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大中華實業控股有限公司*

GREATER CHINA HOLDINGS LIMITED

(incorporated in Bermuda with limited liability)

(Stock Code: 431)

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

**ANNOUNCEMENT
RESIGNATION AND APPOINTMENT OF
INDEPENDENT NON-EXECUTIVE DIRECTOR
CHANGE OF AUTHORISED REPRESENTATIVE**

APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The board (the “**Board**”) of directors (“**Directors**”) of Greater China Holdings Limited (the “**Company**”) is pleased to announce that Dr. Rui Mingjie (“**Dr. Rui**”) has been appointed an independent non-executive Director of the Company, with effect from 7 October 2015.

Biography of Dr. Rui

Dr. Rui Mingjie, aged 61, has over 25 years of experience in corporate management and development research. He is currently a Professor and the head of the Department of Industrial Economics of the School of Management of Fudan University, PRC since 2003. His main research areas are industry & enterprise development, enterprise strategy & management, reformation theory of state owned enterprises, theory of modern firms and knowledge management & innovation. Dr. Rui was previously the Associate Dean of the School of Management of Fudan University from 2001 to 2003 and has been a professor in the School of Management of Fudan University since 1995. Dr. Rui obtained his doctorate degree in industrial economics in Fudan University in January 1992.

Dr. Rui is currently (i) an independent non-executive director of Shanghai Jin Jiang International Hotels (Group) Company Limited (Stock Code: 2006), a company listed on The Stock Exchange of Hong Kong Limited (“**Stock Exchange**”), since November 2006; and (ii) an independent non-executive director of Shanghai Automation Instrumentation Co. Ltd (上海自動化儀表股份有限公司) (SHA:600848), a company listed on the Shanghai Stock Exchange, since September 2015.

Upon Dr. Rui’s appointment as an independent non-executive Director, Dr. Rui will be a member of the audit committee and the remuneration committee of the Company.

* *For identification purposes only*

Pursuant to a letter of appointment entered into between the Company and Dr. Rui dated 7 October 2015, the appointment of Dr. Rui is for an initial term of three years and such appointment will be subject to retirement by rotation and re-election at the annual general meeting of the Company in accordance with the Bye-laws of the Company. Dr. Rui will be entitled to a monthly remuneration of HK\$30,000, a discretionary bonus and share options under the share option scheme of the Company.

Save as disclosed herein, as at the date of this announcement, (a) Dr. Rui does not hold any position with the Company and its subsidiaries prior to his appointment; (b) Dr. Rui did not hold any directorship in any listed public companies in Hong Kong or overseas in the last three years; (c) Dr. Rui does not have any relationship with any Directors, senior management or substantial or controlling shareholders of the Company; (d) Dr. Rui does not have any interest in the Company within the meaning of Part XV of the Securities and Futures Ordinance; and (e) there are no other matters concerning Dr. Rui that need to be brought to the attention of the shareholders of the Company nor any information to be disclosed pursuant to the requirements of Rule 13.51(2)(h) to (v) of the Rules Governing the Listing of Securities on the Stock Exchange.

RESIGNATION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

The Board announces that Mr. Lin Ruei-min (“**Mr. Lin**”), has resigned as an independent non-executive Director, and a member of the audit committee and remuneration committee of the Company with effect from 7 October 2015 due to his other business commitment.

Mr. Lin has confirmed to the Company that he has no disagreements with the Board and there are no matters relating to his resignation that need to be brought to the attention of the shareholders of the Company and the Stock Exchange.

CHANGE OF AUTHORISED REPRESENTATIVE

The Board is also pleased to announce that pursuant to Rule 3.05 of the Rule Governing the Listing of Securities on the Stock Exchange, Mr. Chen Ningdi (“**Mr. Chen**”) was appointed as an authorised representative of the Company in place of Ms. Ma Xiaoling with effect from 7 October 2015.

The Board would like to take this opportunity to welcome Dr. Rui for joining the Company and to express its gratitude and appreciation to Mr. Lin for his valuable contribution and support towards the Company during his terms of service.

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

Hong Kong, 7 October 2015

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