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**Goldpac Group Limited**  
**金邦達寶嘉控股有限公司**  
*(Incorporated in Hong Kong with limited liability)*  
**(Stock Code: 3315)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 22 MAY 2019,  
CHANGE OF DIRECTORS  
AND  
CHANGE OF MEMBERS OF BOARD COMMITTEES**

Reference is made to the circular of Goldpac Group Limited (the “**Company**”) dated 16 April 2019 (the “**Circular**”). Terms used herein shall have the same meanings as defined in the Circular, unless the context requires otherwise.

**RESULTS OF THE AGM**

At the annual general meeting (the “**AGM**”) of the Company held on 22 May 2019, all the proposed resolutions as set out in the notice of the AGM dated 16 April 2019 were duly passed by the Shareholders by way of poll. The poll results in respect of the resolutions proposed at the AGM are as follows:

<b>Ordinary Resolutions</b>		<b>Number of Votes (%)</b>	
		<b>For</b>	<b>Against</b>
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and the auditor of the Company for the year ended 31 December 2018.	396,496,722 (98.58%)	5,722,100 (1.42%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
2.	(i) To declare a final dividend of HK10.0 cents (equivalent to approximately RMB8.6 cents) per ordinary share for the year ended 31 December 2018.	396,565,722 (98.58%)	5,722,100 (1.42%)
	(ii) To declare a special dividend of HK6.0 cents (equivalent to approximately RMB5.1 cents) per ordinary share for the year ended 31 December 2018.	396,565,722 (98.58%)	5,722,100 (1.42%)
3.	(i) To re-elect Mr. LU Run Ting as an executive Director.	384,659,722 (95.62%)	17,628,100 (4.38%)
	(ii) To re-elect Mr. LU Runyi as an executive Director.	391,020,722 (97.20%)	11,267,100 (2.80%)
	(iii) To appoint Mr. YANG Geng as an independent non-executive Director.	396,326,722 (98.52%)	5,961,100 (1.48%)
4.	To authorise the Board to fix the remuneration of the Directors.	396,211,722 (98.58%)	5,722,100 (1.42%)
5.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditor of the Company and to authorize the Board to fix their remuneration.	391,602,722 (97.34%)	10,685,100 (2.66%)
6.	To grant a general mandate to the Board to allot, issue and deal with shares of the Company not exceeding 20% of the number of shares of the Company in issue as at the date of passing of this resolution.	360,792,722 (89.69%)	41,495,100 (10.31%)
7.	To grant a general mandate to the Board to buy back shares of the Company not exceeding 10% of the number of shares of the Company in issue as at the date of passing of this resolution.	396,210,722 (98.58%)	5,723,100 (1.42%)
8.	To extend the general mandate granted under resolution no. 6 by adding shares bought back pursuant to the general mandate granted under resolution no. 7.	366,187,722 (91.03%)	36,100,100 (8.97%)

*Notes:*

- (a) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 8, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 833,561,000 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 833,561,000 shares.
- (d) There were no Shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Listing Rules.
- (e) No Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM. There was no restriction on Shareholders to cast votes on any of the proposed resolutions at the AGM.
- (f) None of the Shareholders have stated their intention in the Company's circular dated 16 April 2019 to vote against or to abstain from voting on any of the resolutions at the AGM.
- (g) The Company's share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

## **CHANGE OF DIRECTORS**

### **(a) RETIREMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

As set out in the Circular, Mr. LIU John Jianhua (“**Mr. LIU**”) did not offer himself for re-election due to his intention to devote more time to his family and personal affairs and retired as an independent non-executive Director upon the conclusion of the AGM.

Mr. LIU has confirmed that he has no disagreement with the Board and the Company, and there are no matters relating to his retirement that need to be brought to the attention of the shareholders of the Company or The Stock Exchange of Hong Kong Limited.

The Board would like to take this opportunity to express its sincere gratitude to Mr. LIU for his valuable contributions to the Company during his tenure of service with the Company.

**(b) APPOINTMENT OF INDEPENDENT NON-EXECUTIVE DIRECTOR**

As set out above, since the ordinary resolution no. 3(iii) regarding the appointment of Mr. YANG Geng (“**Mr. YANG**”) as an independent non-executive Director was passed at the AGM, the appointment of Mr. YANG as an independent non-executive Director took effect after the conclusion of the AGM. Please refer to the Circular for the biographical details of Mr. YANG.

The Board would like to take this opportunity to welcome Mr. YANG to the Board.

**CHANGE OF MEMBERS OF BOARD COMMITTEES**

The Board is pleased to announce that, after the conclusion of the AGM, the composition of Board Committees has been changed as follows:

- (1) Mr. LIU ceased to act as chairman of the remuneration committee, a member of both the audit committee and the nomination committee of the Company;
- (2) Ms. YE Lu, an independent non-executive Director, has been appointed by the Board as the chairman of the remuneration committee; and
- (3) Mr. YANG has been appointed by the Board as a member of both the audit committee and nomination committee of the Company.

By Order of the Board  
**Goldpac Group Limited**  
**Mr. LU Run Ting**  
*Chairman*

Hong Kong, 22 May 2019

*As at the date of this announcement, the executive Directors of the Company are Mr. LU Run Ting, Mr. HOU Ping, Mr. LU Runyi, Mr. LU Xiaozhong, Mr. WU Siqiang and Mr. LING Wai Lim; and the independent non-executive Directors of the Company are Mr. MAK Wing Sum Alvin, Ms. YE Lu and Mr. YANG Geng.*