

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



Telecom Digital Holdings Limited
電訊數碼控股有限公司
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 8336)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 29 JULY 2016**

Telecom Digital Holdings Limited (the “Company”) is pleased to announce that at the annual general meeting of the Company (the “AGM”) held at 10/F., YHC Tower, No.1 Sheung Yuet Road, Kowloon Bay, Kowloon, Hong Kong at 2:30 p.m. on 29 July 2016, all the proposed resolutions (the “Resolutions”) as set out in the circular of the Company dated 28 June 2016 (the “Circular”) incorporating a notice of the AGM (the “Notice”) were duly passed as ordinary resolutions by the shareholders of the Company (the “Shareholders”) by way of poll. Unless otherwise defined, terms used in this announcement 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 consider and adopt the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 31 March 2016.	300,126,700 (100%)	Nil (0%)
2	(a) To re-elect Mr. Cheung King Shan as an executive director of the Company.	300,126,700 (100%)	Nil (0%)
	(b) To re-elect Mr. Cheung King Chuen Bobby as an executive director of the Company.	300,126,700 (100%)	Nil (0%)
	(c) To re-elect Mr. Wong Wai Man as an executive director of the Company.	300,126,700 (100%)	Nil (0%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
3	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	300,126,700 (100%)	Nil (0%)
4	To re-appoint SHINEWING (HK) CPA Limited as auditors of the Company and to authorise the board of directors of the Company to fix their remuneration.	300,126,700 (100%)	Nil (0%)
5	To grant a general mandate to the directors of the Company to allot, issue and deal with new shares of the Company not exceeding 20% of its issued share capital as at the date of passing this resolution.	300,000,700 (99.9580%)	126,000 (0.0420%)
6	To grant a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of its issued share capital as at the date of passing this resolution.	300,126,700 (100%)	Nil (0%)
7	To extend the general mandate granted to the directors of the Company 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.	300,000,700 (99.9580%)	126,000 (0.0420%)

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

As at the date of the AGM:

- (a) The total number of shares of the Company in issue and entitling the holders to attend and vote for or against the Resolutions at the AGM: 400,276,000.
- (b) The total number of shares of the Company entitling the holders to attend and abstain from voting in favour at the AGM as set out in Rule 17.47A of the Rules Governing the Listing of Securities of the Growth Enterprise Market of the Stock Exchange (the “GEM Listing Rules”): Nil.
- (c) None of the Shareholders have stated their intention in the Circular to vote against any of the Resolutions at the AGM.
- (d) None of the Shareholders is required under the GEM Listing Rules to abstain from voting on any of the Resolutions at the AGM.

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

The Company's Hong Kong branch share registrar, Union Registrars Limited, was appointed as the scrutineer at the AGM for the purpose of vote taking.

By order of the Board
Telecom Digital Holdings Limited
Cheung King Shek
Chairman

Hong Kong, 29 July 2016

As at the date of this announcement, the executive directors of the Company are Mr. Cheung King Shek, Mr. Cheung King Shan, Mr. Cheung King Chuen Bobby, Mr. Cheung King Fung Sunny, Mr. Wong Wai Man and Ms. Mok Ngan Chu and the independent non-executive directors of the Company are Mr. Hui Ying Bun, Mr. Ho Nai Man Paul and Mr. Lam Yu Lung.

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 of the Company, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief: (i) the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; (ii) there are no other matters the omission of which would make any statement herein or in this announcement misleading; and (iii) all opinions expressed in this announcement have been arrived at after due and careful consideration and are founded on bases and assumptions that are fair and reasonable.

This announcement will remain on the "Latest Company Announcements" page on the Growth Enterprise Market website at www.hkgem.com for at least 7 days from the day of its posting. This announcement will also be published on the Company's website at www.tdhl.cc.

The English text of this announcement shall prevail over the Chinese text in case of inconsistencies.