

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



GOAL FORWARD HOLDINGS LIMITED

展程控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1854)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 20 AUGUST 2019**

The board (the “**Board**”) of directors (the “**Directors**”) of Goal Forward Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held at 26/F, Siu On Centre, 188 Lockhart Road, Wanchai, Hong Kong on Tuesday, 20 August 2019 at 11:00 a.m. (the “**AGM**”), all the proposed resolutions (the “**Resolutions**”) as set out in the circular (the “**Circular**”) incorporating a notice of the AGM dated 22 July 2019 (the “**AGM Notice**”) were duly passed by the shareholders of the Company (the “**Shareholders**”) by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

The poll results in respect of the Resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of votes cast (%)	
		FOR	AGAINST
1.	To receive, consider and adopt the audited financial statements of the Company and its subsidiaries and the reports of the Directors of the Company and auditor of the Company for the year ended 31 March 2019.	765,120,000 (100%)	0 (0%)
2.	To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorise the Board to fix its remuneration.	765,120,000 (100%)	0 (0%)

ORDINARY RESOLUTIONS		Number of votes cast (%)	
		FOR	AGAINST
3.	(a) To re-elect Ms. Wu Shuk Kwan as executive Director and to authorise the Board to fix her Director's remuneration; and	765,120,000 (100%)	0 (0%)
	(b) To re-elect Mr. Lo Siu Kit as independent non-executive Director and to authorise the Board to fix his Director's remuneration.	765,120,000 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this Resolution.	765,120,000 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to repurchase shares not exceeding 10% of the issued share capital of the Company as at the date of passing this Resolution.	765,120,000 (100%)	0 (0%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional shares in the share capital of the Company by an amount not exceeding the amount of the shares repurchased by the Company.	765,120,000 (100%)	0 (0%)
SPECIAL RESOLUTION			
7.	<p>As special business, to consider and, if thought fit, pass the following Resolution as a special resolution:</p> <p>(a) “THAT the articles of association of the Company be and is hereby amended in the following manner:</p> <p style="padding-left: 40px;">Article 1(b) of the articles of association:</p> <p style="padding-left: 40px;">In the definition of Listing Rules, the words “the Growth Enterprise Market of” be deleted in its entirety.”</p> <p>(b) “THAT subject to the passing of Resolution no. 7(a) above as a special resolution, the amended and restated memorandum and articles of association of the Company in the form produced to the meeting and signed by the chairman of the meeting for identification purposes be and are hereby adopted as the amended and restated memorandum and articles of association in substitution for and to the exclusion of the existing memorandum and articles of association of the Company with immediate effect.”</p>	765,120,000 (100%)	0 (0%)

The full text of the Resolutions appears in the AGM Notice.

As more than 50% of the votes were cast in favour of Resolutions no.1 to no.6 as ordinary resolutions, all the ordinary resolutions proposed at the AGM were duly passed by the Shareholders of the Company.

As more than 75% of the votes were cast in favour of Resolution no.7 as special resolution, the special resolution proposed at the AGM was duly passed by the Shareholders of the Company.

As at the date of the AGM:

- (a) The total number of the shares in issue and entitling the holders to attend and vote for or against all Resolutions at the AGM: 1,280,000,000 shares.
- (b) The total number of shares entitling the holders to attend and abstain from voting in favour at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”): Nil.
- (c) None of the Shareholders stated their intention in the Circular to vote for or against any of the Resolutions at the AGM.
- (d) None of the Shareholders is required under the Listing Rules to abstain from voting on any of the Resolutions at the AGM.

There was no restriction on any shareholder casting votes on any of the Resolutions at the AGM.

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

By Order of the Board
Goal Forward Holdings Limited
Liu Chi Ching
Chairman and Executive Director

Hong Kong, 20 August 2019

As at the date of this announcement, the Board comprises Mr. Liu Chi Ching and Ms. Wu Shuk Kwan as executive Directors; Mr. Wong Chung Yeung as non-executive Director; and Ms. Li On Lei, Mr. Ng Ki Man and Mr. Lo Siu Kit as independent non-executive Directors.