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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

APPOINTMENT OF NON-EXECUTIVE DIRECTOR

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The Board is pleased to announce that Mr. Chen Ningdi (“**Mr. Chen**”) has been appointed a non-executive Director of the Company, with effect from 13 February 2015.

Biography of Mr. Chen

Mr. Chen Ningdi, aged 36, has over 14 years of experience in global financial industry. He is the chairman and responsible officer of Asiabiz Capital (HK) Limited, a licensed corporation under the Securities and Futures Commission in Type 1 (Dealing in Securities), Type 4 (Advising on Securities) and Type 6 (Advising on Corporate Finance) regulated activities. Mr. Chen was an executive director and founding member of Great China Strategic Capital and Primus Pacific Partners, both of which are private equity firms. Mr. Chen previously worked for HSBC Global Investment Banking in Hong Kong, Equity-Linked Capital Markets of HSBC Group in London, HSBC Debt Markets Client Group in Hong Kong and Shenyin & Wanguo Securities in Shanghai. Mr. Chen holds a Bachelor Degrees (Hons) in both Economics and Statistics from the University of Chicago.

Pursuant to a letter of appointment entered into between the Company and Mr. Chen dated 13 February 2015, the appointment of Mr. Chen 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. Mr. Chen will be entitled to a monthly remuneration of HK\$20,000.00, a discretionary bonus and share options under the share option scheme of the Company.

* For identification purposes only

Mr. Chen and his spouse are indirectly interested in 20% and 30.9% of the shares of Asiabiz Capital Investment Limited (“**Asiabiz**”) respectively. Following the completion of the Sale and Purchase Agreement entered into between Rosy Start Investments Limited, Equity Partner Holdings Limited, Century Best Holdings Limited, Asiabiz, Mr. Joseph Shie Jay Lang and the Company dated 20 November 2014 (“**Sale and Purchase Agreement**”), Asiabiz is interested in 6% of the convertible notes to be issued by the Company which may be adjusted to a maximum principal amount of HK\$180,000,000 and converted into 9,000,000 shares of the Company.

As the convertible notes are subject to a put option under the Agreement, Asiabiz is taken to have a short position of 9,000,000 shares in the Company.

Save as disclosed herein, as at the date of this announcement, (a) Mr. Chen does not hold any position with the Company and its subsidiaries prior to his appointment; (b) Mr. Chen did not hold any directorship in any listed public companies in Hong Kong or overseas in the last three years; (c) Mr. Chen does not have any relationship with any directors, senior management or substantial or controlling shareholders of the Company; and (d) there are no other matters concerning Mr. Chen 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.

The Board would like to take this opportunity to welcome Mr. Chen for joining the Company.

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

Hong Kong, 13 February 2015

As at the date of this announcement, the Board comprises Ms. Ma Xiaoling and Ms. Chan Siu Mun as executive Directors, Mr. Joseph Shie Jay Lang and Mr. Chen Ningdi as non-executive Directors; and Mr. Ching Men Ky Carl, Mr. Lin Ruei-min and Mr. Shu Wa Tung Laurence as independent non-executive Directors.