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Goldway Education Group Limited

金滙教育集團有限公司*

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 8160)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 28 JULY 2017

Goldway Education Group Limited (the “**Company**”) is pleased to announce that at the annual general meeting of the Company (the “**AGM**”) held at 11:00 a.m. on 28 July 2017, all the proposed resolutions as set out in the circular (the “**Circular**”) incorporating a notice of the AGM dated 29 June 2017 were duly passed by the Shareholders of the Company by way of poll. Unless otherwise defined, terms used herein shall have the same meanings as defined in the Circular.

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

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors (the “ Directors ”) and auditor of the Company and its subsidiaries for the year ended 31 March 2017	350,025,540 (100%)	0 (0%)
2.	(a) To re-elect Ms. Chan Hoi Ying Karina as an executive Director of the Company	350,025,540 (100%)	0 (0%)
	(b) To re-elect Mr. Chan Hoi Keung Terence as an independent non-executive Director of the Company	350,025,540 (100%)	0 (0%)
	(c) To re-elect Mr. Ho Kin as an independent non-executive Director of the Company	350,025,540 (100%)	0 (0%)
3.	To authorize the board of Directors (the “ Board ”) to fix the Directors’ remuneration for the year ended 31 March 2017	350,025,540 (100%)	0 (0%)
4.	To re-appoint Moore Stephens CPA Limited as the auditor of the Company and to authorise the Board to fix its remuneration	350,025,540 (100%)	0 (0%)
5.	To grant the Directors a general mandate to issue new shares of the Company not exceeding 20% of the aggregate nominal value of the issued share capital of the Company as at the date of this resolution	350,025,540 (100%)	0 (0%)

* For identification purposes only

Ordinary Resolutions		Number of Votes (%)	
		For	Against
6.	To grant the Directors a general mandate to buy back shares of the Company not exceeding 10% of the aggregate nominal value of the issued share capital of the Company as at the date of this resolution	350,025,540 (100%)	0 (0%)
7.	To extend the general mandate granted to the Directors to issue, allot and deal with additional shares of the Company under resolution numbered 5 to include the number of shares of the Company bought back pursuant to the general mandate to buy back shares under resolution numbered 6	350,025,540 (100%)	0 (0%)

As not less than 50% of the votes were cast in favour of each of the resolutions above, all such resolutions were duly passed by the Shareholders as ordinary resolutions. Shareholders may refer to the Circular for details of the above resolutions.

At the date of the AGM:

- (1) the total number of issued Shares was 522,000,000 Shares, which were the total number of Shares entitling the holders to attend and vote on resolutions at the AGM;
- (2) there were no Shares entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 17.47A of the GEM Listing Rules;
- (3) none of the Shareholders was required under the GEM Listing Rules to abstain from voting; and
- (4) there were no parties who had stated in the Circular their intention to vote against the relevant resolutions or to abstain from voting at the AGM.

Tricor Investor Services Limited, the branch share registrar of the Company in Hong Kong, was appointed and acted as the scrutineer for the vote-taking at the AGM.

By order of the Board
Goldway Education Group Limited
Cheung Lick Keung
Executive Director and Chairman

Hong Kong, 28 July 2017

As at the date of this announcement, the executive Directors are Mr. Cheung Lick Keung and Ms. Chan Hoi Ying Karina; the non-executive Directors are Mr. Tsang Hin Man Terence and Ms. Wong Yi Ling; and the independent non-executive Directors are Mr. Chan Hoi Keung Terence, Mr. Sek Ngo Chi and Mr. Ho Kin.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules governing the Listing of Securities on the Growth Enterprise Market of the Stock Exchange (the “GEM”) 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 Listed Company Information” page of the website of the Stock Exchange at www.hkexnews.hk for at least seven days from the day of its publication. This announcement will also be published on the Company’s website at www.goldwayedugp.com.