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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  
REVISED PROXY FORM FOR USE AT THE SGM**

Reference is made to the circular (the “**Circular**”) and the notice of special general meeting of the Company (the “**SGM notice**”) both dated 24 December 2014 and the proxy form to be used for the SGM referenced in the SGM notice (the “**Previous Proxy Form**”). Unless otherwise stated, capitalized terms used herein shall bear the same meanings as defined in the Circular and the SGM notice.

The Company wishes to emphasize that the ordinary resolution numbered 1(a) and 1(b) is one ordinary resolution and the ordinary resolution numbered 2(a) & 2(b) is one ordinary resolution respectively as set out in the SGM notice. In order to facilitate the Shareholders to vote on the ordinary resolutions numbered 1(a) & 1(b) and 2(a) & 2(b) as set out in the SGM Notice as two resolutions, the Company has revised the proxy form to modify its format. The revised proxy form (the “**Revised Proxy Form**”) will be published on the websites of Hong Kong Exchanges and Clearing Limited and the Company, on 5 January 2015.

The format modification as reflected in the Revised Proxy Form does not affect the information contained in the Circular and the SGM Notice, which remain unchanged. The date, time and venue for holding the SGM referenced in the SGM notice also remain unchanged.

**Shareholders should note that the Revised Proxy Form supersedes and replaces the Previous Proxy Form and that the Previous Proxy Form is void and invalid. SHAREHOLDERS WHO HAVE SIGNED AND RETURNED THE PREVIOUS PROXY FORM SHOULD COMPLETE AND RETURN THE REVISED PROXY FORM IN ACCORDANCE WITH THE INSTRUCTIONS PROVIDED THEREIN.**

\* *For identification purposes only*

To be valid, the Revised Proxy Form together with the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy thereof, must be deposited at the Hong Kong branch share registrar of the Company, Tricor Tengis Limited, Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong not less than 48 hours before the time appointed for holding the SGM or the adjourned SGM.

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

Hong Kong, 5 January 2015

*At the date of this announcement, the board of Directors 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.*