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Starrise Media Holdings Limited

星宏傳媒控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1616)

POLL RESULTS OF THE ANNUAL GENERAL MEETING HELD ON 15 JUNE 2018

Reference is made to the circular (the “**Circular**”) of Starrise Media Holdings Limited (the “**Company**”) dated 26 April 2018 and the notice (the “**Notice**”) of the annual general meeting (the “**AGM**”) of the Company dated 26 April 2018. Unless the contexts require otherwise, capitalised terms used in this announcement shall have the same meanings as those defined in the Circular.

RESULTS OF THE AGM

The Board is pleased to announce that all of the proposed resolutions as set out in the Notice were duly passed by the Shareholders by way of poll at the AGM held at Building A10, 50 Anjialou, Chaoyang District, Beijing, the PRC on 15 June 2018.

KPMG (“**KPMG**”), Certified Public Accountants, were appointed as the scrutineer at the AGM for the purpose of vote-taking at the AGM. The poll results were subject to scrutiny by KPMG, whose work was limited to certain procedures requested by the Company to agree the poll results summary prepared by the Company to poll forms collected and provided by the Company to KPMG. The work performed by KPMG in this respect did not constitute an assurance engagement made in accordance with Hong Kong Standards on Auditing, Hong Kong Standards on Review Engagements or Hong Kong Standards on Assurance Engagements nor did it include provision of any assurance or advice on matters of the legal interpretation or entitlement to vote.

As at the date of the AGM, the total number of issued shares of the Company was 1,254,749,656, which was the total number of Shares entitling the Shareholders to attend and vote on the proposed resolutions at the AGM. There were no restrictions on any Shareholders casting votes on any of the proposed resolutions at the AGM. No Shareholder was entitled to attend and abstain from voting in favour of the proposed resolutions at the AGM as set out in rule 13.40 of the Listing Rules and no Shareholder was required under the Listing Rules to abstain from voting on the resolutions at the AGM. No Shareholder has indicated their intention in the Circular to vote against or to abstain from voting on any of the resolutions at the AGM.

The poll results in respect of the respective resolutions proposed at the AGM were as follow:

ORDINARY RESOLUTIONS		No. of votes (%)	
		For	Against
1.	To receive, consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the Directors and auditors of the Company for the year ended 31 December 2017.	824,713,325 (100%)	0 (0%)
2.	To re-elect Mr. LIU Dong, as an executive Director.	824,713,325 (100%)	0 (0%)
3.	To re-elect Mr. LIU Zongjun, as an executive Director.	824,713,325 (100%)	0 (0%)
4.	To re-elect Ms. CHEN Chen, as an executive Director.	824,713,325 (100%)	0 (0%)
5.	To re-elect Ms. LIU Chen Hong, as an independent non-executive Director.	824,713,325 (100%)	0 (0%)
6.	To authorise Board to fix the remuneration of Directors.	824,713,325 (100%)	0 (0%)
7.	To re-appoint KPMG Certified Public Accountants as the auditors of the Company and to authorise the Board to fix their remuneration.	824,713,325 (100%)	0 (0%)
8.	(A) To give a general mandate to the Directors to allot, issue and deal with additional shares not exceeding 20% of the total number of shares of the Company in issue at the date of passing of the resolution.	822,396,492 (99.72%)	2,316,833 (0.28%)
	(B) To give a general mandate to the Directors to repurchase shares not exceeding 10% of the total number of shares of the Company in issue at the date of passing of the resolution.	824,713,325 (100%)	0 (0%)
	(C) To extend the authority given to the Directors pursuant to ordinary resolution numbered 8(A) to issue shares by adding the number of shares repurchased under ordinary resolution numbered 8(B).	822,396,492 (99.72%)	2,316,833 (0.28%)

* *The percentage of voting Shares is based on the total number of Shares held by the Shareholders who voted at the AGM in person or by proxy.*

As more than 50% of votes were casted in favour of each of the resolutions numbered 1 to 8, all resolutions were duly passed as ordinary resolutions.

By order of the Board
Starrise Media Holdings Limited
LIU Dong
Chairman

Shandong, the PRC, 15 June 2018

As at the date of this announcement, the Board comprises eight Directors, namely Mr. LIU Dong, Mr. LIU Zongjun, Ms. CHEN Chen, Mr. HE Han and Mr. TAN Bin as executive Directors; and Mr. WANG Liangliang, Mr. LAM Kai Yeung and Ms. LIU Chen Hong as independent non-executive Directors.