Great Group Holdings Limited
Company Registration No. 200804077W
(Incorporated in the Republic of Singapore)

RENOUNCEABLE NON-UNDERWRITTEN RIGHTS ISSUE IN THE CAPITAL OF THE COMPANY – RESULTS OF RIGHTS ISSUE

1. INTRODUCTION

The Board of Directors (the "**Directors**") of Great Group Holdings Limited (the "**Company**" and together with its subsidiaries, the "**Group**") refer to its following earlier announcements:

(a) its earlier announcement dated 31 December 2014 entitled "*Proposed Renounceable Non-Underwritten Rights Issue In The Capital Of The Company*";

(b) its earlier announcement dated 30 January 2015 entitled "*Proposed Renounceable Non-Underwritten Rights Issue In The Capital Of The Company – Receipt of Funds from Investor*";

(c) its earlier announcement dated 12 June 2015 entitled "(1) *Proposed Adjustment to Warrants issued to SAPO Investment Pte. Ltd.; (2) Receipt of Whitewash Waiver from the Securities Industry Council of Singapore; (3) Receipt of Approval in-Principle from the Singapore Exchange Securities Trading Limited for the Proposed Renounceable Non-Underwritten Rights Issue*";

(d) its circular dated 29 June 2015 in relation to, *inter alia*, the Rights Issue and the Adjustment Warrants Issue;

(e) its earlier announcement dated 29 July 2015 entitled "Proposed Renounceable Non-Underwritten Rights Issue in the Capital of the Company – Despatch of Circular and Notice of Extraordinary General Meeting";

(f) its earlier announcement dated 13 July 2015 entitled "*(1) Notice of Books Closure Date for Rights Issue; (2) Notice of Books Closure Date for the Adjustment Warrants Issue*";

(g) its earlier announcement dated 23 July 2015 entitled "*Renounceable Non-Underwritten Rights Issue In The Capital Of The Company – Lodgment of Offer Information Statement*";

(h) the offer information statement dated 23 July 2015 in relation to the Rights Issue ("**Offer Information Statement**");

(i) its earlier announcement dated 24 July 2015 entitled "*Renounceable Non-Underwritten Rights Issue in The Capital of the Company – Clarification of Rights Details*";

(j) its earlier announcement dated 27 July 2015 entitled "*Renounceable Non-Underwritten Rights Issue In The Capital Of The Company – Despatch of Offer Information Statement*"; and

(k) its earlier announcement dated 4 August 2015 entitled "*Renounceable Non-Underwritten Rights Issue in The Capital of the Company – Clarification of Rights Details*".

Unless otherwise defined herein, capitalised forms shall have the same meanings as ascribed to them in the Company's Offer Information Statement.

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2. SUBSCRIPTION RESULTS

The Board wishes to announce that, as at the close of the Rights Issue on 12 August 2015 (the "**Closing Date**"), valid acceptances and excess applications for 2,146,471,296 Rights Shares were received. The valid acceptances include the acceptance by the Investor, Forise Capital Group Limited, of the 1,135,000,000 Renounced Rights Shares, pursuant to the Investor Undertaking.

Based on the Company's existing issued share capital of 265,000,000 Shares as at the Books Closure Date, a total of 1,855,000,000 Rights Shares were available for issue under the Rights Issue. The valid acceptances and excess applications represent approximately 115.7% of the total number of Rights Shares available under the Rights Issue.

Details of the valid acceptances and excess applications received are as follows:

	Number of Rights Shares	**As a percentage of the of the total number of Rights Shares**
Valid acceptances	1,765,884,096	95.2%
Excess applications	380,587,200	20.5%
Total	2,146,471,296	115.7%

3. EXCESS APPLICATIONS

A total of 89,115,904 Rights Shares which were not validly taken up by Entitled Shareholders and/or Purchasers under the Rights Issue were allotted to satisfy excess applications.

In the allotment of Excess Rights Shares, the Company had given preference to Shareholders for the rounding of odd lots, and Directors and Substantial Shareholders who have control or influence over the Company in connection with the day-to-day affairs of the Company or the terms of the Rights Issue, or have representation (direct or through a nominee) on the Board of the Company had ranked last in priority.

4. FOREIGN SHAREHOLDERS

A total of 48,342,000 Nil-paid Rights which would otherwise have been provisionally allotted to Foreign Shareholders were sold "nil-paid" on the SGX-ST.

The net proceeds from all such sales, after deduction of all expenses therefrom, will be pooled and thereafter distributed to Foreign Shareholders in proportion to their respective shareholdings, or as the case may be, the number of Shares entered against their names in the Depository Register as at the Books Closure Date by means of a crossed cheque drawn on a bank and sent to them at their own risk by ordinary post to their mailing addresses as recorded with CDP or in such other manner as they may have agreed with CDP for the payment of any cash distributions.

If the amount of net proceeds to be distributed to any single Foreign Shareholder is less than S$10.00, the Company shall be entitled to retain or deal with such amount as the Directors may, in their absolute discretion, deem fit in the interests of the Company and Foreign Shareholders shall not have any claim whatsoever against the Company, the Manager, the Directors, the Share Registrar or CDP in connection therewith.

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5. REFUND AND PAYMENT

Where any acceptance of and/or excess application for the Rights Shares is unsuccessful or invalid, the amount paid on acceptance and/or application or the surplus applications monies (as the case may be) will be refunded to such applicants at their own risk, without interest or any share or revenue or other benefit arising therefrom as follows:

(a) where the acceptance and/or application had been made through CDP, by means of a crossed cheque in Singapore currency drawn on a bank in Singapore and sent by ordinary post at their own risk to their mailing addresses as maintained in the records of CDP or in such other manner as they may have agreed with CDP for the payment of any cash;

(b) where the acceptance and/or application had been made through the Share Registrar, by means of a crossed cheque in Singapore currency drawn on a bank in Singapore and sent by ordinary post at their own risk to their mailing addresses in Singapore as maintained with the Share Registrar; and

(c) where the acceptance and/or application had been made through Electronic Applications, by crediting their bank accounts with the relevant Participating Banks at their own risk, the receipt by such bank being a good discharge of the Company and CDP of their obligations.

6. ALLOTMENT OF RIGHTS SHARES

All 1,855,000,000 Rights Shares will be allotted and issued by the Company on 18 August 2015. Based on the foregoing, the gross proceeds raised by the Company from the Rights Issue are approximately S$9,275,000.

The Rights Shares will, upon allotment and issue, rank *pari passu* in all respects with the then existing Shares, save for any dividends, rights, allotments or other distributions, the record date for which falls before the date of issue of the Rights Shares.

In the case of Entitled Depositors, Purchasers and Entitled Scripholders and their renouncees (who have furnished valid Securities Account numbers in the relevant form comprised in the PAL), with valid acceptances and/or successful applications of Excess Rights Shares, physical Share certificate(s) representing such number of Rights Shares have been registered in the name of CDP or its nominee and despatched to CDP today. CDP will then credit such number of Rights Shares to their relevant Securities Accounts. Thereafter, CDP will send a notification letter to the relevant subscribers, at their own risk, stating the number of Rights Shares that have been credited to their respective Securities Accounts.

In the case of other successful subscribers, share certificates representing such number of Rights Shares validly subscribed for by them will be sent, by ordinary post and at their own risk, within ten (10) Market Days after the Closing Date.

7. ISSUE AND LISTING OF RIGHTS SHARES

The Rights Shares are expected to be listed and quoted on the Main Board of the SGX-ST with effect from 9.00 a.m. on 20 August 2015.

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Approval in-principle has been obtained from the SGX-ST on 12 June 2015 for the dealing in, listing of and quotation for the Rights Shares on the Main Board of the SGX-ST, subject to certain conditions. The approval in-principle granted by the SGX-ST is not to be taken as an indication of the merits of the Rights Issue, the Rights Shares, the Company and/or its subsidiaries.

8. TRADING OF ODD LOTS

For the purposes of trading on the SGX-ST, each board lot of Shares will comprise 100 Shares. Shareholders who hold odd lots of the Shares (that is, less than 100 Shares) and who wish to trade in odd lots on the SGX-ST should note that they are able to trade odd lots of Shares in board lots of one (1) Share on the Unit Share Market of the SGX-ST.

The Company wishes to take this opportunity to thank Shareholders for their support towards the successful completion of the Rights Issue.

BY ORDER OF THE BOARD

Weng Wenwei
Chief Executive Officer
14 August 2015