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**RISECOMM**

**瑞斯康**

**RISECOMM GROUP HOLDINGS LIMITED**

**瑞斯康集團控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 1679)**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING  
HELD ON 25 MAY 2018**

**AND**

**RETIREMENT OF NON-EXECUTIVE DIRECTOR**

**POLL RESULTS OF THE ANNUAL GENERAL MEETING**

At the annual general meeting (the “AGM”) of Risecomm Group Holdings Limited (the “Company”) held on 25 May 2018, all the proposed resolutions as set out in the notice of the AGM dated 24 April 2018 (the “Notice”) were taken by poll. The poll results are as follows:

Ordinary Resolutions		Number of Votes <i>(Note (a))</i> <i>(Approximate %)</i>	
		For	Against
1.	To consider and adopt the audited consolidated financial statements of the Company and its subsidiaries and the reports of the directors and auditor of the Company for the year ended 31 December 2017.	521,967,717 (100%)	0 (0%)
2(a).	To re-elect Mr. Yue Jingxing as executive director of the Company.	521,967,717 (100%)	0 (0%)
2(b).	To re-appoint Mr. Wang Shiguang as non-executive director of the Company <b>(who was an executive director prior to the Annual General Meeting)</b> .	521,967,717 (100%)	0 (0%)
2(c).	To re-elect Mr. Zhang Youyun as executive director of the Company.	521,967,717 (100%)	0 (0%)
2(d).	To re-elect Mr. Lau Wai Leung, Alfred as non-executive director of the Company.	521,967,717 (100%)	0 (0%)

Ordinary Resolutions		Number of Votes (Note (a)) (Approximate %)	
		For	Against
2(e).	To re-elect Mr. Ong King Keung as independent non-executive director of the Company.	521,967,717 (100%)	0 (0%)
2(f).	To authorise the board of directors of the Company to fix the directors' remuneration.	521,967,717 (100%)	0 (0%)
3.	To re-appoint KPMG as auditor of the Company and to authorize the board of directors of the Company to fix their remuneration.	521,967,717 (100%)	0 (0%)
4.	To give a general mandate to the directors of the Company to repurchase shares of the Company not exceeding 10% of the aggregate number of shares of the Company in issue as at the date of passing of this resolution (" <b>Share Repurchase Mandate</b> ").	521,967,717 (100%)	0 (0%)
5.	To give a general mandate to the directors of the Company to allot, issue and deal with authorized and unissued shares of the Company not exceeding 20% of the aggregate number of shares of the Company in issue as at the date of passing of this resolution (" <b>Issue Mandate</b> ").	521,967,717 (100%)	0 (0%)
6.	Conditional upon the passing of resolutions nos. 4 and 5, to extend the Issue Mandate granted to the directors of the Company to issue, allot and deal with authorized and unissued shares of the Company by the aggregate numbers of shares repurchased by the Company under the Share Repurchase Mandate.	521,967,717 (100%)	0 (0%)

*Notes:*

- (a) The number and percentage of votes are based on the total number of shares of the Company voted by the shareholders of the Company at the AGM in person or by proxy.
- (b) As a majority of the votes were cast in favour of each of the resolutions numbered 1 to 6, all resolutions were duly passed as ordinary resolutions.
- (c) As at the date of the AGM, the total number of shares of the Company in issue was 810,877,303 shares.
- (d) The total number of shares of the Company entitling the holder to attend and vote on the resolutions at the AGM was 810,877,303 shares.
- (e) 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**").
- (f) No shareholder of the Company was required under the Listing Rules to abstain from voting on the resolutions at the AGM.

- (g) None of the shareholders of the Company have stated their intention in the Company's circular dated 24 April 2018 (the "**Circular**") to vote against or to abstain from voting on any of the resolutions at the AGM.
- (h) The Company's branch share registrar, Tricor Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

## **RETIREMENT OF NON-EXECUTIVE DIRECTOR**

The board of directors of the Company (the "**Board**") announces that Mr. Ng Benjamin Jinping ("**Mr. Ng**") retired at the AGM and did not offer himself for re-election.

Mr. Ng has confirmed that he has no disagreement with the Board and there is no matter relating to his retirement which needs to be brought to the attention of the shareholders of the Company.

The Board would like to take this opportunity to express its gratitude to Mr. Ng for his valuable efforts and contributions to the Company during his tenure of office.

By Order of the Board  
**Yue Jingxing**  
*Executive Director and Chief Executive Officer*

Hong Kong, 25 May 2018

*Following the conclusion of the AGM, the executive directors of the Company are Mr. Yue Jingxing and Mr. Zhang Youyun, the non-executive directors of the Company are Mr. Wang Shiguang and Mr. Lau Wai Leung, Alfred and the independent non-executive directors of the Company are Mr. Pan Song, Mr. Chen Yong and Mr. Ong King Keung.*