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KING FORCE GROUP HOLDINGS LIMITED

冠輝集團控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 08315)

POLL RESULTS OF THE 2018 SECOND EGM HELD ON 4 SEPTEMBER 2018 PROPOSED SHARE CONSOLIDATION

PROPOSED CHANGE OF COMPANY NAME

PROPOSED AMENDMENTS TO AND RESTATEMENT OF THE MEMORANDUM AND ARTICLES OF ASSOCIATION

References are made to the circular (the “**Circular**”) of King Force Group Holdings Limited (the “**Company**”) in relation to, among others, the proposed Share Consolidation, the proposed Change of Company Name and the proposed amendment to and restatement of the Memorandum and Articles of Association and the notice (the “**Notice**”) of the 2018 Second EGM dated 9 August 2018. Unless the context otherwise requires, the capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

POLL RESULTS OF EGM

The Board wishes to announce that at the 2018 Second EGM held on 4 September 2018, the ordinary resolution approving the Share Consolidation and the special resolutions approving the Change of Company Name and the proposed amendment to and restatement of the Memorandum and Articles of Association (together, the “**Resolutions**”) were passed by the Shareholders by way of poll. The poll results are set out in the table below:

Ordinary resolution		Number of Votes (%)	
		For	Against
1.	<p>To approve the proposed Share Consolidation as set out below:</p> <p>(a) with effect from the business day immediately following the date on which this resolution is passed, being a day on which shares are traded on The Stock Exchange of Hong Kong Limited, every ten (10) issued and unissued ordinary shares of par value HK\$0.001 each in the share capital of the Company (the “Existing Shares”) be consolidated into one (1) share with a par value of HK\$0.01 each (each a “Consolidated Share”). Such Consolidated Shares shall rank <i>pari passu</i> in all respects with each other and have the rights and privileges and be subject to the restrictions in respect of ordinary shares contained in the articles of the Company;</p> <p>(b) all fractional Consolidated Shares will be disregarded and not be issued to the holders of the Existing Shares but will be aggregated and, if possible, sold for the benefit of the Company; and</p> <p>(c) the directors of the Company be and are generally authorised to do all such acts and things and execute all such documents, including under seal where applicable, as they consider necessary, desirable or expedient to give effect to the foregoing arrangements for the Share Consolidation.</p>	<p>4,611,993,484 (99.75%)</p>	<p>11,600,000 (0.25%)</p>

As more than 50% of the votes were cast in favour of the above ordinary resolution, the above ordinary resolution was duly passed.

Special resolutions		Number of Votes (%)	
		For	Against
2.	To approve the proposed change of English name of the Company from “King Force Group Holdings Limited” to “Greatwalle Inc.” and the Chinese name of the Company from “冠輝集團控股有限公司” to “長城匯理公司”.	4,623,593,484 (100%)	0 (0%)
3.	Subject to the Shareholders passing resolution No. 2 above and conditional upon approval by the Registrar of Companies in the Cayman Islands and the new dual foreign names of the Company being entered into in the Register of Companies in the Cayman Islands to reflect the Change of Company Name, the Memorandum and Articles of the Company be amended in the manner as set out in the Notice.	4,619,993,484 (100%)	0 (0%)

As more than 75% of the votes were cast in favour of each of the above special resolutions, the above special resolutions were duly passed.

As at the date of the 2018 Second EGM, the total number of issued Shares was 8,208,994,432, being the total number of Shares entitling Shareholders to attend and vote on the Resolutions at the 2018 Second EGM. There were no Shares entitling the Shareholder to attend and abstain from voting in favour of the Resolutions at the 2018 Second EGM. No Shareholder was required under the GEM Listing Rules to abstain from voting on the Resolutions at the 2018 Second EGM. None of the Shareholders had stated its intention in the Circular to vote against or to abstain from voting on the Resolutions at the 2018 Second EGM. Shareholders may refer to the Notice and the Circular for details of the Resolutions.

The Company’s Hong Kong branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer for the vote-taking at the 2018 Second EGM.

EFFECTIVE DATE OF THE SHARE CONSOLIDATION

The conditions for the Share Consolidation have been fulfilled. Accordingly, the proposed Share Consolidation will become effective on 5 September 2018, which is the business day following the date of the 2018 Second EGM. Please refer to the Circular for the timetable, the trading arrangements and other details of the Share Consolidation, including the services that are available for odd lots matching.

UPDATE ON THE PROPOSED CHANGE OF COMPANY NAME

Subsequent to the passing of the above special resolution by the Shareholders at the 2018 Second EGM, the proposed Change of Company Name is still subject to the approval of the Registrar of Companies in the Cayman Islands. The proposed Change of Company Name will take effect from the date of entry of the new English name and dual foreign name in Chinese of the Company on the register of companies maintained by the Registrar of Companies in the Cayman Islands. The Company will carry out all necessary filing procedures with the Registrar of Companies in Hong Kong regarding the proposed Change of Company Name correspondingly.

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

By Order of the Board of
King Force Group Holdings Limited
Pang Xiaoli
Chairman and Executive Director

Hong Kong, 4 September 2018

As at the date of this announcement, the executive Directors are Ms. Pang Xiaoli, Mr. Li Mingming, 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 of the Company 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 GEM website at www.hkgem.com for at least 7 days from the date of its posting and on the Company’s website at www.kingforce.com.hk.