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大中華集團有限公司
GREAT CHINA HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

(Stock Code: 141)

NOTICE OF EGM

NOTICE IS HEREBY GIVEN that an extraordinary general meeting of Great China Holdings Limited (the “**Company**”) will be held at Suites 903–905, 9th Floor, Shui On Centre, 6–8 Harbour Road, Wanchai, Hong Kong on Wednesday, 5 June 2019 at 11:15 a.m. (or such later time as when the annual general meeting of the Company which is scheduled to commence at 11:00 a.m. at the same venue and date is concluded) for the following purposes:

To consider and, if thought fit, pass with or without amendments, the following resolution as special resolution:

SPECIAL RESOLUTION

“**THAT** subject to and conditional upon the approval by the Hong Kong Companies Registry:

- a). to approve that the English name of the Company be changed from “Great China Holdings Limited” to “Sky Chinafortune Holdings Group Limited” and the Chinese name of the Company be changed from “大中華集團有限公司” to “天禧海嘉控股集團有限公司” (the “**Proposed Change of Company Name**”); and

- b). to approve that any one director or the company secretary of the Company be authorized to do or procure any such acts and things and execute all documents as may be required to effect the Proposed Change of Company Name.”

Yours faithfully,
By order of the Board
Great China Holdings Limited
JIANG Tian
Chairman and Chief Executive

Hong Kong, 10 May 2019

Notes:

1. The resolution at the meeting will be taken by poll except where the chairman, in good faith, decides to allow a resolution which relates to purely a procedural or administrative matter to be voted on by a show of hands in accordance with the Rules Governing the Listing on The Stock Exchange of Hong Kong Limited (“the **Listing Rules**”), and the results of the poll will be published on the websites of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) and the Company in accordance with the Listing Rules.
2. Any member of the Company entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of him/her/it. A proxy need not be a member of the Company. A member who is the holder of two or more shares of the Company may appoint more than one proxy to represent him/her/it to attend and vote on his/her/its behalf. If more than one proxy is so appointed, the appointment shall specify the number of shares in respect of which each such proxy is so appointed.
3. To be effective, a form of proxy together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority, must be delivered to the Share Registrar of the Company, Union Registrars Limited, at Suites 3301–04, 33/F., Two Chinachem Exchange Square, 338 King’s Road, North Point, Hong Kong, as soon as possible but in any event not less than 48 hours (exclusive of any part of a day that is public holiday) before the time appointed for the holding of the meeting or any adjournment thereof. Delivery of the form of proxy shall not preclude a member of the Company from attending and voting in person at the meeting and, in such event, the form of proxy shall be deemed to be revoked.
4. To ascertain shareholders’ eligibility to attend and vote at the above meeting, the register of members of the Company will be closed from Thursday, 30 May 2019 to Wednesday, 5 June 2019 (both days inclusive), during which period no share transfer will be effected. In order to qualify for attending and voting at the meeting, unregistered holders of shares of the Company should ensure that all completed transfer forms accompanied by the relevant share certificates must be lodged with the Company’s Share Registrar, Union Registrars Limited (at its address shown in Note 3 above) for registration no later than 4:00 p.m. on Wednesday, 29 May 2019.
5. If a Typhoon Signal No. 8 or above is hoisted, or a “black” rainstorm warning is in effect any time after 8:15 a.m. on the date of the meeting, the meeting will be postponed. The Company will post an announcement on the website of the Company at www.greatchina-holdings.com and on the HKEXnews website of the Stock Exchange at www.hkexnews.hk to notify the Company’s shareholders of the date, time and place of the rescheduled meeting.

As at the date of this notice, the Board comprises four executive Directors, namely, Mr. JIANG Tian, Ms. HOU Yingxuan, Mr. GONG Biao and Mr. GAO Keqin; one non-executive Director, namely, Mr. CHAI Yuet; and three independent non-executive Directors, namely, Mr. HU Jianxing, Mr. TSEUNG Yuk Hei Kenneth and Mr. JI Qing.