

*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.*



## **GOLDIN FINANCIAL HOLDINGS LIMITED**

**高銀金融(集團)有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 530)**

### **HIGH CONCENTRATION OF SHAREHOLDING**

This announcement is made by the Company 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 4 March 2015.

**In view of the Company's shareholding may have been concentrated in a small number of shareholders, shareholders and prospective investors should be aware that the price of the Company's shares ("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 by Goldin Financial Holdings Limited (the "**Company**") at the request of The Stock Exchange of Hong Kong Limited (the "**Stock Exchange**") in respect of the concentration of the shareholding of the Company in the hands of a limited number of shareholders of the Company as at 4 March 2015.

### **HIGH CONCENTRATION OF SHAREHOLDING**

The Company noted that an announcement has been published by the Securities and Futures Commission (the "**SFC**") on 13 March 2015 (the "**SFC Announcement**").

As disclosed in the SFC Announcement, the SFC has recently completed an enquiry into the shareholding of the Company. The SFC's findings suggested that as at 4 March 2015, 19 shareholders held an aggregate of 1,975,026,749 Shares, representing 28.29% of the issued Shares. Such shareholding, together with 4,907,340,634 Shares (representing 70.29% of the issued Shares) beneficially held by the Company's Chairman, Mr Pan Sutong ("**Mr Pan**"), represented 98.58% of the issued Shares as at 4 March 2015. Therefore, only 99,164,609 Shares (representing 1.42% of the issued Shares) were held by other shareholders.

The information above is extracted from the SFC Announcement and the Company has not independently verified such information. Please also refer to the SFC Announcement for information.

As set out in the SFC Announcement, the shareholding structure of the Company as at 4 March 2015 was as follows:

	<b>Number of Shares held</b> <i>(shares)</i>	<b>% of total number of issued Shares</b> <i>(%)</i>
Mr Pan Sutong ( <i>Note 1</i> )	4,907,340,634	70.29
A group of 19 shareholders	1,975,026,749	28.29
Other shareholders	99,164,609	1.42
	6,981,531,992	100.00

*Note 1: Among the holdings, 4,716,995,634 Shares are held by Mr Pan through the following controlled corporations –*

- (i) Goldin Real Estate Financial Holdings Limited is deemed to be interested in a total of 4,673,605,634 Shares, of which as to 4,473,545,636 Shares are held through Goldin Global Holdings Limited and as to 200,059,998 Shares are held through Goldin Equities Limited respectively. Goldin Real Estate Financial Holdings Limited is wholly-owned by Mr Pan.*
- (ii) 43,390,000 Shares are held by Clear Jade International Limited which is wholly-owned by Mr Pan.*

Share price of the Company has been on a rising trend since mid-September 2014. It increased by 411% from HK\$3.16 on 12 September 2014 to HK\$16.14 on 4 March 2015.

During this period, the Company made, inter alia, the following announcements:

- On 15 September 2014, the Company announced that it was not aware of any reasons for the recent increases in the price and trading volume.
- On 24 September 2014, the Company announced its annual results for the year ended 30 June 2014 with a reported profit of HK\$1,120 million, down 26.6% from HK\$1,525 million for the corresponding year in 2013.
- On 14 January 2015, the Company announced that it was not aware of any reasons for the recent increase in the price of the Shares, except the board was contemplating the appointment of financial advisers to conduct a strategic review of the present group structure, including an assessment of potential acquisition/disposal policies.
- On 16 February 2015, the Company issued a positive profit alert for its half year results ended 31 December 2014. The Company was expected to record a substantial increase in profit which mainly resulted from (a) the substantial increase in the fair value of the investment property under development according to the valuation performed by the independent qualified professional valuer; and (b) the increase in the income generated by the factoring business of the group.
- On 27 February 2015, the Company announced its interim results for the six month ended 31 December 2014 with the interim profit increased by 146% to HK\$1,404 million from HK\$571 million for the corresponding period in 2013.

As at 12 March 2015, the Shares closed at HK\$16.90, representing an increase of 435% from HK\$3.16 on 12 September 2014.

## PUBLIC FLOAT

Based on the information available and after making all reasonable enquiries with the directors (“**Director(s)**”) of the Company, as at 4 March 2014, to the best knowledge and belief of the Company, the Company confirms that the public float in respect of the Shares is maintained and the shareholding structure of the Company is as follows:

	<b>Number of Shares held</b> <i>(shares)</i>	<b>% of total number of issued Shares</b> <i>(%)</i>
Mr Pan Sutong	4,907,340,634	70.29
Other Directors	3,360,000	0.05
Public Shareholders	<u>2,070,831,358</u>	<u>29.66</u>
	<u>6,981,531,992</u>	<u>100.00</u>

**In view of the Company’s shareholding may have been concentrated 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  
**Goldin Financial Holdings Limited**  
高銀金融(集團)有限公司\*  
**Pan Sutong**  
*Chairman*

Hong Kong, 13 March 2015

*As at the date of this announcement, the Board comprises Mr. Pan Sutong (Chairman), Mr. Wong Hau Yan, Helvin, Mr. Lee Chi Chung, Harvey, Professor Huang Xiaojian, Mr. Zhou Dengchao and Ms. Hou Qin as the Executive Directors; and Ms. Hui Wai Man, Shirley, Mr. Tang Yiu Wing and Ms. Gao Min as the Independent Non-executive Directors respectively.*

\* *for identification purposes only*