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**Goldenmars Technology Holdings Limited**  
**晶芯科技控股有限公司**

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

(Stock code: 3638)

**POLL RESULTS OF EXTRAORDINARY GENERAL MEETING  
HELD ON 24 FEBRUARY 2017**

References are made to the circular (the “**Circular**”) and the notice of the extraordinary general meeting (the “**Notice of the EGM**”) issued by Goldenmars Technology Holdings Limited (the “**Company**”), both dated 2 February 2017 in respect of the ordinary resolutions regarding to (i) the grant of options and (ii) the proposed refreshment of scheme mandate limit of share option scheme and the special resolution regarding to the proposed change of company name. Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

## POLL RESULTS OF THE EGM

The Board of Directors (the “**Board**”) is pleased to announce that the proposed ordinary resolutions and special resolution (the “**Resolutions**”) as set out in the Notice of the EGM were duly passed by the Shareholders or independent Shareholders (as the case may be) by way of poll at the EGM held on 24 February 2017. Full text of the Resolutions is set out in the Notice of the EGM. The relevant poll results are set out as follows:

ORDINARY RESOLUTIONS		Number of votes (approximately %)	
		For	Against
1.	(a) To approve the grant of options to Mr. George Lu under the share option scheme adopted by the Company on 21 August 2013 to subscribe for an aggregate of 85,000,000 ordinary shares of HK\$0.0008333 each of the Company at the exercise price of HK\$0.55 per share and on the terms and conditions as set out in the circular to the shareholders of the Company dated 2 February 2017. (“ <b>Resolution no. 1(a)</b> ”)	905,849,450 (100%)	0 (0%)
	(b) To approve the grant of options to Ms. Lau Wing Sze under the share option scheme adopted by the Company on 21 August 2013 to subscribe for an aggregate of 42,600,000 ordinary shares of HK\$0.0008333 each of the Company at the exercise price of HK\$0.55 per share and on the terms and conditions as set out in the circular to the shareholders of the Company dated 2 February 2017. (“ <b>Resolution no. 1(b)</b> ”)	3,038,273,450 (100%)	0 (0%)
	(c) To approve the grant of options to Mr. Lau Wan Po under the share option scheme adopted by the Company on 21 August 2013 to subscribe for an aggregate of 100,000,000 ordinary shares of HK\$0.0008333 each of the Company at the exercise price of HK\$0.55 per share and on the terms and conditions as set out in the circular to the shareholders of the Company dated 2 February 2017. (“ <b>Resolution no. 1(c)</b> ”)	3,061,529,450 (100%)	0 (0%)
2.	To approve and adopt the refreshment of the scheme mandate limit of the share option scheme of the Company to 10% of the shares of the Company in issue as at the date of the extraordinary general meeting. (“ <b>Resolution no. 2</b> ”)	3,061,529,450 (100%)	0 (0%)
<b>SPECIAL RESOLUTION</b>			
3.	To approve the proposed Change of Company Name. (“ <b>Resolution no. 3</b> ”)	3,061,529,450 (100%)	0 (0%)

As at the date of the EGM, the total number of issued Shares of the Company was 3,856,560,000 Shares.

Mr. George Lu together with his associates, who were in aggregate interested in 2,155,680,000 Shares, representing approximately 55.90% of the total number of issued Shares, were required to abstain and had abstained from voting on the resolution no. 1(a) as set out in the notice convening the EGM (i.e. the ordinary resolution for approving the grant of options to Mr. George Lu under the share option scheme adopted by the Company on 21 August 2013 to subscribe for an aggregate of 85,000,000 ordinary shares of HK\$0.0008333 each of the Company at the exercise price of HK\$0.55 per share and on the terms and conditions as set out in the circular to the shareholders of the Company dated 2 February 2017, details of which are set out in the notice convening the extraordinary general meeting). Accordingly, the total number of shares held by the independent Shareholders who were entitled to attend and vote for or against the Resolution no. 1(a) at the EGM was 1,700,880,000 Shares.

Ms. Lau Wing Sze together with his associates, who were in aggregate interested in 23,256,000 Shares, representing approximately 0.60% of the total number of issued Shares, were required to abstain and had abstained from voting on the resolution no. 1(b) as set out in the notice convening the EGM (i.e. the ordinary resolution for approving the grant of options to Ms. Lau Wing Sze under the share option scheme adopted by the Company on 21 August 2013 to subscribe for an aggregate of 42,600,000 ordinary shares of HK\$0.0008333 each of the Company at the exercise price of HK\$0.55 per share and on the terms and conditions as set out in the circular to the shareholders of the Company dated 2 February 2017, details of which are set out in the notice convening the extraordinary general meeting). Accordingly, the total number of shares held by the independent Shareholders who were entitled to attend and vote for or against the Resolution no. 1(b) at the EGM was 3,833,304,000 Shares.

Mr. Lau Wan Po together with his associates, were required to abstain from voting on the resolution no. 1(c) as set out in the notice convening the EGM (i.e. the ordinary resolution for approving the grant of options to Mr. Lau Wan Po under the share option scheme adopted by the Company on 21 August 2013 to subscribe for an aggregate of 100,000,000 ordinary shares of HK\$0.0008333 each of the Company at the exercise price of HK\$0.55 per share and on the terms and conditions as set out in the circular to the shareholders of the Company dated 2 February 2017, details of which are set out in the notice convening the extraordinary general meeting). Mr. Lau Wan Po together with his associates do not hold any issued Shares of the Company. Accordingly, the total number of shares held by the independent Shareholders who were entitled to attend and vote for or against the Resolution no. 1(c) at the EGM was 3,856,560,000 Shares.

None of the Shareholders was required to abstain from voting on the Resolution no. 2 as set out in the notice convening the EGM (i.e. the ordinary resolution for approving and adopting the refreshment of the scheme mandate limit of the share option scheme of the Company to 10% of the shares of the Company in issue as at the date of the extraordinary general meeting, details of which are set out in the notice convening the extraordinary general meeting).

None of the Shareholders was required to abstain from voting on the Resolution no. 3 (i.e. the special resolution for approving the proposed Change of Company Name, details of which are set out in the notice convening the extraordinary general meeting).

Save as disclosed above, there were no restrictions on any Shareholders casting votes on the Resolutions proposed at the EGM. There were no Shares in the Company entitling any Shareholder to attend and abstain from voting in favour of the Resolutions at the EGM as set out in Rule 13.40 of the Listing Rules.

Tricor Investor Services Limited, the branch share registrar and transfer office of the Company in Hong Kong, acted as the scrutineer at the EGM for the purpose of vote-taking.

Shareholders may refer to the Circular and the Notice of the EGM for details of the above Resolutions at the EGM.

As more than 50% of the votes were cast in favour of each of the above ordinary resolutions at the EGM, all of them were duly passed by the Shareholders or independent Shareholders (as the case may be) as ordinary resolutions of the Company by way of poll at the EGM. As more than 75% of the votes were cast in favour of the above special resolution at the EGM, the special resolution was duly passed by the Shareholders as special resolution of the Company by way of poll at the EGM.

Further announcement(s) will be made by the Company to inform the Shareholders regarding the effective date of the Change of Company Name and the new stock short name for trading in the Shares on the Stock Exchange as and when appropriate.

By Order of the Board  
**Goldenmars Technology Holdings Limited**  
**George Lu**  
*Chairman and Chief Executive Officer*

Hong Kong, 24 February 2017

*As at the date of this announcement, the executive Directors of the Company are George Lu, Pang Chung Fai Benny and Lau Wing Sze; the non-executive Director of the Company is Lau Wan Po, and the independent non-executive Directors of the Company are Loo Hong Shing Vincent, Shin Yick Fabian, Mu Binrui and Lam Allan Loc.*