

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited 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.



Starrise Media Holdings Limited

星宏傳媒控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1616)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 30 MAY 2019

Reference is made to the circular (the “**Circular**”) of Starrise Media Holdings Limited (the “**Company**”) dated 26 April 2019 and the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of the Company dated 26 April 2019. Unless the contexts require otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE AGM

The Board is pleased to announce that all of the proposed resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held at Building A10, 50 Anjialou, Chaoyang District, Beijing, the People’s Republic of China on 30 May 2019.

KPMG, Certified Public Accountants (“**KPMG**”), were appointed as the scrutineer at the AGM. The poll results were subject to scrutiny by KPMG, whose work was limited to certain procedures requested by the Company to agree the poll results summary prepared by the Company to poll forms collected and provided by the Company to KPMG. The work performed by KPMG in this respect did not constitute an assurance engagement made in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements nor did it include provision of any assurance or advice on matters of legal interpretation or entitlement to vote.

As at the date of the AGM, the total number of issued shares of the Company was 1,416,911,818, which was the total number of Shares entitling the Shareholders to attend and vote on the proposed resolutions at the AGM. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM. No Shareholder was entitled to attend and abstain from voting in favour of the proposed resolutions at the AGM as set out in rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM. No Shareholder has indicated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The poll results in respect of the respective resolutions proposed at the AGM were as follow:

ORDINARY RESOLUTIONS		No. of votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors of the Company (the “ Directors ”) and auditors of the Company for the year ended 31 December 2018.	1,028,418,834 (100%)	0 (0%)
2.	(a) To re-elect the following persons as Directors:		
	(i) To re-elect Mr. HE Han, as an executive Director.	1,028,418,834 (100%)	0 (0%)
	(ii) To re-elect Mr. TAN Bin, as an executive Director.	1,028,418,834 (100%)	0 (0%)
	(iii) To re-elect Mr. WANG Liangliang, as an independent non-executive Director.	1,028,418,834 (100%)	0 (0%)
	(b) To authorise the board of Directors (the “ Board ”) to fix the remuneration of Directors.	1,028,418,834 (100%)	0 (0%)
3.	To re-appoint KPMG Certified Public Accountants as the auditors of the Company and authorise the Board to fix their remuneration.	1,028,418,834 (100%)	0 (0%)
4.	(A) To give a general and unconditional mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the total number of shares of the Company in issue at the date of passing of the resolution.	1,024,618,654 (99.63%)	3,800,180 (0.37%)
	(B) To give a general and unconditional mandate to the Directors to repurchase shares not exceeding 10% of the total number of shares of the Company in issue at the date of passing of the resolution.	1,028,418,834 (100%)	0 (0%)
	(C) To extend the authority given to the Directors pursuant to ordinary resolution no. 4(A) to issue shares by adding the number of shares repurchased under ordinary resolution no. 4(B).	1,024,618,654 (99.63%)	3,800,180 (0.37%)

* The percentage of voting Shares is based on the total number of Shares held by the Shareholders who voted at the AGM in person or by proxy.

As more than 50% of votes were casted in favour of each of the above resolutions, all resolutions were duly passed as ordinary resolutions.

By order of the Board
Starrise Media Holdings Limited
LIU Dong
Chairman

Shandong, the PRC, 30 May 2019

As at the date of this announcement, the Board comprises eight Directors, namely Mr. LIU Dong, Mr. LIU Zongjun, Ms. CHEN Chen, Mr. HE Han and Mr. TAN Bin as executive Directors; and Mr. WANG Liangliang, Mr. LAM Kai Yeung and Ms. LIU Chen Hong as independent non-executive Directors.