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GOLD-FINANCE HOLDINGS LIMITED

金誠控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1462)

HIGH CONCENTRATION OF SHAREHOLDING

This announcement is made at the request of the Stock Exchange in respect of the high concentration of shareholding of the Company in the hands of a limited number of Shareholders as at 19 September 2016.

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 therefore 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 shareholding of Gold-Finance Holdings Limited (the “**Company**”) in the hands of a limited number of shareholders of the Company (the “**Shareholders**”) as at 19 September 2016.

HIGH CONCENTRATION OF SHAREHOLDING

The Company noted that an announcement was published by the Securities and Futures Commission (the “**SFC**”) on 4 October 2016 (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 indicated that as at 19 September 2016, a group of 18 Shareholders held an aggregate of 78,830,000 shares of the Company (the “**Shares**”), representing approximately 19.71% of the issued Shares. Such shareholding, together with 300,000,000 Shares (representing approximately 75.00% of the issued Shares) held by Mr. Wei Jie, the chairman and executive director of the Company, represented approximately 94.71% of the issued Shares. Therefore, only 21,170,000 Shares (representing approximately 5.29% of the issued Shares) were held by other Shareholders as at 19 September 2016.

As at 19 September 2016, the shareholding structure of the Company was as follows:

	Number of Shares held <i>(Shares)</i>	% of total number of issued Shares <i>(%)</i>
Mr. Wei Jie (<i>Note</i>)	300,000,000	75.00
A group of 18 Shareholders	78,830,000	19.71
Other Shareholders	<u>21,170,000</u>	<u>5.29</u>
Total	<u>400,000,000</u>	<u>100.00</u>

Note: Out of the 300,000,000 Shares, 220,000,000 Shares (representing 55.00% of the issued Shares) were held by Gold-Finance (Hong Kong) Asset Management Limited, which is wholly-owned by Zhejiang Jin Cheng Asset Management Company Limited (“**Zhejiang Jin Cheng**”). Zhejiang Jin Cheng is wholly-owned by Ningbo He Ze Run Industrial Investment Limited, which is 90% owned by Mr. Wei Jie, the chairman and executive director of the Company. The remaining 80,000,000 Shares (representing 20.00% of the issued Shares) were held by Gold-Finance (Holdings) Group Co. Limited, which is 75.85% owned by Hengyuan Holdings Group Co. Ltd (“**Hengyuan**”). Hengyuan is wholly-owned by Mr. Wei Jie. Therefore, Mr. Wei Jie is deemed to be interested in the 300,000,000 Shares.

The information above is extracted from the SFC Announcement and the board of directors (the “**Directors**”) of the Company has not independently verified such information (other than the shareholding of the Company held by Mr. Wei Jie as set out in the table above which is based on disclosure of interests filings with the Company). Accordingly, the Directors are not in a position to comment on the accuracy of such information except the shareholding which is held by Mr. Wei Jie as aforesaid. Please also refer to the SFC Announcement for other information.

PUBLIC FLOAT

Based on the information available and to the best knowledge of the Directors after making all reasonable enquiries, the Directors confirm that not less than 25% of the issued Shares were held in public hands as at 19 September 2016 and the date of this announcement, 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 therefore should exercise extreme caution when dealing in the Shares.

By Order of the Board
Gold-Finance Holdings Limited
WEI Jie
Chairman and Chief Executive Officer

Hong Kong, 4 October 2016

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