**

Reference is made to the announcement of the Company in relation to the adoption of the Share Award Scheme dated 24 December 2013.

On 17 November 2017, the Board (including all independent non-executive Directors) based on the recommendation of the remuneration committee, resolved to grant a total of 996,751 Awarded Shares, which have been acquired by the Trustee from the open market by utilising the Company’s internal resources provided to the Trustee, to the Share Award Grantees of the Group pursuant to the Share Award Scheme at nil consideration, subject to the acceptances by the Share Award Grantees. To the best of the Directors’ knowledge, information and belief, having made all reasonable enquiries, each of the Share Award Grantee is a third party independent of the Company and connected persons of the Company.

The 996,751 Awarded Shares to be granted to the Share Award Grantees represent approximately 0.07% of the issued share capital of the Company as at the date of this announcement. The 996,751 Awarded Shares represent the value of approximately HK\$9.4 million, taking into account of the closing price of HK\$9.48 per Share as stated in the daily quotation sheets issued by the Stock Exchange on the Date of Grant.

The details of the Awarded Shares granted are as follows:

The Awarded Shares granted shall vest in the Share Award Grantees in accordance with the schedule below (for this purpose, the date or each such date on which the Awarded Shares are to vest being hereinafter referred to as a “**Share Award Vesting Date**”):

<b>Share Award Vesting Date</b>	<b>Percentage of Awarded Shares to Vest</b>
On 17 November 2018	25% of the total number of Awarded Shares granted
On 17 November 2019	25% of the total number of Awarded Shares granted
On 17 November 2020	25% of the total number of Awarded Shares granted
On 17 November 2021	25% of the total number of Awarded Shares granted

Once vested, at the request of the relevant Share Award Grantees, the Awarded Shares can be transferred to the relevant Share Award Grantees from the Trustee, or the Trustee can sell the vested Awarded Shares for them and subsequently transfer the income arising from such sales to the relevant Share Award Grantees.

#### **Grant of cash to Trustee for purchase of Awarded Shares**

In connection with the grant of Awarded Shares, on 17 November 2017, the Board further resolved that the Company will grant a sum of US\$4.5 million from its internal resources to the Trustee for purchase of Awarded Shares from the open market pursuant to the Share Award Scheme. Subject to the black-out restrictions under the Share Award Scheme, the Trustee shall arrange to utilize the sum of US\$4.5 million to purchase the maximum number of board lots of Shares from the open market within 30 calendar days after the receipt of any cash to make sure there are sufficient Awarded Shares to be vested to the Share Award Grantees at the relevant Share Award Vesting Date. Upon purchase of the Awarded Shares, the Trustee will hold the Awarded Shares on trust for the relevant Share Award Grantees in accordance with the Share Award Scheme. The Awarded Shares held by the Trustee shall be vested to the Share Award Grantees in accordance with the vesting schedule determined by the Board upon all vesting conditions specified by the Board having been satisfied.

## DEFINITIONS

In this announcement, the following expressions shall have the following meanings unless the context requires otherwise:

“associate(s)”	has the meaning ascribed thereto under the Listing Rules
“Awarded Shares”	The 996,751 awarded Shares granted to the Share Award Grantees pursuant to the Share Award Scheme on the Date of Grant
“Board”	the board of Directors
“Company”	IGG Inc, an exempted company incorporated in the Cayman Islands and whose shares are listed on the Stock Exchange
“connected person(s)”	has the meaning ascribed thereto under the Listing Rules
“Date of Grant”	17 November 2017, the date on which the Share Options and the Awarded Shares are granted
“Director(s)”	director(s) of the Company
“Group”	the Company and its subsidiaries
“HK\$”	Hong Kong dollars, the lawful currency of Hong Kong
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Share Award Grantee(s)”	the grantees selected by the Board on 17 November 2017, to whom the Awarded Shares are granted on the same date by the Board pursuant to the terms of the Share Award Scheme
“Share Award Scheme”	the share award scheme adopted by the Company on 24 December 2013, the principal terms of which are summarised in the announcement of the Company dated 24 December 2013
“Share(s)”	means ordinary share(s) of US\$0.0000025 each in the share capital of the Company
“Share Options”	the 270,000 share options granted to the Share Option Grantees pursuant to the Share Option Scheme on the Date of Grant

“Share Option Grantee(s)”	the grantees selected by the Board on 17 November 2017, to whom the Share Options are granted on the same date by the Board pursuant to the terms of the Share Option Scheme
“Share Option Scheme”	the share option scheme adopted by the Company on 16 September 2013 by a resolution of all shareholders of the Company
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“substantial shareholder(s)”	has the meaning ascribed thereto under the Listing Rules
“Trust Deed”	a trust deed in relation to the Share Award Scheme for the Company entered into between the Company and the Trustee on 17 February 2014 (as restated, supplemented and amended from time to time)
“Trustee”	Computershare Hong Kong Trustees Limited, and any additional or replacement trustees, being the trustee or trustees for the time being of the trusts declared in the Trust Deed
“US\$”	United States dollars, the lawful currency of the United States of America
“%”	per cent

By order of the Board  
**IGG INC**  
**Zongjian Cai**  
*Chairman*

Hong Kong, 17 November 2017

*As at the date of this announcement, the Board comprises five executive Directors, namely, Mr. Zongjian Cai, Mr. Yuan Xu, Mr. Hong Zhang, Ms. Jessie Shen and Mr. Feng Chen; one non-executive Director, namely, Mr. Yuan Chi; and three independent non-executive Directors, namely, Dr. Horn Kee Leong, Mr. Dajian Yu and Ms. Zhao Lu.*