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## **SEEC MEDIA GROUP LIMITED**

*(Incorporated in the Cayman Islands and continued in Bermuda with limited liability)*

**(Stock Code: 205)**

### **POLL RESULTS OF THE SPECIAL GENERAL MEETING HELD ON 14 NOVEMBER 2016**

The Board is pleased to announce that the Resolution as set out in the Notice was duly passed as an ordinary resolution of the Company by the Independent Shareholders at the SGM held on Monday, 14 November 2016 by way of poll.

Reference is made to the circular (the “**Circular**”) of SEEC Media Group Limited (the “**Company**”) dated 19 October 2016 and the notice of the special general meeting (the “**SGM**”) dated 19 October 2016 (the “**Notice**”) in relation to, among others, the proposed Agreement and the transactions contemplated thereunder. Unless otherwise specified herein, capitalised terms used in this announcement shall have the same meanings as defined in the Circular.

#### **POLL RESULTS OF THE SGM**

The Board is pleased to announce that at the SGM held on Monday, 14 November 2016, the resolution (the “**Resolution**”) as set out in the Notice was duly passed as an ordinary resolution of the Company by the Independent Shareholders by way of poll.

As at the date of the SGM, the number of issued Shares of the Company was 6,373,545,516 Shares.

As disclosed in the Circular, the Three Directors and their respective associates (in aggregate holding 2,750,000 Shares) were required to and had abstained from voting in favor of the Resolution at the SGM. Accordingly, there were a total of 6,370,795,516 Shares entitling the Shareholders to attend and vote for or against the Resolution at the SGM. Save as disclosed above, no other Shareholder was required to abstain from voting on the Resolution at the SGM. No Shareholder was entitled to attend the SGM and vote only against the Resolution, and no Shareholder had stated his intention in the Circular to vote against the Resolution or to abstain.

The Company's branch share registrar and transfer office in Hong Kong, Tricor Secretaries Limited, was appointed as the scrutineer for the voting at the SGM. The poll results are as follows:

ORDINARY RESOLUTION	No. of Shares voted and % <sup>(Note 2)</sup>	
	FOR	AGAINST
To approve, ratify and confirm the Agreement and the transactions contemplated thereunder <sup>(Note 1)</sup> .	26,945,450 Shares (100%)	0 Shares (0%)

*Notes:*

1. The full text of the Resolution is set out in the Circular.
2. The number of votes and percentage of the voting as stated above are based on the total number of Shares of the Company held by the Independent Shareholders who are not required to abstain from voting on the Resolution and attended and voted at the SGM in person, by authorized corporate representative(s) or by proxy(ies).

By order of the Board  
**SEEC Media Group Limited**  
**Zhang Zhifang**  
*Executive Director*

Hong Kong, 14 November 2016

*As at the date hereof, the Board comprises Mr. Wang Boming, Mr. Zhang Zhifang, Mr. Zhou Hongtao, Mr. Li Leong and Mr. Li Xi as executive Directors and Mr. Law Chi Hung, Ms. Wensy Ip and Mr. Wong Ching Chung as independent non-executive Directors.*