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GOLDEN PONDER HOLDINGS LIMITED

金倫控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1783)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 21 AUGUST 2019

The Board is pleased to announce that all the proposed resolutions as set out in the AGM Notice dated 19 July 2019 were duly passed by the Shareholders of the Company at the AGM held on 21 August 2019 by way of poll.

Reference is made to the circular (the “**AGM Circular**”) of Golden Ponder Holdings Limited (the “**Company**”) and the notice (the “**AGM Notice**”) of the annual general meeting (the “**AGM**”) of the Company both dated 19 July 2019. Terms used in this announcement shall have the same meanings as those defined in the AGM Circular and the AGM Notice unless the context requires otherwise.

POLL RESULTS OF THE AGM

As at the date of the AGM, the number of Shares in issue was 800,000,000 Shares, which was the total number of Shares entitling the Shareholders to attend and vote on all the resolutions proposed at the AGM. There was no Shares entitling the holder to attend and abstain from voting in favour of any resolutions proposed at the AGM as set out in Rule 13.40 of the Listing Rules. No Shareholder was required under the Listing Rules to abstain from voting on any of the resolutions proposed at the AGM. No Shareholder was entitled to attend and vote only against any of the resolutions proposed at the AGM. No person has stated his/her/its intention in the AGM Circular to vote against or to abstain from voting on any of the resolutions proposed at the AGM. Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, acted as the scrutineer at the AGM for the purpose of vote-taking.

The Board is pleased to announce that all the proposed resolutions as set out in the AGM Notice were duly passed by Shareholders by way of poll at the AGM. The poll results of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and the reports of the directors of the Company and the independent auditor of the Company for the year ended 31 March 2019.	548,230,000 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Hau Wing Shing Vincent as an independent non-executive Director.	548,230,000 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Szeto Cheong Mark as an independent non-executive Director.	548,230,000 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Wan Simon as an independent non-executive Director.	548,230,000 (100.00%)	0 (0.00%)
	(d) To authorise the Board to fix the Director's remuneration.	548,230,000 (100.00%)	0 (0.00%)
3.	To re-appoint BDO Limited as the independent auditor of the Company and authorise the Board to fix its remuneration.	548,220,000 (99.99%)	10,000 (0.01%)
4.	To grant a general mandate to the Directors to issue, allot and deal with additional Shares not exceeding 20% of the total number of issued Shares at the date of passing this resolution.	548,220,000 (99.99%)	10,000 (0.01%)

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes	
		For	Against
5.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of issued Shares as at the date of passing this resolution.	548,230,000 (100.00%)	0 (0.00%)
6.	Conditional upon resolutions 4 and 5 being passed, to extend the general mandate to the Directors to issue and allot additional Shares by adding the number of Shares repurchased by the Company under the mandate referred to in resolution 5 above.	548,220,000 (99.99%)	10,000 (0.01%)

The full text of each of the above ordinary resolutions passed at the AGM is set out in the AGM Notice.

As more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions by the Shareholders by way of poll at the AGM.

By order of the Board
Golden Ponder Holdings Limited
Chan Kam Tong
Chairman

Hong Kong, 21 August 2019

As at the date of this announcement, the executive directors of the Company are Mr. Chan Kam Tong and Mr. Chan Kam Ming, and the independent non-executive directors of the Company are Mr. Hau Wing Shing Vincent, Mr. Szeto Cheong Mark and Mr. Wan Simon.