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 – LODGMENT OF OFFER INFORMATION STATEMENT

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 June 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*"; and

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

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

2. LODGMENT OF OFFER INFORMATION STATEMENT

The Board wishes to announce that the Offer Information Statement, together with the relevant application forms have been lodged with the Monetary Authority of Singapore ("**MAS**") today. A copy of the Offer Information Statement is available on the website of the MAS at: https://opera.mas.gov.sg/ExtPortal.

3. DESPATCH OF OFFER INFORMATION STATEMENT

The Offer Information Statement, together with a copy of the application and acceptance form for Rights Shares and Excess Rights Shares (the "**ARE**") or the provisional allotment letter ("**PAL**"), as the case may be, will be despatched by the Company to the Entitled Shareholders on or around 27 July 2015.

For practical reasons and in order to avoid any violation of the securities legislation applicable in countries other than Singapore, the Offer Information Statement, the ARE and PAL will not be despatched to Foreign Shareholders. Accordingly, Foreign Shareholders will not be entitled to participate in the Rights Issue.

4. ACCEPTANCES OF PROVISIONAL ALLOTMENTS OF RIGHTS SHARES AND APPLICATIONS FOR EXCESS RIGHTS SHARES

Acceptance of provisional allotments of Rights Shares and (if applicable) applications for Excess Rights Shares under the Rights Issue may only be made:

(a) in the case of Eligible Depositors, by way of the ARE and/or by way of an Electronic Application through an ATM of a Participating Bank; and

(b) in the case of Eligible Scripholders, by way of the PAL.

More information on the procedures for, and terms and conditions applicable to, acceptances, renunciations, splittings and/or sales of the provisional allotments of Rights Shares and for the applications for Excess Rights Shares, including the different modes of acceptances or applications and payments are set out in the Offer Information Statement and the relevant forms.

5. TRADING PERIOD FOR NIL-PAID RIGHTS

The trading period for the provisional allotments of Rights Shares (the "**Nil-paid Rights**") on the SGX-ST will commence at 9.00 am on 27 July 2015 and will end at 5.00 pm on 4 August 2015.

The ARE will not be forwarded to Purchasers as arrangements will be made by CDP for separate ARS to be issued to the Purchasers. Purchasers should note that CDP will, for and on behalf of the Company, send the ARS, accompanied by the Offer Information Statement and other accompanying documents, **BY ORDINARY POST AND AT THE PURCHASERS' OWN RISK**, to their respective Singapore addresses as maintained in the records of CDP.

For the avoidance of doubt, only Entitled Shareholders (and not the Purchasers or the renouncees) shall be entitled to apply for Excess Rights Shares.

CPFIS Shareholders, SRS Investors, and Shareholders who have subscribed for or purchased Shares through a finance company and/or Depository Agent, can only accept their provisional allotments of Rights Shares and (if applicable) apply for Excess Rights Shares by instructing, as the case may be, (a) in the case of CPFIS Shareholders, their respective CPF agent banks, (b) in the case of SRS Investors, the relevant approved financial institutions in which they hold their SRS accounts ("**SRS Operator**"), (c) their relevant finance companies and/or Depository Agents, to do so on their behalf. **Any acceptance and/or application made by the above-mentioned Shareholders directly through CDP, the Share Registrar, the Company and/or through ATMs of Participating Banks will be rejected.**

Shareholders who wish to accept their provisional allotments of Rights Shares and (if applicable) apply for Excess Rights Shares using SRS monies, must instruct the relevant SRS Operators in which they hold their SRS Accounts to accept their provisional allotments of Rights Shares and (if applicable) apply for Excess Rights Shares on their behalf in accordance with the Offer Information Statement. Such Shareholders who have insufficient funds in their SRS Accounts may, subject to the SRS contribution cap, deposit cash into their SRS Accounts with their SRS Operators to enable them to subscribe for their provisional allotments of Rights Shares and (if applicable) apply for Excess Rights

Shares. For the avoidance of doubt, monies in SRS Accounts may not be used for the purchase of the provisional allotments of the Rights Shares directly from the market.

The Offer Information Statement and its accompanying documents have not been and will not be lodged, registered or filed in any jurisdiction other than Singapore. The distribution of the Offer Information Statement and its accompanying documents may be restricted or prohibited (either absolutely or subject to various relevant securities requirements, whether legal or administrative, being complied with) in certain jurisdictions under the relevant laws of those jurisdictions. In order to avoid any violation of the legislation applicable in jurisdictions other than Singapore, the Rights Issue is only made in Singapore and the Offer Information Statement and its accompanying documents have not been and will not be despatched to Foreign Shareholders or into any jurisdiction outside Singapore.

The Offer Information Statement and its accompanying documents will also not be despatched to Purchasers whose registered addresses with CDP are not in Singapore ("**Foreign Purchasers**"). Foreign Purchasers who wish to accept the provisional allotments of Rights Shares credited to their Securities Accounts should make the necessary arrangements with their Depository Agents or stockbrokers in Singapore.

To the extent it is practicable to do so, arrangements may, at the absolute discretion of the Company, be made for the Nil-paid Rights which would otherwise have been provisionally allotted to Ineligible Shareholders to be sold "nil-paid" on the SGX-ST as soon as practicable after commencement of trading of Nil-paid Rights on a "nil-paid" basis.

The Company further reserves the right to reject any acceptances of the Rights Shares or any applications for Excess Rights Shares, in whole or in part, where it believes or has reason to believe that such acceptance or application may violate the applicable legislation of any jurisdiction.

6. COLLECTION OF OFFER INFORMATION STATEMENT

Entitled Shareholders who do not receive the Offer Information Statement, the ARE or the PAL, as the case may be, may obtain copies of the documents from CDP or the Share Registrar, as the case may be, at their respective addresses up to the close of the Rights Issue at 5.00 p.m. on 12 August 2015

For Entitled Depositors – CDP	**For Entitled Scripholders – Share Registrar**
The Central Depository (Pte) Limited The Metropolis 9 North Buona Vista Drive #01-19/20 Singapore 138588	**Boardroom Corporate & Advisory Services Pte. Ltd.** 50 Raffles Place #32-01 Singapore Land Tower Singapore 048623

Purchasers who do not receive the Offer Information Statement and the accompanying forms may also obtain copies of the same from CDP or the Share Registrar (at the address stated above) for the period up to the close of the Rights Issue at 5.00 p.m. on 12 August 2015.

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7. IMPORTANT DATES AND TIMES

Entitled Shareholders and Purchasers should take note of the following important dates and times in respect of the Rights Issue:

Lodgement of Offer Information Statement with the MAS	:	23 July 2015
Despatch of the Offer Information Statement (together with the ARE or PAL, as the case may be) to the Entitled Shareholders	:	27 July 2015
Commencement of Rights Trading Period	:	27 July 2015 from 9.00 a.m.
Last date and time of Rights Trading Period	:	4 August 2015 at 5.00 p.m.
Last date and time for splitting of Nil-paid Rights	:	4 August 2015 at 5.00 p.m.
Last date and time for acceptance and payment for the Rights Shares	:	12 August 2015 at 5.00 p.m. (9.30 p.m. for Electronic Applications)
Last date and time for renunciation of and payment for Rights Shares	:	12 August 2015 at 5.00 p.m.
Last date and time for application and payment for Excess Rights Shares	:	12 August 2015 at 5.00 p.m. (9.30 p.m. for Electronic Applications)
Expected date for issuance of Rights Shares	:	19 August 2015
Expected date for crediting of Rights Shares	:	19 August 2015
Expected date for refund of unsuccessful applications (if made through CDP)	:	20 August 2015
Expected date and time for commencement of trading of Rights Shares on the SGX-ST	:	20 August 2015 from 9.00 a.m.

BY ORDER OF THE BOARD

Weng Wenwei
Chief Executive Officer
23 July 2015