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GREAT CHINA HOLDINGS LIMITED

大中華集團有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 141)

APPOINTMENT OF INDEPENDENT FINANCIAL ADVISER

Reference is made to the joint announcements issued by Great China Holdings Limited (“**the Company**”) and Hopevision Group Ltd. (the “**Offeror**”) dated 4 February 2016 and 25 February 2016 respectively (the “**Joint Announcements**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as those defined in the Joint Announcements.

The Board wishes to announce that VMS Securities Limited has been appointed as the Independent Financial Adviser by the Independent Board Committee to advise the Independent Board Committee to make recommendation to (i) the Independent Shareholders as to whether the terms of each of the Disposal Agreement, the First Special Dividend, the Second Special Dividend, the Setting-off Arrangement, the Lease Agreement, and the transactions contemplated thereunder are fair and reasonable and as to voting; and (ii) Share Offer Shareholders in respect of whether the Share Offer is fair and reasonable for acceptance or not. Such appointment has been approved by the Independent Board Committee pursuant to Rule 2.1 of the Takeovers Code.

VMS Securities Limited is a corporation licensed to carry out type 1 (dealing in securities), type 4 (advising on securities), type 6 (advising on corporate finance) and type 9 (asset management) regulated activities under the SFO.

The advice of the Independent Financial Adviser and the recommendation of the Independent Board Committee in respect of the Disposal Agreement, the First Special Dividend, the Second Special Dividend, the Setting-off Arrangement, the Lease Arrangement, and the transactions contemplated thereunder will be included in the Circular. The advice of the Independent Financial Adviser and the recommendation of the Independent Board Committee in respect of the Share Offer, in particular, as to whether the Share Offer is, or is not, fair and reasonable and as to its acceptance, will be included in the Offer Document.

By Order of the Board
GREAT CHINA HOLDINGS LIMITED
Mr. Ho Ming Tak John
Managing Director

Hong Kong, 1 March 2016

As at the date of this announcement, the Board comprises four executive directors, namely Mr. Rustom Ming Yu HO (Chairman of the Board), Mr. John Ming Tak HO, (Managing Director), Mr. Patrick Kwok Wai POON, and Mr. Maung Tun MYINT; one non-executive Director, namely Ms. Yu Gia HO and three independent non-executive Directors, namely, Mr. Lawrence Kam Kee YU BBS, MBE, JP, Mr. David Hon To YU, and Mr. Hsu Chou WU.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this announcement and confirm having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this announcement have been arrived at after due and careful consideration and there are no other facts not contained in this announcement, the omission of which would make any statement in this announcement misleading.

The English text of this joint announcement shall prevail over its Chinese text.