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GLORY FLAME HOLDINGS LIMITED

朝威控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 8059)

POLL RESULTS OF THE 2016 ANNUAL GENERAL MEETING HELD ON 2 JUNE 2017

The Board is pleased to announce that all of the resolutions set out in the AGM Notice were duly passed at the AGM held on 2 June 2017 by way of poll.

Reference is made to the notice of the 2016 annual general meeting (the “**AGM**”) dated 2 May 2017 of the Company (the “**AGM Notice**”) and the circular of the Company dated 2 May 2017 (the “**Circular**”). Unless otherwise defined, capitalised terms used herein shall have the same meanings as defined in the Circular.

RESULTS OF THE AGM

The Board is pleased to announce that, at the AGM held at Jasmine Room, 3/F, Best Western Plus Hotel Hong Kong, 308 Des Voeux Road West, Hong Kong on 2 June 2017 at 10:00 a.m., all of the resolutions set out in the AGM Notice (the “**Resolutions**”) were duly passed by the Shareholders by way of poll. The poll results for the Resolutions are as follows:

ORDINARY RESOLUTIONS		Number of Votes (%)		Total Votes
		FOR	AGAINST	
1.	To receive and adopt the audited financial statements of the Company and its subsidiaries and the reports of the Directors and the auditors of the Company for the year ended 31 December 2016.	424,540,000 (100%)	0 (0%)	424,540,000
2.	To re-appoint ZHONGHUI ANDA CPA LIMITED as auditors of the Company and to authorise the Board to fix their remuneration.	424,540,000 (100%)	0 (0%)	424,540,000
3.	(a) To re-elect Mr. Man Wai Lun as an executive Director.	424,540,000 (100%)	0 (0%)	424,540,000

ORDINARY RESOLUTIONS		Number of Votes (%)		Total Votes
		FOR	AGAINST	
(b)	To re-elect Ms. Jiao Fei as an executive Director.	424,540,000 (100%)	0 (0%)	424,540,000
(c)	To re-elect Ms. Yang Nina as an executive Director.	424,540,000 (100%)	0 (0%)	424,540,000
(d)	To re-elect Mr. Li Shunmin as an executive Director.	424,540,000 (100%)	0 (0%)	424,540,000
(e)	To re-elect Mr. Guan Jincheng as an executive Director.	424,540,000 (100%)	0 (0%)	424,540,000
(f)	To re-elect Mr. Liu Zhong Ping as an executive Director.	N/A*	N/A*	N/A*
(g)	To re-elect Mr. Wong Tik Tung as a non-executive Director.	N/A*	N/A*	N/A*
(h)	To re-elect Mr. Zheng Si Rong as a non-executive Director.	N/A*	N/A*	N/A*
(i)	To re-elect Ms. Wu Chunping as a non-executive Director.	424,540,000 (100%)	0 (0%)	424,540,000
(j)	To re-elect Mr. Chan Kam Wah as an independent non-executive Director.	424,540,000 (100%)	0 (0%)	424,540,000
(k)	To re-elect Mr. Bai Honghai as an independent non-executive Director.	424,540,000 (100%)	0 (0%)	424,540,000
(l)	To re-elect Mr. Li An Sheng as an independent non-executive Director.	424,540,000 (100%)	0 (0%)	424,540,000
(m)	To re-elect Mr. Shen Xingxing as an independent non-executive Director.	424,540,000 (100%)	0 (0%)	424,540,000
4.	To authorise the Board to fix the remuneration of the Directors.	424,540,000 (100%)	0 (0%)	424,540,000
5.	To grant a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	424,540,000 (100%)	0 (0%)	424,540,000
6.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	424,540,000 (100%)	0 (0%)	424,540,000

ORDINARY RESOLUTIONS		Number of Votes (%)		Total Votes
		FOR	AGAINST	
7.	To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares in the share capital of the Company by an amount not exceeding the amount of the Shares repurchased by the Company.	424,540,000 (100%)	0 (0%)	424,540,000
8.	To refresh the limit of the share option scheme adopted by the Company on 2 August 2014.	424,540,000 (100%)	0 (0%)	424,540,000

* As set out in the announcements of the Company respectively dated 31 May 2017 and 1 June 2017, Mr. Liu Zhong Ping has resigned as an executive Director and Mr. Wong Tik Tung and Mr. Zheng Si Rong have resigned as non-executive Directors with effect from 31 May 2017. As such, the proposed ordinary resolutions numbered 3(f), 3(g) and 3(h) in respect of the re-election of Mr. Liu Zhong Ping as an executive Director, Mr. Wong Tik Tung and Mr. Zheng Si Rong as non-executive Directors as set out in the AGM Notice had been withdrawn and were not put forward for consideration and approval by the Shareholders at the AGM.

The description of the Resolutions above is by way of summary only. The full text appears in the AGM Notice.

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

The Hong Kong branch share registrar and transfer office of the Company, Boardroom Share Registrars (HK) Limited, was appointed as the scrutineer for the poll voting at the AGM.

Notes:

- (a) The total number of shares of the Company in issue as at the date of the AGM: 808,980,000 shares of HK\$0.01 each. No Shareholder was required to abstain from voting on the Resolutions at the AGM under the GEM Listing Rules.
- (b) The total number of shares of the Company entitling the holders to attend and vote only against the Resolutions at the AGM: Nil.
- (c) The total number of shares of the Company entitling the holders to attend and to vote for or against the Resolutions at the AGM: 808,980,000 Shares.

By order of the board of
Glory Flame Holdings Limited
Che Xiaoyan
Chairman

Hong Kong, 2 June 2017

As at the date of this announcement, the executive directors of the Company are Ms. Che Xiaoyan, Mr. Man Wai Lun, Ms. Jiao Fei, Ms. Yang Nina, Mr. Li Shunmin and Mr. Guan Jincheng; the non-executive Director is Ms. Wu Chunping; and the independent non-executive Directors are Mr. Chan Kam Wah, Mr. Bai Honghai, Mr. Li An Sheng and Mr. Shen Xingxing.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief, the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Company Announcements” page of the Stock Exchange’s website at www.hkexnews.hk for 7 days from the date of its posting. This announcement will also be posted on the Company’s website at www.gf-holdings.com.hk.