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SinoMedia[®]

SINOMEDIA HOLDING LIMITED

中視金橋國際傳媒控股有限公司

(incorporated in Hong Kong with limited liability)

(Stock Code: 00623)

POLL RESULTS AT THE ANNUAL GENERAL MEETING HELD ON 15 JUNE 2016

The Board announces the results of the poll taken at the AGM.

The board of directors (the “**Board**”) of SinoMedia Holding Limited (the “**Company**”) announces that (i) the proposed resolutions (the “**Resolution(s)**”) No. 1 to 9 as set out in the AGM Notice dated 27 April 2016 were duly passed; and (ii) Resolution No. 10 was not approved, by the Shareholders by way of poll at the AGM held on 15 June 2016. Unless otherwise defined, capitalised terms used herein shall have the same meanings as those defined in the Circular.

The poll results in respect of the Resolutions proposed at the AGM were as follows:

ORDINARY RESOLUTIONS		Number of votes (%)	
		FOR	AGAINST
1	To receive and adopt the audited consolidated financial statements and the reports of the directors of the Company (“ Directors ”) and the independent auditors of the Company (“ Auditors ”) for the year ended 31 December 2015.	371,558,271 (100.00%)	0 (0.00%)
2	To declare a final dividend of 10.58 HK cents per ordinary share of the Company to be paid out of the distributable profits to the Shareholders whose names appear on the register of members of the Company on Thursday, 30 June 2016.	371,558,271 (100.00%)	0 (0.00%)
3	To re-appoint Messrs. KPMG as the Auditors and authorise the Board to fix their remuneration.	371,558,271 (100.00%)	0 (0.00%)

4	(a) To re-elect Mr. Li Zongzhou as an executive Director.	371,558,271 (100.00%)	0 (0.00%)
	(b) To re-elect Mr. Qi Daqing as an independent non-executive Director until the conclusion of the annual general meeting of the Company of 2019.	321,847,960 (86.62%)	49,710,311 (13.38%)
	(c) To re-elect Mr. Lian Yuming as an independent non-executive Director until the conclusion of the annual general meeting of the Company of 2019.	344,223,271 (92.64%)	27,335,000 (7.36%)
5	To authorise the Board to fix the Directors' remuneration.	371,558,271 (100.00%)	0 (0.00%)
6	To grant the general mandate to the Directors to issue or otherwise deal with unissued Shares (the " General Mandate ") as set out in item 6 of the AGM Notice.	310,904,581 (83.68%)	60,653,690 (16.32%)
7	To grant the buy-back mandate to the Directors to repurchase Shares (the " Buy-back Mandate ") as set out in item 7 of the AGM Notice.	344,223,271 (92.64%)	27,335,000 (7.36%)
8	To approve the addition to the General Mandate of the number of Shares repurchased by the Company under the Buy-back Mandate as set out in item 8 of the AGM Notice.	311,616,447 (83.87%)	59,941,824 (16.13%)
9	To amend the definition of "Expiry Date" in the share option scheme adopted by the Company on 27 May 2008 (the " Share Option Scheme ") as set out in item 9 of the AGM Notice.	333,978,892 (89.89%)	37,579,379 (10.11%)
10	To extend the exercisable period of the options granted under the Share Option Scheme and outstanding as at the date of this resolution to the expiry of 10 years from the date of grant of the relevant options as set out in item 10 of the AGM Notice.	27,547,071 (42.30%)	37,579,379 (57.70%)

(Note: The full text of the Resolutions were set out in the AGM Notice.)

As at the date of the AGM, the total number of issued Shares was 544,908,370, which was the total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions No. 1 to 9 at the AGM.

As disclosed in the Circular, Ms. Liu Jinlan, Mr. Qi Daqing, Mr. Lian Yuming and Ms. Wang Xin and each of their associates as well as all Core Connected Persons were required to abstain from voting in favour of Resolution No. 10 proposed at the AGM pursuant to Note (1) to Rule 17.04 of the Listing Rules. The Interested Option Holders, their associates and all Core Connected Persons held a total of 306,431,821 Shares, representing approximately 56.24% of the total number of issued Shares as at the date of the AGM.

Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against Resolution No. 10 at the AGM was 238,476,549, representing approximately 43.76% of the total number of Shares in issue as at the date of the AGM. As stated in the Circular, the Company was not aware of any parties which had stated their intention to vote against Resolution No. 10 and save as aforesaid, there were no Shares of the Company entitling the Shareholders to attend and vote only against Resolution No. 10 at the AGM.

Save as mentioned above, none of the other Shareholders was required to abstain from voting in favour on the Resolutions at the AGM pursuant to Rule 13.40 of the Listing Rules.

For Resolutions No. 1 to 9, as more than 50% of the votes cast by the Shareholders who were entitled to vote and voted at the AGM were in favour of the said Resolutions, each of Resolutions No. 1 to 9 was duly passed as an ordinary resolution.

For Resolution No. 10, as less than 50% of the votes cast by the Shareholders who were entitled to vote and voted at the AGM were in favour of the said Resolution, Resolution No. 10 was not approved as an ordinary resolution.

The share registrar of the Company, Boardroom Share Registrars (HK) Limited, was appointed as the scrutineer of the vote-taking at the AGM.

By order of the Board
SinoMedia Holding Limited
Chen Xin
Chairman

Hong Kong, 15 June 2016

As at the date of this announcement, the Board comprises CHEN Xin, LIU Jinlan, LI Zongzhou as executive Directors, and QI Daqing, LIAN Yuming, WANG Xin and HE Hui, David as independent non-executive Directors.