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

ISSUE AND ALLOTMENT OF 10,000,000 NEW ORDINARY SHARES IN THE CAPITAL OF THE COMPANY PURSUANT TO THE EXERCISE OF 10,000,000 WARRANTS

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

(i) Its earlier announcement on 20 May 2013 entitled "*Entry into of a License Agreement and Proposed Warrants Issue to SAPO Investment Pte Ltd*";

(ii) Its earlier announcement on 19 July 2013 entitled "*Completion of Warrants Issue to SAPO Investment Pte Ltd*"; and

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

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

(collectively, the "**Earlier Announcements**"). Unless otherwise defined, the capitalized words and phrases used herein shall have the same meaning as ascribed to them in the Earlier Announcements.

In the Earlier Announcements, the Company announced that it has entered into a Subscription Agreement with SAPO Investment Pte Ltd (the "**Subscriber**"), pursuant to which, the Company has agreed to issue and the Subscriber has agreed to subscribe for 30,000,000 unlisted and non-transferable warrants ("**Warrants**") of the Company at an issue price of S$0.005 for each Warrant, with each Warrant carrying the right to subscribe for one (1) new ordinary share (the "**New Share**") of the Company upon exercise of the Warrants by the Subscriber at an exercise price of S$0.075 for each New Share, subject to adjustments in accordance with the terms and conditions of the Warrants. The issue of the Warrants was completed on 19 July 2013. Subsequently, following the renounceable non-underwritten rights issue of 2,065,000,000 new ordinary shares ("**Rights Shares**") at an issue price of S$0.005 per Rights Share, on the basis of seven (7) Rights Shares for every one (1) existing Share held by the entitled shareholders ("**Rights Issue**") which was completed on 19 August 2015, the number of Warrants was adjusted from 30,000,000 to 128,000,000, to be exercised at an exercise price of S$0.0176 for each New Share.

The Board wishes to announce that the Company has on 6 November 2015 allotted and issued 10,000,000 New Shares to the Subscriber pursuant to the exercise of 10,000,000 Warrants at an exercise price of S$0.0176 for each New Share on 30 October 2015, resulting in the total issued Shares of the Company increasing from 2,120,000,000 to 2,130,000,000. The gross proceeds received by the Company from the exercise of the 10,000,000 Warrants are S$176,000.

The New Shares rank *pari passu* in all respects with the existing Shares of the Company, save for dividends, rights, allotments or other distributions, the record date for which falls before the exercise date of the 10,000,000 Warrants.

The New Shares are expected to be listed and quoted on the Main Board of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") on with effect from 9.00 a.m. on 11 November 2015.

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The total number of outstanding Warrants remaining after the aforesaid exercise is 118,000,000 Warrants.

BY ORDER OF THE BOARD

Peng Weile
Executive Director
6 November 2015