

GOLDEN DEVELOPMENTS HOLDINGS LTD. (the "Issuer")
CNY300,000,000 5.00 per cent. Guaranteed Notes due 2017 (the "Notes")
unconditionally and irrevocably guaranteed by
YIEH PHUI ENTERPRISE CO., LTD. (the "Guarantor")

Common Code: 108608315 ISIN Number: XS1086083158

Notice of Financial Condition Step-Up Change

Date: April 25, 2016

Citicorp International Limited
39th Floor, Citibank Tower,
Citibank Plaza,
3 Garden Road, Central,
Hong Kong
Fax no.: +852 2323 0279
Attention: Agency and Trust

Citibank, N.A., London Branch
c/o Citibank, N.A., Dublin Branch
Ground Floor, 1 North Wall Quay
Dublin 1, Ireland
Fax no.: +353 1 622 2031
Email: rate.fixing@citi.com
Attention: Agency and Trust – PPA Claims

Re: CNY300,000,000 5.00 Per Cent. Guaranteed Note Due 2017 (the "Notes") issued by Golden Developments Holdings Ltd. (the "Issuer") and guaranteed by Yieh Phui Enterprise Co., Ltd. (the "Guarantor")

Dear Sir:

In accordance with of the terms and conditions of the Notes, please be notified that:

- (1) A Financial Condition Step-Up Change as defined under Condition 6.3 of the terms and conditions of the Notes has occurred due to the breach of the financial covenants under Condition 5.2(a)(ii) requiring the Guarantor to maintain its ratio of Consolidated EBITDA to Consolidate Interest Expenses above 2.0 to 1.0. Please note that the Guarantor's ratio of Consolidated EBITDA to Consolidated Interest Expenses has fallen to 0.893 to 1 as of December 31, 2015;
- (2) In accordance with Condition 6 of the terms and conditions of the Notes, as part of the Financial Condition Step-Up Change, the rate of interest applicable to the Notes is increased to the Step-Up Rate of Interest of 5.20 per cent. per annum, as compared to the Base Rate of Interest of 5.00 per cent. per annum. This interest rate increase will be reflected on the next Interest Payment Date (July 16, 2016); and
- (3) Following the occurrence of the Financial Condition Step-Up Change, each holder of the Notes shall have the right to require the Issuer to redeem all, or some only, of that holder's Notes on the Financial Condition Step-Up Redemption Date (defined below) at 100 per cent

of the Notes' principal amount together with accrued interest. To exercise such right, the holder of the relevant Note must complete, sign and deposit at the specified office of any Paying Agent a duly completed and signed notice of redemption, in the form for the time being current, obtainable from the specified office of any Paying Agent (the Financial Condition Step-Up Change Redemption Notice) together with the Definitive Certificate evidencing the Notes to be redeemed by no later than **May 27, 2016**. The Financial Condition Step-Up Change Redemption Date is **June 24, 2016**.

Attached please find the notice to Noteholders for the Financial Condition Step-Up Change. As the Notes are represented by a Global Certificate held on behalf of Euroclear Bank SA/NV and Clearstream Banking, société anonyme, please deliver the notice to the clearing system for communication by it to the accountholders on our behalf and at our expenses in accordance with the Notes' Conditions and the Agency Agreement dated July 15, 2014. Please give the notice to the Noteholders on **April 28, 2016**.

Very truly yours,

Yieh Phui Enterprise Co., Ltd.

Authorized Officer

By: 
Name: Chen Yung-Hsien
Title: Authorised signatory

Enc.

NOTICE TO THE NOTEHOLDERS

GOLDEN DEVELOPMENTS HOLDINGS LTD. (the "Issuer")
CNY300,000,000 5.00 per cent. Guaranteed Notes due 2017 (the "Notes")
unconditionally and irrevocably guaranteed by
YIEH PHUI ENTERPRISE CO., LTD. (the "Guarantor")

Common Code: 108608315 ISIN Number: XS1086083158

Notice of Financial Condition Step-Up Change

NOTICE IS HEREBY GIVEN to the holders of the outstanding Notes that,

(1) A Financial Condition Step-Up Change as defined under Condition 6.3 of the terms and conditions of the Notes has occurred due to the breach of the financial covenants under Condition 5.2(a)(ii) requiring the Guarantor to maintain its ratio of Consolidated EBITDA to Consolidate Interest Expenses above 2.0 to 1.0. Please note that the Guarantor's ratio of Consolidated EBITDA to Consolidated Interest Expenses has fallen to 0.893 to 1 as of December 31, 2015;

(2) In accordance with Condition 6 of the terms and conditions of the Notes, as part of the Financial Condition Step-Up Change, the rate of interest applicable to the Notes is increased to the Step-Up Rate of Interest of 5.20 per cent. per annum, as compared to the Base Rate of Interest of 5.00 per cent. per annum. This interest rate increase will be reflected on the next Interest Payment Date (July 16, 2016); and

(3) Following the occurrence of the Financial Condition Step-Up Change, each holder of the Notes shall have the right to require the Issuer to redeem all, or some only, of that holder's Notes on the Financial Condition Step-Up Redemption Date (defined below) at 100 per cent of the Notes' principal amount together with accrued interest. To exercise such right, the holder of the relevant Note must complete, sign and deposit at the specified office of any Paying Agent a duly completed and signed notice of redemption, in the form for the time being current, obtainable from the specified office of any Paying Agent (the Financial Condition Step-Up Change Redemption Notice) together with the Definitive Certificate evidencing the Notes to be redeemed by no later than **May 27, 2016**. The Financial Condition Step-Up Change Redemption Date is **June 24, 2016**.