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火岩控股
FIRE ROCK HOLDINGS

火岩控股有限公司
FIRE ROCK HOLDINGS LIMITED
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8345)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
AND
(2) RE-DESIGNATION OF DIRECTOR**

(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING

References are made to the notices dated 1 June 2017 and 14 June 2017 (the “Notices”), the announcement dated 23 June 2017 (the “Announcement”) and the circular dated 1 June 2017 (the “Circular”) of Fire Rock Holdings Limited (the “Company”), in relation to the annual general meeting (the “AGM”) of the Company held on 30 June 2017. Capitalised terms used herein shall have the same meanings as those defined in the Notices, the Announcement and the Circular unless the context requires otherwise.

The AGM was held at 3: 00 p.m. on Friday, 30 June 2017 at 4th Floor, Dongjiang Environmental Building, No. 9 Langshan Road, North Zone, Hi-Tech Industries Park, Nanshan District, Shenzhen, Guangdong, the PRC.

As at the date of the AGM, the total number of issued Shares of the Company was 160,000,000 Shares, being the total number of Shares entitling the holders to attend and vote for or against the resolutions proposed at the AGM. Shareholders attending the AGM in person, by proxy and by its authorised representative (being a corporation) held an aggregate of 89,200,000 Shares, representing approximately 55.75% of the total number of issued Shares of the Company.

There was no restriction on any Shareholders casting votes on any of the proposed resolutions at the AGM. None of the Shareholders have stated their intention in the Circular to vote against any of the proposed resolutions at the AGM.

All the proposed resolutions as set out in the Notice was taken by way of poll. The poll results in respect of the respective resolutions proposed at the AGM were as follow:

ORDINARY RESOLUTION		NUMBER OF VOTES (%)	
		FOR	AGAINST
1.	To receive and approve the audited consolidated financial statements together with the directors' report and the independent auditor's report of the Company for the year ended 31 December 2016.	89,200,000 (100.000%)	0 (0.000%)
2.	(a) To re-elect Mr. Huang Yong as an executive director of the Company and authorise the board of directors to fix his remuneration.	89,200,000 (100.000%)	0 (0.000%)
	(b) To re-elect Mr. Wu Zhe as an executive director of the Company and authorise the board of directors to fix his remuneration.	892,000,000 (100.000%)	0 (0.000%)
	(c) To re-elect Mr. Rao Zhenwu as an executive director of the Company and authorise the board of directors to fix his remuneration.	892,000,000 (100.000%)	0 (0.000%)
	(d) To appoint Mr. Chen Di as an independent non-executive director of the Company and authorise the board of directors to fix his remuneration.	892,000,000 (100.000%)	0 (0.000%)
	(e) To appoint Ms. Yang Kan as a non-executive director of the Company and authorise the board of directors to fix her remuneration.	892,000,000 (100.000%)	0 (0.000%)
3.	To re-appoint BDO Limited as auditor of the Company and to authorise the board of directors to fix its remuneration.	892,000,000 (100.000%)	0 (0.000%)
4.	To grant a general and unconditional mandate to the directors of the Company to allot, issue and deal with the additional shares of the Company with an aggregate number not exceeding 20% of the total number of shares of the Company in issue.	892,000,000 (100.000%)	0 (0.000%)
5.	To grant a general and unconditional mandate to the directors of the Company to repurchase shares of the Company with an aggregate number not exceeding 10% of the total number of shares of the Company in issue.	892,000,000 (100.000%)	0 (0.000%)
6.	To extend the general and unconditional mandate granted to the directors of the Company to issue, allot and deal with additional shares of the Company under resolution numbered 4(A) to include the number of shares of the Company repurchased pursuant to the general and unconditional mandate to repurchase shares under resolution numbered 4(B).	892,000,000 (100.000%)	0 (0.000%)

As more than 50% of votes were casted in favour of each of the resolutions numbered 1 to 6, the resolutions were duly passed as ordinary resolutions.

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

(2) RE-DESIGNATION OF DIRECTOR

The board of directors of the Company hereby announces that with effect from 30 June 2017, in order to cater for the needs of business development of the Company, independent non-executive director Mr. Zhang Xiongfeng (“Mr. Zhang”) will be re-designated as a non-executive director. Mr. Zhang will no longer retain the posts of the chairman of the remuneration committee, members of the audit committee and the nomination committee of the Board.

Mr. Zhang Xiongfeng, aged 49, was appointed as an independent non-executive Director on 24 January 2016. Mr. Zhang has worked in the banking and finance industry for over 20 years with extensive management experience. He worked as a financial officer at the Shanghai representative office of Daiwa Securities Co. Ltd. from December 1994 to November 2004. After that, he worked as a vice president at Daiwa Securities SMBC Hong Kong Limited (which was renamed as Daiwa Capital Markets Hong Kong Limited in January 2010) since April 2005. He was promoted to a senior vice president in April 2008 and worked there until November 2010. From November 2010 to May 2012, he worked as a managing director and joint head of corporate finance of Oriental Patron Asia Limited. In the above jobs, he was responsible for corporate finance and management.

Mr. Zhang has been involved in the gaming industry. Since December 2013, he has been an executive director and the chairman of Interactive Entertainment China Cultural Technology Investments Limited (互娛中國文化科技投資有限公司, “China Cultural Technology”) (previously known as China Mobile Games and Cultural Investment Limited (中國手遊文化投資有限公司), stock code: 8081) which is listed on the GEM of the Stock Exchange. To the best knowledge, information and belief of our Directors after having made reasonable enquiries, Mr. Zhang, directly or indirectly, owned more than 5% but less than 20% of shares of China Cultural Technology (including such interests in shares by way of rights issue and by way of share options). China Cultural Technology is principally engaged in (i) mobile internet cultural business and provision of IT services; (ii) provision of integral marketing services; (iii) provision of medical diagnostic and health check services; (iv) provision of hospitality and related services in Australia; (v) money lending business; and (vi) assets investments business. Its mobile-online game business includes investment in companies which engage in design, development, marketing, distribution and operation of mobile-online games, as well as the design and development of a zuma-type RPG mobile-online game, which are competing with us or being regarded as potentially competing with us.

In addition, Mr. Zhang is a non-executive director of Something Big Technology Holdings Limited (大事科技控股有限公司, “Something Big”) and was interested in the share capital of Something Big as to approximately 1% by way of options granted under a share option scheme adopted by Something Big. China Cultural Technology is also interested in approximately 28.8% of the share capital of Something Big. Something Big is a PRC mobile game developer and operator, the business of which is also competing or being regarded as potentially competing with the Company.

Mr. Zhang obtained a bachelor's degree of arts in German language awarded by the Shanghai International Studies University (上海外國語大學) (Shanghai, the PRC) in July 1990.

Mr. Zhang has entered into a letter of appointment with the Company with a term of three years, which may be terminated by either party thereto giving three months' prior notice in writing or otherwise in accordance with the terms of the service agreement, and subject to retirement by rotation and re-election in accordance with the Articles of Association. Mr. Zhang is entitled to an annual service fee of HK\$180,000. The remuneration committee of the Company will review and determine the remuneration and compensation packages with reference to his responsibilities, work load, the time devoted to the Group and the performance of the Group.

Save as disclosed above, Mr. Zhang did not hold any other major appointment and professional qualification or directorship in any public companies the securities of which are listed on any securities market in Hong Kong or overseas in the last three years. Mr. Zhang does not have any relationship with other Directors, senior management, substantial or controlling shareholders of the Company and he has no interests in the Shares which are required to be disclosed pursuant to Part XV of the SFO.

Save as disclosed above, there are no other matters relating to the appointment of Mr. Zhang that need to be brought to the attention of the Shareholders and there is no other information that should be disclosed pursuant to Rules 17.50(2)(h) to (v) of the GEM Listing Rules.

By order of the Board of
Fire Rock Holdings Limited
Huang Yong

Executive Director, Chairman and CEO

Hong Kong, Friday, 30 June 2017

As at the date of this announcement, the executive Directors are Mr. Huang Yong, Mr. Wu Zhe and Mr. Rao Zhenwu; the non-executive directors are Mr. Zhang Yan, Mr. Zhang Xiongfeng and Ms. Yang Kan and the independent non-executive Directors are Mr. Chan King Fai, Mr. He Yunpeng and Mr. Chen Di.

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 remain on the Stock Exchange's website at www.hkexnews.hk and the GEM website at www.hkgem.com, in the case of this announcement, on the "Latest Company Announcements" page for at least seven days from the day of its posting. This announcement will also be published on the Company's website at www.firerock.hk.