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Hengxing Gold Holding Company Limited

恒興黃金控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code : 2303)

POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 6 JUNE 2016 AND CHANGE OF AUDITOR

Reference is made to the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of Hengxing Gold Holding Company Limited (the “**Company**”) and the circular (the “**Circular**”) of the Company both dated 27 April 2016. Unless otherwise indicated, capitalised terms used herein have the same meanings as those defined in the Circular.

Poll Results of AGM

At the AGM held on 6 June 2016, all the proposed resolutions (the “**Proposed Resolutions**”) as set out in the Notice were voted by way of poll.

As at the date of the AGM, the total number of issued Shares of the Company was 925,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the Proposed Resolutions. There were no Shares entitling the Shareholders to attend and abstain from voting in favour of any of the Proposed Resolutions as set out in Rule 13.40 of the Listing Rules. No shareholder was required under the Listing Rules to abstain from voting on the Proposed Resolutions. None of the Shareholders has stated his/her intention in the Circular to vote against the Proposed Resolutions or to abstain from voting at the AGM.

The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking.

The poll results in respect of all the Proposed Resolutions were as follows:

Ordinary Resolutions		No. of Votes (%)	
		For	Against
1.	To receive and approve the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditors for the year ended 31 December 2015.	756,250,000 (100.00%)	0 (0.00%)
2.	(a) (i) To consider and re-elect Mr. Albert Fook Lau Ho, as an executive Director of the Company.	756,250,000 (100.00%)	0 (0.00%)
	(a) (ii) To consider and re-elect Ms. Wong, Yan Ki Angel, as an independent non-executive Director of the Company.	756,250,000 (100.00%)	0 (0.00%)
	(a) (iii) To consider and re-elect Mr. XIAO Wei, as an independent non-executive Director of the Company.	756,250,000 (100.00%)	0 (0.00%)
	(b) To authorise the board of directors to fix the remuneration of the directors of the Company.	756,250,000 (100.00%)	0 (0.00%)
3.	To consider and appoint PricewaterhouseCoopers as auditor of the Company and authorise the board of directors to fix its remuneration.	756,250,000 (100.00%)	0 (0.00%)
4.	(A) To give a general mandate to the directors of the Company to allot, issue and deal with additional shares not exceeding 20% of the total number of the shares of the Company in issue.	756,250,000 (100.00%)	0 (0.00%)
	(B) To give a general mandate to the directors of the Company to repurchase shares not exceeding 10% of the total number of the shares of the Company in issue.	756,250,000 (100.00%)	0 (0.00%)
	(C) To extend the authority given to the directors of the Company pursuant to ordinary resolution no. 4(A) to issue shares by adding to the total number of the shares of the Company in issue the number of shares repurchased under ordinary resolution no. 4(B).	756,250,000 (100.00%)	0 (0.00%)

As more than 50% of the votes attaching to the Shares held by the Shareholders present and voting in person or by proxy at the AGM were cast in favour of each of the above ordinary resolutions numbered 1 to 4(C), such resolutions were duly passed as ordinary resolutions.

CHANGE OF AUDITOR

Reference is made to the announcement of the Company dated 20 April 2016. The Board announces that Deloitte Touche Tohmatsu (“**Deloitte**”) retired as the auditor of the Company from the conclusion of the AGM and did not seek for re-appointment as the Company and Deloitte could not reach a consensus on the audit fee for the financial year ending 31 December 2016. The Company has received a confirmation from Deloitte that there are no matters relating to the change of auditor that need to be brought to the attention of the shareholders or creditors of the Company.

The Board would like to take this opportunity to express its gratitude for Deloitte’s services rendered to the Company during its tenure of office.

PricewaterhouseCoopers (“PwC”) is appointed as the new auditor of the Company with effect from the conclusion of the AGM. PwC will hold office from the conclusion of the AGM until the conclusion of the next annual general meeting of the Company.

By order of the Board
Hengxing Gold Holding Company Limited
KE Xiping
Chairman

Xiamen, The PRC, 6 June 2016

As at the date of this announcement, the executive directors of the Company are Mr. KE Xiping, Mr. CHEN, David Yu and Mr. Albert Fook Lau HO and the independent non-executive directors of the Company are Ms. WONG, Yan Ki Angel, Mr. XIAO Wei and Dr. Tim SUN.