

If you are in any doubt as to any aspect of this supplemental prospectus (the “Supplemental Prospectus”) or as to the action to be taken, you should consult a licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser.

This is a supplemental prospectus issued by the Company to supplement the prospectus (the “Prospectus”) of the Company dated 19 December 2008 in relation to the Open Offer. A copy of this Supplemental Prospectus has been registered with the Registrar of Companies in Hong Kong pursuant to Section 342C of the Companies Ordinance (Chapter 32 of the Laws of Hong Kong). The Securities and Futures Commission of Hong Kong and the Registrar of Companies in Hong Kong take no responsibility for the contents of this Supplemental Prospectus. Dealings in the securities of the Company may be settled through CCASS (as defined herein) and you should consult a licensed securities dealer, bank manager, solicitor, professional accountant or other professional adviser for details of the settlement arrangements and how such arrangements may affect your rights and interests.

The Stock Exchange and HKSCC take no responsibility for the contents of this Supplemental Prospectus, make no representation as to their respective accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Supplemental Prospectus.

Capitalised terms used in this Supplemental Prospectus shall have the same meanings as described in the Prospectus.



Golife Concepts Holdings Limited

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8172)

SUPPLEMENTAL PROSPECTUS

The Directors noted that there were typographical errors in the on pages 20, 21, 99 and 100 of the Prospectus. The purpose of this Supplemental Prospectus is to supplement the Prospectus and this Supplemental Prospectus should be read in conjunction with the Prospectus.

On 9 December 2008 and 10 December 2008, Gouw Hiap Kian disposed an aggregate of 58,000,000 Shares and Goldig Investment Group Limited disposed an aggregate of 13,500,000 Shares and the convertible bonds in the principal amount of HK\$7,000,000 issued by the Company (collectively, the “Disposals”). The Company was notified by Gouw Hiap Kian and Goldig Investment Group Limited of the Disposals on 12 December 2008, four days prior to the Latest Practicable Date. Due to inadvertent mistake, the information in relation to the Disposals were not reflected in the Prospectus.

The Board wishes to clarify that the table and the notes as set out under the section headed “Changes in the shareholding structure of the Company before and after the Open Offer” on pages 20 and 21 of the Prospectus should be replaced by the following table and notes:

	As at the date of Announcement		After completion of the Placing and as at the Latest Practicable Date		Immediately after completion of the Open Offer on the assumption as set out in Note 3		Immediately after completion of the Open Offer on the assumption as set out in Note 4	
	<i>No. of Shares</i>		<i>No. of Shares</i>		<i>No. of Shares</i>		<i>No. of Shares</i>	
	%	%	%	%	%	%	%	%
Gouw Hiap Kian (Note 1)	68,732,000	24.91	10,732,000	3.26	15,024,800	3.26	10,732,000	2.33
Goldig Investment Group Limited (Note 1)	13,500,000	4.89	—	—	—	—	—	—
Kingston Securities	—	—	—	—	—	—	131,570,645	28.57
Public:								
Placees	—		53,000,000	16.11	74,200,000	16.11	53,000,000	11.51
Other Shareholders	193,694,613	70.20	265,194,613	80.63	371,272,458	80.63	265,194,613	57.59
	<u>275,926,613</u>	<u>100.00</u>	<u>328,926,613</u>	<u>100.00</u>	<u>460,497,258</u>	<u>100.00</u>	<u>460,497,258</u>	<u>100.00</u>

Notes:

- As at the date of Announcement, under the SFO, Mr. Gouw Hiap Kian owned 68,732,000 Share in his own capacity. Goldig Investment Group Limited was deemed to be interested in 56,000,000 Shares through its interest in the convertible bonds in the principal amount of HK\$7,000,000 issued by the Company. Adding the 13,500,000 Shares it beneficially owned, Goldig Investment Group Limited was deemed to be interested in an aggregate of 69,500,000 Shares. Goldig Investment Group Limited is a wholly owned subsidiary of Chung Chiu (PTC) Limited (formerly known as “Chung Chiu Limited”), which in turn is wholly owned by a discretionary trust. The founder of the discretionary trust is Gouw Hiap Kian, and the trustee of the discretionary trust is HSBC International Trustee Limited. In these circumstances, under the SFO, Chung Chiu (PTC) Limited, Gouw Hiap Kian and HSBC International Trustee Limited were deemed to be interested in the 69,500,000 underlying Shares held by Goldig Investment Group Limited.
- Pursuant to the placing agreement entered into between the Company and Kingston Securities dated 19 November 2008, details of which was announced by the Company on 28 November 2008. The placing of 53,000,000 new Shares at a price of HK\$0.075 per new Share had been completed on 10 December 2008.

3. Assuming all Shareholders take up their respective entitlements to the Offer Shares under the Open Offer.
4. Assuming none of the Shareholders take up their respective entitlements to the Offer Shares under the Open Offer and, accordingly, Kingston Securities will take up the Underwritten Shares in full pursuant to the terms of the Underwriting Agreement as supplemented by the Supplemental Agreement.

The Board also wishes to clarify that the table and the notes as set out under the subsection headed “Long position in Shares and underlying Shares” under the section headed “Disclosure of interests by substantial Shareholder” on pages 99 and 100 of the Prospectus should be replaced by the following table and notes:

Name of Shareholder	Number of Shares/ underlying Shares interested or deemed to be interested	Approximate percentage of the Company’s issued share capital (%)
Chan Mei Sau, Teresina (<i>Note 1</i>)	313,684,211	113.68
Ho Pui Sau	17,640,000	6.39
China Star Investment Holdings Limited (<i>Note 2</i>)	9,658,152,810	999.99
Riche (BVI) Limited (<i>Note 2</i>)	9,658,152,810	999.99
Brilliant Arts Multi-Media Holding Limited (<i>Note 3</i>)	2,000,000,000	724.83
China Star Entertainment Limited (<i>Note 4</i>)	1,200,000,000	434.89
Chu Yuet Wah (<i>Notes 5 & 6</i>)	289,206,648	29.54
Kingston Securities (<i>Note 6</i>)	279,681,928	28.57
Ma Siu Fong (<i>Note 6</i>)	279,681,928	28.57

Notes:

1. Ms. Chan Mei Sau, Teresina is the holder of the Convertible Bonds with aggregate principal of HK\$38,200,000 which can be converted into 313,684,211 Shares. Ms. Chan Mei Sau, Teresina is deemed to be interested in 313,684,211 Shares through her interest in the Convertible Bonds.
2. Riche (BVI) Limited is deemed to be interested in 9,658,152,810 Shares pursuant to the conditional sale and purchase agreement dated 26 November 2008 entered into between Riche (BVI) Limited and the Group, details of which was announced by the Company on 8 December 2008 and which is yet to be completed as at the Latest Practicable Date. As Riche (BVI) Limited is wholly-owned by China Star Investment Holdings Limited, a company listed on the Main Board of the Stock Exchange, China Star Investment Holdings Limited is deemed to be interested in such 9,658,152,810 Shares.
3. Brilliant Arts Multi-Media Holding Limited is a company listed on GEM and is deemed to be interested in 2,000,000,000 Shares pursuant to the conditional subscription agreement dated 26 November 2008 entered into between Brilliant Arts Multi-Media Holding Limited and the Company, details of which was announced by the Company on 8 December 2008 and which is yet to be completed.

4. China Star Entertainment Limited is a company listed on the Main Board of the Stock Exchange and is deemed to be interested in 1,200,000,000 Shares pursuant to the conditional subscription agreement dated 26 November 2008 entered into between China Star Entertainment Limited and the Company, details of which was announced by the Company on 8 December 2008 and which is yet to be completed.
5. Ms. Chu Yuet Wah is the beneficial owner of 150,000 Shares, 9,374,720 Shares are held by Best China Limited which is wholly and beneficially owned by Ms. Chu Yuet Wah. Adding the 279,681,928 Shares that she is deemed to be interested through Kingston Securities as stated at note 8 below. Ms. Chu Yuet Wah is deemed to be interested in 289,206,648 Shares.
6. Kingston Securities is deemed to be interested in 279,681,928 Shares pursuant to the Underwriting Agreement. Ms. Chu Yuet Wah and Ms. Ma Siu Fong owns 51% and 49% interest in Kingston Securities respectively.

The Directors consider that the amendments of the Prospectus as stated in this Supplemental Prospectus are not material enough to extend the Open Offer period and revise the structure of the Open Offer.

By Order of the Board
Golife Concepts Holdings Limited
Gouw San Bo, Elizabeth
Chief Executive Officer and Executive Director

Hong Kong, 30 December 2008

This Supplemental Prospectus, for which the Directors collectively and individually accept full responsibility, includes particular given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Group. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (a) the information contained in this Supplemental Prospectus is accurate and complete in all material respects and is not misleading; (b) there are no other matters the omission of which would make any statement in this Supplemental Prospectus misleading; and (c) all opinions expressed in this Supplemental Prospectus have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.