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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)

INSIDE INFORMATION POTENTIAL INVESTMENT IN AN INVESTMENT FUND

This announcement is made by Gold-Finance Holdings Limited (the “**Company**”, together with its subsidiaries, the “**Group**”) pursuant to Rule 13.09 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) (the “**Listing Rules**”) and Inside Information Provisions under Part XIVA of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (“**SFO**”).

POTENTIAL INVESTMENT IN AN INVESTMENT FUND

The board of directors of the Company (the “**Board**”) announces that 杭州金開圓觀投資管理有限公司 (Hangzhou Jinkai Yuanguan Investment Management Company Limited*), an indirectly wholly-owned subsidiary of the Company established under the laws of the People’s Republic of China (the “**PRC**”) (the “**Subsidiary**”), has made an application (the “**Proposed Investment**”) to contribute an aggregate sum of RMB200 million for the subscription of the participating shares as a limited partner of 中興新城鎮產業投資私募基金 (Zhongxing New Town Industrial Investment Private Fund*), operating as a limited partnership, namely “寧波梅山保稅港區金優鼎投資管理中心(有限合夥) (Ningbo Meishan Duty-Free District Jinyouding Investment Management Centre (Limited Partnership)*)” (the “**Fund**”). The target Fund size is approximately RMB800 million and the objective of the Fund will be to carry out certain investment management and investment consultation activities in relation to local governmental infrastructure projects in the form of a public-private partnership (“**PPP**”) model and other related projects covering industries, including, but not limited to, integrated urban development, comprehensive tourism development, urban rail transit, security housing, sponge cities and the related services in healthcare, culture and entertainment and financial services.

REASONS FOR THE PROPOSED INVESTMENT

The Group is principally engaged in the provision of building services in Hong Kong as a subcontractor.

The Board considers that the Proposed Investment is in line with the Group’s objective to grow its investment return by adopting a proactive but prudent approach in investments. Considering that the Fund will be well-managed by investment professionals, the Board expects that the Proposed Investment will diversify the Group’s investment risk and further

enhance the rate of return of the Group's investment through access to a wider variety of investment channels in which the Group may not have access at present. The Proposed Investment also provides the Group with an opportunity to manage its excess liquidity.

POSSIBLE IMPLICATIONS UNDER THE LISTING RULES

The Proposed Investment, if materialised, may constitute a notifiable transaction for the Company under Chapter 14 of the Listing Rules. As at the date of this announcement, no binding limited partnership agreement has been entered into in relation to the Fund. Further announcement will be made by the Company in accordance with the Listing Rules and Part XIVA of the SFO as and when appropriate.

The Proposed Investment may or may not materialise as no legally binding limited partnership agreement has been executed and discussions are still in progress. Shareholders of the Company and potential investors are advised to exercise caution when dealing in the shares of the Company.

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

Hong Kong, 3 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.

* *For identification purpose only*