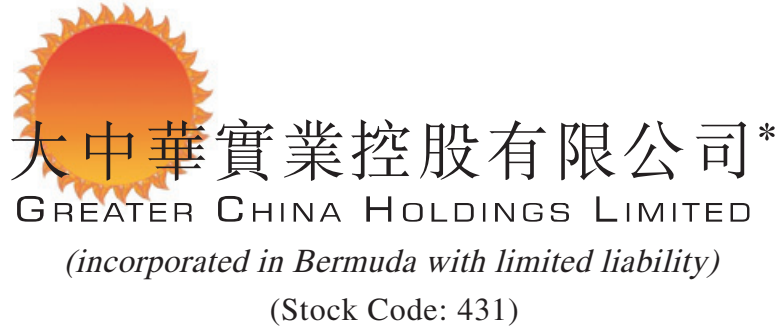


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website: <http://www.irasia.com/listco/hk/greaterchina/index.htm>

**RESULTS OF THE RIGHTS ISSUE ON THE BASIS OF
ONE (1) RIGHTS SHARE FOR EVERY TWO (2) SHARES HELD ON THE RECORD DATE
AT HK\$2.2 PER RIGHTS SHARE**

RESULTS OF THE RIGHTS ISSUE

The Board is pleased to announce that all the conditions of the Rights Issue set out in the Underwriting Agreement have been fulfilled and the Underwriting Agreement is not terminated or rescinded by the Underwriters prior to 6:00 p.m. on Monday, 16 November 2015. Accordingly, the Rights Issue became unconditional after 6:00 p.m. on Monday, 16 November 2015.

As at 4:00 p.m. on Tuesday, 10 November 2015, being the latest time for the acceptance of and payment for the Rights Shares and for the application and payment for the excess Rights Shares, a total of 138 valid acceptances and excess applications had been received for a total of 1,448,293,099 Rights Shares, which comprise: (i) 73 valid acceptances of provisional allotments under the PALs in respect of a total of 204,061,273 Rights Shares (inclusive of 35,900,000 Rights Shares which will be provisionally allotted to Long Tu (or their nominee(s)) that Long Tu has irrevocably undertaken to accept and pay in full (or procure the acceptance and payment in full)); and (ii) 65 valid applications for excess Rights Shares under the EAFs in respect of a total of 1,244,231,826 Rights Shares. In aggregate, they represented approximately 6.72 times of the total number of 215,623,557 Rights Shares available under the Rights Issue.

As the Rights Issue was over-subscribed, the obligations of the Underwriters under the Underwriting Agreement in respect of the Underwritten Shares have been fully discharged.

EXCESS RIGHTS SHARES

Based on the number of valid acceptances stated above, 11,562,284 Rights Shares were available for subscription under the EAFs. The Board has resolved to allocate such excess Rights Shares as set out below in this announcement.

* For identification purposes only

SHARE CERTIFICATES FOR THE RIGHTS SHARES AND REFUND CHEQUES

Share certificates for all fully-paid Rights Shares will be despatched to allottees who are entitled thereto by ordinary post to their registered addresses at their own risk on Wednesday, 18 November 2015. Each allottee will receive one share certificate for all the Rights Shares allotted and issued to him/her/it.

Refund cheques in respect of partially unsuccessful applications for excess Rights Shares will be despatched (without interest) to those entitled thereto by ordinary post to their registered addresses at their own risk on Wednesday, 18 November 2015.

COMMENCEMENT OF DEALINGS IN RIGHTS SHARES IN FULLY-PAID FORM

Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on Thursday, 19 November 2015.

Reference is made to the announcement of Greater China Holdings Limited (the “**Company**”) dated 1 October 2015 and the prospectus of the Company dated 27 October 2015 (the “**Prospectus**”) in respect of, among other things, the Rights Issue. Capitalised terms used in this announcement shall have the same meanings as those defined in the Prospectus unless otherwise stated.

RESULTS OF THE RIGHTS ISSUE

The Board is pleased to announce that as at 4:00 p.m. on Tuesday, 10 November 2015, being the latest time for the acceptance of and payment for the Rights Shares and for the application and payment for the excess Rights Shares, a total of 138 valid acceptances and excess applications had been received for a total of 1,448,293,099 Rights Shares, which comprise: (i) 73 valid acceptances of provisional allotments under the PALs in respect of a total of 204,061,273 Rights Shares (inclusive of 35,900,000 Rights Shares which will be provisionally allotted to Long Tu (or their nominee(s)) that Long Tu has irrevocably undertaken to accept and pay in full (or procure the acceptance and payment in full)); and (ii) 65 valid applications for excess Rights Shares under the EAFs in respect of a total of 1,244,231,826 Rights Shares. In aggregate, they represented approximately 6.72 times of the total number of 215,623,557 Rights Shares available under the Rights Issue.

As all the conditions of the Rights Issue set out in the Underwriting Agreement have been fulfilled, and the Underwriting Agreement is not terminated or rescinded by the Underwriters prior to 6:00 p.m. on Monday, 16 November 2015, the Rights Issue has become unconditional after 6:00 p.m. on Monday, 16 November 2015.

As the Rights Issue was over-subscribed, the obligations of the Underwriters under the Underwriting Agreement in respect of the Underwritten Shares have been fully discharged.

EXCESS RIGHTS SHARES

Based on the number of valid acceptances referred to above, 11,562,284 Rights Shares were available for subscription under the EAFs. Given that the number of excess Rights Shares is insufficient to satisfy all valid excess applications, the Board has resolved to allocate the 11,562,284 excess Rights Shares on a fair and equitable basis to those Qualifying Shareholders who applied for excess Rights Shares on a pro-rata basis of approximately 0.93% by reference to the number of excess Rights Shares applied for by them.

SHAREHOLDING STRUCTURE OF THE COMPANY

To the best of the Directors' knowledge, information and belief after having made all reasonable enquiries, the shareholding structure of the Company immediately before and after completion of the Rights Issue is as follows:

	Immediately before completion of the Rights Issue		Immediately after completion of the Rights Issue	
	No. of Shares	%	No. of Shares	%
Long Tu (<i>Note 1</i>)	71,800,000	16.65%	107,700,000	16.65%
Keenlead Holdings Limited (<i>Note 2</i>)	40,212,256	9.32%	40,212,256	6.22%
Grand Wealth Asia Pacific Limited	38,942,965	9.03%	58,414,447	9.03%
Orient Securities	0	0.00%	0	0.00%
Others	280,291,893	65.00%	440,543,968	68.10%
Total	<u>431,247,114</u>	<u>100.00%</u>	<u>646,870,671</u>	<u>100.00%</u>

Notes:

- 65.8%, 28.2% and 6.0% of the issued share capital of Long Tu is owned by Ample Sleek Limited (“**Ample Sleek**”), Sino Crest Ventures Limited (“**Sino Crest**”) and Asiabiz, respectively. Ample Sleek is wholly owned by Mr. Shao, an executive Director and the chairman of the Company while over 30% of the issued share capital of Asiabiz is indirectly owned by Mr. Chen Ningdi, an executive Director and the chief executive officer of the Company, and his associates.
- The entire issued share capital of Keenlead Holdings Limited is wholly and beneficially owned by Ms. Ma Xiaoling, a non-executive Director.
- As at the date of this announcement, Mr. Joseph Shie Jay Lang (“**Mr. Lang**”), a non-executive Director, is the beneficial owner of the entire issued share capital of Rosy Start Investments Limited (“**Rosy Start**”), Equity Partner Holdings Limited (“**Equity Partner**”) and Century Best Holdings Limited (“**Century Best**”). Rosy Start, Equity Partner and Century Best are taken to be interested in 40%, 15% and 39% of the Convertible Notes in a maximum principal amount of HK\$180,000,000 (HK\$85,401,768.19 of which has been issued as at the date of this announcement) and which may be converted into 60,000,000 Shares, 22,500,000 Shares and 58,500,000 Shares, respectively according to the sale and purchase agreement dated 20 November 2014 between Rosy Start, Equity Partner, Century Best and Asiabiz as vendors, Mr. Lang as vendors' guarantor and the Company as purchaser in respect of the acquisition of the entire issued share capital of Oriental Credit Holdings Limited. Mr. Lang is therefore taken to be interested in an aggregate of 141,000,000 Shares through Rosy Start, Equity Partner and Century Best.
- As at the date of this announcement, the Convertible Notes are subject to a put option, so Rosy Start, Equity Partner and Century Best are taken to have a short position of 60,000,000 Shares, 22,500,000 Shares and 58,500,000 Shares respectively. Mr. Lang is therefore taken to have a short position of 141,000,000 Shares through Rosy Start, Equity Partner and Century Best.
- As at the date of this announcement, Asiabiz is taken to be interested in 6% of the Convertible Notes in a maximum principal amount of HK\$180,000,000. Upon full conversion of 6% of the Convertible Notes, Asiabiz will be interested in 9,000,000 Shares. As the Convertible Notes are subject to a put option, Asiabiz is also taken to have a short position of 9,000,000 Shares.

SHARE CERTIFICATES FOR THE RIGHTS SHARES AND REFUND CHEQUES

Share certificates for all fully-paid Rights Shares will be despatched to allottees who are entitled thereto by ordinary post to their registered addresses at their own risk on Wednesday, 18 November 2015. Each allottee will receive one share certificate for all the Rights Shares allotted and issued to him/her/it.

Refund cheques in respect of partially unsuccessful applications for excess Rights Shares will be despatched (without interest) to those entitled thereto by ordinary post to their registered addresses at their own risk on Wednesday, 18 November 2015.

COMMENCEMENT OF DEALINGS IN RIGHTS SHARES IN FULLY-PAID FORM

Dealings in the Rights Shares, in their fully-paid form, are expected to commence on the Stock Exchange at 9:00 a.m. on Thursday, 19 November 2015.

By Order of the Board
Greater China Holdings Limited
Shao Yonghua
Chairman

Hong Kong, 17 November 2015

As at the date of this announcement, the Board comprises Mr. Shao Yonghua, Mr. Chen Ningdi and Ms. Chan Siu Mun as executive Directors; Ms. Ma Xiaoling and Mr. Joseph Shie Jay Lang as non-executive Directors; and Mr. Jin Bingrong, Mr. Kwan Kei Chor and Dr. Rui Mingjie as independent non-executive Directors.