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GREAT CHINA HOLDINGS LIMITED

大中華集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock Code: 141)

POLL RESULT OF THE EXTRAORDINARY GENERAL MEETING HELD ON 23 DECEMBER 2013

RESULT OF THE EGM

The Board is pleased to announce that the ordinary resolutions as set out in the notice convening the EGM was duly passed by way of poll by the Shareholders at the EGM held on 23 December 2013.

Reference is made to the circular of Great China Holdings Limited (the “**Company**”) dated 5 December 2013 (the “**Circular**”) in relation to, among others, the continuing connected transactions contemplated under the Master Sales & Procurement Agreement.

Unless the context otherwise requires, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULT OF THE EGM

The Board is pleased to announce that the ordinary resolutions approving the Master Sales & Procurement Agreement and the Transactions contemplated thereunder (including the Proposed Annual Caps) as set out in the notice convening the EGM dated 5 December 2013, were duly passed by way of poll by the Shareholders at the EGM held on 23 December 2013.

The total number of Shares in issue as at the date of the EGM was 261,684,910. As stated in the Circular, Since COFCO Hong Kong is an associate of COFCO Feed under the Listing Rules, COFCO Hong Kong is treated to have a material interest in the Transactions as contemplated under the Master Sales & Procurement Agreement. Accordingly, COFCO Hong Kong and its associates are required to abstain from voting for the resolutions to be proposed at the EGM to approve the Master Sales & Procurement Agreement and the Transactions contemplated thereunder (including the Proposed Annual Caps). As at the date of the EGM, COFCO Hong Kong is interested in 45,058,000 Shares, representing approximately 17.22% of the issued share capital of the Company. To the best of the Directors’ knowledge, information and belief, as at the date of the EGM, save for COFCO Hong Kong and its associates, no other Shareholders are required to abstain from voting in respect of any of the resolutions proposed at the EGM.

In view of the aforesaid, the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolution was 216,626,910 Shares. None of the Shareholders were entitled to attend and only vote against the ordinary resolution at the EGM.

The Company's share registrar, Tricor Abacus Limited, was appointed as the scrutineer for the purpose of vote-taking at the EGM. The poll result in respect of the ordinary resolutions at the EGM is as follows:

Ordinary Resolution	Number of votes cast for or against the resolution and their approximate percentage of total number of votes cast		Total number of votes cast
	FOR	AGAINST	
1. To approve and confirm the Master Sales & Procurement Agreement dated 4 November 2013 between the Company (for itself and on behalf of each of the CCT Subsidiaries) and COFCO Feed for sales to and procurement from each other the Animal Feed Products during the term of the Master Sales & Procurement Agreement, the Transactions contemplated thereunder and the implementation thereof; and	148,017,288 (100%)	0 (0%)	148,017,288
2. To approve and confirm the Proposed Annual Caps for the Transactions contemplated under the Master Sales & Procurement Agreement for the three years ending 31 December 2014, 2015 and 2016 respectively.	148,017,288 (100%)	0 (0%)	148,017,288

As more than 50% of the votes were cast in favour of each of the above resolutions, the above resolutions were duly passed as ordinary resolutions of the Company.

By Order of the Board
Great China Holdings Limited
John Ming Tak HO
Managing Director

Hong Kong, 23 December 2013

As at the date of this announcement, the Board comprises four executive Directors, namely, Mr. Rustom Ming Yu HO (Chairman of the Board), Mr. John Ming Tak HO (Managing Director), Mr. Patrick Kwok Wai POON and Mr. Maung Tun MYINT; one non-executive Director, namely, Ms. Yu Gia HO; and three independent non-executive Directors, namely, Mr. Lawrence Kam Kee YU BBS, MBE, JP, Mr. David Hon To YU and Mr. Hsu Chou WU.