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**GOLDIN FINANCIAL HOLDINGS LIMITED**

**高銀金融(集團)有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 530)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 20 NOVEMBER 2015  
AND  
RESIGNATION OF EXECUTIVE DIRECTOR,  
CHANGE OF COMPOSITION OF BOARD COMMITTEE AND  
CHANGE OF AUTHORISED REPRESENTATIVE**

**Poll Results of the AGM**

The Board is pleased to announce that all the Resolutions were duly passed by the Shareholders at the AGM held on 20 November 2015.

**Resignation of executive Director, Change of composition of Board committee and Change of authorised representative**

The Board announces that with effect from 21 November 2015, Mr. Wong Hau Yan, Helvin has resigned as executive Director, and ceased to be the member of the Corporate Governance Committee of the Company and the authorised representative of the Company under Rule 3.05 of the Listing Rules respectively.

**POLL RESULTS OF THE ANNUAL GENERAL MEETING**

The board (“**Board**”) of directors (“**Director(s)**”) of Goldin Financial Holdings Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company held on 20 November 2015 (the “**AGM**”), all the resolutions (“**Resolutions**”) proposed at the AGM were duly passed by the shareholders (“**Shareholders**”) of the Company by way of poll, as required by The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”).

Tricor Secretaries Limited, the Company's branch share registrar in Hong Kong, was appointed the scrutineer for vote-taking at the AGM. The poll results in respect of the Resolutions are as follows:

| Ordinary Resolutions |   | Number of Votes (%)          |                         |
|----------------------|---|------------------------------|-------------------------|
|                      |   | For                          | Against                 |
| 1.                   | To receive and consider the audited consolidated financial statements, the reports of the Directors and the independent auditors for the year ended 30 June 2015. | 5,232,779,742<br>(100.0000%) | 0<br>(0.0000%)          |
| 2.(i)                | (a) To re-elect Mr. Pan Sutong as an executive Director.  | 5,225,539,383<br>(99.8616%)  | 7,240,359<br>(0.1384%)  |
|                      | (b) To re-elect Mr. Zhou Dengchao as an executive Director.   | 5,211,545,947<br>(99.5942%)  | 21,233,795<br>(0.4058%) |
|                      | (c) To re-elect Mr. Tang Yiu Wing as an independent non-executive Director.   | 5,228,774,136<br>(99.9235%)  | 4,005,606<br>(0.0765%)  |
| 2.(ii)               | To authorise the Board to fix the Directors' remuneration.  | 5,232,336,941<br>(99.9915%)  | 442,801<br>(0.0085%)    |
| 3.                   | To re-appoint Messrs. Ernst & Young as the independent auditors of the Company and to authorise the Board to fix their remuneration.                              | 5,232,588,742<br>(99.9963%)  | 191,000<br>(0.0037%)    |
| 4.                   | To give a general mandate to the Directors to allot, issue and deal with shares ("Shares") of the Company (Ordinary Resolution no.4 of the Notice of AGM).        | 5,213,431,560<br>(99.6303%)  | 19,348,182<br>(0.3697%) |
| 5.                   | To give a general mandate to the Directors to repurchase Shares (Ordinary Resolution no.5 of the Notice of AGM).  | 5,232,779,742<br>(100.0000%) | 0<br>(0.0000%)          |
| 6.                   | To extend the general mandate to issue Shares by adding the number of Shares repurchased by the Company (Ordinary Resolution no.6 of the Notice of AGM).          | 5,213,896,635<br>(99.6391%)  | 18,883,107<br>(0.3609%) |

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

As at the date of the AGM, the issued share capital of the Company comprised 6,987,581,992 Shares, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the AGM. There were no Shares entitling the Shareholders (i) to attend and abstain from voting in favour of the Resolutions at the AGM under Rule 13.40 of the Listing Rules; and (ii) to be required under the Listing Rules to abstain from voting on any of the Resolutions at the AGM.

None of the Shareholders have stated their intention in the Company's circular dated 22 October 2015 to vote against or to abstain from voting on any of the Resolutions at the AGM.

## **RESIGNATION OF EXECUTIVE DIRECTOR, CHANGE OF COMPOSITION OF BOARD COMMITTEE AND CHANGE OF AUTHORISED REPRESENTATIVE**

The Board announces that in order to allocate more time to personal development, Mr. Wong Hau Yan, Helvin (“**Mr. Wong**”) has resigned as executive Director and ceased to be the member of the Corporate Governance Committee of the Company and the authorised representative of the Company under Rule 3.05 of the Listing Rules respectively with effect from 21 November 2015. He, however, remains as a consultant of the Company upon his resignation.

Mr. Lee Chi Chung, Harvey, executive Director, has been appointed the authorised representative of the Company under Rule 3.05 of the Listing Rules with effect from 21 November 2015.

Mr. Wong confirmed that he has no disagreement with the Board and there is no matter relating to his resignation and cessation that needs to be brought to the attention of the Shareholders.

Following the resignation of Mr. Wong, Ms. Lun Hau Mun, the Secretary of the Company, remains the authorised representative of the Company under Rule 3.05 of the Listing Rules.

The Board would like to take this opportunity to express its gratitude to Mr. Wong for his valuable contribution to the Company during his tenure of office.

By order of the Board  
**Goldin Financial Holdings Limited**  
高銀金融(集團)有限公司\*  
**Pan Sutong**  
Chairman

Hong Kong, 20 November 2015

*As at the date of this announcement, the Board comprises Mr. Pan Sutong (Chairman), Mr. Wong Hau Yan, Helvin, Mr. Lee Chi Chung, Harvey, Professor Huang Xiaojian, Mr. Zhou Dengchao and Ms. Hou Qin as the Executive Directors; and Ms. Hui Wai Man, Shirley, Mr. Tang Yiu Wing and Ms. Gao Min as the Independent Non-executive Directors respectively.*

\* *for identification purposes only*