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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)

JOINT ANNOUNCEMENT

**DESPATCH OF COMPOSITE OFFER AND
RESPONSE DOCUMENT RELATING TO
MANDATORY UNCONDITIONAL CASH OFFER BY
CCB INTERNATIONAL CAPITAL LIMITED
FOR AND ON BEHALF OF HOPEVISION GROUP LTD.
TO ACQUIRE ALL THE ISSUED SHARES OF GREAT CHINA HOLDINGS
LIMITED (OTHER THAN THOSE ALREADY
OWNED OR AGREED TO BE ACQUIRED BY HOPEVISION GROUP LTD. AND
PARTIES ACTING IN CONCERT WITH IT)**

**Financial Adviser to
Hopevision Group Ltd.**



**Financial Adviser to
Great China Holdings Limited**



References are made to (i) the joint announcements dated 4 February 2016, 25 February 2016 and 18 April 2016 jointly issued by the Company and the Offeror, respectively; (ii) the circular of the Company dated 13 May 2016; and (iii) composite offer and response document jointly issued by the Company and the Offeror in relation to the Share Offer dated 22 June 2016 (the “**Composite Document**”). Capitalised terms used herein shall have the same meanings as those defined in the Composite Document unless otherwise specified.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document setting out, amongst other things, (i) details of the Share Offer; (ii) the letter from CCBI; (iii) the letter from the Board; (iv) the letter of recommendation from the Independent Board Committee to the Share Offer Shareholders in relation to the Share Offer; and (v) the letter of advice from the Independent Financial Adviser to the Independent Board Committee in relation to the Share Offer, together with the relevant forms of acceptance, have been despatched to the Shareholders on 22 June 2016.

EXPECTED TIMETABLE

The expected timetable set out below is indicative only and may be subject to changes. Further announcement(s) will be made in the event of any changes to the timetable as and when appropriate.

EVENT TIME & DATE

2016

Despatch date of the Composite Document and the accompanying Form of Acceptance and the commencement date of the Share Offer ⁽²⁾	22 June 2016
Latest time and date for acceptance of the Share Offer ⁽³⁾	By 4:00 p.m. on 13 July 2016
Share Offer Closing Date	13 July 2016
Announcement of the results of the Share Offer to be published on the website of the Stock Exchange ⁽⁴⁾	By 7:00 p.m. on 13 July 2016
Latest date of posting of remittances for the amounts due under the Share Offer in respect of valid acceptances received under the Share Offer ^{(2)&(5)}	22 July 2016

Notes:

1. Dates and deadlines stated in this announcement for events in the timetable above are indicative only and may be extended or varied. Any changes to the expected timetable will be jointly announced by the Offeror and the Company as appropriate in accordance with the Takeover Code. All times and dates refer to Hong Kong local time.
2. The Share Offer, which is unconditional in all respects, is made on the date of posting of the Composite Document, and is capable of acceptance on and from 22 June 2016 until the Closing Date. Acceptances of the Share Offer shall be irrevocable and not capable of being withdrawn, except in the circumstances set out in the section headed “4. Right of Withdrawal” in Appendix I to the Composite Document.
3. The Share Offer will be closed at 4:00 p.m. on the Closing Date unless the Offeror revises or extends the Share Offer in accordance with the Takeovers Code.
4. An announcement will be jointly issued by the Offeror and the Company through the website of the Stock Exchange by 7:00 p.m. on the Closing Date stating the results of the Share Offer and whether the Share Offer has been revised or extended. In the event that the Offeror decides that the Share Offer will remain open, the announcement will state the next closing date of the Share Offer or that the Share Offer will remain open until further notice. In the latter case, at least 14 days’ notice in writing will be given, before the Share Offer is closed, to those Share Offer Shareholders who have not accepted the Share Offer.

5. Remittances in respect of the cash consideration (after deducting the seller's ad valorem stamp duty in respect of acceptances of the Share Offer) payable for the Offer Shares tendered under the Share Offer will be posted to the accepting Share Offer Shareholders by ordinary post at their own risk as soon as possible, but in any event within seven (7) Business Days after the date of receipt by the Registrar of duly completed Form of Acceptance and all the relevant documents of title to render the acceptance by such Shareholders respectively under the Share Offer complete and valid in accordance with Note 1 to Rule 30.2.

Acceptance of the Share Offer shall be irrevocable and not capable of being withdrawn, except in the circumstances set out in the section headed "4. Right of Withdrawal" in Appendix I to the Composite Document.

If there is a tropical cyclone warning signal number 8 or above, or a black rainstorm warning:

- (a) in force in Hong Kong at any local time before 12:00 noon but no longer in force after 12:00 noon on the latest date for acceptance of the Share Offer and the latest date for posting of remittances for the amounts due under the Share Offer in respect of valid acceptances, the latest time for acceptance of the Share Offer and the posting of remittances will remain at 4:00 p.m. on the same Business Day; or
- (b) in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Share Offer and the latest date for posting of remittances for the amounts due under the Share Offer in respect of valid acceptances, the latest time for acceptance of the Share Offer and the posting of remittances will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force at any time between 9:00 a.m. and 4:00 p.m.

IMPORTANT

Share Offer Shareholders are advised to read the Composite Document carefully, including the recommendation of the Independent Board Committee to the Share Offer Shareholders and the advice and recommendation of the Independent Financial Adviser to the Independent Board Committee in relation to the Share Offer, before deciding whether or not to accept the Share Offer.

Share Offer Shareholders and/or potential investors of the Company should exercise caution when dealing in the securities of the Company. The Offeror and the Company remind their respective associates of the dealing restrictions under the Takeovers Code to disclose their permitted dealings, if any, in any securities of the Company.

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, 22 June 2016

As at the date of this joint announcement, the Board comprises three executive directors, namely 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.