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GOLD-FINANCE HOLDINGS LIMITED

金誠控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1462)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 19 SEPTEMBER 2016 AND ELECTION OF EXECUTIVE DIRECTOR

The board of directors (the “**Board**”) of Gold-Finance Holdings Limited (the “**Company**”) is pleased to announce the poll results in respect of the resolutions proposed at the annual general meeting (the “**AGM**”) of the Company held on 19 September 2016. Unless otherwise indicated, capitalised terms used herein have the same meanings as those defined in the notice of AGM (the “**AGM Notice**”) and the circular of the Company dated 19 July 2016 (the “**Circular**”).

The poll results in respect of the ordinary resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company and the independent auditors of the Company (the “ Auditors ”) for the year ended 31 March 2016.	300,102,429 (100.00%)	0 (0.00%)
2.	(a) To re-elect Mr. Wei Jie (韋杰) as an executive director of the Company.	300,012,100 (99.97%)	90,329 (0.03%)
	(b) To re-elect Ms. Xu Li Yun (徐黎雲) as an executive director of the Company.	300,012,100 (99.97%)	90,329 (0.03%)
	(c) To re-elect Mr. Jiang Junwei (姜峻偉) as an executive director of the Company.	300,012,100 (99.97%)	90,329 (0.03%)
	(d) To re-elect Mr. Niu Zhongjie (牛鍾潔) as an independent non-executive director of the Company.	300,102,429 (100.00%)	0 (0.00%)
	(e) To re-elect Mr. Cheung Ying Kwan (張應坤) as an independent non-executive director of the Company.	300,102,429 (100.00%)	0 (0.00%)
	(f) To re-elect Mr. Chen Zhao (陳釗) as an independent non-executive director of the Company.	300,102,429 (100.00%)	0 (0.00%)
	(g) To elect Mr. Wong Kam Ting (黃金定) as an executive director of the Company.	300,012,100 (99.97%)	90,329 (0.03%)
	(h) To authorise the board of directors of the Company to fix the respective directors’ remuneration.	300,102,429 (100.00%)	0 (0.00%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
3.	To re-appoint Ernst & Young as the Auditors and to authorise the board of directors of the Company to fix their remuneration.	300,102,429 (100.00%)	0 (0.00%)
4.	To grant a general mandate to the directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.*	300,012,100 (99.97%)	90,329 (0.03%)
5.	To grant a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.*	300,102,429 (100.00%)	0 (0.00%)
6.	To extend the general mandate granted to the directors to issue additional shares of the Company by the aggregate nominal amount of the shares repurchased by the Company.*	300,012,100 (99.97%)	90,329 (0.03%)

* The full text of the resolution is set out in the AGM Notice.

As more than 50% of the votes were cast in favour of all the ordinary resolutions, all the ordinary resolutions were duly passed at the AGM.

As at the date of the AGM, the total number of issued Shares was 400,000,000 Shares, which was the number of Shares entitling the Shareholders to attend and vote on the resolutions at the AGM.

There were no Shares entitling the holders to attend and abstain from voting in favour of the above resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules. No Shareholders were required under the Listing Rules to abstain from voting on the resolutions at the AGM.

None of the Shareholders have stated their intention in the Circular to vote against or to abstain from voting on the above resolutions at the AGM.

The Company's Hong Kong share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

ELECTION OF EXECUTIVE DIRECTOR

The Board is pleased to announce that Mr. Wong Kam Ting is elected as an executive Director of the Company with effect from 19 September 2016.

The following are the biographical details of Mr. Wong:

Mr. Wong Kam Ting, aged 31, is the Company's company secretary, the financial controller, an authorised representative of the Company under Rule 3.05 of the Listing Rules and an authorised representative of the Company for accepting service of process or notice in Hong Kong under Part 16 of the Companies Ordinance (Chapter 622 of the Laws of Hong Kong) since 4 March 2016. Mr. Wong has seven years of experience in the field of auditing, equity research and investment. Mr. Wong began his career in PricewaterhouseCoopers as an auditor. Prior to joining the Company, Mr. Wong served as a research analyst in various investment banks. Mr. Wong received his bachelor's degree in Business Administration with a major in Professional Accountancy from The Chinese University of Hong Kong in 2008. He is also a member of the Hong Kong Institute of Certified Public Accountants.

As at the date of this announcement, Mr. Wong has not held any 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. Wong is elected as an executive Director of the Company for an initial term of three years commencing from 19 September 2016. He is subject to retirement by rotation and re-election at annual general meetings of the Company pursuant to the Listing Rules and the Articles of Association. Mr. Wong is entitled to an annual Director's fee of HK\$144,000. The remuneration of Mr. Wong is determined and recommended by the Remuneration Committee and approved by the Board with reference to his background, qualifications, experience and level of responsibilities undertaken with the Company and prevailing market conditions and is subject to annual review by the Remuneration Committee and the Board. His annual Director's fee will be covered by the letter of appointment to be issued by the Company and any subsequent revision approved by the Board.

Save as disclosed above, as at the date of this announcement, Mr. Wong (i) does not hold any other positions in the Company or its subsidiaries; (ii) does not have any other relationship with any other Directors, senior management, or substantial or controlling Shareholders (as defined in the Listing Rules) of the Company; and (iii) does not have other major appointments and professional qualifications.

As at the date of this announcement, Mr. Wong does not have any interest in the Shares or underlying Shares of the Company or any of its associated corporation within the meaning of Part XV of the SFO as recorded in the register required to be kept under Section 352 of Part XV of the SFO or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code.

Save for the information disclosed above, there is no information of Mr. Wong that is required to be disclosed pursuant to any of the requirements under Rules 13.51(2)(h) to 13.51(2)(v) of the Listing Rules; and there are no other matters concerning the election of Mr. Wong as executive Director that need to be brought to the attention of the Shareholders.

By Order of the Board
Gold-Finance Holdings Limited
WEI Jie
Chairman and Chief Executive Officer

Hong Kong, 19 September 2016

As at the date of this announcement, the Board comprises Mr. Wei Jie, Ms. Xu Li Yun, Mr. Jiang Junwei and Mr. Wong Kam Ting as executive Directors; and Mr. Niu Zhongjie, Mr. Cheung Ying Kwan and Mr. Chen Zhao as independent non-executive Directors.