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**GoldenPower®**

**GOLDEN POWER GROUP HOLDINGS LIMITED**

**金力集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 8038)**

**PROPOSED RIGHTS ISSUE ON THE BASIS OF ONE RIGHTS SHARE  
FOR EVERY TWO EXISTING SHARES HELD ON  
THE RECORD DATE — COMMENCEMENT OF DEALINGS  
IN SHARES ON AN EX-RIGHTS BASIS**

Reference is made to the announcement of Golden Power Group Holdings Limited (the “**Company**”) dated 20 February 2017 and the clarification announcement dated 21 February 2017 in relation to the proposed Rights Issue of 80,000,000 Rights Shares at the Subscription Price of HK\$0.4 per Rights Share on the basis of one (1) Rights Share for every two (2) existing Shares held on the Record Date (the “**Announcements**”). Unless otherwise defined herein, terms used herein shall have the same meanings as defined in the Announcements.

Pursuant to the expected timetable of the Rights Issue as set out in the Announcements, the last day of dealings in the Shares on a cum-rights basis was Wednesday, 15 March 2017. The closing price per Share as quoted on the Stock Exchange on Wednesday, 15 March 2017, was HK\$1.03.

Dealings in the Shares on an ex-rights basis will commence at 9:00 a.m. on Thursday, 16 March 2017.

**Shareholders and potential investors of the Company should note that the Rights Issue is conditional upon the Underwriting Agreement having become unconditional and the Underwriter not having terminated the Underwriting Agreement in accordance with the terms thereof. Accordingly, the Rights Issue may or may not proceed.**

**Dealings in the Rights Shares in the nil-paid form will take place from Wednesday, 29 March 2017 to Thursday, 6 April 2017 (both dates inclusive). If the conditions of the Rights Issue are not fulfilled or waived, or the Underwriting Agreement is terminated by the Underwriter, the Rights Issue will not proceed. Any person dealing in the nil-paid Rights Shares during such period will accordingly bear the risk that the Rights Issue may not become unconditional or may not proceed.**

**Any Shareholder or other person contemplating selling or purchasing the Shares and/or nil-paid Rights Shares up to the date when the conditions of the Rights Issue are fulfilled will bear the risk that the Rights Issue may not become unconditional and may not proceed. Shareholders and the public are reminded to exercise caution when dealing in the securities of the Company.**

**Any Shareholders or other persons contemplating any dealings in the Shares or nil-paid Rights Shares are recommended to consult their own professional advisers.**

By order of the Board  
**Golden Power Group Holdings Limited**  
**Chu King Tien**  
*Chairman and Executive Director*

Hong Kong, 15 March 2017

*As at the date of this announcement, the executive Directors are Mr. Chu King Tien, Ms. Chu Shuk Ching, Mr. Tang Chi Him and Mr. Chu Ho Wa, the independent non-executive Directors are Mr. Hui Kwok Wah, Mr. Ma Sai Yam and Mr. Chow Chun Hin, Leslie.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on the GEM for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquires, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will be published on the GEM's website at [www.hkgem.com](http://www.hkgem.com) on the "Latest Company Announcements" page for at least 7 days from the date of its publication. This announcement will also be published on the Company's website at [www.goldenpower.com](http://www.goldenpower.com).*