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**MAJOR TRANSACTION
SUPPLEMENTAL LETTER
IN RELATION TO PROPOSED ACQUISITION OF
SINO WEALTH INVESTMENT CO., LIMITED**

Reference is made to the announcements (the “**Announcements**”) of Greater China Financial Holdings Limited (the “**Company**”) dated 28 July 2017 and 24 August 2017 in relation to the acquisition of the entire issued share capital of Sino Wealth Investment Co., Limited. Unless otherwise defined, terms used in this announcement shall have the same meaning as those defined in the Announcements.

SUPPLEMENTAL LETTER

The Board announces that, on 13 September 2017, the Purchaser, the Vendor and the Vendor Guarantor entered into a supplemental letter (the “**Supplemental Letter**”) pursuant to which, the Vendor has agreed to irrevocably and unconditionally undertake, among other things, to guarantee the other loan receivables as stated in the accountant’s report of the Target Group as at 30 June 2017 (the “**Other Loan Receivables**”) would be fully repaid within one year upon the date in which the relevant Other Loan Receivables were incurred, subject to Completion. The Vendor and the Vendor Guarantor have also irrevocably and unconditionally agreed to further undertake and guarantee that they will fully indemnify the Purchaser for any outstanding amount of the Other Loan Receivables which remain outstanding after the relevant repayment due dates.

The rest of the terms and conditions of the Sale and Purchase Agreement shall remain unchanged and be in full force.

REASON FOR ENTERING INTO THE SUPPLEMENTAL LETTER

The reason for entering into the Supplemental Letter is to protect the interest of the Group after arm's length negotiation with the Vendor and the Vendor Guarantor. The Board considers that the entering into of the Supplemental Letter would further enhance the interests of the Group and would be in the best interests of the Company and the Shareholders as a whole.

By order of the Board of
Greater China Financial Holdings Limited
Liu Kequan
Chairman

Hong Kong, 13 September 2017

As at the date of this announcement, the Board comprises Mr. Liu Kequan and Mr. Zhang Peidong as executive Directors and Mr. Kwan Kei Chor, Dr. Lyu Ziang, Dr. Rui Mingjie and Mr. Zhou Liangyu as independent non-executive Directors.