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**HKBN Ltd.**

**香港寬頻有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**Stock Code: 1310**

## **POLL RESULTS OF ANNUAL GENERAL MEETING HELD ON 15 DECEMBER 2017**

HKBN Ltd. (the “Company”) announces the voting results of the annual general meeting (the “AGM”) of the Company held on 15 December 2017. Unless otherwise stated, capitalised terms used in this announcement shall have the same meaning as defined in the circular of the Company dated 16 November 2017 in relation to the re-election of retiring Directors, general mandates to issue and to repurchase shares, adoption of the Co-Ownership Plan III, Scheme Mandate to issue new Shares underlying the RSUs to be granted under the Co-Ownership Plan III, and connected transactions involving the potential grant of RSUs to Connected Participants.

At the AGM, all the resolutions were taken by way of poll. The vote-taking at the AGM was scrutinised by the Company’s Hong Kong branch share registrar, Tricor Investor Services Limited.

The total number of shares entitling the Shareholders to attend and vote for or against each and every resolution at the AGM was 1,005,666,666 shares, representing the entire issued share capital of the Company as at the date of the AGM. As the plan trustee of the Co-Ownership Plan II holds a total of 17,307,317 Shares, representing approximately 1.72% of the total issued share capital of the Company, and the plan trustee is restricted by the scheme rules from exercising the voting rights attached to the aforesaid total number of 17,307,317 Shares, accordingly the holder of such number of Shares did not vote on any of the resolutions put to vote at the Annual General Meeting.

The following resolutions were voted by the Independent Shareholders who attended and voted at the AGM either in person or by proxy or by their duly authorised representatives by way of poll:

Poll results in respect of the ordinary resolutions		No. of votes (approximate % of total shares voted)	
		For	Against
1	To receive and consider the audited financial statements and the reports of the Directors and auditors for the year ended 31 August 2017.	843,809,002 (100.00%)	0 (0.00%)
2	To declare a final dividend of 23 HK cents per share for the year ended 31 August 2017.	843,809,002 (100.00%)	0 (0.00%)
3(a)	(i) To re-elect Mr. William Chu Kwong YEUNG as an executive Director.	755,118,359 (92.29%)	63,048,099 (7.71%)
	(ii) To re-elect Mr. Stanley CHOW as an independent non-executive Director.	839,734,812 (99.52%)	4,074,190 (0.48%)
3(b)	To authorise the board of Directors to fix the Directors' remuneration for the year ended 31 August 2017.	843,379,002 (100.00%)	0 (0.00%)
4	To re-appoint KPMG, <i>Certified Public Accountants</i> , as the independent auditor of the Company to hold office until the conclusion of the next annual general meeting and to authorise the board of Directors to fix their remuneration.	843,809,002 (100.00%)	0 (0.00%)
5	To grant a general mandate to the Directors to issue, allot and deal with additional shares not exceeding 10% of the issued share capital of the Company as at the date of passing of this resolution which, subject to passing of resolution number 8, shall be reduced by the maximum number of shares of the Company issuable under the specific mandate approved under resolution number 8.	557,494,648 (66.07%)	286,314,354 (33.93%)
6	To grant a general mandate to the Directors to repurchase the Company's own shares not exceeding 10% of the issued share capital of the Company as at the date of passing of this resolution.	843,809,002 (100.00%)	0 (0.00%)
7	To extend the general mandate to issue, allot and deal with additional shares of the Company under resolution number 5 to include the number of shares repurchased pursuant to the general mandate to repurchase shares under resolution number 6.	527,495,648 (62.51%)	316,313,354 (37.49%)
8	To approve the Co-Ownership Plan III of the Company and to grant a specific mandate to the Directors to issue, allot and deal with new shares up to but not exceeding the Scheme Mandate Limit.	655,492,222 (82.88%)	135,445,392 (17.12%)
9	Subject to the passing of ordinary resolution number 8, to approve the Connected Grant to the Connected Participants pursuant to the Co-Ownership Plan III.	655,492,222 (82.88%)	135,445,392 (17.12%)

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

By order of the Board  
**HKBN Ltd.**  
**Bradley Jay HORWITZ**  
*Chairman*

Hong Kong, 15 December 2017

*As at the date of this announcement, the Board comprises:*

*Executive Directors*

Mr. William Chu Kwong YEUNG

Mr. Ni Quiaque LAI

*Non-executive Director*

Ms. Deborah Keiko ORIDA

*Independent Non-executive Directors*

Mr. Bradley Jay HORWITZ (*Chairman*)

Mr. Stanley CHOW

Mr. Quinn Yee Kwan LAW, SBS, JP

*Where the English and the Chinese texts conflict, the English text prevails.*