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Nanfang Communication Holdings Limited

南方通信控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1617)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 20 JUNE 2017

Reference is made to the notice of annual general meeting (the “AGM”) and the circular of the Company (the “Circular”) both dated 28 April 2017. Capitalised terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that all the resolutions (the “Resolutions”) set out in the notice of AGM (the “AGM Notice”) dated 28 April 2017 were duly passed by the Shareholders by way of poll at the AGM held on 20 June 2017.

Set out below are the poll results in respect of the ordinary resolutions put to vote at the AGM:

Ordinary Resolutions		No. of votes (%)	
		FOR	AGAINST
1.	To receive, consider and adopt the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 31 December 2016.	840,105,500 (100.000%)	0 (0.000%)
2.	(a) To re-elect Mr. Shi Ming as an executive director of the Company.	840,105,500 (100.000%)	0 (0.000%)
	(b) To re-elect Ms. Yu Rumin as an executive director of the Company.	840,044,000 (99.993%)	61,500 (0.007%)
	(c) To re-elect Ms. Yu Ruping as an executive director of the Company.	840,105,500 (100.000%)	0 (0.000%)
3.	To authorise the board of directors of the Company to fix their remuneration.	840,105,500 (100.000%)	0 (0.000%)

Ordinary Resolutions		No. of votes (%)	
		FOR	AGAINST
4.	To re-appoint Deloitte Touche Tohmatsu as the auditors of the Company and authorise the board of directors of the Company to fix their remuneration.	840,105,500 (100.000%)	0 (0.000%)
5.	(a) A final dividend of HK\$2.7 per ordinary share of the Company for the year ended 31 December 2016 (the “Final Dividends”) be and is hereby declared and payment be made entirely out of the share premium of the Company to the shareholders of the Company whose names appear on the register of members of the Company at the close of business on 28 June 2017, being the record date for determination of entitlement to the Final Dividends; and (b) Any director of the Company be and is hereby authorised to take such action, do such things and execute such further documents as the director may at his/her absolute discretion consider necessary or desirable for the purpose of or in connection with the implementation of the payment of the Final Dividends.	840,105,500 (100.000%)	0 (0.000%)
6.	To grant a general mandate to the directors of the Company to allot, issue and deal in additional shares not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	840,032,000 (99.991%)	73,500 (0.009%)
7.	To grant a repurchase mandate to the directors of the Company to buy back shares not exceeding 10% of the issued share capital of the Company as at the date of passing this resolution.	840,093,500 (99.999%)	12,000 (0.001%)
8.	To extend the general mandate granted to the directors of the Company to allot, issue and deal in additional shares in the share capital of the Company by an amount not exceeding the amount of the shares bought back by the Company.	840,032,000 (99.991%)	73,500 (0.009%)

Notes:

- As more than 50% of the votes were cast in favour of each of the Resolutions, all the Resolutions proposed at the AGM were duly passed as ordinary resolutions of the Company.

2. The full text of the Resolutions is set out in the AGM Notice.
3. As at the date of the AGM, the total number of Shares in issue was 1,120,000,000 Shares, which was the total number of Shares entitling the holders to attend and vote for or against the Resolutions proposed at the AGM. To the best of the knowledge, information and belief of the Board, and having made all reasonable enquiries:
 - (i) there were no Shareholders who were entitled to attend the AGM but was required to abstain from voting in favor of the Resolutions proposed at the AGM;
 - (ii) none of the Shareholders was required to abstain from voting on any of the Resolutions proposed at the AGM; and
 - (iii) there was no restriction on any Shareholders to cast votes on any of the Resolutions proposed at the AGM and there was no party who had stated his/her/its intention in the Circular to vote against or to abstain from voting on any of the Resolutions proposed at the AGM.
4. Tricor Investor Services Limited, the Company's branch share registrar in Hong Kong, was appointed as the scrutineer at the AGM for the purpose of vote-taking in respect of the Resolutions.

DIVIDEND PAYMENT

The proposal for the payment of a final dividend of HK\$2.7 per ordinary share for the year ended 31 December 2016 to the Shareholders was approved by the Shareholders at the AGM. The dividend is expected to be paid on or around 19 July 2017 (Wednesday) to the Shareholders whose names appear on the register of members of the Company on 28 June 2017 (Wednesday).

For and on behalf of the Board
Nanfang Communication Holdings Limited
Yu Jinlai
Chairman

Hong Kong, 20 June 2017

As at the date of this announcement, the executive Directors are Mr. Shi Ming (chief executive officer), Ms. Yu Rumin and Ms. Yu Ruping; the non-executive Director is Mr. Yu Jinlai (chairman); and the independent non-executive Directors are Mr. Wu Wing Kuen, Mr. Lam Chi Keung and Mr. Chan Kai Wing.