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GOLDEN POWER GROUP HOLDINGS LIMITED

金力集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8038)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 9 MAY 2017

The Board is pleased to announce that all the resolutions proposed at the AGM held on 9 May 2017 were duly passed.

The board of directors (the “**Board**”) of Golden Power Group Holdings Limited (the “**Company**”) is pleased to announce that all the resolutions proposed at the annual general meeting of the Company held on 9 May 2017 at 3:00 p.m. (the “**AGM**”) were duly passed as ordinary resolutions by way of poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (Approximate %) <i>(Note (a))</i>	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors and the independent auditor of the Company for the year ended 31 December 2016.	143,196,050 (100.00%)	0 (0.00%)
2.	To re-appoint PKF as the auditor of the Company and authorise the Board to fix the auditor’s remuneration.	143,196,050 (100.00%)	0 (0.00%)
3.	(a) To re-elect Mr. Hui Kwok Wah as an independent non-executive director of the Company and authorise the Board to fix his remuneration.	143,196,050 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Ma Sai Yam as an independent non-executive director of the Company and authorise the Board to fix his remuneration.	143,196,050 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Chow Chun Hin Leslie as an independent non-executive director of the Company and authorise the Board to fix his remuneration.	143,196,050 (100.00%)	0 (0.00%)
4.	To grant a general unconditional mandate to the directors of the Company to exercise all powers of the Company to allot, issue and deal with shares of the Company not exceeding 20% of the number of the issued shares of the Company as at the date of passing of this resolution.	143,196,050 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (Approximate %) <i>(Note (a))</i>	
		For	Against
5.	To grant a general unconditional mandate to the directors of the Company to exercise all powers of the Company to purchase or repurchase shares of the Company not exceeding 10% of the number of the issued shares of the Company as at the date of passing of this resolution.	143,196,050 (100.00%)	0 (0.00%)
6.	To extend the general unconditional mandate granted to the directors of the Company under resolution numbered (4) above by an amount representing the number of the issued shares of the Company purchased or repurchased by the Company pursuant to the general mandate under resolution numbered (5) above.	143,196,050 (100.00%)	0 (0.00%)

Notes:

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As all of the votes were cast in favour of each of the above resolutions as proposed at the AGM, all such resolutions were duly passed as ordinary resolutions of the Company.
- (c) The total number of shares of the Company in issue as at the date of the AGM: 240,000,000 shares.
- (d) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM: 240,000,000 shares.
- (e) The total number of shares of the Company entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM (as set out in Rule 17.47A of the Rules Governing the Listing of Securities on the Growth Enterprise Market of The Stock Exchange of Hong Kong Limited (the “GEM Listing Rules”)): Nil.
- (f) The total number of shares of the Company that were required under the GEM Listing Rules to abstain from voting at the AGM: Nil.
- (g) None of the shareholders of the Company have stated their intention in the Company’s circular dated 27 March 2017 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.
- (i) The description of the above resolutions is by way of summary only. The full text of such resolutions appears in the AGM notice.

By order of the Board
Golden Power Group Holdings Limited
Chu King Tien
Chairman and Executive Director

Hong Kong, 9 May 2017

As at the date of this announcement, the Board comprises four executive directors, namely Mr. Chu King Tien, Ms. Chu Shuk Ching, Mr. Tang Chi Him and Mr. Chu Ho Wa; and three independent non-executive directors, namely Mr. Hui Kwok Wah, Mr. Ma Sai Yam and Mr. Chow Chun Hin Leslie.

This announcement, for which the directors of the Company collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The directors of the Company, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will be published on the GEM's website at www.hkgem.com on the "Latest Company Announcements" page for at least 7 days from the date of its publication. This announcement will also be published on the Company's website at www.goldenpower.com.