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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 2 JUNE 2020

The board of directors of the Company (the “**Board**”) is pleased to announce the results of the poll taken at the AGM held on 2 June 2020.

Reference is made to the notice (“**Notice**”) of the annual general meeting (“**AGM**”) and the circular of the Company (“**Circular**”) dated 29 April 2020. Unless otherwise defined, terms used herein shall have the same meaning as those defined in the Circular.

At the AGM held on 2 June 2020, the voting on all proposed resolutions (the “**Resolutions**” and each a “**Resolution**”) as set out in the Notice was 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 and the independent auditors of the Company (“ Auditors ”) for the year ended 31 December 2019.	1,790,904,639 (100.00%)	0 (0.00%)

ORDINARY RESOLUTIONS		Number of votes (%)	
		FOR	AGAINST
2.	To declare a final dividend of 10.60 HK cents (HK\$0.1060) per ordinary share of the Company for the year ended 31 December 2019 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 8 June 2020, Monday.	1,792,802,972 (100.00%)	0 (0.00%)
3.	To re-appoint Messrs. Ernst & Young as the Auditors and to authorise the Board to fix their remuneration.	1,639,862,987 (91.47%)	152,939,985 (8.53%)
4.	(a) To re-elect Mr. YAN Xiaolin as an executive Director.	1,651,732,220 (92.13%)	141,070,752 (7.87%)
	(b) To re-elect Mr. Albert Thomas DA ROSA, Junior as a non-executive Director until the conclusion of the annual general meeting of the Company of 2023.	1,755,047,350 (97.89%)	37,755,622 (2.11%)
	(c) To re-elect Dr. TSENG Shieng-chang Carter as an independent non-executive Director until the conclusion of the annual general meeting of the Company of 2023.	1,643,940,653 (91.84%)	146,010,319 (8.16%)
	(d) To re-elect Professor WANG Yijiang as an independent non-executive Director until the conclusion of the annual general meeting of the Company of 2023.	1,641,689,320 (91.57%)	151,113,652 (8.43%)
5.	To authorise the Board to fix the Directors' remuneration.	1,791,927,472 (99.99%)	500 (0.01%)
6.	To grant the General Mandate to the Directors to issue or otherwise deal with unissued Shares as set out in item 6 of the Notice.	1,659,087,275 (92.59%)	132,840,697 (7.41%)
7.	To grant the Repurchase Mandate to the Directors to repurchase Shares as set out in item 7 of the Notice.	1,791,927,972 (100.00%)	0 (0.00%)
8.	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 8 of the Notice.	1,662,986,775 (92.76%)	129,816,197 (7.24%)

ORDINARY RESOLUTIONS		Number of votes (%)	
		FOR	AGAINST
9.	To approve the granting of a specific mandate (i.e. the Scheme 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 (as defined in the Notice) 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 9 of the Notice.	1,662,686,274 (92.74%)	130,116,698 (7.26%)

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

As at 27 May 2020 (i.e. the record date for the AGM): (i) the total number of the Company's issued shares was 2,371,274,404; and (ii) the Trustees held a total of 67,800,330 Restricted Shares (which represents approximately 2.86% of the total number of the Company's issued shares as at 27 May 2020), among which 16,384,387 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 Scheme Mandate (i.e. Resolution No. 9) in respect of those Restricted Shares. According to the terms of the Scheme Rules and the Trust Deeds, the Trustees shall not exercise any voting rights in respect of any Shares held under the Trusts (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 Trustees 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 Scheme Mandate.

Hence, the total number of shares entitling the Shareholders to attend and vote for or against the Resolutions (other than Resolution No. 9) at the AGM was 2,371,274,404 (2,354,890,017 for Resolution No. 9); given that 67,800,330 of which were held by the Trustees, the actual number of Shares which gave rise to voting rights at the AGM was 2,303,474,074. 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 9 (with 4(a) to 4(d) each as a separate Resolution), each of the Resolutions was duly passed as ordinary resolution by way of poll at the AGM.

As at the date of the AGM, the total number of the Company's issued shares was 2,371,274,404, with reference to which each of the General Mandate under Resolution No. 6, the Repurchase Mandate under Resolution No. 7 and the Scheme Mandate under Resolution No. 9 will be determined accordingly.

On behalf of the Board
LI Dongsheng
Chairman

Hong Kong, 2 June 2020

As at the date of this announcement, the Board comprises Mr. LI Dongsheng, Mr. WANG Cheng Kevin, Mr. YAN Xiaolin and Mr. HU Lihua as executive Directors, Mr. Albert Thomas DA ROSA, Junior, Mr. LI Yuhao and Mr. SUN Li 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.