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## **GOAL FORWARD HOLDINGS LIMITED**

### **展程控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1854)**

## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT** an extraordinary general meeting (the “**EGM**”) of Goal Forward Holdings Limited (the “**Company**”) will be held at Suite 2106A, 21/F., Exchange Tower, 33 Wang Chiu Road, Kowloon Bay, Hong Kong on Wednesday, 3 November 2021 at 11:00 a.m. for the purpose of considering and, if thought fit, passing with or without amendments, the following resolutions as special resolutions or ordinary resolutions (as the case may be) of the Company:

### **SPECIAL RESOLUTIONS**

1. **“THAT:**

- (a) subject to and conditional upon the approval of the Registrar of Companies in the Cayman Islands being obtained by way of issue of a certificate of incorporation on change of name, the English name of the Company be changed from “Goal Forward Holdings Limited” to “China Wantian Holdings Limited” and the dual foreign name in Chinese of the Company be changed from “展程控股有限公司” to “中國萬天控股有限公司” with effect from the date of issue of the certificate of incorporation on change of name issued by the Registrar of Companies in the Cayman Islands (the “**Proposed Change of Company Name**”); and
- (b) any one director of the Company (the “**Director(s)**”) be and is hereby authorised for and on behalf of the Company to execute all such documents and do all such acts and things as he may in his absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or to give effect to the foregoing.”

2. “**THAT:**

(a) subject to and conditional upon the passing of the special resolution no. 1 set out in the notice dated 18 October 2021 convening the EGM (the “**Special Resolution No. 1**”) and with effect from the date of issue of the certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands in respect of the Proposed Change of Company Name (as defined in the Special Resolution No. 1), the memorandum of association of the Company be amended as follows:

(i) by deleting clause 1 thereof and substituting therefor as follows:

“1. The name of the Company is China Wantian Holdings Limited 中國萬天控股有限公司.”;

(ii) by deleting clause 2 thereof and substituting therefor as follows:

“2. The registered office will be situated at the offices of Ocorian Trust (Cayman) Limited, Windward 3, Regatta Office Park, PO Box 1350, Grand Cayman KY1-1108, Cayman Islands or at such other place in the Cayman Islands as the Directors may from time to time decide.”;

(b) subject to and conditional upon the passing of the Special Resolution No. 1 and with effect from the date of issue of the certificate of incorporation on change of name by the Registrar of Companies in the Cayman Islands in respect of the Proposed Change of Company Name, the articles of association of the Company be amended as follows:

(i) by deleting the definition of the “Company” in article 1(b) and substituting therefor as follows:

“**Company:** means China Wantian Holdings Limited 中國萬天控股有限公司;”;

(ii) by adding the following to the end of article 172:

“The financial year end of the Company shall be 31 March in each calendar year or as otherwise determined by the Board.”

(c) the amended and restated memorandum of association and articles of association of the Company in the form produced to the meeting, a copy of which has been produced to this meeting and marked “A” and initialled by the chairman of this meeting for the purpose of identification, which consolidates, inter alia, all the amendments mentioned in paragraphs (a) and (b) above, be approved and adopted in substitution for and to the exclusion of the existing memorandum of association and articles of association of the Company; and

- (d) any one Director be and is hereby authorised for and on behalf of the Company to execute all such documents and do all such acts and things as he may in his absolute discretion consider to be necessary, desirable, appropriate or expedient to implement and/or to give effect to the foregoing.”

### ORDINARY RESOLUTIONS

3. “**THAT** Mr. Leung Sui Chung be re-elected as an independent non-executive Director.”
4. “**THAT** Mr. Siu Chun Pong Raymond be re-elected as an independent non-executive Director.”

By order of the Board  
**Goal Forward Holdings Limited**  
**Hooy Kok Wai**  
*Chairman and Executive Director*

Hong Kong, 18 October 2021

*Notes:*

1. Any member of the Company entitled to attend and vote at the EGM is entitled to appoint one or more proxies to attend and vote instead of him. A member who is the holder of two or more shares may appoint more than one proxy to represent him and vote on his behalf at the EGM. A proxy need not be a member of the Company.
2. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if the appointer is a corporation, either under its seal or under the hand of an officer or attorney duly authorised on its behalf.
3. Where there are joint registered holders of any shares of the Company, any one of such persons may vote at the above meeting or any adjournment thereof, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders are present at the EGM personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.
4. In order to be valid, the proxy form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not less than 48 hours before the time appointed for holding the EGM or any adjournment thereof.
5. Delivery of an instrument appointing a proxy shall not preclude a member from attending and voting in person at the EGM and, in such event, the instrument appointing a proxy shall be deemed to be revoked.
6. For the purpose of ascertaining shareholders of the Company who are entitled to attend and vote at the EGM or any adjournment thereof, the register of members of the Company will be closed from Friday, 29 October 2021 to Wednesday, 3 November 2021, both days inclusive, during which period no transfer of shares of the Company will be registered. In order to be eligible to attend and vote at the EGM or any adjournment thereof, all transfer documents accompanied by the relevant share certificates must be lodged for registration with the Company’s branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen’s Road East, Hong Kong not later than 4:30 p.m. on Thursday, 28 October 2021.

7. In compliance with Rule 13.39(4) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), voting on all proposed resolutions set out in this notice will be decided by way of poll. The Company will announce the poll results in the manner prescribed under Rule 13.95(5) of the Listing Rules.
8. A form of proxy for use by shareholders of the Company at the EGM is enclosed.

*As at the date of this notice, the board of Directors comprises Mr. Hooy Kok Wai, Mr. Liu Chi Ching and Mr. Zhong Xueyong as executive Directors; and Mr. Ng Ki Man, Mr. Leung Sui Chung and Mr. Siu Chun Pong Raymond as independent non-executive Directors.*