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MODERN MEDIA HOLDINGS LIMITED

現代傳播控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 72)

**POLL RESULTS OF THE RESOLUTIONS PROPOSED
AT THE ANNUAL GENERAL MEETING HELD ON 29 MAY 2019,
RETIREMENT OF DIRECTOR
AND
CHANGE OF COMPOSITION OF BOARD COMMITTEES**

The Board hereby announces that:

1. all ordinary resolutions proposed at the Annual General Meeting were duly passed by the Shareholders by way of poll at the Annual General Meeting;
2. Mr. Jiang has retired as an independent non-executive Director, and ceased to be a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee with effect from the conclusion of the Annual General Meeting;
3. Dr. Gao was appointed as member of the Nomination Committee with effect from the conclusion of the Annual General Meeting; and
4. Mr. Wang was appointed as member of the Remuneration Committee with effect from the conclusion of the Annual General Meeting.

Reference is made to the circular (the “**Circular**”) and the notice of annual general meeting (the “**Notice**”) therein of Modern Media Holdings Limited (“**Company**”) dated 25 April 2019 to its shareholders regarding the ordinary resolutions proposed to be considered and passed at the Annual General Meeting of the Company held on 29 May 2019 at 3:00 p.m. Terms defined in the Circular shall, unless the context requires otherwise, have the same meanings when used in this announcement.

VOTING RESULTS

The Board is pleased to announce, pursuant to Rule 13.39(5) of the Listing Rules, that all the following ordinary resolutions (the “**Resolutions**”) were duly passed by the Shareholders by way of poll at the Annual General Meeting:

	Ordinary Resolutions (<i>Note</i>)	Number of votes (%)	
		For	Against
1.	To receive and approve the audited consolidated financial statements and the reports of the directors and independent auditors of the Company for the year ended 31 December 2018.	219,108,100 Shares (94.42%)	12,952,000 Shares (5.58%)
2.1	To re-elect Mr. Mok Chun Ho, Neil as executive director of the Company.	219,108,100 Shares (94.42%)	12,952,000 Shares (5.58%)
2.2	To re-elect Mr. Deroche Alain as executive director of the Company.	219,108,100 Shares (94.42%)	12,952,000 Shares (5.58%)
2.3	To re-elect Dr. Gao Hao as independent non-executive director of the Company.	219,108,100 Shares (94.42%)	12,952,000 Shares (5.58%)
2.4	To re-elect Mr. Wang Shi as independent non-executive director of the Company (who has served as an independent non-executive director for more than 9 years).	219,108,100 Shares (94.42%)	12,952,000 Shares (5.58%)
2.5	To re-elect Mr. Au-Yeung Kwong Wah as independent non-executive director of the Company (who has served as an independent non-executive director for more than 9 years).	219,108,100 Shares (94.42%)	12,952,000 Shares (5.58%)
2.6	To authorise the board of directors of the Company to fill vacancies on the board of directors and to fix (which authority may be further delegated to its duly authorized committee) the directors’ remuneration.	219,108,100 Shares (94.42%)	12,952,000 Shares (5.58%)

	Ordinary Resolutions (Note)	Number of votes (%)	
		For	Against
3.	To re-appoint the Company's independent auditors and to authorise the Board to fix their remuneration.	219,108,100 Shares (94.42%)	12,952,000 Shares (5.58%)
4.	To grant a general mandate to the directors of the Company to allot, issue and otherwise deal with the Company's shares.	219,108,100 Shares (94.42%)	12,952,000 Shares (5.58%)
5.	To grant a general mandate to the directors of the Company to purchase the Company's shares.	219,108,100 Shares (94.42%)	12,952,000 Shares (5.58%)
6.	To extend the general mandate granted to the directors of the Company to allot, issue and deal with additional Shares by the amount representing the total number of issued Shares repurchased by the Company.	219,108,100 Shares (94.42%)	12,952,000 Shares (5.58%)

Note: For the full text of the above resolutions, please refer to the notice of the Annual General Meeting as set out in the Circular.

As a majority of the votes were cast in favour of each of the ordinary resolutions, all the resolutions were duly passed.

As at the date of the Annual General Meeting, the total issued share capital of the Company was HK\$4,383,526.59 divided into 438,352,659 ordinary Shares of HK\$0.01 each in the capital of the Company. No party has stated their intention in the Circular to vote against any Resolutions or to abstain from voting at the Annual General Meeting.

The total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the Annual General Meeting was 438,352,659, representing the entire issued share capital of the Company as at the date of the Annual General Meeting. No Shareholder was required under the Listing Rules to abstain from voting on any of the Resolutions at the Annual General Meeting. There was no Share entitling the Shareholders to attend and vote only against any Resolutions at the Annual General Meeting.

The Company's branch share registrar, Link Market Services (Hong Kong) Pty Limited, was appointed as the scrutineer at the Annual General Meeting for the vote-taking.

RETIREMENT OF DIRECTOR AND CHANGE OF COMPOSITION OF BOARD COMMITTEES

The Board hereby announces that Mr. Jiang Nanchun (“**Mr. Jiang**”) did not offer himself for re-election due to his other business engagement, he retired as an independent non-executive Director of the Company and ceased to be a member of each of the audit committee (“**Audit Committee**”), the nomination committee (“**Nomination Committee**”) and the remuneration committee (“**Remuneration Committee**”) of the Board with effect from the conclusion of the Annual General Meeting.

There is no other information relating to the retirement of Mr. Jiang as an independent non-executive Director or the cessation of being a member of each of the Audit Committee, the Nomination Committee and the Remuneration Committee that needs to be brought to the attention of the shareholders (the “**Shareholders**”) of the Company or any information that needs to be disclosed pursuant to requirements of Rules 13.51(2) of the Rules (the “**Listing Rules**”) Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

Mr. Jiang has confirmed that he has no disagreement with the Board and there is no other matter in relation to his resignation or the abovementioned cessation that needs to be brought to the attention of the shareholders of the Company.

The Board also announces that, upon the retirement of Mr. Jiang and with effect from the conclusion of the Annual General Meeting:

1. Dr. Gao Hao (“**Dr. Gao**”), an independent non-executive Director, has been appointed as a member of the Nomination Committee; and
2. Mr. Wang Shi (“**Mr. Wang**”), an independent non-executive Director, has been appointed as a member of the Remuneration Committee

By Order of the Board
Modern Media Holdings Limited
Shao Zhong
Chairman

Hong Kong, 29 May 2019

As at the date of this announcement, the Board comprises the following members: (a) as executive directors, Mr. SHAO Zhong, Mr. MOK Chun Ho, Neil, Ms. YANG Ying, Mr. LI Jian and Mr. DEROCHE Alain; (b) as independent non-executive directors, Mr. WANG Shi and Mr. AU-YEUNG Kwong Wah and Dr. GAO Hao.