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G&M Holdings Limited

信越控股有限公司

(Incorporated in the Cayman Islands with limited liability)
(Stock code: 6038)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 13 JUNE 2019

The board (the “**Board**”) of directors (the “**Directors**”) of G & M Holdings Limited (the “**Company**”) hereby announces that at the annual general meeting of the Company (the “**AGM**”) held on 13 June 2019, all the proposed resolutions as set out in the notice of the AGM dated 26 April 2019 were duly passed by holders of the shares of the Company by way of poll.

As at the date of the AGM, the total number of issued shares of the Company was 1,000,000,000 shares (“**Shares**”), which was the total number of Shares entitling the holders to attend and vote on any of the resolutions proposed at the AGM. None of the holders of any Shares was required to abstain from voting on, or abstain from voting in favour of, any resolutions at the AGM.

The Company’s branch share registrar in Hong Kong, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM. The poll results of each ordinary resolutions proposed at the AGM were as follows:

| Ordinary Resolutions* | | Number of Votes (%) | | Total Number of Votes Cast |
|-----------------------|---|-----------------------|-----------|----------------------------|
| | | For | Against | |
| 1. | To receive and consider the audited financial statements of the Company, the report of the Directors and the report of the independent auditor for the year ended 31 December 2018. | 750,010,000 (100%) | 0 (0%) | 750,010,000 |
| 2. | To re-elect Professor Wong Roderick Sue Cheun as an independent non-executive Director. | 750,010,000 (100%) | 0 (0%) | 750,010,000 |

| Ordinary Resolutions* | | Number of Votes (%) | | Total Number of Votes Cast |
|-----------------------|--|-----------------------|-----------|----------------------------|
| | | For | Against | |
| 3. | To re-elect Mr. Tai Kwok Leung, Alexander as an independent non-executive Director. | 750,010,000 (100%) | 0 (0%) | 750,010,000 |
| 4. | To re-elect Mr. Kwan Cheuk Kui as an independent non-executive Director. | 750,010,000 (100%) | 0 (0%) | 750,010,000 |
| 5. | To authorise the Board to fix the Directors' remuneration. | 750,010,000 (100%) | 0 (0%) | 750,010,000 |
| 6. | To approve the proposed final dividend of HK1.8 cents per Share. | 750,010,000 (100%) | 0 (0%) | 750,010,000 |
| 7. | To re-appoint BDO Limited as auditor of the Company and authorise the Board to fix the auditor's remuneration. | 750,010,000 (100%) | 0 (0%) | 750,010,000 |
| 8. | To give a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the existing number of issued Shares as at the date of the passing of this resolution. | 750,010,000 (100%) | 0 (0%) | 750,010,000 |
| 9. | To give a general mandate to the Directors to repurchase Shares not exceeding 10% of the existing number of issued Shares as at the date of the passing of this resolution. | 750,010,000 (100%) | 0 (0%) | 750,010,000 |
| 10. | To extend the general mandate granted to the Directors to allot and issue additional Shares by the number of Shares repurchased by the Company. | 750,010,000 (100%) | 0 (0%) | 750,010,000 |

*Full text of the resolutions was set out in the notice of the AGM dated 26 April 2019.

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

By order of the Board
G & M Holdings Limited
LEE Chi Hung
Chairman and Executive Director

Hong Kong, 13 June 2019

As at the date of this announcement, the Board comprised the executive Directors Mr. Lee Chi Hung, Mr. Chan Wai Yin; the non-executive Director Mr. Leung Ping Kwan; and the independent nonexecutive Directors Professor Wong Roderick Sue Cheun, Mr. Tai Kwok Leung Alexander and Mr. Kwan Cheuk Kui.