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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 19 JUNE 2019**

Reference is made to the notice of annual general meeting (the “AGM”) and the circular of the Company (the “Circular”) both dated 29 April 2019. 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 29 April 2019 were duly passed by the Shareholders by way of poll at the AGM held on 19 June 2019.

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

<b>Ordinary Resolutions</b>		<b>No. of votes (%)</b>	
		<b>FOR</b>	<b>AGAINST</b>
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 2018.	912,489,999 (100.00%)	0 (0.00%)
2.	(a) To re-elect Ms. Yu Rumin as an executive director of the Company.	912,489,999 (100.00%)	0 (0.00%)
	(b) To re-elect Ms. Yu Ruping as an executive director of the Company.	912,489,999 (100.00%)	0 (0.00%)
	(c) To re-elect Mr. Lam Chi Keung as an independent non-executive director of the Company.	912,489,999 (100.00%)	0 (0.00%)
3.	To authorise the board of directors of the Company to fix their remuneration.	912,489,999 (100.00%)	0 (0.00%)

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.	912,489,999 (100.00%)	0 (0.00%)
5.	(a) A final dividend of RMB0.0625 per ordinary share of the Company for the year ended 31 December 2018 (the “Final Dividends”) be and is hereby declared 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 2019 (Friday), 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.	912,489,999 (100.00%)	0 (0.00%)
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 total number of the issued shares of the Company as at the date of passing this resolution.	901,344,000 (98.78%)	11,145,999 (1.22%)
7.	To grant a repurchase mandate to the directors of the Company to buy back shares not exceeding 10% of the total number of the issued shares of the Company as at the date of passing this resolution.	912,481,999 (99.99%)	8,000 (0.01%)
8.	To extend the general mandate granted to the directors of the Company to allot, issue and deal in additional shares of the Company by the total number of the shares bought back by the Company.	901,352,000 (98.78%)	11,137,999 (1.22%)

*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.
- 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 RMB0.0625 per ordinary share for the year ended 31 December 2018 to the Shareholders was approved by the Shareholders at the AGM. The dividend is expected to be paid to the Shareholders whose names appear on the register of members of the Company on 28 June 2019 (Friday), and the Board hereby announces that:-

- a. for the payment of dividend in HK\$, the average mid exchange rate of RMB to HK\$ as quoted by the People's Bank of China for the five business days prior to the date of the AGM (which was HK\$100: RMB88.0496) was adopted by the Board. Accordingly, the final dividend for each Share with par value of HK\$0.001 would be HK\$0.07098; and
- b. the payment date will be on or before 31 July 2019 (Wednesday).

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

Hong Kong, 19 June 2019

*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.*