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STARLITE

STARLIGHT INTERNATIONAL HOLDINGS LIMITED

升岡國際有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 485)

GRANT OF SHARE OPTIONS

On 25 April 2012, the Company has granted share options to certain eligible persons (subject to their respective acceptance) to subscribe for a total of 49,350,000 ordinary shares of HK\$0.10 each in the capital of the Company under the share option scheme of the Company adopted on 15 January 2008.

GRANT OF SHARE OPTIONS

Pursuant to Rule 17.06A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the board of directors of Starlight International Holdings Limited (the “**Company**”) hereby announces that on 25 April 2012, the Company has granted share options (the “**Options**”) to certain eligible persons (subject to their respective acceptance) to subscribe for a total of 49,350,000 ordinary shares of HK\$0.10 each (the “**Share(s)**”) in the capital of the Company under the share option scheme of the Company adopted on 15 January 2008.

Details of the grant are set out as follows:

Date of grant	:	25 April 2012
Number of Options granted	:	49,350,000
Exercise price of Options granted	:	HK\$0.105 per Share (<i>Note</i>)
Closing price of the Shares on the date of grant	:	HK\$0.105 per Share
Options period	:	5 years commencing from 25 April 2012 to 24 April 2017 (both days inclusive)

Among the Share Options granted above, 48,850,000 Share Options were granted to the directors and an associate of the Company, details of which are as follows:

Name	Position	Number of Share Options granted
Lau Sak Hong, Philip	Executive Director	14,950,000
Lau Sak Kai, Anthony	Executive Director	2,000,000
Lau Sak Yuk, Andy	Executive Director	2,000,000
Lau Chu Lan, Carol	Executive Director	14,950,000
Wong Lai See	Executive secretary, an associate of directors	14,950,000

Save as disclosed in this announcement, none of the Grantees is a director, chief executive or substantial shareholder of the Company, or an associate (as defined under the Listing Rules) of any of them.

In accordance with Rule 17.04 (1) of the Listing Rules, the grant of the Share Options to the executive directors of the Company and their associates has been approved by the independent non-executive Directors of the Company.

Note:

The exercise price represents the highest of (i) the closing price of HK\$0.105 per Share on the date of grant; (ii) the average closing price of HK\$0.103 per Share for the five business days immediately preceding the date of grant; and (iii) the nominal value of HK\$0.10.

Dated the 25th day of April, 2012

By Order of the Board
Starlight International Holdings Limited
LAU Sak Hong, Philip
Chairman

As at the date of this announcement, the board of directors of the Company comprised Mr. Lau Sak Hong, Philip, Mr. Lau Sak Kai, Anthony, Mr. Lau Sak Yuk, Andy and Ms. Lau Chu Lan, Carol as executive directors; Mr. Peter Hon Sheung Tin as non-executive director and Mr. Ho Hau Chong, Norman, Mr. Chan Chak Chung and Mr. Chuck Winston Calptor as independent non-executive directors.

** for identification purpose only*