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MODERN MEDIA HOLDINGS LIMITED

現代傳播控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 72)

**POLL RESULTS OF THE RESOLUTIONS PROPOSED AT
THE ANNUAL GENERAL MEETING
HELD ON 20 MAY 2014**

The Board is pleased to announce that:

- (i) all ordinary resolutions proposed at the Annual General Meeting were duly passed by the Shareholders by way of poll at the Annual General Meeting; and
- (ii) KPMG retired, and PricewaterhouseCoopers has been appointed, as the auditor of the Company with effect from the close of the Annual General Meeting.

Reference is made to the circular (the “**Circular**”) and the notice of annual general meeting (the “**Notice**”) therein of Modern Media Holdings Limited (“**Company**”) dated 14 April 2014 to its shareholders regarding the ordinary resolutions proposed to be considered and passed at the Annual General Meeting of the Company held on 20 May 2014 at 3:00 p.m. Terms defined in the Circular shall, unless the context requires otherwise, have the same meanings when used in this announcement.

VOTING RESULTS

The board of the directors of the Company (the “**Board**”) is pleased to announce, pursuant to Rule 13.39(5) of the Listing Rules, that all the following ordinary resolutions (the “**Resolutions**”) were duly passed by the Shareholders by way of poll at the Annual General Meeting:

Ordinary Resolutions (Note)		Number of votes (%)	
		For	Against
1	To receive and consider the audited consolidated financial statements, the Directors’ report and the independent auditors’ report of the Company for the year ended 31 December 2013	323,124,000 Shares (100%)	0 Shares (0%)
2	To declare a final dividend for the year ended 31 December 2013	323,124,000 Shares (100%)	0 Shares (0%)
3.1	To re-elect the retiring Director Mr. Li Jian	323,124,000 Shares (100%)	0 Shares (0%)
3.2	To re-elect the retiring Director Mr. Au-Yeung Kwong Wah	323,124,000 Shares (100%)	0 Shares (0%)
3.3	To re-elect the retiring Director Mr. Wang Shi	323,124,000 Shares (100%)	0 Shares (0%)
3.4	To re-elect the retiring Director Mr. Mao Xiaofeng	323,124,000 Shares (100%)	0 Shares (0%)
3.5	To authorise the Board to fill vacancies on the Board and to fix (which authority may be further delegated to its duly authorised committee) the Directors’ remuneration	323,124,000 Shares (100%)	0 Shares (0%)
4	To appoint PricewaterhouseCoopers as the auditor of the Company following the retirement of KPMG and to authorise the Board to fix the remuneration of the auditor of the Company	323,124,000 Shares (100%)	0 Shares (0%)
5	To grant a general mandate to the Board to allot, issue and otherwise deal with the Company’s shares	323,124,000 Shares (100%)	0 Shares (0%)
6	To grant a general mandate to the Board to purchase the Company’s shares	323,124,000 Shares (100%)	0 Shares (0%)
7	To add the nominal amount of the shares repurchased by the Company to the mandate granted to the Board under resolution no. 5	323,124,000 Shares (100%)	0 Shares (0%)

Note: For the full text of the above resolutions, please refer to the notice of the Annual General Meeting as set out in the Circular.

As at the date of the Annual General Meeting, the total issued share capital of the Company was HK\$4,378,500 divided into 437,850,000 ordinary Shares of HK\$0.01 each in the capital of the Company. No party has stated their intention in the Circular to vote against any Resolutions or to abstain from voting at the Annual General Meeting.

The total number of Shares entitling the Shareholders to attend and vote for or against the Resolutions at the Annual General Meeting was 437,850,000, representing the entire issued share capital of the Company as at the date of the Annual General Meeting. No Shareholder was required under the Listing Rules to abstain from voting on any of the Resolutions at the Annual General Meeting. There was no Share entitling the Shareholders to attend and vote only against any Resolutions at the Annual General Meeting.

The Company's branch share registrar, Tricor Investor Services Limited, was appointed as the scrutineer at the Annual General Meeting for the vote-taking.

CHANGE OF AUDITORS

The Board announces that KPMG retired as the auditor of the Company from the close of the Annual General Meeting due to expiry of contract. The Company has received a confirmation from KPMG that there is no matter which KPMG needs to bring to the attention of the Shareholders in relation to its retirement as auditor of the Company.

The Board would like to take this opportunity to express its sincere gratitude to KPMG for its professional and quality services rendered to the Group during the past years.

The appointment of PricewaterhouseCoopers as the auditor of the Company with effect from the close of the Annual General Meeting has been approved by the Shareholders at the Annual General Meeting.

By order of the Board
Modern Media Holdings Limited
Shao Zhong
Chairman

Hong Kong, 20 May 2014

As at the date of this announcement, the Board comprises the following members: (a) as executive directors, Mr. Shao Zhong, Mr. Wong Shing Fat, Mr. Mok Chun Ho, Neil, Mr. Li Jian and Mr. Cui Jianfeng; (b) as non-executive director, Mr. Cheng Chi Kong; (c) as independent non-executive directors, Mr. Jiang Nanchun, Mr. Wang Shi, Mr. Au-Yeung Kwong Wah and Mr. Mao Xiaofeng.