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Telecom Digital Holdings Limited
電訊數碼控股有限公司
(incorporated in the Cayman Islands with limited liability)
(Stock Code: 6033)

**POLL RESULTS OF ANNUAL GENERAL MEETING
HELD ON 4 SEPTEMBER 2017**

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 11:30 a.m. on 4 September 2017, all the proposed resolutions (the “Resolutions”) as set out in the circular of the Company dated 7 July 2017 (the “Circular”) incorporating a notice of the AGM (the “Notice”) were duly passed 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 (Approximate %)	
		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 2017.	68,771,715 (100.00%)	0 (0.00%)
2	(a) To re-elect Mr. Cheung King Shek as the chairman and an executive director of the Company.	68,856,715 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Hui Ying Bun as an independent non-executive director of the Company.	68,694,715 (99.76%)	162,000 (0.24%)

Ordinary Resolutions		Number of Votes (Approximate %)	
		For	Against
	(c) To re-elect Mr. Lam Yu Lung as an independent non-executive director of the Company.	68,694,715 (99.76%)	162,000 (0.24%)
	(d) To re-elect Mr. Lau Hing Wah as an independent non-executive director of the Company.	68,856,715 (100.00%)	0 (0.00%)
3	To authorise the board of directors of the Company to fix the remuneration of the directors of the Company.	68,856,715 (100.00%)	0 (0.00%)
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.	68,694,715 (99.76%)	162,000 (0.24%)
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.	67,253,715 (97.67%)	1,603,000 (2.33%)
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.	68,856,715 (100.00%)	0 (0.00%)
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.	67,040,715 (97.36%)	1,816,000 (2.64%)
Special Resolutions			
8	To approve the proposed amendments to the existing memorandum and articles of association of the Company.	68,856,715 (100.00%)	0 (0.00%)
9	Subject to the passing of the resolution no. 8, to approve the adoption of the amended and restated memorandum and articles of association of the Company in substitution for and to the exclusion of the existing memorandum and articles of association of the Company.	68,856,715 (100.00%)	0 (0.00%)

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: 403,543,000 shares.
- (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 13.40 of the Rules Governing the Listing of Securities of the Stock Exchange (the “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 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 numbers 1 to 7, the Resolutions were duly passed as ordinary resolutions. As not less than 75% of the votes were cast in favour of the Resolutions numbers 8 and 9, the Resolutions were duly passed as special resolutions.

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

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

Hong Kong, 4 September 2017

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. Lam Yu Lung and Mr. Lau Hing Wah.

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