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**China Optoelectronics Holding Group Co., Limited**

**中國光電控股集團有限公司**

*(Incorporated in Bermuda with limited liability)*

*Website: www.chnoe.com*

**(Stock Code: 1332)**

**POLL RESULTS OF THE SPECIAL GENERAL MEETING  
HELD ON 4 MARCH 2016**

Reference is made to the circular (the “Circular”) of China Optoelectronics Holding Group Co., Limited (the “Company”) dated 18 February 2016. Unless otherwise defined, capitalized terms used in this announcement shall have the same meanings as those defined in the Circular.

The Board is pleased to announce that all the ordinary resolutions proposed at the SGM held on 4 March 2016 were duly passed by the Shareholders by way of poll.

Details of the poll results of the SGM are set out below:

<b>ORDINARY RESOLUTIONS</b>		<b>Number of votes (Approximate %)</b>	
		<b>For</b>	<b>Against</b>
1.	To grant the general mandate to the Directors to issue Shares not exceeding 20% of the total number of issued Shares	2,888,382,124 (86.48%)	451,551,018 (13.52%)
2.	To approve the refreshment of the Scheme Mandate Limit to grant options under the Share Option Scheme	2,888,382,124 (86.48%)	451,551,018 (13.52%)
<b>As more than 50% of the votes were cast in favour of the above resolutions, the above resolutions were duly passed as ordinary resolutions of the Company.</b>			

Notes:

1. The full text of the proposed resolutions was set out in the notice of the SGM dated 18 February 2016.
2. As at the date of the SGM, a total of 5,103,692,751 Shares were in issue. As stated in the Circular, where there were no controlling Shareholders, Directors (excluding independent non-executive Directors) and the chief executive of the Company, who were interested in 528,150 Shares (representing approximately 0.01% of the issued Shares), were required to abstain from voting in the above resolution No.1. As such, a total of 5,103,164,601 Shares, representing approximately 99.99% of the issue Share as at the date of the SGM, were held by Shareholders who were entitled to attend and vote for or against the above resolution No.1.
3. Save as disclosed herein, there were no restrictions on any Shareholders to cast votes on any of the proposed resolutions at the SGM.
4. Tricor Secretaries Limited, the Company's branch share registrar in Hong Kong, acted as the scrutineer for the vote-taking at the SGM.

By order of the Board  
**China Optoelectronics Holding Group Co., Limited**  
**Lam How Mun Peter**  
*Chairman*

Hong Kong, 4 March 2016

As at the date of this announcement, the Board comprised the following Directors:-

*Executive Directors*

Ms. Poon Ho Yee Agnes (*Managing Director*)

Mr. Lo Yuen Wa Peter

Ms. Sun Dixie Hui

*Non-executive Director*

Dr. Lam How Mun Peter (*Chairman*)

*Independent Non-executive Directors*

Mr. Chan Sze Hung

Mr. Cheung Wing Ping

Mr. Ha Kee Choy Eugene

Mr. To Shing Chuen