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Golden Harvest

**ORANGE SKY GOLDEN HARVEST ENTERTAINMENT (HOLDINGS) LIMITED**

**橙天嘉禾娛樂(集團)有限公司\***

*(Incorporated in Bermuda with limited liability)*

**(Stock Code: 1132)**

**POLL RESULTS OF ANNUAL GENERAL MEETING  
HELD ON 26 JUNE 2017**

The Board is pleased to announce that all proposed resolutions set out in the notice of the AGM dated 23 May 2017 were duly passed by way of poll at the AGM.

References are made to the circular of Orange Sky Golden Harvest Entertainment (Holdings) Limited (the “**Company**”) dated 23 May 2017 (the “**Circular**”) and the notice of the annual general meeting of the Company (the “**AGM**”) dated 23 May 2017.

The board of directors of the Company (the “**Board**”) is pleased to announce that all proposed ordinary resolutions set out in the notice of the AGM (the “**Notice**”) dated 23 May 2017 were duly passed by the shareholders of the Company by way of poll at the AGM held on 26 June 2017.

\* For identification purpose only

Tricor Tengis Limited, the Company's branch share registrar and transfer office in Hong Kong, acted as the scrutineer at the AGM for the vote-taking. The poll results of the resolution proposed at the AGM are as follows:

Ordinary Resolutions		No. of votes (%)		Total no. of votes
		For	Against	
1.	To receive and adopt the audited financial statements of the Company and its subsidiaries and the reports of the directors of the Company (“ <b>Director(s)</b> ”) and auditors of the Company for the year ended 31 December 2016.	2,017,198,585 (99.9999%)	40 (0.0001%)	2,017,198,625 (100.0000%)
2.	(i) To re-elect Mr. Li Pei Sen as an executive Director	1,975,276,378 (97.9218%)	41,922,247 (2.0782%)	2,017,198,625 (100.0000%)
	(ii) To re-elect Mr. Mao Yimin as an executive Director	2,015,233,585 (99.9026%)	1,965,040 (0.0974%)	2,017,198,625 (100.0000%)
	(iii) To re-elect Mr. Leung Man Kit as an independent non-executive Director	1,975,126,378 (97.9143%)	42,072,247 (2.0857%)	2,017,198,625 (100.0000%)
	(iv) To authorise the Board to fix the Directors' remuneration.	2,016,948,585 (99.9999%)	40 (0.0001%)	2,016,948,625 (100.0000%)
3.	To re-appoint Messrs. KPMG as auditors of the Company and to authorise the Board to fix their remuneration.	2,016,533,585 (99.9670%)	665,040 (0.0330%)	2,017,198,625 (100.0000%)
4.	To grant a general mandate to the Directors to allot, issue and deal with additional shares of the Company not exceeding 20% of the issued share capital of the Company as at the date of passing this resolution.	1,970,902,378 (97.7049%)	46,296,247 (2.2951%)	2,017,198,625 (100.0000%)
5.	To grant a general mandate to the Directors to repurchase shares in the share capital of the Company representing up to 10% of its issued share capital as at the date of passing this resolution.	2,016,908,585 (99.9980%)	40,040 (0.0020%)	2,016,948,625 (100.0000%)
6.	To extend the general mandate granted to the Directors to allot, issue or deal with shares of the Company by the number of shares repurchased under resolution no. 5.	1,970,652,378 (97.6925%)	46,546,247 (2.3075%)	2,017,198,625 (100.0000%)
7.	To approve, confirm and ratify the grant of share options to Mr. Wu Kebo.	129,513,310 (75.2724%)	42,546,247 (24.7276%)	172,059,557 (100.0000%)

According to the poll results stated above, as more than 50% of the votes were cast in favour of each of the above resolutions, all the resolutions were duly passed as ordinary resolutions of the Company.

As at the date of the AGM, the total number of issued shares of HK\$0.1 each in the share capital of the Company (the “**Share(s)**”) was 2,743,369,248 Shares. All shareholders of 2,743,369,248 Shares were entitled to attend and vote for or against the resolutions at the AGM.

As stated in the Circular, regarding the resolution no. 7 set out above and in the Notice, pursuant to Rule 17.04(1) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”), Mr. Wu Kebo, his associates (as defined in the Listing Rules) and all other core connected persons of the Company were required to abstain and did abstain from voting in favour of the resolution no. 7 at the AGM. In addition, pursuant to 17.03(4) of the Listing Rules, Mr. Wu Kebo and his associates (as defined in the Listing Rules) were required to abstain and did abstain from voting on the resolution no. 7 at the AGM. Save as aforesaid, there was no other restriction on any shareholder to cast votes on the resolution no. 7 at the AGM. As such, Mr. Wu Kebo, Mr. Li Pei Sen, Ms. Wu Keyan and Mr. Leung Man Kit, which all together held 1,842,739,068 Shares (representing approximately 67.17% of the issued share capital of the Company as at the date of the AGM), abstained from voting on the resolution no. 7. Accordingly, the total number of Shares entitling the independent shareholders to attend and vote for or against the resolution no. 7 at the AGM was 900,630,180 (representing approximately 32.83% of the issued share capital of the Company as at the date of the AGM).

Save as disclosed, there was no Share entitling the holders to abstain from voting on the resolutions at the AGM; there was no Share entitling the holders to attend and abstain from voting in favour of the resolutions at the AGM as set out in Rule 13.40 of the Listing Rules.

Shareholders of the Company may refer to the Circular for details of the resolution proposed at the AGM. The Circular may be viewed and downloaded from the Company’s website at [www.osgh.com.hk](http://www.osgh.com.hk) or the designated website of The Stock Exchange of Hong Kong Limited at [www.hkexnews.hk](http://www.hkexnews.hk).

By order of the Board  
**Orange Sky Golden Harvest  
Entertainment (Holdings) Limited**  
**Man Tak Cheung**  
*Company Secretary*

Hong Kong, 26 June 2017

*List of all directors of the Company as of the time issuing this announcement:*

*Chairman and Executive Director:*

Mr. Wu Kebo

*Executive Directors:*

Mr. Mao Yimin

Mr. Li Pei Sen

Ms. Wu Keyan

Ms. Chow Sau Fong, Fiona

*Independent Non-executive Directors:*

Mr. Leung Man Kit

Ms. Wong Sze Wing

Mr. Fung Chi Man, Henry