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TCL ELECTRONICS HOLDINGS LIMITED

TCL 電子控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01070)

VOTING RESULTS OF THE EXTRAORDINARY GENERAL MEETING HELD ON 8 JULY 2019

The Board is pleased to announce that the ordinary resolutions proposed at the EGM for approving the Non-exempt Transactions and the respective proposed annual caps were duly passed at the EGM held on 8 July 2019.

Reference is made to the notice of EGM (the “**Notice**”) and the circular of the Company (the “**Circular**”) both dated 19 June 2019 in relation to the Non-exempt Transactions and the respective proposed annual caps. Unless otherwise defined, terms used herein shall have the same meanings as those defined in the Circular.

The chairman of the EGM demanded that voting be made by poll on the resolutions proposed at the EGM. The Hong Kong branch share registrar of the Company, Tricor Tengis Limited, was appointed as the scrutineer of the vote-taking at the EGM.

The Board is pleased to announce that the poll results in respect of the ordinary resolutions (the “**Ordinary Resolutions**”) were as follows:

ORDINARY RESOLUTIONS	Number of votes (%)	
	FOR	AGAINST
1. To approve, confirm and ratify the Master Sale and Purchase (2019–2021) Agreement (as defined in the Circular), the terms and the transactions thereunder together with the relevant proposed annual caps as set out in the ordinary resolution No. 1 of the Notice.	255,987,997 (96.80%)	8,467,692 (3.20%)

ORDINARY RESOLUTIONS	Number of votes (%)	
	FOR	AGAINST
2. To approve, confirm and ratify the Master Services (2019–2021) Agreement (as defined in the Circular), the terms and the transactions thereunder together with the relevant proposed annual caps as set out in the ordinary resolution No. 2 of the Notice.	255,987,997 (96.80%)	8,467,692 (3.20%)
3. To approve, confirm and ratify the Master Brand Promotion (2019–2021) Agreement (as defined in the Circular), the terms and the transactions thereunder together with the relevant proposed annual caps as set out in the ordinary resolution No. 3 of the Notice.	255,987,997 (96.80%)	8,467,692 (3.20%)

Please refer to the Notice for the full text of the resolutions proposed at the EGM.

As at the record date of the EGM (being 2 July 2019), the total number of ordinary shares of the Company (“**Shares**”) in issue was 2,360,556,077 Shares.

In view of the interests of TCL Holdings as stated in the Circular, TCL Holdings and TCL Associates were required to abstain and had abstained from voting on ordinary resolutions numbers 1 to 3 of the Ordinary Resolutions. Further, Mr. LI Dongsheng and his spouse had also abstained from voting on the ordinary resolutions numbers 1 to 3 of the Ordinary Resolutions. As at the record date of the EGM (being 2 July 2019), TCL Holdings, through its wholly-owned subsidiary TCL Industries, indirectly held 1,235,272,639 Shares, and Mr. LI Dongsheng and his spouse together held 57,824,137 Shares, therefore Mr. LI Dongsheng and his spouse in total represented approximately 2.45% of the total number of issued Shares of the Company as at the record date.

Accordingly, the total number of Shares entitling the Shareholders to attend and vote for or against ordinary resolutions numbers 1 to 3 of the Ordinary Resolutions at the EGM was 1,067,459,301 Shares, representing approximately 45.22% of the total number of Shares in issue as at the record date of the EGM. Save as aforesaid, there was no restriction on any Shareholders to cast votes on any of the Ordinary Resolutions at the EGM.

None of the Shareholders had stated their intention in the Circular to vote against the Ordinary Resolutions and there were no Shares entitling the Shareholders to attend and vote only against the Ordinary Resolutions at the EGM.

As more than 50% of the valid votes were cast in favour of each of the above Ordinary Resolutions, each of the above Ordinary Resolutions was duly passed as an ordinary resolution of the Company.

On behalf of the Board

LI Dongsheng

Chairman

Hong Kong, 8 July 2019

As at the date of this announcement, the Board comprises Mr. LI Dongsheng, Mr. WANG Cheng Kevin, Mr. YAN Xiaolin and Mr. WANG Yi Michael as executive Directors, Mr. Albert Thomas DA ROSA, Junior, Mr. YANG Anming and Mr. LI Yuhao as non-executive Directors and Mr. Robert Maarten WESTERHOF, Dr. TSENG Shieng-chang Carter, Professor WANG Yijiang and Mr. LAU Siu Ki as independent non-executive Directors.