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(Stock Code: 431)

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

CLARIFICATION ANNOUNCEMENT

Reference is made to the announcement (the “**Announcement**”) of Greater China Holdings Limited (the “**Company**”) dated 14 May 2015 in relation to the placing of unlisted warrants under the general mandate. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meaning as defined in the Announcement.

The Company would like to clarify that the principal term of the unlisted warrants as stated on page 5 of the Announcement under the sub-section headed “Subscription period”:

“The Company has the right to request any Warrant holders who hold any unexercised Warrants on the expiry of the Subscription Period to fully exercise the subscription rights attaching to these unexercised Warrants.”

should be replaced and read as follows:

“Pursuant to the Instrument, after expiry of the Subscription Period, any subscription rights attaching to the Warrants which have not been exercised will lapse and the Warrant certificates will cease to be valid for any purpose whatsoever.”

Save as disclosed above, all other information in the Announcement remains unchanged.

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

Hong Kong, 18 May 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. Lin Ruei-min, Mr. Jin Bingrong and Mr. Kwan Kei Chor as independent non-executive Directors.

* For identification purposes only