NGA CHUN HOLDINGS COMPANY LIMITED
雅 駿 控 股 有 限 公 司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1462)

PROPOSED CHANGE OF COMPANY NAME AND PROPOSED AMENDMENTS TO MEMORANDUM AND ARTICLES OF ASSOCIATION

The Board proposes to seek the approval from the Shareholders to the following matters by way of special resolutions at the EGM, which is scheduled for Tuesday, 29 March 2016:

(i) to change the existing English name of the Company from "Nga Chun Holdings Company Limited" to "Gold-Finance Holdings Limited" and the existing Chinese name of the Company from "雅駿控股有限公司" to "金誠控股有限公司"; and

(ii) in view of the proposed Change of Company Name, to make certain amendments to the Memorandum and Articles of Association.

A circular containing, among other things, further details of the proposed Change of Company Name, proposed amendments to the Memorandum and Articles of Association and a notice convening the EGM will be despatched to the Shareholders as soon as practicable.

The register of members of the Company will be closed for the purpose of determining the identity of members who are entitled to attend and vote at the EGM, from Monday, 28 March 2016 to Tuesday, 29 March 2016, both days inclusive, during which period no transfer of shares of the Company will be effected.

PROPOSED CHANGE OF COMPANY NAME

The board (the "**Board**") of directors (the "**Directors**") of Nga Chun Holdings Company Limited (the "**Company**") proposes to seek the approval from the shareholders of the Company (the "**Shareholders**") by way of a special resolution at the extraordinary general meeting of the Company (which is scheduled for Tuesday, 29 March 2016) (the "**EGM**") to change the existing English name of the Company from "Nga Chun Holdings Company Limited" to "Gold-Finance Holdings Limited" and the existing Chinese name of the Company from "雅駿控股有限公司" to "金誠控股有限公司" (the "**Change of Company Name**").

Conditions for Change of Company Name

The Change of Company Name is subject to the following conditions:

1. the passing of a special resolution by the Shareholders at the EGM to approve the Change of Company Name; and

2. the Registrar of Companies in the Cayman Islands granting the approval for the Change of Company Name.

Subject to the satisfaction of the above conditions, the Change of Company Name will take effect on the date on which the new English name and the new Chinese name of the Company are entered on the register of companies maintained by the Registrar of Companies in the Cayman Islands. The Company will then carry out all necessary filing procedures with the Companies Registry in Hong Kong.

Reasons for the Change of Company Name

Reference is made to the Company's joint announcement dated 15 December 2015. On 7 December 2015, Gold-Finance (Hong Kong) Asset Management Limited has become the controlling Shareholder of the Company. The Board believes that the proposed Change of Company Name will not only provide the Company with a fresh corporate image and identity, but also better reflect the relationship between the Company and its controlling Shareholder. The Board is of the opinion that the Change of Company Name will clearly benefit the Company's business development and is in the best interests of the Company and the Shareholders as a whole.

Effect of the Change of Company Name

The Change of Company Name will not affect any of the rights of the Shareholders. If the Change of Company Name becomes effective, all existing share certificates in issue bearing the existing name of the Company will continue to be evidence of title to the shares of the Company and will continue to be valid for trading, settlement, delivery and registration for the same number of shares in the new name of the Company and the rights of any Shareholders will not be affected as a result of the Change of Company Name. Further announcement(s) will be made by the Company in relation to the poll results of the EGM, the effective date of the Change of Company Name and the changes in stock short names of the Company for trading in the shares of the Company on The Stock Exchange of Hong Kong Limited and the Company's website.

There will be no special arrangement for the exchange of the existing share certificates of the Company for new share certificates printed in the Company's new name as a result of the Change of Company Name. Subject to the Change of Company Name becoming effective, future share certificates will be issued under the new name of the Company.

PROPOSED AMENDMENTS TO THE MEMORANDUM AND ARTICLES OF ASSOCIATION

In view of the proposed Change of Company Name, the Board also proposes to make certain amendments to the Memorandum and Articles of Association of the Company (the "**Memorandum and Articles of Association**") to reflect such change. Accordingly, the Board proposes to seek approval of the Shareholders by way of a special resolution for amendments to the Memorandum and Articles of Association at the EGM.

GENERAL

A circular containing, among other things, further details of the proposed Change of Company Name, proposed amendments to the Memorandum and Articles of Association and a notice convening the EGM will be despatched to the Shareholders as soon as practicable.

CLOSURE OF REGISTER OF MEMBERS

The register of members of the Company will be closed for the purpose of determining the identity of members who are entitled to attend and vote at the EGM, from Monday, 28 March 2016 to Tuesday, 29 March 2016, both days inclusive, during which period no transfer of shares of the Company will be effected.

In order to be eligible to attend and vote at the EGM, all duly completed and signed transfer forms accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Tricor Investor Services Limited at Level 22, Hopewell Centre, 183 Queen's Road East, Hong Kong for registration no later than 4:30 p.m. on Thursday, 24 March 2016.

By Order of the Board
Nga Chun Holdings Company Limited
WEI Jie
Chairman and Chief Executive Officer

Hong Kong, 3 March 2016

As at the date of this announcement, the Board comprises Mr. Wei Jie, Ms. Xu Li Yun, Mr. Jiang Junwei and Ms. Fan Qi as executive Directors; and Mr. Niu Zhongjie, Mr. Cheung Ying Kwan and Mr. Chen Zhao as independent non-executive Directors.