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## **China Digital Licensing (Group) Limited** **中國數碼版權(集團)有限公司**

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

(Stock Code: 8175)

### **RESULTS OF THE EXTRAORDINARY GENERAL MEETING**

The ordinary resolutions in relation to (i) the proposed refreshment of the General Mandate and (ii) the proposed addition of the Shares repurchased by the Company to the Refreshed General Mandate have been duly passed by way of poll by the Independent Shareholders at the EGM held on Wednesday, 19 January 2011.

Reference is made to the circular (the “**Circular**”) of China Digital Licensing (Group) Limited (the “**Company**”) dated 3 January 2011 in relation to (i) the proposed refreshment of the General Mandate and (ii) the proposed addition of the Shares repurchased by the Company to the Refreshed General Mandate. Capitalized terms used in this announcement shall have the same meanings as those defined in the Circular unless otherwise specified herein.

### **RESULTS OF EGM**

The EGM was held on Wednesday, 19 January 2011 to consider the ordinary resolutions approving (i) the proposed refreshment of the General Mandate and (ii) the proposed addition of the Shares repurchased by the Company to the Refreshed General Mandate. As at the date of the EGM, the total number of Shares in issue was 2,195,085,643.

As at the date of the EGM, Mr. Pang Hong Tao, Ms. Au Shui Ming, Anna, Mr. Hsu Tung Sheng and Mr. Ma She Shing, Albert and their respective associates abstained from voting in relation to the resolutions to approve the grant of the General Mandate and any extension thereof at the EGM. Save as disclosed above, none of the other Directors (excluding the independent non-executive Directors) and the chief executive of the Company, and their respective associates have any Shares in the Company.

Accordingly, a total of 2,049,915,643 Shares held by the Independent Shareholders were entitled to attend and vote for or against the resolutions at the EGM. Other than Mr. Pang Hong Tao, Ms. Au Shui Ming, Anna, Mr. Hsu Tung Sheng and Mr. Ma She Shing, Albert who are interested in 42,800,000 Shares, 54,500,000 Shares, 19,000,000 Shares and 28,870,000 Shares respectively. There was no Share entitling the holder to attend and vote only against the resolutions at the EGM.

The chairman of the EGM demanded for voting on all the resolutions by poll at the EGM. Tricor Standard Limited, the Hong Kong branch share registrar and transfer office of the Company, was appointed as the scrutineer for the vote-taking on the resolutions passed at the EGM.

The resolutions proposed at the EGM have been duly passed as ordinary resolutions with poll results as follows:

Ordinary resolutions	For		Against	
	Number of Shares	Approximate %	Number of Shares	Approximate %
1. To grant a general mandate to directors to allot, issue and otherwise deal with the shares of the Company	752,144,246	99.69	2,360,000	0.31
2. To add the nominal amount of shares repurchased by the Company to the mandate granted to the directors under resolution no. 1	752,144,246	99.69	2,360,000	0.31

By order of the Board  
**China Digital Licensing (Group) Limited**  
**Pang Hong Tao**  
*Chairman*

Hong Kong, 19 January 2011

*As at the date of this announcement, the executive Directors are Mr. Pang Hong Tao, Mr. Hsu Tung Sheng and Ms. Au Shui Ming, Anna. The non-executive Director is Mr. Ma She Shing, Albert. The independent non-executive Directors are Mr. Lee Kun Hung, Mr. Kwok Chi Sun, Vincent and Mr. Wong Tak Shing.*

*This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Group. The Directors, having made all reasonable enquiries, confirm that, to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive; and there are no other matters the omission of which would make any statement in this announcement misleading.*

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