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G-Resources Group Limited

國際資源集團有限公司*

(Incorporated in Bermuda with limited liability)

(Stock Code: 1051)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 30 JUNE 2017 AT 11:00 A.M.**

The Board is pleased to announce that the AGM was held on 30 June 2017 at 11:00 a.m. and all the resolutions set out in the Notice were duly passed by the Shareholders by way of poll at the AGM.

References are made to the notice of the AGM (the “**Notice**”) and the circular of G-Resources Group Limited (the “**Company**”) dated 26 May 2017 (the “**Circular**”) in relation to, among other things, (1) the receipt and consideration of the audited consolidated financial statements and reports of the directors of the Company (the “**Directors**”) and auditors of the Company for the year ended 31 December 2016; (2) the re-election of Directors and the authorisation to the board of Directors (the “**Board**”) to fix the remuneration of the Directors; (3) the re-appointment of auditors of the Company and the authorisation to the Board for fixing their remuneration; (4) the granting of a general mandate to the Directors to issue new shares of the Company (the “**Shares**”); (5) the granting of a general mandate to the Directors to repurchase Shares; and (6) the extension of the general mandate granted to the Directors to issue Shares by the number of Shares repurchased. Terms used herein shall have the same meanings as defined in the Circular, unless the context otherwise requires.

Results of the AGM

The Board is pleased to announce that at the AGM, all the resolutions set out in the Notice were duly passed by the Shareholders by way of poll.

As at the date of the AGM, the total number of Shares in issue was 27,048,844,786 Shares, which represented the total number of Shares entitling the Shareholders to attend and vote for or against the resolutions proposed at the AGM. No Shareholder was required to abstain from voting on any of the resolutions at the AGM. No Shareholder was entitled to attend but was required to vote only against any of the resolutions at the AGM.

The Company's branch share registrar in Hong Kong, Union Registrars Limited, was appointed as scrutineer for the vote-taking at the AGM. Set out below are the poll results in respect of the resolutions proposed at the AGM:

<i>Ordinary Resolutions (Note 1)</i>		<i>Number of Shares voted and approximate percentage of total number of votes cast</i>	
		<i>For</i>	<i>Against</i>
1.	To receive and consider the audited consolidated financial statements and reports of the directors and auditors of the Company for the year ended 31 December 2016.	18,563,794,220 99.8758%	23,091,000 0.1242%
2.	(i) To re-elect Mr. Ma Xiao as a Director. (Note 3)	17,058,039,607 91.7673%	1,530,321,613 8.2327%
	(ii) To re-elect Dr. Or Ching Fai as a Director.	(Note 2)	
	(iii) To re-elect Mr. Leung Oi Kin as a Director. (Note 3)	18,523,148,908 99.6492%	65,212,312 0.3508%
	(iv) To re-elect Mr. Chen Gong as a Director. (Note 3)	18,341,240,567 98.6706%	247,120,653 1.3294%
	(v) To re-elect Mr. Martin Que Meideng as a Director. (Note 3)	18,557,725,200 99.8352%	30,636,020 0.1648%
	(vi) To authorise the Board to fix the remuneration of the Directors.	18,553,888,200 99.8352%	30,636,020 0.1648%
3.	To re-appoint Messrs. Deloitte Touche Tohmatsu as auditors of the Company and to authorise the Board to fix their remuneration.	18,561,433,220 99.8551%	26,928,000 0.1449%

Ordinary Resolutions (Note 1)		Number of Shares voted and approximate percentage of total number of votes cast	
		For	Against
4.	To grant a general mandate to the Directors to issue new Shares.	16,462,277,089 88.5629%	2,125,964,131 11.4371%
5.	To grant a general mandate to the Directors to repurchase Shares.	18,561,224,367 99.8746%	23,299,853 0.1254%
6.	To extend the general mandate granted to the Directors to issue Shares by the number of Shares repurchased.	16,552,191,472 89.0466%	2,036,049,748 10.9534%

Note:

1. The full text of the resolutions proposed at the AGM was set out in the Notice, a copy of which is also set out in the Circular.
2. As disclosed in the announcement of the Company dated 29 May 2017, Dr. Or Ching Fai has decided not to offer himself for re-election as a Director at the AGM as he wishes to devote more time to pursue his other business engagements. Due to the retirement of Dr. Or Ching Fai, ordinary resolution numbered 2(ii) in respect of the re-election of Dr. Or Ching Fai as a Director as set out in the Notice of the AGM dated 26 May 2017 and the form of proxy for use at the AGM is no longer applicable and had not been put forward for consideration and approval by Shareholders at the AGM.
3. The biographical details of Mr. Ma Xiao, Mr. Leung Oi Kin, Mr. Chen Gong and Mr. Martin Que Meideng were set out in the Circular.

As more than 50% of the votes were casted in favour of each of the resolutions, all the resolutions proposed at the AGM were duly passed as ordinary resolutions of the Company by way of poll.

By Order of the Board
G-Resources Group Limited
Leung Oi Kin
Executive Director and Company Secretary

Hong Kong, 30 June 2017

As at the date of this announcement, the Board comprises:

- (i) Mr. Chiu Tao, Mr. Ma Xiao, Mr. Wah Wang Kei, Jackie and Mr. Leung Oi Kin as executive Directors of the Company; and
- (ii) Mr. Chen Gong and Mr. Martin Que Meideng as independent non-executive Directors of the Company.

* For identification purpose only.