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*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**

**(1) CLOSE OF 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)**

**(2) RESULTS OF THE OFFER**

**AND**

**(3) PUBLIC FLOAT**

**Financial Adviser to the Offeror**



**SOMERLEY CAPITAL LIMITED**

**Independent Financial Adviser to the Independent Board Committee**



**CLOSE OF THE OFFER**

The Company and the Offeror jointly announce that the Offer was closed at 4:00 p.m. on Friday, 18 January 2019 and was not revised or extended by the Offeror.

**RESULTS OF THE OFFER**

As at 4:00 p.m. on Friday, 18 January 2019, being the latest time and date for acceptance of the Offer, valid acceptances in respect of the Offer have been received for a total of 2,747,000 Offer Shares, representing approximately 0.51% of the entire issued share capital of the Company as at the date of this joint announcement.

## **SETTLEMENT OF THE OFFER**

Remittances in respect of the cash consideration (after deducting seller's ad valorem stamp duty in respect of acceptances of the Offer) payable for the Offer Shares tendered under the Offer have been or will be despatched to the accepting Independent Shareholders (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 the date of receipt by the Registrar of all the relevant documents to render the acceptances under the Offer complete and valid.

The latest date for posting of remittances for the cash consideration due in respect of valid acceptances received under the Offer is Tuesday, 29 January 2019.

## **PUBLIC FLOAT**

Immediately following the close of the Offer and subject to the due registration by the Registrar of the transfer of the Offer Shares in respect of which valid acceptances have been received, 172,253,000 Shares, representing approximately 31.90% of the entire issued share capital of the Company as at the date of this joint announcement, are held by the public (within the meaning of the Listing Rules). Accordingly, as at the date of this joint announcement, the Company satisfies the minimum public float requirement of 25% as set out in Rule 8.08(1)(a) of the Listing Rules.

Reference is made to the composite document jointly issued by Golden Faith Group Holdings Limited (the "**Company**") and Greatly Success Investment Trading Limited (the "**Offeror**") dated 28 December 2018 (the "**Composite Document**"). Unless the context otherwise requires, terms used in this joint announcement have the same meanings as those defined in the Composite Document.

## **CLOSE OF THE OFFER**

The Company and the Offeror jointly announce that the Offer was closed at 4:00 p.m. on Friday, 18 January 2019 and was not revised or extended by the Offeror.

## **RESULTS OF THE OFFER**

As at 4:00 p.m. on Friday, 18 January 2019, being the latest time and date for acceptance of the Offer, valid acceptances in respect of the Offer have been received for a total of 2,747,000 Offer Shares, representing approximately 0.51% of the entire issued share capital of the Company as at the date of this joint announcement.

## **SHAREHOLDING STRUCTURE OF THE COMPANY**

Immediately before the Completion, the Offeror and parties acting in concert with it (excluding the Vendor) were interested in, held, controlled or directed 160,000,000 Shares, representing approximately 29.63% of the then entire issued capital of the Company.

Immediately after Completion and before the commencement of the Offer Period, the Offeror and parties acting in concert with it (excluding the Vendor) were interested in, held, controlled or directed 300,000,000 Shares, representing approximately 55.56% of the then entire issued capital of the Company.

Immediately after the close of the Offer and as at the date of this joint announcement, taking into account 2,747,000 Offer Shares received from valid acceptances under the Offer, the Offeror and parties acting in concert with it (excluding the Vendor) were interested in an aggregate of 302,747,000 Shares, representing approximately 56.06% of the entire issued share capital of the Company as at the date of this joint announcement.

Save for (a) 140,000,000 Shares acquired by the Offeror pursuant to the Share Purchase Agreement; and (b) 2,747,000 Offer Shares received from the valid acceptances under the Offer, neither the Offeror nor parties acting in concert with it had (a) acquired or agreed to acquire any Shares or rights over the Shares during the Offer Period; or (b) borrowed or lent any relevant securities (as defined under Note 4 to Rule 22 of the Takeovers Code) of the Company during the Offer Period.

Set out below is the shareholding structure of the Company (based on information received by the Company and notified pursuant to Part XV of the SFO as at the date of this joint announcement) (a) immediately before the Completion; (b) immediately after the Completion and before the commencement of the Offer Period; and (c) immediately after the close of the Offer and as at the date of this joint announcement:

	Immediately before the Completion		Immediately after the Completion and before the commencement of the Offer Period		Immediately after the close of the Offer and as at the date of this joint announcement	
	<i>No. of Shares</i>	<i>Approximate % (Note 1)</i>	<i>No. of Shares</i>	<i>Approximate % (Note 1)</i>	<i>No. of Shares</i>	<i>Approximate % (Note 1)</i>
<b>The Offeror and parties acting in concert with it (excluding the Vendor)</b>	160,000,000	29.63	300,000,000	55.56	302,747,000	56.06
<b>The Vendor</b>	172,500,000	31.94	32,500,000	6.02	32,500,000	6.02
Fast Upward Investment Development Limited <i>(Note 2)</i>	32,500,000	6.02	32,500,000	6.02	32,500,000	6.02
<b>Public Shareholders</b>						
Mr. Cheung Kam Fai	40,000,000	7.41	40,480,000	7.50	40,480,000	7.50
Other public Shareholders	135,000,000	25.00	134,520,000	24.90	131,773,000	24.40
<b>Total:</b>	<b><u>540,000,000</u></b>	<b><u>100.00</u></b>	<b><u>540,000,000</u></b>	<b><u>100.00</u></b>	<b><u>540,000,000</u></b>	<b><u>100.00</u></b>

*Notes:*

- (1) Certain percentage figures included in this table have been subject to rounding adjustments. Accordingly, figures shown as totals may not be an arithmetic aggregation of the figures preceding them.
- (2) Fast Upward Investment Development Limited is wholly owned by Mr. Pu Li Wei, an executive Director, who is deemed to be interested in the 32,500,000 Shares held by Fast Upward Investment Development Limited under the SFO.

## SETTLEMENT OF THE OFFER

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The latest date for posting of remittances for the cash consideration due in respect of valid acceptances received under the Offer is Tuesday, 29 January 2019.

## PUBLIC FLOAT

Immediately following the close of the Offer and subject to the due registration by the Registrar of the transfer of the Offer Shares in respect of which valid acceptances have been received, 172,253,000 Shares, representing approximately 31.90% of the entire issued share capital of the Company as at the date of this joint announcement, are held by the public (within the meaning of the Listing Rules). Accordingly, as at the date of this joint announcement, the Company satisfies the minimum public float requirement of 25% as set out in Rule 8.08(1)(a) of the Listing Rules.

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, 18 January 2019

*As at the time of issue of this joint announcement, the executive Directors are Mr. Yung On Wah, Mr. Li Kar Fai, Peter and 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 Chun Hay Kelvin.*

*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.*