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GREATWALLE INC.

長城匯理公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 08315)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 6 AUGUST 2019, CHANGE OF EXECUTIVE DIRECTORS, CHANGE OF CHAIRMAN OF THE BOARD, RE-DESIGNATION OF CHIEF EXECUTIVE OFFICER AND CHANGE OF COMPOSITION OF COMMITTEES OF THE BOARD OF DIRECTORS

References are made to the notice (the “**Notice**”) and the circular (the “**Circular**”) of Greatwalle Inc. (the “**Company**”) dated 28 June 2019. Unless otherwise defined herein, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF THE AGM

The AGM was held at Room 2008, 20/F., West Tower, Shun Tak Centre, 200 Connaught Road Central, Hong Kong on Tuesday, 6 August 2019 at 10:00 a.m. The Board is pleased to announce that the resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM.

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the Directors and the auditor of the Company for the year ended 31 March 2019	696,812,418 (100%)	0 (0%)
2.	To re-appoint BDO Limited as auditor of the Company and to authorise the board of Directors to fix its remuneration	696,812,418 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
3.	(a) To re-elect Ms. Pang Xiaoli as an executive Director	696,812,418 (100%)	0 (0%)
	(b) To re-elect Ms. Lin Shuxian as an executive Director	696,812,418 (100%)	0 (0%)
	(c) To appoint Mr. Song Xiaoming as an executive Director	696,812,418 (100%)	0 (0%)
	(d) To authorise the board the Directors to fix the remuneration of the Directors	696,812,418 (100%)	0 (0%)
4.	To grant a general mandate to the Directors to allot, issue and deal with additional Shares not exceeding 20% of the total number of issued Shares as at the date of passing this resolution	696,812,418 (100%)	0 (0%)
5.	To grant a general mandate to the Directors to repurchase Shares not exceeding 10% of the total number of issued Shares as at the date of passing this resolution	696,812,418 (100%)	0 (0%)
6.	To extend the general mandate granted to the Directors to allot, issue and deal with additional Shares in the total number of Shares by an amount not exceeding the amount of the Shares repurchased by the Company	696,812,418 (100%)	0 (0%)
7.	To approve the refreshment of the 10% scheme limit on the number of Shares which may be allotted and issued upon exercise of the options to be granted under the share option scheme adopted on 31 July 2014	696,812,418 (100%)	0 (0%)

As 100% of the votes were cast in favour of each of the above ordinary resolutions, the aforesaid ordinary resolutions of the Company were duly passed.

As at the date of the AGM, the total number of issued Shares was 1,243,662,655, being the total number of Shares entitling Shareholders to attend and vote on the above resolutions at the AGM. There were no Shares entitling the Shareholder to attend and abstain from voting in favour any of the above resolutions at the AGM. No Shareholder was required under the GEM Listing Rules to abstain from voting on any of the above resolutions at the AGM. None of the Shareholders has stated their intention in the Circular to vote against or to abstain from voting on any of the above resolutions at the AGM. Shareholders may refer to the Notice and the Circular for details of the above resolutions.

The Company's Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the AGM.

CHANGE OF DIRECTORS, CHANGE OF CHAIRMAN OF THE BOARD, RE-DESIGNATION OF CHIEF EXECUTIVE OFFICER AND CHANGE OF COMPOSITION OF COMMITTEES OF THE BOARD OF DIRECTORS

The Board is pleased to announce that, with immediate effect:

- (i) Mr. Li Mingming did not seek for re-election and has retired by rotation as an executive Director at the AGM due to his other personal commitments which requires more of his dedication;
- (ii) Mr. Song Xiaoming ("**Mr. Song**") has been appointed as an executive Director according to the poll results of the AGM and has been appointed as the chairman of the Board and nomination committee of the Company (the "**Nomination Committee**") respectively; and
- (iii) following the appointment of Mr. Song, Ms. Pang Xiaoli ("**Ms. Pang**") ceased to be the chairman of the Board and the Nomination Committee respectively but remains as an executive Director and has been re-designated as the chief executive officer of the Company. After the re-designation, Ms. Pang is entitled to a monthly director's fee of HK\$50,000 and a discretionary bonus to be determined by the Board, which was determined with reference to the prevailing market conditions and her roles and responsibilities in the Group.

Please refer to the Circular and the announcement of the Company dated 1 August 2019 about the updates on the Circular for the biographical details of Mr. Song and Ms. Pang.

With effect from 6 August 2019, following the change of Directors as mentioned above:

- (i) the Board comprises Mr. Song, Ms. Pang, Mr. Hon Hoi Chuen, Ms. Lin Shuxian, Ms. Guan Yan, Mr. Zhao Jinsong and Mr. Li Zhongfei. Mr. Song acts as the chairman of the Board and Ms. Pang acts as the chief executive officer of the Company;

- (ii) the audit committee of the Company (the “**Audit Committee**”) comprises Mr. Zhao Jinsong, Mr. Li Zhongfei and Ms. Guan Yan. Mr. Zhao Jinsong acts as the chairman of the Audit Committee;
- (iii) the remuneration committee of the Company (the “**Remuneration Committee**”) comprises Mr. Li Zhongfei, Mr. Zhao Jinsong and Ms. Guan Yan. Mr. Li Zhongfei acts as the chairman of the Remuneration Committee; and
- (iv) the Nomination Committee comprises Mr. Song, Mr. Zhao Jinsong and Mr. Li Zhongfei. Mr. Song acts as the chairman of the Nomination Committee.

The Board would like to extend a warm welcome to Mr. Song in joining the Board and take this opportunity to express its gratitude to Mr. Li Mingming for his contribution towards the Company during his tenure of service.

By order of the Board
Greatwalle Inc.
Song Xiaoming
Chairman and Executive Director

Hong Kong, 6 August 2019

As at the date of this announcement, the executive Directors are Mr. Song Xiaoming, Ms. Pang Xiaoli, Mr. Hon Hoi Chuen and Ms. Lin Shuxian; and the independent non-executive Directors are Ms. Guan Yan, Mr. Zhao Jinsong and Mr. Li Zhongfei.

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.

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