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天津发展控股有限公司
TIANJIN DEVELOPMENT HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability under the Companies Ordinance)

(Stock Code: 882)

GRANT OF SHARE OPTIONS

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

The board of directors (the “**Board**”) of Tianjin Development Holdings Limited (the “**Company**”) announces that on 7 November 2011, the Company has granted share options (the “**Share Options**”) to the directors and certain employees of the Company (the “**Grantees**”), subject to acceptance of the Grantees, to subscribe for a total of 16,800,000 ordinary shares of HK\$0.10 each in the share capital of the Company (the “**Share(s)**”) under the share option scheme adopted by the Company on 25 May 2007. Details of the Share Options granted are set out below:

Date of grant	:	7 November 2011
Exercise price of Share Options granted	:	HK\$3.560 per Share
Number of Share Options granted	:	16,800,000
Closing price of the Shares on the date of grant	:	HK\$3.560 per Share
Validity period of the Share Options	:	From 7 November 2011 to 24 May 2017

Among the Share Options granted above, Share Options in respect of a total of 11,800,000 Shares were granted to the directors of the Company as follows:

<u>Name</u>	<u>Position(s) held with the Company</u>	<u>No. of Share Options granted</u>
Mr. Yu Rumin	Chairman and Executive Director	800,000
Mr. Wu Xuemin	Executive Director and General Manager	3,200,000
Mr. Dai Yan	Executive Director and Deputy General Manager	3,000,000

<u>Name</u>	<u>Position(s) held with the Company</u>	<u>No. of Share Options granted</u>
Dr. Wang Jiandong	Executive Director	300,000
Mr. Bai Zhisheng	Executive Director	300,000
Mr. Zhang Wenli	Executive Director	300,000
Mr. Sun Zengyin	Executive Director	300,000
Dr. Gong Jing	Executive Director	300,000
Mr. Wang Zhiyong	Executive Director and Deputy General Manager	2,800,000
Mr. Cheung Wing Yui, Edward	Non-executive Director	100,000
Dr. Chan Ching Har, Eliza	Non-executive Director	100,000
Dr. Cheng Hon Kwan	Independent Non-executive Director	100,000
Mr. Mak Kwai Wing, Alexander	Independent Non-executive Director	100,000
Ms. Ng Yi Kum, Estella	Independent Non-executive Director	<u>100,000</u>
Total :		<u>11,800,000</u>

The grant of the Share Options to each of the above directors has been approved by all independent non-executive directors of the Company save that each of the independent non-executive directors of the Company has abstained from approving the resolution relating to the grant of Share Options to him/her.

Save as disclosed above, none of the Grantees is a director, chief executive or substantial shareholder of the Company, or any of their associate (as defined in the Listing Rules).

By Order of the Board
Tianjin Development Holdings Limited
Yu Rumin
Chairman

Hong Kong, 7 November 2011

As at the date of this announcement, the Board of the Company consists of Mr. Yu Rumin, Mr. Wu Xuemin, Mr. Dai Yan, Dr. Wang Jiandong, Mr. Bai Zhisheng, Mr. Zhang Wenli, Mr. Sun Zengyin, Dr. Gong Jing, Mr. Wang Zhiyong, Mr. Cheung Wing Yui, Edward, Dr. Chan Ching Har, Eliza*, Dr. Cheng Hon Kwan**, Mr. Mak Kwai Wing, Alexander** and Ms. Ng Yi Kum, Estella**.*

* *non-executive director*

** *independent non-executive director*