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BAIOO Family Interactive Limited 百奧家庭互動有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2100)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 27 MAY 2016

At the annual general meeting (the “AGM”) of BAIOO Family Interactive Limited (the “Company”) held on 27 May 2016, all the proposed resolutions as set out in the notice of the AGM dated 27 April 2016 were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To receive the audited consolidated financial statements and the reports of the directors and auditor for the year ended 31 December 2015.	1,489,718,010 (100.000%)	0 (0.000%)
2.	To declare a special dividend of HK\$0.018 per ordinary share of the Company for the year ended 31 December 2015.	1,492,608,010 (100.000%)	0 (0.000%)
3(a).	To re-elect Dr. XU Gang as an executive director.	1,492,608,010 (100.000%)	0 (0.000%)
3(b).	To re-elect Mr. WU Lili as an executive director.	1,492,358,010 (99.983%)	250,000 (0.017%)
3(c).	To re-elect Mr. LI Chong as an executive director.	1,492,358,010 (99.983%)	250,000 (0.017%)
3(d).	To re-elect Mr. MA Xiaofeng as an independent non-executive director.	1,489,788,010 (99.811%)	2,820,000 (0.189%)
3(e).	To authorize the board of directors to fix the directors’ remuneration.	1,492,358,010 (99.983%)	250,000 (0.017%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
4.	To re-appoint PricewaterhouseCoopers as auditor and to authorize the board of directors to fix its remuneration.	1,492,608,010 (100.000%)	0 (0.000%)
5.	To give a general mandate to the directors to repurchase shares of the Company not exceeding 10% of the total number of issued shares of the Company as at the date of passing of this resolution.	1,492,608,010 (100.000%)	0 (0.000%)
6.	To give a general mandate to the directors to issue, allot and deal with additional shares of the Company not exceeding 20% of the total number of issued shares of the Company as at the date of passing of this resolution.	1,487,590,010 (99.664%)	5,018,000 (0.336%)
7.	To extend the general mandate granted to the directors to issue, allot and deal with additional shares in the capital of the Company by the number of the shares repurchased by the Company.	1,481,652,010 (99.266%)	10,956,000 (0.734%)
8.	To give a specific mandate to the directors to issue shares under the post-IPO restricted share unit (the “RSU(s)”) scheme of the Company (the “ Post-IPO RSU Scheme ”).	1,492,340,010 (99.982%)	268,000 (0.018%)
9.	To grant a specific mandate to the directors to allot, issue and otherwise deal with the consultant option shares.	1,492,590,010 (99.999%)	18,000 (0.001%)

Notes:

- (a) As a majority of the votes were cast in favour of each of the above resolutions, all resolutions were duly passed as ordinary resolutions.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 2,855,950,000 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions 1 to 7 and 9 at the AGM was 2,855,950,000 shares. No shareholder of the Company was required under the Listing Rules to abstain from voting on resolutions 1 to 7 and 9.
- (d) To the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, save for the unvested RSUs in respect of a total of 77,560,000 underlying shares in the Company under the Post-IPO RSU Scheme as disclosed in the Company’s circular dated 27 April 2016 (the “**Circular**”), the shareholders of the Company holding a total of 10,020,000 shares, who were also Eligible Persons under the Post-IPO RSU Scheme, were required to abstain from voting on resolution 8. Accordingly, the total number of shares entitling shareholders to attend and to vote on resolution 8 was 2,845,930,000 shares.

- (e) None of the shareholders of the Company have stated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.
- (f) The Company's Hong Kong share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

By Order of the Board
BAIOO Family Interactive Limited
Dai Jian
Chairman and Executive Director

Hong Kong, 27 May 2016

As at the date of this announcement, the executive directors of the Company are Mr. DAI Jian, Mr. WU Lili, Mr. LI Chong, Mr. WANG Xiaodong and Dr. XU Gang; the independent non-executive directors of the Company are Ms. LIU Qianli, Dr. WANG Qing and Mr. MA Xiaofeng.