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GREATER CHINA HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 431)

website: <http://www.irasia.com/listco/hk/greaterchina/index.htm>

**POLLING RESULT OF THE SPECIAL GENERAL MEETING
HELD ON 16TH JANUARY 2015**

The Board is pleased to announce that ordinary resolutions 1 and 2 were duly passed by the Shareholders by way of poll at the SGM.

References are made to the announcement of Greater China Holdings Limited (the “**Company**”) dated 20th November 2014 and the circular (the “**Circular**”) together with the notice of the SGM (the “**Notice**”) both dated 24th December 2014. Capitalised terms used herein shall have the same meanings as those defined in the Circular unless stated otherwise.

POLLING RESULT OF THE SGM

The Board is pleased to announce that ordinary resolutions 1 and 2 as set out in the Notice were duly passed by the Shareholders by way of polling at the SGM and the polling result is set out as follows:

* For identification purposes only

Ordinary Resolutions		Number of votes cast (approximate % of total number of votes cast)		Total number of votes cast
		For	Against	
1.	<p>(a) the Sale and Purchase Agreement dated 20th November 2014 between Rosy Start Investments Limited, Equity Partner Holdings Limited, Century Best Holdings Limited and Asiabiz Capital Investment Limited as vendors, Joseph Shie Jay Lang as vendors guarantor and the Company as purchaser in respect of the acquisition of the shares of Oriental Credit Holdings Limited (a copy of which has been produced to this meeting marked “A” and initialed by the chairman of this meeting for the purpose of identification) (the “SPA”) and the transactions contemplated thereunder (the “Acquisition”), be and are hereby approved, confirmed and ratified; and</p> <p>(b) the directors of the Company (the “Directors”) be and are hereby authorised to sign and execute such documents and do all such acts and things which in their opinion may be necessary, desirable or expedient to carry out or give effect to transactions mentioned in paragraph (a) above.</p>	154,253,815 (100.00%)	0 (0.00%)	154,253,815
2.	<p>(a) the issue of each of the Convertible Notes (as defined in the SPA) and its terms and conditions, a copy of which has been produced to this meeting marked “B” and initialed by the chairman of this meeting for the purpose of identification and the transactions contemplated thereunder (including any possible exercise of the conversion rights attaching to the Convertible Notes and subscription of the ordinary shares of the Company on exercise of such conversion rights) be and are hereby approved;</p> <p>(b) To grant a conditional specific mandate to the directors to issue and allot the Conversion Shares pursuant to the terms and conditions of the Convertible Notes (Ordinary Resolution 2(b) of the Notice)</p>	154,136,015 (100.00%)	0 (0.00%)	154,136,015
3.	To grant an unconditional general mandate to the directors to issue and allot shares (Ordinary Resolution 3 of the Notice)	N/A	N/A	N/A

Note: Ordinary Resolution 3 was not proposed during the SGM and was not put to vote accordingly.

As at the date of the SGM, the total number of issued Shares was 299,847,114 Shares. The total number of Shares entitling the holders to attend and vote for or against all the ordinary resolutions at the SGM was 299,847,114 Shares. There are no Shares entitling the holders to attend and abstain from voting in favour. As disclosed in the Circular, no Shareholder has any material interest in the Acquisition which is different from that of other Shareholders, so none of the Shareholders is required to abstain from voting at the SGM.

No Shareholder had stated their intention in the Circular to vote against the ordinary resolutions and no Shareholder had stated their intention in the Circular to abstain from voting and therefore none have done so at the SGM.

As more than 50% of the votes were cast in favour of each of the ordinary resolutions proposed at the SGM, ordinary resolutions 1 and 2 were duly passed by the Shareholders.

The Company's branch share registrar in Hong Kong, Tricor Tengis Limited, was appointed as the scrutineer for vote-taking at the SGM.

By Order of the Board
Greater China Holdings Limited
Ma Xiaoling
Chairperson

Hong Kong, 16th January 2015

As at the date of this announcement, the Board comprises Ms. Ma Xiaoling and Ms. Chan Siu Mun as executive Directors, Mr. Chan Sze Hon as non-executive Director; and Mr. Ching Men Ky Carl, Mr. Lin Ruei-min and Mr. Shu Wa Tung Laurence as independent non-executive Directors.