

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this joint 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 joint announcement.

This joint announcement appears for information purposes only and does not constitute an invitation or offer to acquire, purchase or subscribe for securities of Golden Faith Group Holdings Limited.

**GREATLY SUCCESS INVESTMENT
TRADING LIMITED**

大德投資貿易有限公司

(Incorporated in the Republic of Seychelles with limited liability)

**GOLDEN FAITH GROUP
HOLDINGS LIMITED**

高豐集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2863)

JOINT ANNOUNCEMENT

**DESPATCH OF COMPOSITE DOCUMENT RELATING TO
MANDATORY UNCONDITIONAL CASH OFFER BY
SOMERLEY CAPITAL LIMITED FOR AND ON BEHALF OF
GREATLY SUCCESS INVESTMENT TRADING LIMITED
FOR ALL THE ISSUED SHARES OF
GOLDEN FAITH GROUP HOLDINGS LIMITED
(OTHER THAN THOSE ALREADY OWNED AND AGREED TO BE ACQUIRED
BY GREATLY SUCCESS INVESTMENT TRADING LIMITED AND
PARTIES ACTING IN CONCERT WITH IT)**

Financial adviser to the Offeror



Independent Financial Adviser to the Independent Board Committee



References are made to (i) the joint announcement issued by Golden Faith Group Holdings Limited (the “**Company**”) and Greatly Success Investment Trading Limited (the “**Offeror**”) dated 22 October 2018 in relation to, among other things, the Share Purchase Agreement, the Offer and the Irrevocable Undertakings (the “**Joint Announcement**”); (ii) the monthly progress update announcements jointly issued by the Company and the Offeror dated 22 November 2018 and 21 December 2018; and (iii) the composite document jointly issued by the Company and the Offeror dated 28 December 2018 (the “**Composite Document**”). Unless the context otherwise requires, terms used in this joint announcement shall have the same meanings as those defined in the Composite Document.

DESPATCH OF THE COMPOSITE DOCUMENT

The Composite Document containing, among other things, (i) the expected timetable of the Offer; (ii) the letter from Somerley setting out the terms of the Offer; (iii) the letter from the Board containing information on the Group; (iv) the letter from the Independent Board Committee containing its recommendation to the Independent Shareholders in respect of the Offer; and (v) the letter from the Independent Financial Adviser to the Independent Board Committee in respect of the Offer, together with the Form of Acceptance, has been despatched to the Shareholders on 28 December 2018 in accordance with the Takeovers Code.

EXPECTED TIMETABLE

The expected timetable set out below is indicative only and may be subject to change. Any changes to the timetable will be jointly announced by the Company and the Offeror.

Despatch date of the Composite Document and
the accompanying Form of Acceptance and
the commencement date of the Offer (*Note 1*) Friday, 28 December 2018

Latest time and date for acceptance
of the Offer (*Notes 2 and 5*) 4:00 p.m. on Friday, 18 January 2019

Closing Date (*Notes 3 and 5*) Friday, 18 January 2019

Announcement of the results of the Offer
(or its extension or revision, if any) as at
the Closing Date, to be posted on the website
of the Stock Exchange (*Notes 3 and 5*) no later than 7:00 p.m. on
Friday, 18 January 2019

Latest date for posting of remittances
for the amount due in respect of valid acceptances
received under the Offer on or before 4:00 p.m.
on the Closing Date (*Notes 4 and 5*) Tuesday, 29 January 2019

Notes:

1. The Offer, which is unconditional, is open for acceptance on and from Friday, 28 December 2018, being the date of posting of the Composite Document, and is capable of acceptance on and from that date until 4:00 p.m. on the Closing Date.
2. Beneficial owners of Shares who hold their Shares in CCASS directly as an investor participant or indirectly via a broker or custodian participant should note the timing requirements (as set out in Appendix I to the Composite Document) for causing instructions to be made to CCASS in accordance with the General Rules of CCASS and CCASS Operational Procedures.
3. In accordance with the Takeovers Code, the Offer must initially be opened for acceptance for at least 21 days following the date on which the Composite Document is posted. The Offer will initially remain open for acceptances until 4:00 p.m. on Friday, 18 January 2019 unless the Offeror revises or extends the Offer in accordance with the Takeovers Code. The Offeror has the right under the Takeovers Code to extend the Offer until such date as it may determine in accordance with the Takeovers Code (or as permitted by the Executive in accordance with the Takeovers Code). The Company and the Offeror will jointly issue an announcement in relation to any extension of the Offer, in which the announcement will state either the next Closing Date or, a statement the Offer will remain open until further notice. In the latter case, at least 14 days' notice in writing must be given before the Offer is closed to those Independent Shareholders who have not accepted the Offer.
4. Remittances in respect of the cash consideration (after deducting the seller's ad valorem stamp duty in respect of the acceptances of the Offer) payable for the Offer Shares tendered under the Offer will be despatched to the accepting Independent Shareholder(s) (to the address specified on the relevant Shareholder's Form of Acceptance) by ordinary post at his/her/its own risk as soon as possible, but in any event within seven (7) Business Days following date of receipt by the Registrar of all the relevant documents to render the acceptance under the Offer complete and valid.
5. The latest time and date for acceptance of the Offer and the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances will not take effect if there is a tropical cyclone warning signal number 8 or above, or a "black rainstorm warning signal", in force in Hong Kong at any local time between 12:00 noon and 4:00 p.m. on the latest date for acceptance of the Offer and the latest date for posting of remittances for the amounts due under the Offer in respect of valid acceptances. In such cases, the latest time for acceptance of the Offer and the posting of remittances will be rescheduled to 4:00 p.m. on the following Business Day which does not have either of those warnings in force in Hong Kong at any time between 9:00 a.m. and 4:00 p.m.

All times and dates contained in this joint announcement refer to Hong Kong times and dates.

IMPORTANT

The Offer is unconditional in all aspects and is not conditional upon acceptances being received in respect of a minimum number of the Shares or any other conditions. Independent Shareholders are strongly advised to read the Composite Document and the Form of Acceptance carefully, including the recommendation of the Independent Board Committee and the advice from the Independent Financial Adviser to the Independent Board Committee, in respect of the Offer, before deciding whether or not to accept the Offer. Shareholders and/or potential investors are advised to exercise caution when dealing in the Shares. If the Shareholders and/or potential investors of the Company are in any doubt about their position, they should consult their licensed securities dealers or registered institutions in securities, bank managers, solicitors, professional accountants or other professional advisers. The Company and the Offeror remind their respective associates of the dealing restrictions under the Takeovers Code and to disclose their permitted dealings, if any, in any securities of the Company.

By order of the board of directors of
**Greatly Success Investment
Trading Limited**
Ko Chun Hay Kelvin
Sole Director

By order of the Board of
**Golden Faith Group
Holdings Limited**
Yung On Wah
*Chief executive officer and
executive Director*

Hong Kong, 28 December 2018

As at the date of this joint announcement, the executive Directors are Mr. Yung On Wah, Mr. Li Kar Fai, Peter, Mr. Pu Li Wei; and the independent non-executive Directors are Mr. Chan Cho Chak, Mr. Chan Wing Fai, Ir. Yan Wai Yan and Mr. Yeung Wai Lung.

The Directors jointly and severally accept full responsibility for the accuracy of the information contained in this joint announcement (other than any information relating to the Offeror), and confirm, having made all reasonable inquiries, that to the best of each of their knowledge, opinions expressed in this joint announcement (other than those expressed by the sole director of the Offeror) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.

As at the date of this joint announcement, the sole director of the Offeror is Mr. Ko.

The sole director of the Offeror accepts full responsibility for the accuracy of the information contained in this joint announcement (other than those relating to the Group), and confirms, having made all reasonable inquiries, that to the best of his knowledge, opinions expressed in this joint announcement (other than those expressed by the Directors) have been arrived at after due and careful consideration and there are no other facts not contained in this joint announcement, the omission of which would make any statements in this joint announcement misleading.