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XINHUA NEWS MEDIA HOLDINGS LIMITED

新華通訊頻媒控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 309)

**(1) POLL RESULTS OF THE ANNUAL GENERAL MEETING
HELD ON 29 SEPTEMBER 2017;**

(2) RETIREMENT OF AUDITOR;

AND

**(3) ADJOURNMENT OF RESOLUTIONS TO BE CONSIDERED AT THE
ADJOURNED ANNUAL GENERAL MEETING**

Reference is made to the announcement of Xinhua News Media Holdings Limited (the “**Company**”) dated 28 September 2017 (the “**Announcement**”) in relation to receipt of the Nomination Notice and the Adjourned Resolutions. Unless otherwise defined in this announcement, terms used herein shall have the same meanings as those defined in the Announcement.

At the annual general meeting of the Company held on 29 September 2017 (the “AGM”) poll was demanded by the chairman of the AGM for voting on resolutions nos. 1 and 6 as set out in the notice of annual general meeting of the Company dated 26 July 2017. The poll results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1.	To consider and receive the audited consolidated financial statements of the Company and reports of the directors of the Company and auditors for the year ended 31 March 2017.	929,911,290 (80.86%)	220,073,000 (19.14%)
6.	To re-appoint HLB Hodgson Impey Cheng Limited as auditors of the Company and to authorise the board of Directors to fix their remuneration.	479,332,290 (41.68%)	670,652,000 (58.32%)

Notes:

- (a) As a majority of the votes were cast in favour of the resolution numbered 1, such resolution was duly passed as ordinary resolution. As less than 50% of the votes were cast in favour of the resolution numbered 6, such resolution was not passed.
- (b) As at the date of the AGM, the total number of shares of the Company in issue was 1,444,927,040 shares.
- (c) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 1,444,927,040 shares.
- (d) There were no shares entitling the holder to attend and abstain from voting in favour of the resolutions at the AGM as set out in rule 13.40 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).
- (e) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.
- (f) None of the shareholders of the Company have stated their intention in the Company’s circulars dated 26 July 2017, 14 September 2017, 20 September 2017 and 22 September 2017 to vote against or to abstain from voting on any resolutions at the AGM.
- (g) The Company’s branch share registrar, Tricor Tengis Limited, acted as the scrutineer for the vote-taking at the AGM.

RETIREMENT OF AUDITOR

The Board further announces that since the resolution numbered 6 in respect of the re-appointment of HLB Hodgson Impey Cheng Limited (“**HLB**”) as auditor of the Company has not been passed by the shareholders of the Company at the AGM, HLB retired as the auditor of the Company with immediate effect from the conclusion of the AGM. The Company will make further announcement appointment of the auditor of the Company in due course.

The Board confirms that there is no disagreement between the Company and HLB, and is not aware of any matter that need to be brought to the attention of the shareholders of the Company concerning retirement of HLB as the auditor of the Company. The Board is in the course of seeking the confirmation of HLB in this regard and will make further announcement in due course.

The Board would like to express its appreciation to HLB for their contribution made to the Company throughout their tenure of services.

THE ADJOURNED AGM

The Adjourned AGM will be held at 23/F., 381 Queen’s Road East, Wan Chai, Hong Kong at 11:00 a.m. on 20 October 2017.

The Company will issue a notice of the Adjourned AGM, a supplementary circular together with a proxy form in respect of the Adjourned AGM to the Shareholders in due course in accordance with the articles of association of the Company for their consideration and approval, if appropriate, the Adjourned Resolutions.

On behalf of the Board
Xinhua News Media Holdings Limited
David Wei Ji
Executive Director

Hong Kong, 29 September 2016

As at the date of this announcement, the Board comprises six executive directors, namely, Mr. Ju Mengjun, Dr. Lo Kou Hong, Mr. Yu Guang, Mr. David Wei Ji, Mr. Wen Xin Nian and Ms. Zhao Jingying; and four independent non-executive directors, namely, Mr. Wang Qi, Mr. Tsang Chi Hon, Mr. Ho Hin Yip and Mr. Wong Hon Kit.