

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



GREAT CHINA HOLDINGS LIMITED

大中華集團有限公司

(Incorporated in Hong Kong with limited liability)

(Stock code: 141)

HIGH CONCENTRATION OF SHAREHOLDINGS

This announcement is made at the request of the Stock Exchange in respect of the concentration of the shareholding of the Company in the hands of a limited number of Shareholders as at 10 February 2010.

In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the Shares could fluctuate substantially even with a small number of Shares traded, and should exercise extreme caution when dealing in the Shares.

This announcement is made at the request of The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in respect of the high concentration of the shareholding of Great China Holdings Limited (the “**Company**”) in the hands of a limited number of shareholders of the Company (the “**Shareholders**”) as at 10 February 2010.

The Company noted that an announcement (the “**SFC Announcement**”) has been published by the Securities and Futures Commission (the “**SFC**”) on 10 March 2010 which stated that, among other things, the SFC had recently completed an enquiry into the shareholdings of the Company. The findings of the SFC suggested that, as at 10 February 2010, 17 Shareholders held an aggregate of 45,439,480 shares of the Company, representing approximately 17.36% of the issued share capital of the Company (the “**Shares**”). Such shareholding, together with 193,395,288 Shares held by two substantial Shareholders, namely, Kwong Fong Industries Corporation and COFCO (HK) Limited, and a director of the Company, Mr. Ho Ming Tak John, (in aggregate representing 73.91% of the issued Shares), represented 91.27% of the issued Shares as at 10 February 2010. Thus, only 8.73% of the issued Shares were held by other investors.

As set out in the SFC Announcement, as at 10 February 2010, the shareholding structure of the Company is as follows:

	Number of Shares held <i>(Shares)</i>	% of total number of issued Shares <i>(%)</i>
Kwong Fong Industries Corporation (<i>Note 1</i>)	147,737,288	56.46
COFCO (HK) Limited	45,058,000	17.22
Mr. Ho Ming Tak John (<i>Note 2</i>)	600,000	0.23
A group of 17 shareholders	45,439,480	17.36
Other shareholders	<u>22,850,142</u>	<u>8.73</u>
Total	<u>261,684,910</u>	<u>100.00</u>

Note 1: The Shares held by Kwong Fong Industries Corporation included a direct interest of 8,680,000 Shares, an indirect interest of 710,000 Shares via its wholly-owned subsidiary Kwong Fong Holdings Limited (“**KFHL**”), and deemed interest of 138,347,288 Shares held by Fulcrest Limited, which was owned as to 49% by KFHL.

Note 2: Mr. Ho Ming Tak John is the Managing Director and Executive Director of the Company. The Shares were held by a family member of Mr Ho Ming Tak John. Mr. Ho Ming Tak John and Mr. Ho Ming Yu Rustom (Chairman and Executive Director of the Company) were deemed to be interested in the 138,347,288 Shares held by Fulcrest Limited, which was owned as to 51% by Asian Pacific Investment Corporation, a company in which they had controlling interests.

It is noted that the closing share price of the Company increased by 65.15% from HK\$0.66 on 23 September 2009 to HK\$1.09 on 10 February 2010 an average daily turnover of about 120,000 Shares. Subsequently, the share price of the Company further rose to close at HK\$1.18 on 9 March 2010, representing an increase of 78.79% from its closing price of HK\$0.66 on 23 September 2009.

The board (the “**Board**”) of Directors wishes to clarify that the above information is extracted from the SFC Announcement and that the Board has not verified such information. Accordingly, the Board is not in a position to comment on the accuracy of the information above except the shareholding of the Shareholders, namely Kwong Fong Industries Corporation, COFCO (HK) Limited and Mr. Ho Ming Tak John set out in the table above.

The Company has no knowledge whether those 17 Shareholders were as at 10 February 2010 or as at the date of this announcement: (a) connected persons of the Company; or (b) related to/connected with each other and/or any of the connected persons of the Company.

PUBLIC FLOAT

Based on the information available and to the best knowledge of the Board, as at 10 February 2010 and as at the date of this announcement, Kwong Fong Industries Corporation, COFCO (HK) Limited and Mr. Ho Ming Tak John held and hold 147,737,288 Shares, 45,058,000 Shares and 600,000 Shares respectively, representing in total 73.91% of the issued share capital of the Company.

The Board believes that to the best of its knowledge and belief based on the information available to it, not less than 25% of the issued share capital of the Company is held in public hands and the Company is able to comply with the public float requirement under the Rules Governing the Listing of Securities on the Stock Exchange.

In view of the high concentration of shareholding in a small number of Shareholders, Shareholders and prospective investors should be aware that the price of the Shares could fluctuate substantially even with a small number of Shares traded, and should exercise extreme caution when dealing in the Shares.

By order of the Board
Great China Holdings Limited
Mr. John Ming Tak HO
Managing Director

Hong Kong, 10 March 2010

As at the date of this announcement, the Board comprises four executive directors, namely Mr. Rustom Ming Yu HO, Mr. John Ming Tak HO, Mr. Patrick Kwok Wai POON and Mr. Maung Tun MYINT; one non-executive director, namely Ms. Daphne 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.