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Asiaray Media Group Limited

雅仕維傳媒集團有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 1993)

**POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 26 JUNE 2017,
RETIREMENT OF DIRECTORS
AND
CHANGE IN COMPOSITION OF BOARD COMMITTEES
AND
CHANGE OF
COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE**

At the Annual General Meeting of Asiaray Media Group Limited (the “Company”) held on 26 June 2017 (the “AGM”), a poll was demanded by the Chairman for voting on all the proposed resolutions as set out in the notice of the AGM and the supplemental notice of the AGM dated 28 April 2017 (the “First Notice”) and 7 June 2017, respectively.

The poll results in respect of all the resolutions proposed at the AGM are as follows:

Ordinary Resolutions		Number of votes (approximate %)	
		For	Against
1.	To receive and consider the audited consolidated financial statements and the reports of the directors and auditors of the Company for the year ended 31 December 2016.	334,556,500 (100%)	0 (0%)
2.	To declare a final dividend for the year ended 31 December 2016.	334,556,500 (100%)	0 (0%)

Ordinary Resolutions		Number of votes (approximate %)	
		For	Against
3.	(a) To re-elect Mr. Ma Andrew Chiu Cheung as an independent non-executive director of the Company.	334,556,500 (100%)	0 (0%)
	(b) To re-elect Mr. Ma Ho Fai as an independent non-executive director of the Company.	334,556,500 (100%)	0 (0%)
	(c) To re-elect Mr. Wong Chi Kin as a non-executive director of the Company.	334,556,500 (100%)	0 (0%)
	(d) To re-relect Ms. Mak Ka Ling as an independent non-executive director of the Company.	334,556,500 (100%)	0 (0%)
4.	To authorize the board of directors of the Company to fix the director's remuneration.	334,556,500 (100%)	0 (0%)
5.	To re-appoint PricewaterhouseCoopers as the auditors of the Company and authorise the board of directors of the Company to fix their remuneration.	334,556,500 (100%)	0 (0%)
6.	To grant a general mandate to the directors to issue shares in the Company. <i>(Note)</i>	331,928,000 (99.21%)	2,628,500 (0.79%)
7.	To grant a general mandate to the directors to repurchase shares in the Company. <i>(Note)</i>	334,556,500 (100%)	0 (0%)
8.	To extend the general mandate to the directors to issue shares in the Company. <i>(Note)</i>	334,556,500 (100%)	0 (0%)

Note: The full text of the ordinary resolutions are set out in the First Notice.

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

As at the date of the AGM, the total number of issued shares of the Company was 440,000,000 shares which was the total number of shares entitling the Shareholders to attend and vote for or against any of the resolutions at the AGM. No Shareholder was required to abstain from voting on the proposed resolutions at the AGM. There were no restriction on any shareholders of the Company to cast votes on any of the proposed resolutions at the AGM.

The Company's Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited was appointed as the scrutineer at the AGM for the purpose of vote-taking.

RETIREMENT OF DIRECTORS AND CHANGE IN COMPOSITION OF BOARD COMMITTEES

As set out in the circular and supplemental circular of the Company dated 28 April 2017 and 7 June 2017, respectively, Mr. So Chi Man (“Mr. So”), Mr. Yung Chung Man (“Mr. Yung”) and Dr. Chan Chi Fai Andrew (“Dr. Chan”) did not offer themselves for re-election at the AGM and thus retired as directors of the Company upon the conclusion of the AGM. Accordingly, Mr. So, Mr. Yung and Dr. Chan have ceased to be directors of the Company upon the conclusion of the AGM. Upon the retirement of Dr. Chan, he has ceased to be a member of the Audit Committee and Nomination Committee of the Company. Following the retirement of Mr. So, he has ceased to hold any position in the Group but has remained as a consultant to the Company continuing to contribute his expertise to the Company with a consultancy contract with effect from 26 June 2017.

Mr. So, Mr. Yung and Dr. Chan have confirmed that they have no disagreement with the Board and there is no matter in respect of their retirement that needs to be brought to the attention of the shareholders of the Company and The Stock Exchange of Hong Kong Limited (the “Stock Exchange”).

The Board would like to express its sincere gratitude to Mr. So, Mr. Yung and Dr. Chan for their valuable contributions to the Company during their tenure of office as directors of the Company.

CHANGE OF COMPANY SECRETARY AND AUTHORISED REPRESENTATIVE

Mr. So has ceased to act as the company secretary of the Company (the “Company Secretary”) with effect from 26 June 2017. He also has ceased to act as the authorised representative of the Company (the “Authorised Representative”) under Rule 3.05 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”) with effect from 26 June 2017.

The Board announces that Mr. Ip Pui Sum (“Mr. Ip”) has been appointed as the Company Secretary and the Authorised Representative as required under Rule 3.28 and Rule 3.05 of the Listing Rules, respectively, and for accepting service of process and notices on its behalf in Hong Kong under the Companies Ordinance (Cap 622 of the laws of Hong Kong) with effect from 26 June 2017.

As Mr. Ip has been engaged and appointed by the Company as the Company Secretary in the capacity of an external service provider, the Company will therefore designate Mr. So Tsz Leong, Deputy Financial Controller, to be the contact person with whom Mr. Ip can contact pursuant to Code Provision F.1.1 of the Corporate Governance Code as set out in Appendix 14 to the Listing Rules.

Mr. Ip, aged 58, has been the founding partner of Sum, Arthur & Co., Certified Public Accountants since 1993 whose scope of services include the provision of financial statement audit, accounting and company secretary services. Mr. Ip has been appointed as the company secretary of companies listed on the Main Board of the Stock Exchange including Tingyi (Cayman Islands) Holding Corp. (stock code: 0322) since 12 January 1996, Luoyang Glass Company Limited (stock code: 1108) since 6 August 2008, National Agricultural Holdings Limited (stock code: 1236) since 1 December 2011, Orient Victory

China Holdings Limited (stock code: 0265) since 3 October 2014 and Baofeng Modern International Holdings Company Limited (stock code: 1121) since 5 April 2017, and as one of the joint company secretaries of Beijing Chunlizhengda Medical Instruments Co., Ltd. (stock code: 1858) since 11 March 2015. Mr. Ip obtained a Higher Diploma in Accountancy from the Hong Kong Polytechnic University in November 1982 and obtained a Master Degree of Business Administration from Henley Management College and Brunel University in May 1997. Mr. Ip is a Certified Public Accountant (practising) in Hong Kong, a fellow member of the Chartered Association of Certified Accountants and an associate member of the Hong Kong Institute of Certified Public Accountants, the Chartered Institute of Management Accountants, the Institute of Chartered Secretaries and Administrators and the Hong Kong Institute of Chartered Secretaries.

The Board would like to express its warmest welcome to Mr. Ip for his new appointment.

By order of the Board
Asiaray Media Group Limited
Lam Tak Hing, Vincent
Chairman

Hong Kong, 26 June 2017

As at the date of this announcement, the executive directors of the Company are Mr. Lam Tak Hing, Vincent and Mr. Lam Ka Po; the non-executive director of the Company is Mr. Wong Chi Kin; and the independent non-executive directors of the Company are Mr. Ma Andrew Chiu Cheung, Mr. Ma Ho Fai SBS JP and Ms. Mak Ka Ling.