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TCL ELECTRONICS HOLDINGS LIMITED

TCL 電子控股有限公司

(the “Company”)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 01070)

POLL RESULTS AT THE ANNUAL GENERAL MEETING HELD ON 28 MAY 2019

The board of directors of the Company (the “**Board**”) is pleased to announce the results of the poll taken at the AGM held on 28 May 2019.

Reference is made to the notice (“**Notice**”) of the annual general meeting (“**AGM**”) and the circular of the Company (“**Circular**”) dated 18 April 2019. Unless otherwise defined, terms used herein shall have the same meaning as those defined in the Circular.

At the AGM held on 28 May 2019, the voting on all proposed resolutions (the “**Resolutions**”) as set out in the Notice were conducted by way of poll.

The Hong Kong branch share registrar of the Company, Tricor Tengis Limited, was appointed as the scrutineer of the vote-taking at the AGM.

The poll results in respect of the Resolutions were as follows:

ORDINARY RESOLUTIONS		Number of votes (%)	
		FOR	AGAINST
1.	To receive and adopt the audited consolidated financial statements and the reports of the directors of the Company (“ Directors ”) and the independent auditors of the Company (“ Auditors ”) for the year ended 31 December 2018.	1,821,565,581 (99.59%)	7,439,692 (0.41%)

2.	To declare a final dividend of 9.38 HK cents (HK\$0.0938) per ordinary share of the Company for the year ended 31 December 2018 to be paid out of the share premium account of the Company to the shareholders of the Company whose names appear on the register of members of the Company on 31 May 2019, Friday.	1,822,862,914 (99.59%)	7,439,692 (0.41%)
3.	To re-appoint Messrs. Ernst & Young as the Auditors and to authorise the Board to fix their remuneration.	1,814,649,581 (99.14%)	15,653,025 (0.86%)
4.	To elect Mr. LI Yuhao as a non-executive Director until the conclusion of the annual general meeting of the Company of 2022.	1,807,837,385 (98.77%)	22,465,221 (1.23%)
5.	To elect Mr. YANG Anming as a non-executive Director until the conclusion of the annual general meeting of the Company of 2022.	1,782,214,073 (97.37%)	48,088,533 (2.63%)
6. (a)	To re-elect Mr. WANG Cheng Kevin as an executive Director.	1,812,519,718 (99.03%)	17,782,888 (0.97%)
(b)	To re-elect Mr. WANG Yi Michael as an executive Director.	1,769,998,632 (96.71%)	60,303,974 (3.29%)
(c)	To re-elect Mr. Robert Maarten WESTERHOF as an independent non-executive Director until the conclusion of the annual general meeting of the Company of 2022.	1,815,260,771 (99.18%)	15,041,835 (0.82%)
(d)	To re-elect Mr. LAU Siu Ki as an independent non-executive Director until the conclusion of the annual general meeting of the Company of 2022.	1,777,763,431 (97.13%)	52,539,175 (2.87%)
7.	To authorise the Board to fix the Directors' remuneration.	1,821,981,598 (99.59%)	7,439,692 (0.41%)
8.	To grant the general mandate (the " General Mandate ") to the Directors to issue or otherwise deal with unissued shares of the Company (" Shares ") as set out in item 8 of the Notice.	1,682,485,930 (91.97%)	146,941,676 (8.03%)
9.	To grant the repurchase mandate to the Directors to repurchase Shares (the " Repurchase Mandate ") as set out in item 9 of the Notice.	1,821,987,914 (99.59%)	7,439,692 (0.41%)

10.	To approve the addition to the General Mandate of the number of Shares repurchased by the Company under the Repurchase Mandate as set out in item 10 of the Notice.	1,688,885,930 (92.27%)	141,416,676 (7.73%)
11.	To approve the granting of a specific mandate to Directors to allot and issue new Shares and/or otherwise deal with unissued Shares which may be required to be allotted and issued under the Share Award Scheme pursuant to the terms thereof not exceeding 3% of the total number of issued Shares as at the date of this resolution is passed as set out in item 11 of the Notice.	1,688,265,929 (92.24%)	142,036,677 (7.76%)

Please refer to the Notice for the full text of the Resolutions proposed at the AGM.

As at the 22 May 2019 (i.e. the record date for the AGM), (i) the total number of the Company's issued shares was 2,360,552,850; and (ii) the Trustee held a total of 83,220,081 Restricted Shares (which represents approximately 3.53% of the total number of the Company's issued shares as at the 22 May 2019 respectively), among which 29,995,558 are outstanding Restricted Shares (i.e. granted but remained unvested).

As stated in the Circular, the Shareholders who are grantees of the aforesaid outstanding Restricted Shares are required to abstain from voting on the resolution approving the granting of the Specific Mandate (i.e. Resolution No. 11) in respect of those Restricted Shares. According to the terms of the Scheme Rules and the Trust Deed, the Trustee shall not exercise any voting rights in respect of any Shares held under the Trust (including but not limited to any Restricted Shares, Returned Shares and Further Shares). Thus, no grantees of the aforesaid outstanding Restricted Shares will be entitled to exercise, or cause the Trustee to exercise, any voting rights in respect of such Restricted Shares. Save for that, no Shareholder is required to abstain to vote on the resolution approving the granting of the Specific Mandate.

Hence, the total number of shares entitling the Shareholders to attend and vote for or against the Resolutions (other than Resolution No. 11) at the AGM was 2,360,552,850 (2,330,557,292 for Resolution No. 11); given that 83,220,081 of which were held by the Trustee, the actual number of Shares which gave rise to voting rights at the AGM was 2,277,332,769. The total number of Shares entitling the Shareholders to attend and vote only against the Resolutions at the AGM was nil.

As more than 50% of the valid votes were cast in favour of each of the Resolutions numbered 1 to 11 (with 6(a) to 6(d) each as a separate Resolution), each of the Resolutions were duly passed as ordinary resolutions by way of poll at the AGM.

As at the date of the AGM, the total number of Company's issued shares was 2,360,552,850, with reference to which each of the General Mandate under Resolution No. 8, the Repurchase Mandate under Resolution No. 9 and the specific mandate under Resolution No. 11 will be determined accordingly.

On behalf of the Board
LI Dongsheng
Chairman

Hong Kong, 28 May 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.