

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint announcement, make no representation as to its 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 joint announcement.*

*This joint announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of the Company nor is it a solicitation of any vote or approval in any jurisdiction.*



### **HOPEVISION GROUP LTD.**

*(Incorporated in Republic of Seychelles  
with limited liability)*

### **GREAT CHINA HOLDINGS LIMITED**

*(Incorporated in Hong Kong  
with limited liability)  
**(Stock Code: 141)***

## **SUPPLEMENTAL AGREEMENTS TO THE DISPOSAL AGREEMENT AND THE SALE AND PURCHASE AGREEMENT**

### **SUPPLEMENTAL AGREEMENTS**

Reference is made to the joint announcement (the “**Joint Announcement**”) dated 4 February 2016 jointly issued by Great China Holdings Limited (the “**Company**”) and Hopevision Group Ltd. (the “**Offeror**”) in relation to, among others, (i) agreement in relation to the sale and purchase of sale shares of the Company; (ii) proposed first special dividend; (iii) very substantial disposal, connected transaction and special deal for the Company in relation to the disposal of disposal companies and proposed second special dividend; (iv) lease extension special deal and continuing connected transaction; and (v) possible unconditional mandatory cash general offer by CCB International Capital Limited for and behalf of the Offeror. Unless otherwise defined herein, terms used in this joint announcement shall have the same meanings as those defined in the Joint Announcement.

On 18 April 2016 (after the trading hours of the Stock Exchange), (i) the Selling Shareholder, the Purchaser and the Guarantor entered into the supplemental agreement to amend certain terms of the Sale and Purchase Agreement; and (ii) the Company and the Disposal Purchaser entered into the supplemental agreement to amend certain terms of the Disposal Agreement (together the “**Supplemental Agreements**”).

The principal amendments contemplated under the Supplemental Agreements are summarised below:

### **AMENDMENTS TO THE AMOUNT OF THE DISPOSAL CONSIDERATION AND THE DISPOSAL LOAN**

The amount of the Disposal Loan as set out in both the Sale and Purchase Agreement and Disposal Agreement, was approximately HK\$260.0 million. Pursuant to the Supplemental Agreements, the amount of the Disposal Loan has been amended to approximately HK\$205.0 million. As the Disposal Consideration of HK\$942,247,000 (subject to adjustment) is for the

Disposal Shares and the Disposal Loan, the amount of the Disposal Consideration is correspondingly amended to HK\$887,247,000 (subject to adjustment) under the supplemental agreement of the Disposal Agreement.

Pursuant to the Supplemental Agreements, save for the above amendments and the corresponding and consequential changes, all other terms and conditions of the Disposal Agreement and Sale and Purchase Agreement shall remain unchanged and continue in full force and effect.

By Order of the board of director of  
**HOPEVISION GROUP LTD.**  
**Mr. Jiang Tian**  
Director

By Order of the Board  
**GREAT CHINA HOLDINGS LIMITED**  
**Mr. Ho Ming Tak John**  
Managing Director

Hong Kong, 18 April 2016

*As at the date of this joint 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.*

*The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Offeror) and confirm having made all reasonable enquiries, that to the best of their knowledge, opinions expressed in this joint announcement (other than those expressed by the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement the omission of which would make any statement in this joint announcement misleading.*

*As at the date of this joint announcement, Mr. Jiang Tian is the sole director of the Offeror.*

*The sole director of the Offeror, namely Mr. Jiang Tian, and sole director of Shanghai Chongsheng Investment Management Co. Ltd jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than the information relating to the Group, the Selling Shareholder, the Disposal Purchaser, their respective associates and parties acting in concert with any of them), and confirm, having made all reasonable enquires, that to the best of his and their knowledge, opinions expressed in this joint announcement respectively (other than the opinions expressed by the Group, the Selling Shareholder, the Disposal Purchaser, their respective associates and parties acting in concert with any of them) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statement contained in this joint announcement misleading.*

*The English text of this announcement shall prevail over its Chinese text.*