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**HMV Digital China Group Limited**  
**HMV 數碼中國集團有限公司**  
*(Incorporated in Bermuda with limited liability)*  
**(Stock Code: 8078)**

**POLL RESULTS OF  
ANNUAL GENERAL MEETING HELD ON 8 MARCH 2017**

Reference is made to the circular of the Company dated 7 February 2017 (the “Circular”). Terms used herein shall have the same meanings as defined in the Circular unless the context requires otherwise.

The Board is pleased to announce that the resolutions were duly passed by the Shareholders by way of poll at the AGM held on 8 March 2017.

The Company’s Hong Kong branch share registrars and transfer office, Tricor Secretaries Limited, was appointed as the scrutineer at the AGM for the purpose of vote-taking. The poll results of the resolutions are as follows:

RESOLUTIONS *		Number of Votes	
		FOR	AGAINST
1.	to receive and consider the audited financial statements and the reports of the Directors and auditors of the Company for the year ended 30 June 2016.	4,563,687,764 (99.98%)	880,000 (0.02%)
2.	(a) to re-elect Mr. Lee Wing Ho, Albert as executive Director	4,562,367,764 (99.95%)	2,200,000 (0.05%)
	(b) to re-elect Ms. Li Mau as executive Director	4,564,567,764 (100%)	- (0%)
	(c) to re-elect Mr. Ho Gilbert Chi Hang as executive Director	4,564,567,764 (100%)	- (0%)
	(d) to re-elect Mr. Wu King Shiu, Kelvin as non-executive Director	4,564,567,764 (100%)	- (0%)
	(e) to re-elect Mr. Kam Tik Lun as independent non-executive Director	4,562,367,764 (99.95%)	2,200,000 (0.05%)
	(f) to authorize the board of directors of the Company to fix their remuneration of the Directors	4,564,567,764 (100%)	- (0%)
3.	to appoint ZHONGHUI ANDA CPA Limited as the auditors and to authorize the Board of Directors to fix their remuneration.	4,564,567,764 (100%)	- (0%)
4.	to give a general mandate to the directors to allot, issue and deal with additional shares not exceeding 20% of the issued share capital of the Company.	4,562,367,652 (99.95%)	2,200,112 (0.05%)

5.	to give a general mandate to the directors to repurchase its shares not exceeding 10% of the issued share capital of the Company.	4,564,567,764 (100%)	- (0%)
6.	to extend the general mandate granted to the directors to issue shares by adding to it the number of shares repurchased.	4,562,367,764 (99.95%)	2,200,000 (0.05%)

\* *The full text of the resolutions was set out in the notice of the AGM dated 7 February 2017.*

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

As at the date of the AGM, the total number of issued shares of the Company was 11,060,183,680 Shares. No Shareholder was required to abstain from voting at the AGM for the approval of the resolutions proposed at the AGM. The total number of Shares held by the Shareholders who were entitled to attend and vote for or against the resolutions were 11,060,183,680 Shares and there was no Shareholder entitled to attend the AGM but who was entitled to vote only against the resolutions proposed at the AGM.

By Order of the Board  
**HMV Digital China Group Limited**  
**Shiu Stephen Junior**  
*Chairman*

Hong Kong, 8 March 2017

*As at the date hereof, the Board comprises:*

*Executive Directors:* Mr. Shiu Stephen Junior (*Chairman*)  
Ms. Li Mau (*Co-Chairman*)  
Mr. Sun Lap Key, Christopher  
Mr. Lee Wing Ho, Albert  
Mr. Ho Gilbert Chi Hang

*Non-Executive Director:* Mr. Wu King Shiu, Kelvin

*Independent Non-executive Directors:* Mr. Chan Chi Ho  
Mr. Kam Tik Lun  
Mr. Tam Kwok Ming, Banny

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.*

*This announcement will remain on the GEM website at [www.hkgem.com](http://www.hkgem.com) on the "Latest Company Announcements" page for seven days from the day of its posting and on the website of the Company at [www.china3d8078.com](http://www.china3d8078.com).*