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GOLDEN WHEEL TIANDI HOLDINGS COMPANY LIMITED

金輪天地控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1232)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL
MEETING HELD ON 13 DECEMBER 2019**

The Board is pleased to announce that all the ordinary resolutions as set out in the EGM Notice were duly passed by the Shareholders by way of poll at the EGM held on Friday, 13 December 2019.

References are made to the circular (the “**Circular**”) and the notice (the “**EGM Notice**”) of the extraordinary general meeting (the “**EGM**”) of Golden Wheel Tiandi Holdings Company Limited both dated 22 November 2019 in respect of the Proposed Disposal and the proposed re-election of Mr. Li Sze Keung as an independent non-executive Director. Unless otherwise specified, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE EGM

The Board is pleased to announce that the EGM was held at Unit A, 18/F, Lee & Man Commercial Center, 169 Electric Road, Fortress Hill, Hong Kong on Friday, 13 December 2019 at 3:00 p.m. The ordinary resolutions as set out in the EGM Notice were duly passed by the Shareholders by way of poll at the EGM.

As at the date of the EGM, the total number of issued Shares was 1,802,456,000, representing the total number of Shares entitling the Shareholders to attend and vote for or against the ordinary resolutions proposed at the EGM. No Shareholder was required to abstain from voting on the ordinary resolutions proposed at the EGM. There was no Share entitling the Shareholders to attend and abstain from voting in favour of the ordinary resolutions proposed at the EGM according to Rule 13.40 of the Listing Rules. No Shareholder had indicated in the Circular his/her/its intention to vote against or to abstain from voting on the ordinary resolutions proposed at the EGM.

Computershare Hong Kong Investor Services Limited, the Company's branch share registrar and transfer office in Hong Kong, was appointed as the scrutineer at the EGM for the purpose of vote-taking. Details of the poll results of the ordinary resolutions proposed at the EGM were set out as follows:

Ordinary resolutions <i>(Note (1))</i>		Number of votes cast (Approximate percentage of number of votes cast) <i>(%) (Note (2))</i>	
		For	Against
1.	To approve the Proposed Disposal and to approve, confirm and ratify the Sale and Purchase Agreement and the transactions contemplated under it; and to authorise any one Director to take all steps and acts and things and to sign and execute all documents, instruments and agreements (including the affixation of the Company's common seal) deemed by the Director to be incidental to, ancillary to or in connection with the Sale and Purchase Agreement and the transactions contemplated under it.	1,323,768,670 (99.999849%)	2,000 (0.000151%)
2.	To re-elect Mr. Li Sze Keung as an independent non-executive Director.	1,323,538,170 (99.982474%)	232,000 (0.017526%)

Notes:

- (1) The above table only provides a summary of the resolutions. The full text of these resolutions is set out in the EGM Notice.
- (2) The number of votes and approximate percentage of voting Shares stated above are based on the total number of the Shares held by the Shareholders who attended and voted at the EGM in person, by authorised representative or by proxy.

As more than 50% of the votes from the Shareholders who attended and voted at the EGM were cast in favour of the above ordinary resolutions, each of the resolutions was duly passed as an ordinary resolution of the Company by way of poll at the EGM.

By order of the Board
Golden Wheel Tiandi Holdings Company Limited
Wong Yam Yin
Chairman

Hong Kong, 13 December 2019

As at the date of this announcement, the Board comprises Mr. Wong Yam Yin, Mr. Wong Kam Fai, Mr. Wong Kam Keung, Barry, Mr. Tjie Tjin Fung and Mr. Janata David as Executive Directors; Mr. Suwita Janata and Mr. Gunawan Kiky as Non-Executive Directors; Mr. Wong Ying Loi, Mr. Lie Tak Sen, Mr. Wong Cho Kei, Bonnie and Mr. Li Sze Keung as Independent Non-Executive Directors.