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大中華金融控股有限公司

GREATER CHINA FINANCIAL HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 431)

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

**DISCLOSEABLE TRANSACTIONS
IN RELATION TO
PROVISION OF FINANCIAL ASSISTANCE**

Following completion of the Acquisition on 21 January 2015, the Target Company became a direct wholly-owned subsidiary of the Company, the financial results of the Target Group (including Shanghai OPCO, whose ordinary and usual course of business is provision of pawn loans) had been consolidated into the results of the Company since 22 January 2015 and the Group expanded its principal business to pawnshop business in Shanghai, the PRC.

In view that Shanghai OPCO has obtained a 典當經營許可證 (Permit to Conduct Pawnshop Business*) from 上海商務委員會 (Shanghai Municipal Commission of Commerce*) for its pawnshop business in Shanghai, the PRC and as stated in page 63 of the 2015 Interim Report, the Group is principally engaged in, among others, pawnshop business in Shanghai, the PRC, the Board sincerely believes that granting of pawn loans is the ordinary and usual course of business of Shanghai OPCO and should not constitute a transaction under Chapter 14 of the Listing Rules.

Due to difference in interpretation of the Listing Rules, the Directors understand from the Stock Exchange recently that the granting of pawn loans by Shanghai OPCO should constitute a transaction under Chapter 14 of the Listing Rules and therefore Rule 14.22 of the Listing Rules regarding aggregation of transactions also applies. Once the Directors were informed of this view of the Stock Exchange, the Directors sought advice from legal advisers and financial advisers and reviewed the pawn loans granted in Shanghai OPCO's ordinary and usual course of business. As the Loans would constitute discloseable transactions on the part of the Company when aggregated pursuant to Rule 14.22 of the Listing Rules, the Company published this announcement accordingly. Prior to the Incident, the Company already had internal control procedures in place in respect of, among others, its pawnshop business. In view of the ever-changing regulatory and operating environment, the Company has reviewed and updated the internal control procedures from time to time. In view of the Incident, the Company has further enhanced its internal control procedures accordingly.

During the period from 21 August 2015 to 29 February 2016, the Group, via Shanghai OPCO, entered into certain transactions involving provision of financial assistance.

Pursuant to Rule 14.22 of the Listing Rules:

- (a) transactions relating to Customers A have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewals of the Pawn Loan A on 22 September 2015 and 22 December 2015 constituted discloseable transactions on the part of the Company.
- (b) transactions relating to Customer B have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewals of the Pawn Loan B on 30 October 2015 and 28 January 2016 constituted discloseable transactions on the part of the Company.
- (c) transactions relating to Customers C have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewals of the Pawn Loan C on 22 September 2015 and 22 December 2015 constituted discloseable transactions on the part of the Company.
- (d) transactions relating to Customers D have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewals of the Pawn Loan D on 22 September 2015 and 22 December 2015 constituted discloseable transactions on the part of the Company.
- (e) transactions relating to Customers E have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewals of the Pawn Loan E on 22 September 2015 and 22 December 2015 constituted discloseable transactions on the part of the Company.
- (f) transactions relating to Customers F have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewal of the Pawn Loan F on 22 December 2015 constituted a discloseable transaction on the part of the Company.
- (g) transactions relating to Customer G have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewals of the Pawn Loans G as set out in this announcement constituted discloseable transactions on the part of the Company.
- (h) transactions relating to Customer H have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewal of the Pawn Loan H on 4 December 2015 constituted a discloseable transaction on the part of the Company.
- (i) transactions relating to Customer I have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the grant/renewal of the Pawn Loan I (i) and the Pawn Loan I (ii) on 26 January 2016 and 29 February 2016, respectively constituted discloseable transactions on the part of the Company.

References are made to the Announcement and the Circular in respect of the Acquisition.

As disclosed in the Company's announcement dated 21 January 2015, the Acquisition was completed on 21 January 2015. Following completion of the Acquisition, the Target Company became a direct wholly-owned subsidiary of the Company, the financial results of the Target Group (including Shanghai OPCO, whose ordinary and usual course of business is provision of pawn loans) had been consolidated into the results of the Company since 22 January 2015 and the Group expanded its principal business to pawnshop business in Shanghai, the PRC.

The Board wishes to announce that during the period from 21 August 2015 to 29 February 2016, the Group, via Shanghai OPCO, entered into the following transactions involving provision of financial assistance:

1. PAWN LOAN A

On 22 September 2015 and 22 December 2015, Shanghai OPCO entered into supplemental agreements for further renewal of a pawn loan originally granted under a loan agreement entered into between Shanghai OPCO and Customers A on 30 December 2014 (as supplemented by certain supplemental agreements). Principal terms of the supplemental agreements are as follows:

Date of supplemental agreements:	(i) 22 September 2015; and (ii) 22 December 2015, respectively
Lender:	Shanghai OPCO
Borrower(s):	Customers A
Guarantor(s):	Guarantor A, Guarantor B, Guarantor C and Guarantor D
Principal:	RMB10,000,000 (equivalent to HK\$12,416,000)
Interest (inclusive of service fee, if any):	30% per annum (i.e. 2.5% per month), payable in advance on the date of the relevant supplemental agreements
Term:	(i) to further extend the maturity date for 3 months to 29 December 2015 (ii) to further extend the maturity date for 3 months to 29 March 2016
Collateral:	charge on the issued shares of a company incorporated in the PRC with limited liabilities
Repayment of principal:	at the maturity date

2. PAWN LOAN B

On 30 October 2015 and 28 January 2016, Shanghai OPCO further renewed a pawn loan originally granted under agreement entered into between Shanghai OPCO and Customer B on 19 June 2014 (as renewed under certain pawn renewal certificates). Principal terms of the renewed pawn loan are as follows:

Date of pawn renewal certificates:	(i) 30 October 2015; and (ii) 28 January 2016, respectively
Lender:	Shanghai OPCO
Borrower(s):	Customer B
Guarantor(s):	Not applicable
Principal:	RMB7,000,000 (equivalent to HK\$8,691,200)
Interest (inclusive of service fee, if any):	(i) 3.08% per month, payable in advance on the date of the relevant pawn renewal certificate (ii) 3.06% per month, payable in advance on the date of the relevant pawn renewal certificate
Term:	(i) 19 October 2015 to 18 January 2016 (ii) 19 January 2016 to 18 July 2016
Collateral:	a factory located at Shanghai, the PRC
Repayment of principal:	at the maturity date

3. PAWN LOAN C

On 22 September 2015 and 22 December 2015, Shanghai OPCO entered into supplemental agreements for further renewal of a pawn loan originally granted under an agreement entered into between Shanghai OPCO and Customers C on 23 December 2014 (as supplemented by certain supplemental agreements). Principal terms of the supplemental agreements are as follows:

Date of supplemental agreements:	(i) 22 September 2015; and (ii) 22 December 2015, respectively
Lender:	Shanghai OPCO
Borrower(s):	Customers C
Guarantor(s):	Guarantor A, Guarantor B, Guarantor C, Guarantor E and Guarantor F

Principal:	RMB10,000,000 (equivalent to HK\$12,416,000)
Interest (inclusive of service fee, if any):	30% per annum (i.e. 2.5% per month), payable in advance on the date of the relevant supplemental agreements
Term:	(i) to further extend the maturity date for 3 months to 22 December 2015 (ii) to further extend the maturity date for 3 months to 22 March 2016
Collateral:	charge on the issued shares of a company incorporated in the PRC with limited liabilities
Repayment of principal:	at the maturity date

4. PAWN LOAN D

On 22 September 2015 and 22 December 2015, Shanghai OPCO entered into supplemental agreements for further renewal of a pawn loan originally granted under a loan agreement entered into between Shanghai OPCO and Customers D on 23 December 2014 (as supplemented by certain supplemental agreements). Principal terms of the supplemental agreements are as follows:

Date of supplemental agreements:	(i) 22 September 2015; and (ii) 22 December 2015, respectively
Lender:	Shanghai OPCO
Borrower(s):	Customers D
Guarantor(s):	Guarantor A, Guarantor B, Guarantor C, Guarantor E and Guarantor G
Principal:	RMB10,000,000 (equivalent to HK\$12,416,000)
Interest (inclusive of service fee, if any):	30% per annum (i.e. 2.5 % per month), payable in advance on the date of the relevant supplemental agreements
Term:	(i) to further extend the maturity date for 3 months to 22 December 2015 (ii) to further extend the maturity date for 3 months to 22 March 2016
Collateral:	charge on the issued shares of a company incorporated in the PRC with limited liabilities.
Repayment of principal:	at the maturity date

5. PAWN LOAN E

On 22 September 2015 and 22 December 2015, Shanghai OPCO entered into supplemental agreements for further renewal of a pawn loan originally granted under an agreement entered into between Shanghai OPCO and Customers E on 23 December 2014 (as supplemented by certain supplemental agreements). Principal terms of the supplemental agreements are as follows:

Date of supplemental agreements:	(i) 22 September 2015; and (ii) 22 December 2015, respectively
Lender:	Shanghai OPCO
Borrower(s):	Customers E
Guarantor(s):	Guarantor A, Guarantor B, Guarantor C and Guarantor H
Principal:	RMB10,000,000 (equivalent to HK\$12,416,000)
Interest (inclusive of service fee, if any):	30% per annum (i.e. 2.5% per month), payable in advance on the date of the relevant supplemental agreements
Term:	(i) to further extend the maturity date for 3 months to 22 December 2015 (ii) to further extend the maturity date for 3 months to 22 March 2016
Collateral:	charge on the issued shares of a company incorporated in the PRC with limited liabilities
Repayment of principal:	at the maturity date

6. PAWN LOAN F

On 22 December 2015, Shanghai OPCO entered into a supplemental agreement for further renewal of a pawn loan originally granted under an agreement entered into between Shanghai OPCO and Customers F on 23 December 2014 (as supplemented by certain supplemental agreements). Principal terms of the supplemental agreements are as follows:

Date of supplemental agreement:	22 December 2015
Lender:	Shanghai OPCO
Borrower(s):	Customers F
Guarantor(s):	Guarantor A, Guarantor B, Guarantor C, Guarantor E, Guarantor I and Guarantor J
Principal:	RMB8,000,000 (equivalent to HK\$9,932,800)

Interest (inclusive of service fee, if any):	30% per annum (i.e. 2.5% per month), payable in advance on the date of the relevant supplemental agreement
Term:	to further extend the maturity date for 3 months to 22 March 2016
Collateral:	charge on the issued shares of a company incorporated in the PRC with limited liabilities
Repayment of principal:	at the maturity date

7. PAWN LOANS G

Pawn Loan G (i)

On 21 August 2015, 15 September 2015 and 29 December 2015, Shanghai OPCO agreed to further renew a pawn loan originally granted to Customer G under a pawn certificate dated 19 November 2014 (as extended under certain pawn renewal certificates). Principal terms of the renewed Pawn Loan G (i) are as follows:

Lender:	Shanghai OPCO
Borrower(s):	Customer G
Date of pawn renewal certificates:	(i) 21 August 2015; (ii) 15 September 2015; and (iii) 29 December 2015, respectively
Principal:	RMB3,000,000 (equivalent to HK\$3,724,800)
Interest (inclusive of service fee, if any):	(i) 3% per month, payable in advance on the date of the relevant pawn renewal certificate (ii) 3% per month, payable in advance on the date of the relevant pawn renewal certificate (iii) 3% per month, payable in advance on the date of the relevant pawn renewal certificate
Term:	(i) to further extend the maturity date for 1 month to 18 September 2015 (ii) to further extend the maturity date for 1 month to 18 October 2015 (iii) to further extend the maturity date for 3 months to 18 January 2016
Collateral:	civilian goods
Repayment of principal:	at the maturity date

Pawn loan G (ii)

On 21 August 2015, 15 September 2015 and 29 December 2015, Shanghai OPCO agreed to further renew a pawn loan originally granted to Customer G under a pawn certificate dated 14 August 2014 (as extended under certain pawn renewal certificates). Principal terms of the renewed Pawn Loan G (ii) are as follows:

Lender:	Shanghai OPCO
Borrower(s):	Customer G
Date of pawn renewal certificates:	(i) 21 August 2015; (ii) 15 September 2015; and (iii) 29 December 2015, respectively
Principal:	RMB3,000,000 (equivalent to HK\$3,724,800)
Interest (inclusive of service fee, if any):	(i) 3% per month, payable in advance on the date of the relevant pawn renewal certificate (ii) 3% per month, payable in advance on the date of the relevant pawn renewal certificate (iii) 3% per month, payable in advance on the date of the relevant pawn renewal certificate
Term:	(i) to further extend the maturity date for 1 month to 13 September 2015 (ii) to further extend the maturity date for 1 month to 13 October 2015 (iii) to further extend the maturity date for 3 months to 13 January 2016
Collateral:	civilian goods
Repayment of principal:	at the maturity date

Pawn loan G (iii)

On 15 September 2015, 17 November 2015 and 29 December 2015, Shanghai OPCO agreed to further renew a pawn loan originally granted to Customer G under a pawn certificate dated 23 October 2014 (as extended under certain pawn renewal certificates). Principal terms of the renewed Pawn Loan G (iii) are as follows:

Lender:	Shanghai OPCO
Borrower(s):	Customer G
Date of pawn renewal certificates:	(i) 15 September 2015; (ii) 17 November 2015; and (iii) 29 December 2015, respectively.
Principal:	RMB3,000,000 (equivalent to HK\$3,724,800)
Interest (inclusive of service fee, if any):	(i) 3% per month, payable in advance on the date of the relevant pawn renewal certificate (ii) 3% per month, payable in advance on the date of the relevant pawn renewal certificate (iii) 3% per month, payable in advance on the date of the relevant pawn renewal certificate
Term:	(i) to further extend the maturity date for 1 month (ii) to further extend the maturity date for 1 month (iii) to further extend the maturity date for 3 months to 22 January 2016
Collateral:	civilian goods
Repayment of principal:	at the maturity date

Pawn loan G (iv)

On 15 September 2015, 15 September 2015 and 29 December 2015, Shanghai OPCO agreed to further renew a pawn loan originally granted to Customer G under a pawn certificate dated 31 July 2014 (as extended under certain pawn renewal certificates). Principal terms of the renewed Pawn Loan G (iv) are as follows:

Lender:	Shanghai OPCO
Borrower(s):	Customer G
Date of pawn renewal certificates:	(i) 15 September 2015; (ii) 15 September 2015; and (iii) 29 December 2015, respectively
Principal:	RMB3,000,000 (equivalent to HK\$3,724,800)
Interest (inclusive of service fee, if any):	(i) 3% per month, payable in advance on the date of the relevant pawn renewal certificate (ii) 3% per month, payable in advance on the date of the relevant pawn renewal certificate (iii) 3% per month, payable in advance on the date of the relevant pawn renewal certificate
Term:	(i) to further extend the maturity date for 1 month to 30 September 2015 (ii) to further extend the maturity date for 1 month to 31 October 2015 (iii) to further extend the maturity date for 3 months to 31 January 2016
Collateral:	civilian goods
Repayment of principal:	at the maturity date

8. PAWN LOAN H

On 4 December 2015, Shanghai OPCO agreed to further renew a pawn loan originally granted to Customer H under a pawn certificate dated 10 June 2015. Principal terms of the renewed Pawn Loan H are as follows:

Lender:	Shanghai OPCO
Borrower(s):	Customer H
Date of pawn renewal certificate:	4 December 2015
Principal:	RMB2,000,000 (equivalent to HK\$2,483,200)
Interest (inclusive of service fee, if any):	3% per month, payable in advance on the date of the relevant pawn renewal certificate
Term:	to further extend the maturity date for 3 months to 9 March 2016
Collateral:	civilian goods
Repayment of principal:	at the maturity date

9. PAWN LOAN I

Pawn Loan I (i)

On 26 January 2016, Shanghai OPCO granted a pawn loan to Customer I under a pawn certificate. Principal terms of the Pawn Loan I (i) are as follows:

Lender:	Shanghai OPCO
Borrower(s):	Customer I
Date of pawn certificate:	26 January 2016
Principal:	RMB5,000,000 (equivalent to HK\$6,208,000)
Interest (inclusive of service fee, if any):	3.86% per month, payable in advance on the date of the relevant pawn certificate
Term:	3 months, from 26 January 2016 to 25 April 2016
Collateral:	civilian goods
Repayment of principal:	at the maturity date

Pawn Loan I (ii)

On 29 February 2016, Shanghai OPCO agreed to further renew a pawn loan originally granted to Customer I under a pawn certificate dated 30 December 2015 (as extended under a pawn renewal certificate). Principal terms of the renewed Pawn Loan I (ii) are as follows:

Lender:	Shanghai OPCO
Borrower(s):	Customer I
Date of pawn renewal certificate:	29 February 2016
Principal:	RMB1,500,000 (equivalent to HK\$1,862,400)
Interest (inclusive of service fee, if any):	4.36% per month, payable in advance on the date of the relevant pawn renewal certificate
Term:	to further extend the maturity date for 2 months to 30 April 2016
Collateral:	civilian goods
Repayment of principal:	at the maturity date

REASONS FOR AND BENEFITS OF THE TRANSACTIONS

The Group is principally engaged in (i) investment holding; (ii) industrial property development; (iii) general trading including trading of metal materials; and (iv) pawnshop business in Shanghai, the PRC. As stated in the 2015 Interim Report, the Group had expanded its principal business to pawnshop business since the completion of the Acquisition on 21 January 2015.

Shanghai OPCO, a company controlled by an indirect wholly-owned subsidiary of the Company through variable interest entity contracts, is a limited liability company incorporated in the PRC and is primarily engaged in pawnshop business in the PRC as its ordinary and usual course of business. It holds a 典當經營許可證 (Permit to Conduct Pawnshop Business*) issued by 上海商務委員會 (Shanghai Municipal Commission of Commerce*). Shanghai OPCO is entitled to receive interest income and service fee from each of the transactions.

The terms of the loan(s) provided in each of the Loans were agreed between Shanghai OPCO and borrower(s) of each of the Loans, respectively, after arm's length negotiations and in accordance with the applicable rules and regulations in the PRC.

The Group had financed the principal of the Loans from its internal resources and/or loans/facilities from financial institutions.

Since the terms of the supplemental agreements and/or pawn certificate/pawn renewal certificates of the Loans reflect the normal commercial terms of transactions of this nature and can provide the Group with stable revenue and cashflow stream from the interest and service fee, if any, received, the Directors consider them are fair and reasonable and are in the interests of the Company and the Shareholders as a whole.

GENERAL

To the best of the knowledge, information and belief of the Directors having made all reasonable enquiries, (i) each of the borrowers and, if applicable, guarantors and their respective ultimate beneficial owner(s) of the Loans is an Independent Third Party as at the date of each of the supplemental agreements and/or pawn certificate/pawn renewal certificates of the Loans; and (ii) the borrowers of each of the Loans are independent to the borrowers of the other Loans.

LISTING RULES IMPLICATIONS

In view that Shanghai OPCO has obtained a 典當經營許可證 (Permit to Conduct Pawnshop Business*) from 上海商務委員會 (Shanghai Municipal Commission of Commerce*) for its pawnshop business in Shanghai, the PRC and as stated in page 63 of the 2015 Interim Report, the Group is principally engaged in, among others, pawnshop business in Shanghai, the PRC, the Board sincerely believes that granting of pawn loans is the ordinary and usual course of business of Shanghai OPCO and should not constitute a transaction under Chapter 14 of the Listing Rules.

Due to difference in interpretation of the Listing Rules, the Directors understand from the Stock Exchange recently that the granting of pawn loans by Shanghai OPCO should constitute a transaction under Chapter 14 of the Listing Rules and therefore Rule 14.22 of the Listing Rules regarding aggregation of transactions also applies. Once the Directors were informed of this view of the Stock Exchange (the “**Incident**”), the Directors sought advice from legal advisers and financial advisers and reviewed the pawn loans granted in Shanghai OPCO’s ordinary and usual course of business. As the Loans would constitute discloseable transactions on the part of the Company when aggregated pursuant to Rule 14.22 of the Listing Rules, the Company published this announcement accordingly. Prior to the Incident, the Company already had internal control procedures in place in respect of, among others, its pawnshop business. In view of the ever-changing regulatory and operating environment, the Company has reviewed and updated the internal control procedures from time to time. In view of the Incident, the Company has further enhanced its internal control procedures accordingly.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan A granted to Customers A under each of the supplemental agreements dated 22 September 2015 and 22 December 2015 respectively, were less than 5% pursuant to applicable financial statistic of the Company as at the date of each of the supplemental agreements, the renewals of the Pawn Loan A did not constitute discloseable transactions on the part of the Company. However, pursuant to Rule 14.22 of the Listing Rules, transactions relating to Customers A have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewals of the Pawn Loan A on 22 September 2015 and 22 December 2015 constituted discloseable transactions on the part of the Company.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan B granted to Customer B under the pawn renewal certificates dated 30 October 2015 and 28 January 2016 respectively, were less than 5% pursuant to applicable financial statistic of the Company as at the date of each of the pawn renewal certificates, the renewals of the Pawn Loan B did not constitute discloseable transactions on the part of the Company. However, pursuant to Rule 14.22 of the Listing Rules, transactions relating to Customer B have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewals of the Pawn Loan B on 30 October 2015 and 28 January 2016 constituted discloseable transactions on the part of the Company.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan C granted to Customers C under each of the supplemental agreements dated 22 September 2015 and 22 December 2015 respectively, were less than 5% pursuant to applicable financial statistic of the Company as at the date of each of the supplemental agreements, the renewals of the Pawn Loan C did not constitute discloseable transactions on the part of the Company. However, pursuant to Rule 14.22 of the Listing Rules, transactions relating to Customers C have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewals of the Pawn Loan C on 22 September 2015 and 22 December 2015 constituted discloseable transactions on the part of the Company.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan D granted to Customers D under each of the supplemental agreements dated 22 September 2015 and 22 December 2015 respectively, were less than 5% pursuant to applicable financial statistic of the Company as at the date of each of the supplemental agreements, the renewals of the Pawn Loan D did not constitute discloseable transactions on the part of the Company. However, pursuant to Rule 14.22 of the Listing Rules, transactions relating to Customers D have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewals of the Pawn Loan D on 22 September 2015 and 22 December 2015 constituted discloseable transactions on the part of the Company.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan E granted to Customers E under each of the supplemental agreements dated 22 September 2015 and 22 December 2015 respectively, were less than 5% pursuant to applicable financial statistic of the Company as at the date of each of the supplemental agreements, the renewals of the Pawn Loan E did not constitute discloseable transactions on the part of the Company. However, pursuant to Rule 14.22 of the Listing Rules, transactions relating to Customers E have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewals of the Pawn Loan E on 22 September 2015 and 22 December 2015 constituted discloseable transactions on the part of the Company.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan F granted to Customers F under the supplemental agreement dated 22 December 2015 was less than 5% pursuant to applicable financial statistic of the Company as at the date of the supplemental agreement, the renewal of the Pawn Loan F did not constitute a discloseable transaction on the part of the Company. However, pursuant to Rule 14.22 of the Listing Rules, transactions relating to Customers F have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules was more than 5% but less than 25%. Therefore, the renewal of the Pawn Loan F on 22 December 2015 constituted a discloseable transaction on the part of the Company.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan G (i) granted to Customer G under each of the pawn renewal certificate dated 21 August 2015, 15 September 2015 and 29 December 2015 respectively, were less than 5% pursuant to applicable financial statistic of the Company as at the date of each of the pawn renewal certificates, the renewals of the Pawn Loan G (i) did not constitute discloseable transactions on the part of the Company.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan G (ii) granted to Customer G under each of the pawn renewal certificates dated 21 August 2015, 15 September 2015 and 29 December 2015 respectively, were less than 5% pursuant to applicable financial statistic of the Company as at the date of each of the pawn renewal certificates, the renewals of the Pawn Loan G (ii) did not constitute discloseable transactions on the part of the Company.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan G (iii) granted to Customer G under each of the pawn renewal certificates dated 15 September 2015, 17 November 2015 and 29 December 2015 respectively, were less than 5% pursuant to applicable financial statistic of the Company as at the date of each of the pawn renewal certificates, the renewals of the Pawn Loan G (iii) did not constitute discloseable transactions on the part of the Company.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan G (iv) granted to Customer G under each of the pawn renewal certificate dated 15 September 2015, 15 September 2015 and 29 December 2015 respectively, were less than 5% pursuant to applicable financial statistic of the Company as at the date of each of the pawn renewal certificates, the renewals of the Pawn Loan G (iv) did not constitute discloseable transactions on the part of the Company.

However, pursuant to Rule 14.22 of the Listing Rules, transactions relating to Customer G have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewals of the Pawn Loans G as detailed in this announcement constituted discloseable transactions on the part of the Company.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan H granted to Customer H under the pawn renewal certificate dated 4 December 2015 were less than 5% pursuant to applicable financial statistic of the Company as at the date of the pawn renewal certificate, the renewal of the Pawn Loan H did not constitute a discloseable transaction on the part of the Company. However, pursuant to Rule 14.22 of the Listing Rules, transactions relating to Customer H have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the renewal of the Pawn Loan H on 4 December 2015 constituted a discloseable transaction on the part of the Company.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan I (i) granted to Customer I under the pawn certificate dated 26 January 2016, were less than 5% pursuant to applicable financial statistic of the Company as at the date of the pawn certificate, the grant of the Pawn Loan I (i) did not constituted a discloseable transaction on the part of the Company.

As the applicable percentage ratios under Rule 14.07 of the Listing Rules in respect of the Pawn Loan I (ii) granted to Customer I under the pawn renewal certificate dated 29 February 2016, were less than 5% pursuant to applicable financial statistic of the Company as at the date of the pawn renewal certificate, the renewal of the Pawn Loan I (ii) did not constituted a discloseable transaction on the part of the Company.

However, pursuant to Rule 14.22 of the Listing Rules, transactions relating to Customer I have to be aggregated and after aggregation, the applicable percentage ratios under Rule 14.07 of the Listing Rules were more than 5% but less than 25%. Therefore, the Pawn Loans I as detailed in this announcement constituted discloseable transactions on the part of the Company.

DEFINITIONS

In this announcement, unless the context otherwise requires, the following words and expression shall have the following meaning when used herein:

“2015 Interim Report”	report of the Company for the six months ended 30 June 2015
“Acquisition”	acquisition of the entire issued share capital of the Target Company as disclosed in the Announcement and the Circular, which was completed on 21 January 2015
“Announcement”	announcement of the Company dated 20 November 2014 in respect of the acquisition of the Target Company
“Board”	the board of Directors
“Company”	Greater China Financial Holdings Limited, a company incorporated in Bermuda with limited liability and the Shares are listed on the main board of the Stock Exchange (Stock Code: 431)
“connected person(s)”	has the meaning ascribed to it in the Listing Rules
“Circular”	circular of the Company dated 24 December 2014 in respect of the acquisition of the Target Company
“Customers A”	the borrower being two individuals and each of them is an Independent Third Party
“Customer B”	the borrower being an individual and an Independent Third Party
“Customers C”	the borrower being two individuals and each of them is an Independent Third Party
“Customers D”	the borrower being two individuals and each of them is an Independent Third Party
“Customers E”	the borrower being two individuals and each of them is an Independent Third Party
“Customers F”	the borrower being two individuals and each of them is an Independent Third Party
“Customer G”	the borrower being a company incorporated in the PRC, which principal business is trading of jade articles and an Independent Third Party

“Customer H”	the borrower being a company incorporated in the PRC, which principal business is trading of furniture and an Independent Third Party
“Customer I”	the borrower being an individual and an Independent Third Party
“Directors”	directors of the Company
“Group”	the Company and its subsidiaries
“Guarantor A”	the guarantor being an individual and an Independent Third Party
“Guarantor B”	the guarantor being an individual and an Independent Third Party
“Guarantor C”	the guarantor being a company incorporated in the PRC and an independent Third Party
“Guarantor D”	the guarantor being a company incorporated in the PRC owned by Customers A and an Independent Third Party
“Guarantor E”	the guarantor being an individual and an Independent Third Party
“Guarantor F”	the guarantor being a company incorporated in the PRC owned by Customers C and an Independent Third Party
“Guarantor G”	the guarantor being a company incorporated in the PRC owned by Customers D and an Independent Third Party
“Guarantor H”	the guarantor being a company incorporated in the PRC owned by Customers E and an Independent Third Party
“Guarantor I”	the guarantor being an individual and an Independent Third Party
“Guarantor J”	the guarantor being a company incorporated in the PRC owned by Customers F and an Independent Third Party
“Independent Third Party(ies)”	a party(ies) independent of and not connected with the Company and its connected persons
“Listing Rules”	the Rules Governing the Listing of Securities on the Stock Exchange
“Loans”	collectively, the Pawn Loan A, the Pawn Loan B, the Pawn Loan C, the Pawn Loan D, the Pawn Loan E, the Pawn Loan F, the Pawn Loans G, the Pawn Loan H and the Pawn Loans I

“Pawn Loan A”	a pawn loan in the amount of RMB10,000,000 (equivalent to HK\$12,416,000) granted by Shanghai OPCO to Customers A
“Pawn Loan B”	a pawn loan in the amount of RMB7,000,000 (equivalent to HK\$8,691,200) granted by Shanghai OPCO to Customers B
“Pawn Loan C”	a pawn loan in the amount of RMB10,000,000 (equivalent to HK\$12,416,000) granted by Shanghai OPCO to Customers C
“Pawn Loan D”	a pawn loan in the amount of RMB10,000,000 (equivalent to HK\$12,416,000) granted by Shanghai OPCO to Customers D
“Pawn Loan E”	a pawn loan in the amount of RMB10,000,000 (equivalent to HK\$12,416,000) granted by Shanghai OPCO to Customers E
“Pawn Loan F”	a pawn loan in the amount of RMB8,000,000 (equivalent to HK\$9,932,800) granted by Shanghai OPCO to Customers F
“Pawn Loans G”	collectively, Pawn Loan G (i), Pawn Loan G (ii), Pawn Loan G (iii) and Pawn loan G (iv)
“Pawn Loan G (i)”	a pawn loan in the amount of RMB3,000,000 (equivalent to HK\$3,724,800) granted by Shanghai OPCO to Customer G on 19 November 2014
“Pawn Loan G (ii)”	a pawn loan in the amount of RMB3,000,000 (equivalent to HK\$3,724,800) granted by Shanghai OPCO to Customer G on 14 August 2014
“Pawn Loan G (iii)”	a pawn loan in the amount of RMB3,000,000 (equivalent to HK\$3,724,800) granted by Shanghai OPCO to Customer G on 23 October 2014
“Pawn Loan G (iv)”	a pawn loan in the amount of RMB3,000,000 (equivalent to HK\$3,724,800) granted by Shanghai OPCO to Customer G on 31 July 2014
“Pawn Loan H”	a pawn loan in the amount of RMB2,000,000 (equivalent to HK\$2,483,200) granted by Shanghai OPCO to Customer H
“Pawn Loans I”	collectively, Pawn Loan I (i) and Pawn Loan I (ii)

“Pawn Loan I (i)”	a pawn loan in the amount of RMB5,000,000 (equivalent to HK\$6,208,000) granted by Shanghai OPCO to Customer I on 26 January 2016
“Pawn Loan I (ii)”	a pawn loan in the amount of RMB1,500,000 (equivalent to HK\$1,862,400) granted by Shanghai OPCO to Customer I on 30 December 2015
“PRC”	the People’s Republic of China, excluding Hong Kong Special Administrative Region, Macau Special Administrative Region and Taiwan for the purposes of this announcement
“Shanghai OPCO”	上海新盛典當有限公司, a limited liability company incorporated in the PRC and is a company licensed by 上海商務委員會 (Shanghai Municipal Commission of Commerce*) for conducting pawnshop business in Shanghai, the PRC under a 典當經營許可證 (Permit to Conduct Pawnshop Business*)
“Share(s)”	ordinary share(s) of HK\$0.001 each in the issued share capital of the Company
“Shareholder(s)”	holder(s) of the Share(s)
“Stock Exchange”	The Stock Exchange of Hong Kong Limited
“Target Company”	Oriental Credit Holdings Limited, a company incorporated in the Cayman Islands with limited liability
“Target Group”	the Target Company and its subsidiaries (and, for this purpose, include Shanghai OPCO) pursuant to the variable interest entity contracts as disclosed in the Circular
“HK\$”	Hong Kong dollar(s), the lawful currency of Hong Kong
“%”	per cent.

By Order of the Board
Greater China Financial Holdings Limited
Chen Ningdi
Chief Executive Officer

Hong Kong, 20 April 2016

For the purposes of illustration only, any amounts denominated in RMB in this announcement are converted into HK\$ at the rate of RMB1 = HK\$1.2416. Such translations should not be construed as a representation that the amounts in question have been, could have been or could be, converted of any particular rate at all.

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

* For identification purpose only